

PAL5-05

Floracon

A Two-Round D&D LIVING GREYHAWK® Theocracy of the Pale Regional Adventure

Version 1.0

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Several years ago in a long-forgotten temple, adventurers unearthed the *Floracon*. Since then it has passed through many hands, bringing only peril and misery wherever it went. Now, the time has come to put an end to this fell object. A two-round continuous scenario involving a perilous descent to the Temple of Dumathoin and beyond for APL 4 to 14.

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

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Introduction

This is an RPGA® Network scenario for the Dungeons & Dragons® game. A four-hour time block has been allocated for each round of this scenario, but the actual playing time will be closer to three and a half hours. The rest of the time is spent in preparation before game play, and scoring after the game. The following guidelines are here to help you with both the preparation and voting segment of the game. Read this page carefully so that you know and can communicate to your players the special aspects of playing an RPGA scenario.

Preparation

First you should print this scenario. This scenario was created to support double-sided printing, but printing it single sided will work as well. There is enough room along the inside margin to bind the adventure, if you desire.

Read this entire adventure at least once before you run your game. Be sure to familiarize yourself with any special rules, spells, or equipment presented in the adventure. It may help to highlight particularly important passages.

When you run an RPGA D&D adventure we assume that you have access to the following books: the *Player's Handbook*, the *Dungeon Master's Guide*, and the *Monster Manual*. We also assume that you have a set of dice (at least one d4, d6, d8, d10, d12, and d20), some scrap paper, a pencil, an RPGA scoring packet, and your sense of fun. It is also a good idea to have a way to track movement during combat. This can be as simple as a pad of graph paper and a pencil, as handy as a vinyl grid map and chits, or as elaborate as resin dungeon walls and miniatures.

Keep in mind that you must have at least four players (not counting the DM), for the game session to be a sanctioned RPGA event. As well, you cannot have more than six players participating in the game.

Playing the Game

Instruct the players either to prepare their characters to participate in the adventure before the session begins, or wait until you read the introduction, depending on the requirements of the scenario as described in the introduction.

Once you are ready to play, it is handy to instruct each player to place a nametag in front of him or her. The tag should have the player's name at the bottom, and the character's name, race, and gender at the top. This makes it easier for the players (and the DM) to keep track of who is playing which character.

The players are free to use the game rules to learn about equipment and weapons their characters are carrying. That said, you as the DM can bar the use of even core rulebooks during certain times of play. For example,

the players are not free to consult the *Dungeon Master's Guide* when confronted with a trap or hazard, or the *Monster Manual* when confronted with a monster.

Some of the text in this scenario is written so that you may present it as written to the players, while other text is for your eyes only. Text for the players will be in gray boxes. It's strongly recommended that you paraphrase the player text instead of reading it aloud. Some of this text is general and must be adapted to the specific situation or to actions of the player characters.

Tracking

After the players have completed the scenario or the time allotted to run the scenario has run out, the players and DM fill out the RPGA Tracking Sheet. The DM should complete the top of the form and list his name and RPGA number. The players should each list their name and RPGA number. After the form is filled out it should be given to the Event Coordinator.

Living Greyhawk

This is a LIVING GREYHAWK Adventure. As a LIVING adventure it is expected that players bring their own characters with them. If players do not have a LIVING GREYHAWK character generated, get a copy of the current LIVING GREYHAWK character generation guidelines, and a character sheet from your convention coordinator or the RPGA Web site, and then have any players without a character create one. Once all players have a LIVING GREYHAWK character, play can begin.

Along with the other materials discussed in the Preparation section above that you are assumed to have in order to run a D&D game, it is also recommended that you have a copy of the *LIVING GREYHAWK Gazetteer*.

Living Greyhawk Levels of Play

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

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 being war horses, dogs trained for war), other than those brought by virtue of a class ability (i.e. animal companions, familiars paladin's mounts, etc.) use the sidebar chart to determine the number of levels you add to the sum above. 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. Nevertheless, if a character has the Mounted Combat feat, he may bring a single warhorse, light or

heavy, with him in the adventure and it will not count toward the APL calculation.

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

By following these four steps, you will have determined the APL. Throughout this adventure, APLs categorize the level of challenge the PCs will 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 may 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 will receive only one-half of the experience points for the adventure. Further, if the PC is three character levels or more lower than the APL at which this adventure is being played, that PC will receive one-half gold for the adventure as well. 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.

Further, a PC who is four or more levels higher than the highest APL supported by the adventure may not play the scenario unless the highest APL supported by the adventure is APL 12.

Note: LIVING GREYHAWK adventures are designed for APL 2 and higher. Four or five 1st-level characters may find difficulty with the challenges in a LIVING GREYHAWK adventure. If a group is APL 1 there are two things that the group can do to help even the score.

- Attempt to create a table of six 1st-level characters, or try to enlist higher-level characters to play at that table.
- Advise characters to buy riding dogs to help protect them, and fight for them. All riding dogs are considered trained to attack. PCs who want their dogs to attack must succeed at a Handle Animal or Charisma check (DC 10). Failure indicates that the animal will not attack that round. This is a free action (spoken command) that may be attempted each round. If an animal loses half or more hp in a

single round it flees, unless another check is successful.

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	

Time Units and Upkeep

This is a standard two-round Regional adventure, set in the Theocracy of the Pale. Characters native to the Theocracy of the Pale pay one Time Unit per round, all others pay two Time Units per round. Adventurer's Standard Upkeep costs 12gp per Time Unit. Rich Upkeep costs 50gp per Time Unit. Luxury Upkeep costs 100gp per Time Unit.

Pale Holy Day

Some player characters may wish to give or attend services in-game on Pholtan holy days. For adventures set in the Theocracy of the Pale, a member of the Church of the One True Path may ask the judge at the beginning of an Adventure to determine how many days it is until the next Pholtan Holy day. This is accomplished by rolling a d8, rerolling if the result is 8. If a 7 is rolled, the first day of the adventure is a Pholtan Holy Day. Otherwise, the die result indicates the number of days until the next Pholtan Holy Day. Due to the special nature of the Theocracy of the Pale, on Holy Days, Judges are encouraged (but not required) to work-in a brief scene involving Pholtan worship, possibly including a brief 1-2 minute sermon by a PC if his or her level is at least fifth level and the judge believes that there is time available.

Special Rules for the Pale

It is illegal for adventurers to display a human holy symbol other than that of Pholtus in the Pale as of September 1, 2005. Even before that time, Judges should begin to discourage the display of non-Pholtan holy symbols by having Priests of the Church of the One True Path or other authorities of the Pale question their wearing of the holy symbols of false deities.

After September 1, 2005, PCs displaying the holy symbol of any human deity other than that of Pholtus should be fined 200 gp and their holy symbol should be confiscated for destruction by the Palish authorities. This action should take place as soon as any Palish authorities notice the holy symbol. This may leave a non-Pholtan cleric without his holy symbol for the adventure as non-Pholtan holy symbols may not be purchased in the Pale without a Gather Information check DC 25 to locate a merchant who can sell him one.

Non-human PCs are exempt from this law when displaying their racial deities' holy symbol(s). Non-humans are heathens beyond redemption and do not matter in the greater scheme of Pholtus. If they can be brought to the light of Pholtus, this is good and perhaps they can be redeemed, but if they do not, it is of no consequence. Non-humans wearing the holy symbols of a human deity are treated the same as a human wearing a non-Pholtan holy symbol.

Adventure Background

More than 1,000 years ago, the rex aartuk invaded Oerth. These plant creatures threatened the lands of eastern Oerth near the Rakers. They were a spacefaring race that brought with them powerful magic from many faraway places.

One of the items they brought with them was an artifact known as the *Floracon*. This book is extremely complex to decipher, but capable of invoking great powers. When that invasion of the rex aartuk was defeated, the *Floracon* was placed in the library of a dwarven temple and forgotten.

Much more recently – several years ago – adventurers found the artifact and brought it back to the Theocracy of the Pale, just as the rex aartuk were invading anew. Since it was thought to contain power over plants, it was given to the Phostwood elves, such that they might use it for good purposes, especially in fighting a tree blight that has plagued their forest for eons.

But the *Floracon* was stolen by a renegade elf, the grugach sorcerer Hrek'sha, who managed to unleash some of its power. He transformed sections of the Phostwood into horrid places where creatures were altered in unnatural ways. He eventually managed to transform a peaceful portal to the lands of Faerie into a portal to the nightmarish Far Realm. Fortunately, adventurers were able to follow him there and stop the madness he was unleashing, but the Phostwood has not fully recovered from the influence of the Far Realm.

After the fight, the *Floracon* was brought back to the Theocracy of the Pale, where its fate as a dangerous artifact of Chaos is being determined.

Adventure Summary

The adventure begins with players being summoned to meet with Abbot Odarius in Ogburg. He asks them to destroy the *Floracon* and end the Chaos that it brings to these lands once and for all. He attempts to cast some divinations, but is unsuccessful in getting an answer as to how to accomplish the task.

Instead, he directs the PCs to Raia (“RYE-uh”), a legendary place where an elemental earth creature can

offer them insight. The PCs meet this creature and learn that they must return to the place where the *Floracon* was found by adventurers, and then travel beyond it to a “caustic pool”. Only there can the book be destroyed.

The PCs head into the Rakers, where they retrace the steps of previous adventurers into an ancient dwarven temple of Dumathoin. This temple has been recently rediscovered by the clan of dwarves that built it quite some time ago. The dwarves make intermittent trips to restore the temple, but the work is a difficult process, due in part to the extensive damage that recent earthquakes have caused.

In the temple, the PCs explore the old rooms; some of them have creatures that have come inside. A few of the areas have collapsed over the years, and still others have been cleared that were once previously collapsed. Another area has been cleared but later filled with groundwater seeping in after an earthquake hit the area.

After exploring the temple, the PCs travel into the vast network of underground caverns, in search of the caustic pool. Eventually they come across the dwarves of the underground village of Toramalk. After befriendng them, they meet a dwarf who knows where this caustic pool is. He agrees to take the PCs there but asks a favor first – he needs them to retrieve some ancient records from a haunted city of the dead.

The PCs head to the necropolis and retrieve the records. While there, they can opt to do some additional exploration, which will take some extra time, but will prove to be profitable. Undead of all types lurk in the crypts of this dangerous creepy place.

Upon returning to the dwarves, the PCs are escorted to the caustic pool. On the way, they must fight past a duergar outpost that blocks their passage.

Finally, the PCs arrive at the caustic pool. They are opposed by creatures that come from the Far Realm and wish to keep the *Floracon* from being destroyed. Floating, exploding gas spores spill out of a portal, while the *Floracon* itself comes to life and attempts to drag down anyone who attempts to move it toward the caustic pool. In a moment of triumph, the PCs can throw the book into the pool, destroying it forever.

Preparation for Play

Although not necessary to prepare for this adventure, you may wish to read previous adventures that are related to this story, particularly PAL4-07 *The Root of Chaos*, and PAL2-01 *Drawing From Life*. A summary of the latter scenario is available at the Pale website, www.theocracyofthepale.com.

Underwater combat is a possibility in this adventure. Rules for underwater combat can be found in the *Dungeon Master's Guide*, page 93.

You will need to find out if any PC has The Ravening curse from PAL4-07 *The Root of Chaos*. You will also need to know what Pale meta-orgs each PC belongs to.

The Floracon

The *Floracon* – an artifact from another world and another time. A thousand years ago it came to Oerth, brought by an invading enemy of plant creatures known as the rex aartuk. The rex aartuk were defeated in an ancient war, but the *Floracon* remained behind, waiting to be discovered.

The *Floracon* is a book, of sorts. It is bound in a black, leather-like material. Inside, it has pages that are transparent like glass but flexible. The pages can easily be removed and placed in different orientations, making it possible to overlay several sheets in different manners. Strange white symbols cover the pages.

It is known that the *Floracon* has great power over plants. Some believe this to be a destructive power, while others believe this power can be harnessed for good. The rex aartuk of long ago knew how to wield some of its power, but even they were unable to completely master its use.

Much of the remaining power of the *Floracon* is tied to its alien origins from the Far Realm. The artifact can be used to open portals to the Far Realm, a feat that has proven to be elusive to all but the most powerful (and insane) wielders of magic.

Fortunately, mastering the use of the *Floracon* is a daunting task. It is truly alien in makeup and only the most studious and brave can understand it. Any who wish to fully glean the secrets from the artifact are eventually doomed to succumb to its corrupting power. Deciphering the meanings of the book requires overlaying various pages to make certain patterns appear. When doing this in conjunction with the correct alien phrases and gestures, mighty powers can be unleashed.

The book is now partially sentient. It lay dormant for centuries in the Temple of Dumathoin in a long forgotten library. Once it was brought back to civilization, some of its power was reawakened. This happened by having so many people experimenting with it, and because the wild elf sorcerer, Hrek'sha, managed to take it back to the Far Realm for a while – ultimately being defeated by adventurers and having his soul sucked into the artifact. Having been tampered with by numerous people, both cautious and otherwise, it is somewhat aware of its surroundings, even if it cannot fully comprehend them.

The *Floracon* is very capable of defending itself against most harm. It is immune to any mortal magic. It is also unable to be harmed by any physical force. Even if its pages are separated, they merely reappear in the book with no harm done.

The *Floracon* is also resistant to planar travel of all kinds. It cannot enter another plane, travel through a gate, enter a dimensional portal, and it cannot travel to the ethereal or astral realms. This makes it incapable of being affected by *teleport*, *dimension door*, or similar spells. Anyone who possesses the book is similarly blocked from planar travel as well, even if the book is stored away in a container of some sort. Also note that the resistance to planar travel makes it incapable of being stored in an extradimensional space, such as a *bag of holding*.

The *Floracon* has an aura of magic and chaos. If *detect magic* is cast, it radiates overwhelming magic of all schools. If *detect chaos* is cast, it radiates overwhelming chaos.

The *Floracon* will “object” to the mission to destroy it and will manifest effects that will hinder those who would destroy it. These effects happen at specified times in this scenario as indicated in each encounter.

These effects include the following:

- *Slow* – tentacles reach out and hinder the carrier
- Wounds don't heal for 24 hours
- Missile weapons misfire and target the carrier
- *Floracon* floats away and tries to hide. The *Floracon* is capable of flight, but only very infrequently. Once per week it can fly at a speed of 5 ft. (perfect) for 20 rounds. It cannot run, but it may be able to get as far away as 200 ft. before exhausting itself.
- Encumbrance
- Fatigue
- Bad dreams or visions

The *Floracon*, as an artifact, is nearly impossible to destroy. However, there is one particular location on Oerth where it can be destroyed. Located deep underground in the Rakers is a caustic pool infused by the insanity of ages past. It is here that the book cannot survive. Casting the *Floracon* into this pool will destroy it permanently and end many of the harmful effects caused by it.

The Ravening

Any PC who has (or had in the past) The Ravening curse from PAL4-07 *The Root of Chaos* has an additional effect that occurs each time they sleep. At midnight, they wake up and witness a “waking dream” where they see visions of the Far Realm. You should make up horrible visions of tentacles surrounding their throat, visions of their families looking like mind flayers, their bodies dissolving into insects, their favorite magic item turning into a rubbery toy, etc. This PC will eventually snap out of it and realize that it was not real, but their terror will be enough to keep them awake for an extra hour, not to

mention making it likely to wake up others that they travel with. For added dramatic effect, you could describe the eyes of the PC to others as turning solid black while he has the visions.

Introduction – Fast Start

This adventure may be difficult to complete in a standard convention slot of eight hours. If you believe that the players will have difficulty in finishing, you may wish to omit the standard introduction and the first encounter with The Weird. Although these encounters give context for the mission, it may suffice to jump right into the dungeon crawl for some groups of players. Additionally, the players will not have met The Weird, and therefore won't get access to the Elemental Savant prestige class requirement shown on the AR.

ONLY READ THIS IF OMITTING THE STANDARD INTRODUCTION:

Your group of adventurers has been given a vital mission: destroy the Floracon! This ancient artifact has been responsible for great destruction and chaos after being unearthed by adventurers several years ago.

In Ogburg, Abbot Odarius has been able to acquire information you need for your quest. He has obtained a prophetic message describing the location you need to travel to, and the steps you must take to destroy this chaotic artifact.

You have traveled into the Rakers east of Ogburg and made your way into underground tunnels for several miles before coming to an auxiliary entrance to an ancient dwarven temple.

One of you carries the Floracon. Your quest begins now.

Give the players the two maps of the Temple of Dumathoin and the words of The Weird. Go to Encounter Two – The Temple of Dumathoin.

Introduction

The story begins by assuming that each PC is in the Theocracy of the Pale for some reason. Each of the PCs has received a note a few days prior to the start of the adventure requesting their attendance at a meeting with Abbot Odarius of Ogburg. The note mentions an important journey that must be undertaken by adventurers but does not elaborate.

Members of certain Pale meta-organizations have special requests that you should ad lib. Instead of receiving a note, each of the groups will *require* the PC to meet with Abbot Odarius and accept the mission he gives them. The groups with these special circumstances are as follows:

- Arcanist Guild – The PC is contacted by a guild master and required to meet with the Abbot. The PC is informed that there is a significant threat to the Pale coming from the Far Realm. The Arcanist Guild is the best hope of countering and destroying this threat. For higher-level PCs (at your discretion), the guild member may be able to tell more about the mission involving the *Floracon*.
- The Church of the One True Path – The PC is contacted by their immediate superior, who requires they travel immediately to meet with the Abbot. He makes it clear some of the highest authorities of the church are interested in this mission. The PC is tasked with this holy quest from Pholtus and must succeed in order to eradicate Chaos from the land.
- Coven of White Light – The PC is contacted by the head of the circle they belong to. The PC is told there is a great magical threat to the common people of the Pale and they should meet with Abbot Odarius in Ogburg to learn more. Members of the Arcanist Guild know more about the threat but are remaining very quiet; the Coven should aid in any threat the Arcanist Guild feels strong enough to act upon as well.
- Disciples of Discipline – The PC is contacted by their mentor, who has had a spiritual vision showing them meeting with an abbot in Ogburg, then traveling to Raia to meet with the weird. He tells the PC they must undertake this journey for spiritual enlightenment and purity.
- Pale Diplomatic Corps – The mission is dire. The PC is required to meet with the Abbot and obtain further instructions from him. They are to keep an eye out for any intrusions of Chaos that are seeping into the land. The PC has also acquired enough information to know that this mission involves the dangerous *Floracon*.
- Pholtan Knights Valorous – A bold mission is assigned to the PC. They are required to meet with the Abbot and undertake any mission he assigns to them.
- The Phostaldaron – The *Floracon* has been a bane upon the Phostwood ever since it arrived. The elves now realize they never should have taken the artifact, and they must make amends for their part in the harm it has unleashed. The PC is sent by the leader of their tribe to meet with the Abbot to see about how to get rid of the *Floracon* – permanently.
- Prelatal Army – The PC is assigned to support and protect others on a mission from the Abbot in Ogburg. If the PC is particularly charismatic, he is assigned a leadership position in the party.
- The Thieves' Guild – Word has gotten out about an artifact that is causing destruction and Chaos. The

PC is assigned to infiltrate the group of people being gathered to deal with the artifact and gather information on what is being done with it. The guild does not want to obtain the artifact for itself, since this would be far too prominent a theft for their liking. Instead, they just want the PC to go along, observe what all the interest is about, and report back on any people or places they encounter. They emphasize that it is important the PC be helpful in all ways possible, but do not take any risks that might get them killed. The Guild has arranged for the PC to be part of a group of adventurers who are dealing with this artifact.

It is easiest for PCs to begin play having agreed to meet Abbot Odarius. If a player insists on trying to gain additional information prior to the meeting, you may choose to allow this. If so, a Knowledge (local – Nyrrond and her environs) check or Gather Information check, each DC 30, will confirm that the Abbot is a priest in good standing in Ogburg, and that some rumors have been floating around about The Floracon and what should be done with it.

At the specified day and time, all the PCs are invited into the Church of St. Ardyne in Ogburg, and brought into a private chamber where they meet three people who wish to send them on a mission to destroy the Floracon.

☞ **Abbot Odarius:** Male human Clr10 (Pholtus)

☞ **Bahira:** Female human (Baklunish) Wiz7

☞ **Curu'nole:** Male elf (sylvan) Exp9/Wiz6

The Church of St. Ardyne is one of Ogburg's larger buildings, dating to 450 CY, about the same period as the Great Council of Rel Mord. This proud church is known to be the residence of some of the wisest clerics in the city. You have come here after receiving a summons, along with your other companions.

Inside the stately church you are escorted past a small graveyard plot, past a garden, and finally into a private sanctuary. Inside you are met by three notable figures.

The first is an elderly man in white robes with embroidered silver trim. He has no trace of hair atop his shining head, and his skin is darkly tanned. He has a gentle appearance, and smiles widely as you enter.

A young Baklunish woman is at his side. She is perhaps 25 years old and has long black hair, carefully braided in a style usually seen only on elven women. She wears a subdued pastel dress. Her eyes hold hints of wisdom beyond her years.

The remaining figure is that of a dignified old sylvan elf. It is Curu'nole, the leader of the Istari tribe from the Phostwood. An elven leader of his

stature has not been known to enter the Pale in any recent time.

The man in white robes speaks. "Welcome. I am Father Odarius. Although I am the Abbot of St. Ardyne's, I also have sacred responsibilities that extend beyond Ogburg. No doubt you are wondering why I have asked you to meet me here. But first let me introduce my honored guests – the renowned wizard Bahira, and the wise and noble leader of the Istari, Curu'nole.

"We have gathered here to address a terrible problem."

The Abbot lifts a wooden box onto the table and unlocks it. From inside he withdraws a rectangular object, carefully wrapped in a thick linen cloth. He unfolds the material and reveals an ancient book. It has a black cover, similar to leather but not exactly, and the pages are thin and clear, as if made from glass. Most of you recognize the book immediately.

If any PC has The Ravening, read the following to them:

You feel an intense tingling sensation running down your spine. For a moment, your eyes roll back in your head and you get a fleeting vision of an alien place where orange clouds swirl about. You quickly come back to your senses. Perhaps no one noticed?

This is the first of a number of effects the Floracon will bring upon the character with The Ravening. The book will also cause many problems for whoever carries it.

Continuing on, addressing everyone:

The Abbot says, "Look upon the Floracon! There are few other objects in all of Oerth that can compare with this foul book. It holds the power of ultimate Chaos for any who would dare tap into it. We believe it came from an alien realm in a time that is long forgotten."

Bahira speaks. "Greetings friends. I cannot thank you enough for being here today. When the Floracon was first found, we were unaware of the power we were dealing with. To be honest, we were quite busy with other problems. The rex aartuk were on the move, with a massive invasion that was imminent. We had little time to properly study what such a device could do. My studies allowed me to foil some of the invaders' plans, but it cost me most of my magical ability. Still, the ordeal made me younger by forty years, so I have time to explore the paths of magic for a second time."

Says Curu'nole, "Those of my tribe are well-versed in magic—unusual for elves of the forest, as you probably know. When we learned that adventurers decided to give us an artifact that reportedly held magical secrets related to plants, we were pleased. I personally devoted myself to understanding what secrets were hidden in those

glass pages, hoping that it might help my people fight the dreaded tree blight that has plagued the Phostwood for so long. I made some progress, but the work was very arduous. The pages had many arcane combinations that were possible, and discovering the correct incantations that were needed to invoke their power was a daunting task.

“Unfortunately you already know what happened next. When the other tribes heard of the artifact that had come into Istari hands, they demanded to share in the knowledge. Knowing that it could hold great danger, I rejected their requests. However, some of the tribes are very eager to fight, even among their own kind. An elven civil war was the last thing the Phostaldaron needed. Our great leader Calion decreed that the Floracon was to be shared by all the tribes, passing to each one for a year at a time. Before long, the book was out of my hands and went to the Angwi, a grugach tribe.”

“From there it was quickly stolen by one of their tribe called Hrek’sha who somehow discovered how to use it in new and horrid ways. As he channeled more power from the artifact, he became obsessed with his own power. He transformed parts of our forest into warped versions of his fancy. Peaceful animals changed into foul beings, and places of beauty were now places of evil. Eventually he managed to corrupt a serene place that contained a hidden planar gate. Thankfully, many of you were able to help track him down and stop him from continuing his insanity.

“I wish that were all there was to this tale, but there is more. A strange creature—or at least a portion of it—has emerged from this planar gate. It looks like the roots of a giant tree that spill forth into the surrounding soil. I know not what it is or why it is here. I only know that these roots are massive and they are burrowing into the forest. There are reports of new unknown types of trees growing nearby, and they seem to be spreading. And we have encountered bizarre unnatural creatures that scuttle about. We have tried in vain to cut away at this invading plague, but our attempts have all failed.

“I have been left little choice but to seek aid from outside our lands. I must admit that it is not comfortable for me to be among many humans. However, the Istari still count the Pale among our few friends.”

Abbot Odarius speaks again. “The Church became very concerned when we learned about the horrid events taking place in the Phostwood. We are allied with the Phostaldaron and cannot allow them to suffer. And we cannot allow the spread of Chaos into their realm or ours. For now we have placed a Prelatal Army outpost at the site of the planar rift, but they are only meant to observe. The real

problem—or shall I say ‘the root of the problem’?—lies here,” as he taps his fingertips upon the dark cover of the Floracon.

Bahira says, “I believe we can no longer afford to keep this device in our realm. We have tried both mundane and magical ways of destroying it but to no avail. It will take something very special before we are able to be rid of it.”

Abbot Odarius says, “And this is why you are here. My prayers have guided me to you. It was adventurers who unearthed this book of Chaos, so it shall be adventurers that shall dispose of it. I do not ask this of you lightly. There are many higher powers concerned with this mission. Pholtus requires that we be resolute in the face of Chaos. Your deeds in the days to come will require bravery and sacrifice. I ask you to accept your destiny in this noble cause. If you refuse, you may leave.”

There is no pay or promise of reward in this mission. The importance of the mission should be obvious to players by this point.

Odarius then casts *commune* to get some answers about how to destroy the Floracon. Light streams from his mouth as he speaks.

- Is the Floracon truly dangerous? Yes.
- Should the Floracon be destroyed? Yes.
- Is it possible to destroy the Floracon? Unclear.
- If the Floracon is not destroyed, would the Theocracy of the Pale be in danger? Yes.
- If the Floracon is not destroyed, would the Phostwood elves be in danger? Yes.
- If the Floracon is destroyed, would the Chaos it wrought be stopped? Yes, most of it.
- Does the all-seeing light of Pholtus know how to destroy the Floracon? No.

The Abbot is not entirely satisfied with the knowledge he has gained so far, so he continues his holy inquiries by casting *divination*. He asks:

“Most holy Pholtus! We praise you in your vast knowledge and humbly ask your guidance, such that we might be resolute in our stand against the Chaos seeping into our land! Is there a way you might help us learn how to destroy the Floracon?”

Abbot Odarius then replies to his own question, as if he were reciting a divine voice in his mind. Light flickers from his lips like breath on a winter’s day. “The Floracon comes from a place where no light shines. It is a place so dark and distant that not even I can see into it. But sometimes truth can be found beyond the reach of the sun and moons. The earth has been wounded by this Chaos. There is one

who feels this pain like no other. Send those who brought forth the Floracon to Raia."

The Abbot looks at the adventurers and then explains that they apparently must go seek out the spiritual being at The Monastery of Pholtan Mysticism, also called Raia. It is located near Stradsett. He provides directions, horses (if needed), and a sealed note addressed to Parsias the Mystic, the head of the monastery. (The note simply requests that the PCs be allowed to meet The Weird.) The Abbot will not explain much about where they are being sent – the PCs will just have to go and find out for themselves.

The note should not be opened by the PCs – if it is and Parsias discovers it has been tampered with, he will not allow the PCs to proceed to meet with the weird. Should this happen, the adventure is either over, or perhaps the PCs can go back and get another note from the Abbot, but this will cost the party 1 extra TU for the adventure.

Development: Begin with Encounter One. If the PCs want to visit the Phostwood to survey the destruction before visiting Raia, then go to Encounter Nine before running Encounter One.

Encounter One: The Weird

It is approximately 100 miles from Ogburg to the area near Stradsett. This will take most PCs 3 days or so by horseback. (See *Player's Handbook* pg. 164 for travel times.)

👑 Raia (hamlet - monastery): Nonstandard; AL LN; Population 136 adults; 100 gp limit; Assets 700 gp; Isolated (125 human, 4 half-elf, 3 elf, 1 gnome, 1 halfling, 1 dwarf, 1 half-orc)

Authority figures: Head Master Parsias the Mystic, male human Wiz3/Clr3/Mystic Theurge8.

Important characters: Father Aldon Arorthand, male human Clr11; Master Thilduin Gromm, male human Mnk13; Armitulf Akabian, male human Wiz6/Elemental Savant3; The Weird.

The Monastery of Pholtan Mysticism is also called Raia (pronounced "RYE-uh"). This holy sanctuary was built around a mystical creature known as an Earth Weird, who has been at this location for a very long time. When the worshippers of Pholtus discovered her, they found her wisdom to be enlightening. The weird is not a religious creature by any means, but there is a wonderful respect and synergy that exists between the Pholtan monks and her. The weird is an enigmatic creature who does not have a proper name.

The monastery is a large compound located in a secluded area about 10 miles outside Stradsett. The area is heavily wooded and set among sharply rolling hills. The compound is surrounded by a 30-foot-tall wooden wall. Under normal circumstances, it is not protected by a

military fortification, although it could likely defend itself quite well if needed. Since it is not intended to be a major part of this scenario, it is only described briefly here. Further information may be available on the Pale website in the future.

RAIA

The numbers below correspond to the map of Raia shown in the Appendix.

1 – Entry. A wooden platform is built alongside a smooth gravel road. The device is covered by footwear of all types, removed by those who traditionally enter the compound barefoot. Four stone arches have the following words written on them in Old Oeridian (one word on each): "Order," "Resolution," "Light," and "Law."

2 – Statue of Pholtus. A large statue made of carved quartz depicts a proud Pholtus looking forward holding the Staff of the Silvery Sun in his right hand and pointing to his right, and an open left hand gesturing to his left. This statue is meant to symbolically present the conundrum of choosing the correct spiritual path. Many monks and pilgrims pray here upon entering, asking for guidance in which way to go – there is a large temple to the right, but a small temple to the left, statues of saints can be seen to the right while trees can be seen to the left. And of course the path itself eventually leads back upon itself which surely has spiritual significance by itself. An attending monk is often nearby to greet any visitors that seem confused or need help finding their way around.

3 – Tree garden. Trees have been planted here and tended with care over the centuries.

4 – Statue garden. Various statues of saints are here. In life, many of these personages visited Raia, and these statues commemorate their stay.

5 – Lake. A serene body of water with carefully placed stones occasionally located among the water plants and fish. An arched wooden footbridge spans the center.

6 – Well. A source of fresh water for the monastery.

7 – Drum Tower. Stairs lead to a covered platform, upon which a huge wooden drum is supported. This rumbling drum calls the faithful to services.

8 – Bell Garden. Monks in training regularly practice 22 verses of holy Pholtan scripture here. After reciting a prescribed verse, the monk rings a small bell hung from a post. Each verse takes about 3 minutes to recite, and thus a journey typically takes just over an hour to complete. The monks can travel either direction on the path, but they always recite the 22 verses in the same ("forward") order.

9 – Weird Pagoda. There is actually a building within a building located here. The magnificent exterior structure is hexagonal, with a large ornate door on each side. The tiled roof points skyward with terraced ornamentation. Inside the building is a smaller structure that was the

original structure built in this location. The exterior pagoda is never locked, but typically gets few visitors, since most are not allowed into the locked interior building. The authority figures (those listed as “authority figures” or “important characters” in the city stat block) have keys, but typically visitors must get special permission to enter the inner chamber from the Head Master. This area is described in more detail below.

10 – Living Quarters. These are the main barracks for the inhabitants of the monastery.

11 – Temple. This is the main temple of Pholtus.

12 – Teaching Rooms

13 – Head Master’s Chambers

14 – Kitchen/Dining Hall

15 – Meditation Room. A chamber for meditation.

16 – Monk training (martial training). Monks train in martial arts here.

17 – Advanced Meditation. A chamber for meditation.

18 – Temple (smaller). Smaller church services are held here.

Development: After entering the monastery, the PCs will be met by a monk tending the grounds near Area 2, the Statue of Pholtus.

🔮 **Anaxandre:** Female human Mnk2

She will be happy to show the PCs around the monastery. If they request to see the Head Master and produce the note with the seal from Abbot Odarius, she will take them to the Head Master’s Chambers.

You make your way across the monastery, following the gravel pathway that crunches with each footstep. You pass by a magnificent tower structure with a terraced roof made of ornamental tiles that rise skyward.

The PCs will be taken to meet with Parsias the Mystic. He is busy with his many activities today, but will spare a moment to speak with the PCs, answer any brief questions they may have, and upon reading the note from the Abbot, allow access to the inner chamber of the Weird Pagoda.

The six-sided tower is set upon a raised foundation. Cool stone steps lead up to a landing where a large door is located on each of the six walls. Underfoot you feel a distant rumbling. Once you enter the tower, the inside is simple and serene. All exterior doors open into a single open hall within. At the center of the chamber is another room that looks to be of much older construction. The pagoda was built around this older structure.

Parsias the Mystic leads you forward to the old building. He takes out a large brass key and unlocks

the door. It creaks as he slowly opens it. Parsias reaches into his robe pocket and pulls out a leather pouch. He pours out a large handful of sparkling, deep blue powder and with a forceful breath blows the particles into the room beyond. The ground begins to shake with a deep rumble. He winks at you and gestures for you to enter.

Parsias does not enter the inner chamber with the PCs. The powder is pulverized blue agate, which is made as an offering to the Weird.

Creatures: The Weird is located within. She is also accompanied by several other earth creatures that remain mostly unseen but, nevertheless, move about and keep the earth rumbling. These creatures have a Friendly attitude upon receiving the appropriate offering.

All APLs (EL 14)

🔮 **Elemental Weird, Earth:** hp 112; see *New Rules Appendix*.

🔮 **Earth Elemental, Elder (2):** hp 228; see *Monster Manual* page 97.

The inner chamber consists of a deep earthen cylindrical shaft extending downward 100 feet. There is no light in here, but the PCs can bring light into the chamber if they so choose. The sides of the chamber rumble about, especially when visitors arrive. The earth elementals burrow around constantly. When a visitor gets near the edge of the shaft, an earthen platform forms. This is actually an appendage of one of the earth elementals, and he will safely carry a person down to the bottom and back. PCs may proceed as a group or in smaller numbers as they desire. At the bottom is the Weird, who resides in her earth pool; she constantly churns the mud, rock, and earth within it.

Inside the interior chamber is a raw earth floor. Upon entering, you can see a gaping hole in the earth that extends deeply downward. As you approach the edge, some stones rearrange themselves into a small platform as if to invite you to step onto it. Below you can be heard deep sounds of grinding stone and gurgling mud.

As soon as a PC steps onto a platform, he is slowly lowered downward to the edge of the Earth Pool.

As you step onto the stony platform it slowly descends downward. The rocks around you are all moving about in a controlled manner by some unseen but very powerful force. You descend deeper and deeper into the earth. After several minutes you reach the bottom of the shaft. A roiling pool of mud, stone, and earth churns here. There is just enough room to stand on the edge, but proceeding any further is certainly perilous.

Rising from the center of the pool is a beautiful female figure. Her long hair is the color of the earth and is streaked with veins of gold and silver. Her

eyes glint and sparkle as if made of stunning gemstones.

It is important that you role play the Weird as an archaic and enigmatic creature. She is ancient and strange. Although she speaks any language, her words are never direct. Frequently she will say things that may seem meaningless or bizarre, but it is merely because she senses things far beyond the comprehension of humanoids. Her voice is deep and womanly.

Typically she will not answer questions that are posed by visitors. With her vast divination skills, she is nearly always aware of who they are and what they want. Her communication is not always one-way, but she says only what she knows must be said.

Furthermore, she has some unusual mannerisms. She doesn't bother with names of anyone, but rather just describes them in simplistic terms (possibly based on appearance but possibly based on something more esoteric). So if she is speaking with a dwarf, she might just call him "The bearded one" or "The hunter of tusked ones". She doesn't use pronouns like "you" or "them." She also doesn't usually recognize sexes of creatures, but instead just might use a term like "The one who wears a green dress" or "The youngest creature present". Her terms are always accurate, but may be accidentally misleading. You might find it helpful to come up with these alternate names for PCs ahead of time, perhaps when PCs first begin the adventure.

When the PCs arrive, The Weird already knows why they have come. She is prepared to give them the information they need to destroy the *Floracon*, but she also has a desire to tell the fortunes of her visitors and perhaps reveal the fates of others beyond them as well. If the PCs are impatient, she will merely jump to the end of the dialog where she tells the PCs about the *Floracon* and then sends them on their way.

"A day in time as fortune told, the visitors come with questions dire. A day in time as fortune told, a path is walked upon the earth as those who came long before. The visitors shall know in time the path they seek, for though it is hidden in darkness, the earth can feel where vision fails.

"But more is to be known for those who dare. The footsteps upon the earth reveal much. Those who come may hear of FATE! Of DESTRUCTION! Of DEATH! All things return to the earth in time. The visitors who would hear of such things shall raise their hands."

You need to be creative here, as you give each PC a portent of their ultimate fate or fortune. An earth weird knows many things, but they are especially knowledgeable about death and wealth. What follows are some generic suggestions that you can have The Weird say to a PC. Fill in the PCs descriptive name and then tell them something interesting. You are encouraged to come up with your own ideas. You should also throw in a few

fortunes of those beyond the PCs, such as local NPCs or perhaps some geographical area or history the PCs might like to hear about. You should remember that the Weird has legendary abilities to read minds, contact powerful planar beings, and to see and know things that are beyond the grasp of mortals.

The following quotes are some suggested fortunes. Each may be adapted as needed.

"The one who ___ shall be fooled by a poisonous plant. A painful death shall come quickly unless a cure is nearby."

"The one who ___ marries a young bride that bears six children, one of which is never seen."

"The one who ___ can see many things, but shall die by the hands of an unseen villain."

"The one who ___ is traveling in lands of bitter cold. This cold wraps around the body slowly, killing after four days of frost."

"The one who ___ shall become gray with age. A smile is on the face when the chest rises and falls for the last time."

"The one who ___ dies upon familiar earth, but is laid to rest in the warm sands of the west."

"The one who ___ spends a vast fortune upon a house of stone. When the earth tears apart, the house stands alone."

"The one who ___ charges into the sky as the gleaming priest who dwells with the silvery sun once did. A mighty blow is landed to an ancient foe, but a claw shall tear into the hero's heart. Friends shall restore what the enemy has stolen."

Intermittently, you can include these fortunes, which are not about the PCs:

"The trees shall burn away, leaving barren earth for a generation. New saplings shall die so long as the black ash remains."

"The sky is choked with billowing clouds. A ray of light shines upon three crows passing overhead."

"The one who walks alone with the brightest light tarries at the door of darkness too long. A friend from the shadows cannot save the lighted one, who shall journey to the light that names the Champion."

"The heirs of the ancients shall rise in rebellion. How many shall die depends upon the words of a child."

"The ice floats in northern seas. The tyrant with many arms destroys those who dare challenge the frigid waters."

“A lost champion of the light searches for a mighty weapon. When the weapon is found, the land beneath the great light finds a new enemy.”

“The lieutenant dies with his face buried in a sandy pool of blood. The scorpions shall feed upon his carcass.”

“The Web of Entropy takes the artifice of power and spins fate toward doom.”

“The roots spread from distant realms. When the leaves die, the soil rejoices.”

“A new one shall seek the path of the brightest light, smelted by the darkness. Again shall the same fires forge or destroy.”

“For three years the earth is soaked with blood and tears. On the day of peace, eight will become six.”

“The Prophecy of the Phoenix shall come to pass during the reign of the 12th Dynasty.”

“The trees rot from the touch of one who deceives. As each forest dies, those who dwell among the branches shall meet their doom unless help arrives from beyond nature.”

After the players have had their fill of fortunes, the Weird finally ends her engagement with the PCs by telling them what they need to know with regard to destroying the *Floracon*. Once this is done, the encounter is over and the PCs should move on. It is OK if the players are a little confused by things the Weird has said. Indeed, most of her fortunes should be enigmatic and partially unsatisfying. The players should be left with a feeling of curiosity about the meaning of her portents.

If the PCs have brought the *Floracon* with them, the Weird will say:

“The book of Chaos shall lie upon the earth.”

She wants the PC who has The *Floracon* to set it upon the ground so she can feel it better. If the PCs did not bring it with them, skip the line and continue.

The Weird pauses and stares deeply at you. Her eyes begin to pulse with a burning light. She extends her arms outward and arches her back in what must clearly be a painful position. Her body shivers as her brown skin emits a muddy sweat that drips into the pool of elemental earth.

“A time of holy war. A time of death. The plants have bloomed with poisoned flowers. They pursue the friends of stone and those who dwell among the branches into the domain of darkness, where they shall remain for eternity.

“Secrets were left from these ancient times. Those who dwell among the branches are in great peril. The earth is ripped apart. From the wounded soil grows a festering horror. The horror burrows

deep with a touch that corrupts. So long as the ancient knowledge remains, the horror shall spread – into the trees, into the fauna, and soon the horror shall extend beyond the forest.

“The book of glass pages is the vital link to the realm of death and destruction! A journey shall be taken to a place far beyond the ancient temple where the book was found. The friends of stone share the knowledge of the earth. Beyond the buried home of these friends is a place where the primordial blood of the earth roils in a caustic pool. The essence of the beginning of time bubbles forth. Here, the book shall cease to be. Throw the book into this ancient place and with time the earth shall heal. Fail and the wound shall bring destruction to this realm.”

With these fateful words, the Weird’s eyes grow dim. She sinks down into the earthen pool and is seen no more. The ground around you rumbles as you are slowly lifted to the top of the shaft. It appears as though your visit is over. Her final words are crystal-clear, as if imprinted into your memory somehow.

You should give the PCs the handout with the Weird’s final words.

This peaceful contact with the Weird qualifies each PC for the Elemental Savant prestige class. This access is included on the AR.

After finishing speaking with the Weird, the PCs can head back to Ogburg to head out to the location where the *Floracon* was first discovered – The Temple of Dumathoin (Encounter Two). Rumors of the location of the cave mouth are common enough knowledge that the PCs can automatically know where to go.

The PCs should either have taken the *Floracon* along with them, or they should stop back in with Abbot Odarius to pick it up now. Additionally, if the PCs mention the Temple of Dumathoin to the Abbot, or they make a DC 15 Gather Information check in town, they will acquire two maps: the first one is a historical map of the original layout of the temple, while the second is one that the previous adventurers made when they were there several years ago. If any PCs at the table played PAL2-01 *Drawing from Life*, you should automatically give them the maps.

Encounter Two: The Temple of Dumathoin

It takes several days of travel into the Rakers east of Ogburg to reach the cave opening. PCs may take horses into the Rakers, but they will not be of any use in the cramped caves that contain the rest of this adventure. From the cave opening, there are several miles of underground passages the party will need to travel through before coming upon the temple. The PCs can

enter at Room 1. If time is limited, it is important that you not allow players to spend too much time on the rooms that are mostly empty; the map handouts should help keep the pace up.

The Temple of Dumathoin was abandoned for over 800 years. The last few priests were killed when a pack of umber hulks attacked the temple. Recurring earthquakes have caused the collapse of some of the chambers and passages. In the last few years, after hearing rumors of humans finding the temple, the dwarves of the underground village of Toramalk rediscovered it. It has been partially restored, but major damage remains. Other portions of the temple have been either collapsed or inundated with groundwater.

The dwarves do not stay here continuously, but rather make very infrequent pilgrimages to the area to undertake restoration efforts that last for a few days. They then depart back to their homes elsewhere in the caverns.

Unless otherwise noted, various aspects of the temple are common throughout:

- The temple is approximately 200 feet underneath the surface.
- The walls of the temple vary between carefully carved stone and masonry.
- The ceiling is 15 feet high.
- Doors are six feet wide and made of stone. Through ingenious dwarven construction, the doors are weighted, so they can pivot smoothly around a point on one side of the door. Despite centuries of disuse, the doors still function. The doors are weighted to slowly swing shut if not held open.
- Locks on the doors are deadbolt systems. Constructed of metal, many of the old locks have seized due to corrosion. In a few places, the dwarves have restored the deadbolt locks.
- Along all walls, there are sconces approximately every 20 feet. The sconces hold the rotted remains of torches. The PCs will need to provide their own means of illumination in most cases.
- For a while, umber hulks had invaded the temple, carving tunnels throughout. In most places, the dwarves have driven the umber hulks away and patched up any tunnels with brick and mortar.
- Collapsed areas are completely inaccessible except through powerful magic or by taking a great deal of time to excavate them.
- Tables and chairs are all “dwarf-sized.” However, the dwarves built the temple with large doors, tall ceilings, and wide corridors.

☛ **Typical Stone Door:** 4 in. thick; Hardness 8; hp: 60; Break DC 28; Open Lock n/a.

☛ **Typical Wall, Carved Stone and Masonry:** 1.5 ft. thick; Hardness 8; hp: 135; Break DC 40; Climb DC 15.

While a great deal of time has passed since the temple was occupied, the dwarves have sent several missions here to clean it up and restore it. There is much that remains from long ago, and for those untouched areas, it is important to remember the effect centuries of neglect have had upon the temple. Time, temperature, and humidity levels have not been kind to this area. Most wooden items are completely decayed. Metal items are rusted and corroded, often to the point of being completely unusable. Items of paper are either compost or dry bits of confetti. Large splotches of mold cover many surfaces. Cloth items are tattered with many holes. A dense layer of dust – almost like sediment – blankets the floors. The air smells somewhat musty.

Room 1 – Auxiliary Entrance

This room is mostly empty, with some rubble stacked into several of the corners. Old bits of wood and rusted tools can be found, but nothing is particularly valuable.

The south door is pinned shut to retain the earth behind it. A wooden sign leaning upon the door says “Danger – Keep Out” in Dwarven. If the door is unpinned (a DC 15 Strength check), earth will dump into the square behind the door, dealing 2d6 points of damage to anyone within 5 ft. of the door. (Reflex DC 12 avoids).

Room 2 – Cold Storage

☛ **Stone Door:** 4 in. thick; Hardness 8; hp: 60; Break DC 28; Open Lock DC 30

The doors to this room are locked to keep random intruders away from where food is stored. The room is magically enhanced to remain very cold (about 36 degrees F). The dwarves have cleaned up much of the layers of mildew and ancient food debris, but a hint of stench still remains.

Most of the old storage shelves have collapsed and remain in piles of rubble on the floor. However, a new set of wooden shelves has been placed in here, containing a large supply of edible mushrooms along with smaller quantities of preserved meat and two small casks of high-quality ale.

Room 3 – Storage Room (inaccessible)

This room is collapsed and inaccessible. Nothing of interest is here.

Room 4 – Kitchen

This area is a moderately restored kitchen. Along the walls is a stone countertop propped up by recently installed stone supports. A pile of old rubbish has been cleared to a corner. A new metal stove has been placed in

here with a small supply of coal and dried, flammable fungi.

Room 5 – Pantry

This room is now cleared out, except for a large pile of rubble along the south wall.

Room 6 – Fungus Garden

The room is humid and warm, the result of a spring underneath the soil. The room was once an organized garden, with mushrooms planted in neat rows. Now much of it is completely overgrown, but when the dwarves returned, a bit more organization was brought to the garden. The variety and number of fungi is eerily beautiful. Most of the fungi are edible (see below). There is still a gravel-covered path that connects all three doors.

The floor of this room is equivalent to a “natural stone floor” as described in the *Dungeon Master’s Guide*, page 60, except the portions on the gravel path, which are considered to be a “hewn stone floor”.

Unfortunately, some recent arrivals now lie in wait for anyone who comes by here.

Floracon Effect: During this encounter, the *Floracon* manifests a power on whoever possesses it. (It doesn’t matter where they are carrying it. If it is not being currently carried by anyone, it will affect the nearest PC.)

Slow (Sp): As *slow*, but targets the individual only, as slimy tentacles appear around the victim’s limbs. Will DC 18 (APL 4 and 6), 19 (APL 8 and 10), or 20 (APL 12 and 14) negates. Caster level 20th.

Creatures: At lower APLs, there is merely some hostile fungus hidden among the rest of the edible mushrooms. At higher APLs, a large creature lurks in the chamber as well. The shriekers are positioned about 25 feet from each door.

APL 4 (EL 5)

➤ **Fungus, Violet (2):** hp 15 each; see *Monster Manual* page 112.

APL 6 (EL 7)

➤ **Fungus, Violet (4):** hp 15 each; see *Monster Manual* page 112.

APL 8 (EL 9)

➤ **Fungus, Violet:** hp 15 each; see *Monster Manual* page 112.

➤ **Fungus, Shrieker (3):** hp 11 each; see *Monster Manual* page 112.

➤ **Monstrous Centipede, Gargantuan (2):** hp 66; see *Monster Manual* page 286.

APL 10 (EL 11)

➤ **Fungus, Shrieker (4):** hp 11 each; see *Monster Manual* page 112.

➤ **Monstrous Centipede, Colossal (2):** hp 132; see *Monster Manual* page 286.

APL 12 (EL 13)

➤ **Fungus, Shrieker (4):** hp 11 each; see *Monster Manual* page 112.

➤ **Fungus, Violet (10):** hp 15 each; see *Monster Manual* page 112.

➤ **Purple Worm:** hp 200; see *Monster Manual* page 211.

APL 14 (EL 15)

➤ **Fungus, Shrieker (4):** hp 11 each; see *Monster Manual* page 112.

➤ **Fungus, Violet (4):** hp 15 each; see *Monster Manual* page 112.

➤ **Purple Worm, Advanced:** hp 338; see Appendix.

Tactics: You should choose a suitable place for the large creature(s) to lurk: hidden with total cover (centipedes) or underground (purple worm). If the shriekers are set off, the creature(s) will immediately be alerted and burst forth in a surprise round. If the PCs are able to detect or otherwise suppress the shriekers, then the creature(s) will be less able to surprise the PCs, allowing them a full round to act while the creatures stir and make themselves known.

Note that the centipede’s movement will be hampered by the terrain “natural stone floor”, but the purple worm will not be, thanks to its burrowing ability; it smashes through any minor terrain features.

Treasure: Although not technically “treasure”, some of the mushrooms have alchemical properties that may bestow some temporary effects. The following is a list of 8 varieties of mushrooms that can be found. (See Player Handout #4.) Each can be properly identified with a Knowledge (nature) check DC 20. You can make the check for the PC in secret, since a failure by 10 or more may mis-identify the mushroom at your option – feel free to be creative with names and effects.

Mushroom 1: Dragon’s Puffball. These round or pear-shaped mushrooms are almost always whitish, tan or gray and have no stalks. The interior of a puffball is solid white at first, gradually turning yellow, then brown as the mushroom ages. Finally, the interior changes to a mass of dark, powdery spores, Size: 1" to 12" in diameter, sometimes larger. Effect: none, but they taste great.

Mushroom 2: Shaggy Mane. The cap of a fresh specimen is a long, white cylinder with shaggy, upturned, brownish scales. The gills are whitish, and the

entire mushroom is fragile and crumbles easily. Most important, as the shaggy mane matures, the cap and gills gradually dissolve into a black, inky fluid, leaving only the standing stalk. Size 4" to 6" tall, sometimes larger. Effect: removes fatigue.

Mushroom 3: Coral Fungi. These fungi appear as clumps of branching stems, which point upward. They look much like coral. Most are tan, whitish or yellowish; a few are pinkish or purple. Effect: none, but they are less filling and taste bitter to most people except dwarves.

Mushroom 4: Bearded Tooth. With its clumps of hanging white "fur", this tooth fungus looks much like a polar bear's paw. It is pure white when fresh and young, but yellows with age. The bearded tooth may grow quite large, as much as a foot across. Other names include bear's head, satyr's beard, and hedgehog mushroom. Size 4" to 12" across. Effect: +2 alchemical bonus to Strength for one hour but causes fatigue when it wears off. This mushroom also has a curious side effect on elves, causing them to see strange things; they are dazzled for 1d4 hours after consuming it (Fortitude save DC 20 negates).

Mushroom 5: Giant Oyster Mushroom. This large white, tan or ivory-colored mushroom is named for its shape, like an oyster shell. It has white gills running down a very short, off-center stem. Spores are white to lilac, and the flesh is very soft. Oyster mushrooms are usually found in large clusters of overlapping caps. Size: 12" to 18" wide. Effect: none, but it goes well with dwarven ale.

Mushroom 6: Sulfur Shelf. These mushrooms light up with their brilliant orange-red caps and pale sulfur-yellow pore surfaces. Some specimens fade to a peach or salmon color. The sulfur shelf always grows on wood, usually in large masses of overlapping caps. It has no stem; the cap is attached directly to the wood. The pores are tiny. Other names include chicken mushroom. This mushroom must be properly prepared with a Knowledge (nature) DC 10 check, or it will be poisonous (Ingested, Fortitude DC 11, initial damage 1 Wis, secondary damage 2d6 Wis and 1d4 Int). Effect: resistance to cold 5, resistance to acid 5, duration 1 hour.

Mushroom 7: Frondrosa. This mushroom looks something like a large, ruffled chicken. It grows as a bouquet of grayish-brown, fan-shaped, overlapping caps, with off-center white stalks branching from a single thick base. On the underside, the pore surface is white. A single clump of frondrosa can grow to enormous size and weigh up to 100 pounds. Effect: none, but it tastes like chicken.

Mushroom 8: Amanita's Red Death. This mushroom looks like a green parasol with large red dots. It is not edible unless properly prepared with a Knowledge (nature) check DC 20. Effect: if improperly prepared it is poisonous (Ingested, Fortitude DC 19, initial damage 1d6 Con, secondary damage 2d6 Con and 2d6 Dex). If

properly prepared it has a delightful spicy flavor and grants a +2 alchemical bonus to Con for 24 hours.

Any of the mushrooms can be harvested and kept potent for 1 day plus another day for each 5 points that a Knowledge (nature) check exceeds DC 10. For example, if no check is made (or one less than 14) the mushrooms stay fresh for one day. If the check is 15 to 19 – for two days, 20 to 24 – for three days, and so on.

If anyone eats 6 helpings of mushrooms, or 3 varieties of different mushrooms in any 24-hour period, they may become sick with the Shakes (Disease, Fortitude DC 13, incubation immediate, damage 1d8 Dex). Upon a successful Fortitude save, any additional consumption of mushrooms within 24 hours requires a new Fortitude save with the DC being 2 higher than the previous one.

Room 7 – Physical Training (inaccessible)

This room is collapsed and inaccessible. Nothing of interest is here.

Room 8 – Dining Hall

Four long stone tables run north to south in this room. A large debris pile in a corner of this room contains old remnants of chairs that have long deteriorated to uselessness. However, one of the middle tables has ten new chairs set about it, and this table has a collection of new plates and utensils. Several small boxes contain additional new plates and other dining room amenities.

Room 9 – Reflecting Pool

The dwarves use this room to clear their thoughts and focus their prayers. In the center of this room is a pool of crystal-clear water. An enchantment on the pool keeps the water pure and replenished. The walls of this room are thick in green moss – the result of the humidity from the pool. Along the southern wall is a full-length mirror built directly into the wall. In front of this wall is a stone bench.

Any PC approaching the pool will notice that there is an occasional disturbance on the surface of the water, as though something were moving within. This is an effect of the enchantment keeping the pool clear. The water is a foot deep, and at the bottom there is a picture of a mountain inlaid into the stone. If a PC feels around the center of the mountain, their hand will feel a gem. Upon lifting the gem out of the hidden area, the PC can see the gem for a split second before it disappears. This person gains a +1 luck bonus on saving throws, ability checks, and skill checks for 12 hours. The pool only bestows this effect once every 12 hours.

Room 10 – Meditation Room (inaccessible)

This room is collapsed and inaccessible. Nothing of interest is here.

Room 11 – High Priest's Quarters

These four rooms were the living quarters of the highest priests of Dumathoin. This room, and the other quarters nearby (Rooms 12 and 13) were completely collapsed by a massive earthquake about 300 years ago. When the dwarves returned in the last few years, they had excavated approximately half of these chambers before being wrenched again by another earthquake that caused the entire area to flood. While none of the dwarves were injured, they abandoned this area because of the danger.

When the water came in, it was eventually discovered by a curious aboleth who has spent several weeks here going through the area looking for interesting relics from long ago. He has used skum slaves to clear out the rest of the rooms.

Room 11a

This room has been emptied. Remaining scribed upon the floor is a circle of magical runes. In order to identify the effects of the rune circle requires a *read magic* spell, and requires a successful Spellcraft check (DC 28). If the caster has 5 or more ranks of Decipher Script, he gets a +2 bonus on Spellcraft checks to identify the effects of a rune circle.

Healing Circle: The energy of life flows through this rune circle and into any spellcaster using healing magic within its boundaries. This rune circle is beautifully inlaid into the smooth floor with the mastery of stone only a dwarf could achieve. Any creature standing within this 10-foot-radius circle casts all Conjunction (healing) spells as if they were improved by the Maximize Spell metamagic feat. Already maximized spells and spell-like abilities are unaffected, as are spells from magic items. Spells so maximized are prepared and cast at their unmodified level.

Strong conjuration; CL 18th.

Room 11b

A 2-inch-thick stone box is all that remains in this room. The box itself is not trapped, but inside it are a stack of stone tablets, inscribed in Dwarven. One of them is trapped, and upon discharging, the trap resets to another one of the tablets, virtually guaranteeing that anyone looking over the stack will get targeted again and again. It is reasonable to assume that a trapfinder who indicates he is "searching the box" should also be allowed to use this roll to determine whether he finds a trap *inside* the box. The resident aboleth knows there is a trap in the box and has left it alone for now.

APL 4 (EL 4)

↗ **Sepia Snake Sigil Trap:** CR 4; spell; spell trigger (except any dwarf); automatic reset; spell effect (*sepia snake sigil*, 5th level wizard, DC 14 Reflex save negates); Search DC 28; Disable Device DC 28.

APL 6 (EL 4)

↗ **Sepia Snake Sigil Trap:** CR 4; spell; spell trigger (except any dwarf); automatic reset; spell effect (*sepia snake sigil*, 5th level wizard, DC 14 Reflex save negates); Search DC 28; Disable Device DC 28.

APL 8 (EL 6)

↗ **Bestow Curse and Sepia Snake Sigil Trap:** CR 6; multiple spells; spell trigger (except any dwarf); automatic reset; spell effect (*bestow curse*, 5th level cleric, -6 decrease to Dexterity [minimum 1], DC 14 Will save negates) and then spell effect (*sepia snake sigil*, 5th level wizard, DC 14 Reflex save negates); Search DC 28; Disable Device DC 28.

APL 10 (EL 6)

↗ **Bestow Curse and Sepia Snake Sigil Trap:** CR 6; multiple spells; spell trigger (except any dwarf); automatic reset; spell effect (*bestow curse*, 5th level cleric, -6 decrease to Dexterity [minimum 1], DC 14 Will save negates) and then spell effect (*sepia snake sigil*, 5th level wizard, DC 14 Reflex save negates); Search DC 28; Disable Device DC 28.

APL 12 (EL 8)

↗ **Greater Dispel Magic and Feeblemind Trap:** CR 8; multiple spells; spell trigger (except any dwarf); automatic reset; spell effect (*greater dispel magic*, 11th level cleric, targeted dispel check 1d20+11) and then spell effect (*feeblemind*, 9th level wizard, DC 17 Will negates); Search DC 31; Disable Device DC 31.

APL 14 (EL 8)

↗ **Greater Dispel Magic and Feeblemind Trap:** CR 8; multiple spells; spell trigger (except any dwarf); automatic reset; spell effect (*greater dispel magic*, 11th level cleric, targeted dispel check 1d20+11) and then spell effect (*feeblemind*, 9th level wizard, DC 17 Will negates); Search DC 31; Disable Device DC 31.

Treasure: Once the trap is dealt with, the remaining tablets can be seen to contain cleric spells of all sorts. Most of them are common spells (and all of these have been chipped or otherwise rendered useless) but two of them are intact and are rare finds: *haboob* (Sandstorm) and *wall of magma* (Sandstorm).

All APLs: L: 0 gp; C: 0 gp; M: 125 gp – *divine scroll of haboob* (31 gp each), *divine scroll of wall of magma* (94 gp each)

Room 11c

This room is empty.

Room 11d

The room contains a granite altar case, and 10 holy symbols of Dumathoin made from quartz.

Room 12 – Priest’s Quarters

Dwarven priests lived here long ago. Each chamber has a stone cot and a few other miscellaneous stone items that have managed to survive the years. In the middle southern chamber is a huge heap of collected debris consisting of stone tablets.

Floracon Effect: During this encounter, the *Floracon* manifests a power on whoever possesses it. (It doesn't matter where they are carrying it. If somehow it is not being currently carried by anyone, it will affect the nearest PC.)

Any wounds suffered by the bearer during this battle immediately fester in yellowish boils. These wounds cannot be healed by any means for 24 hours from the time of injury.

Creatures: At low APLs, skum are sorting through the debris as they wait for their master to return. At higher APLs, an aboleth is here reading the old tablets.

APL 4 (EL 4)

➤ **Skum** (2): hp 11 each; see *Monster Manual* page 228.

APL 6 (EL 6)

➤ **Skum** (4): hp 11 each; see *Monster Manual* page 228.

APL 8 (EL 8)

➤ **Aboleth:** hp 76; see *Monster Manual* page 8.

➤ **Skum** (3): hp 11 each; see *Monster Manual* page 228.

APL 10 (EL 10)

➤ **Aboleth, advanced** (16 HD): hp 152; see Appendix.

➤ **Skum** (6): hp 11 each; see *Monster Manual* page 228.

APL 12 (EL 12)

➤ **Aboleth, advanced** (20 HD): hp 230; see Appendix.

➤ **Skum, advanced** (6 HD) (6): hp 42 each; see Appendix.

APL 14 (EL 14)

➤ **Edielthi:** hp 285; see Appendix.

➤ **Skum, advanced** (6 HD) (12): hp 42 each; see Appendix.

Tactics: If the creatures hear the PCs approaching, they will hide on each side of the door. If the aboleth is present, he will use *veil* to make the skum look like zombie dwarves and himself look like a vampire dwarf with a greatsword. He will cast *mirage arcana* to make the water look as if it is tainted with blobs of blood floating within it complete with the smell, taste, and feel of blood. He then places several *programmed images* of bow-wielding skeletons who appear to be ready to shoot arrows at any spell casters – and indeed they will shoot, but purposely miss anyone they target so as not to allow a

saving throw against them for interacting with them. He then casts *illusory wall* and places himself behind it. He then casts two *programmed images* of two aboleths flanking him as “protectors” who will activate if anyone crosses the illusory wall. Lastly he will cast *project image* of himself out in the fray attempting to cast *hypnotic pattern* on enemies or attempting to enslave anyone who gets within 30 feet of him while he hides behind the wall. The skum attack as best they can with straightforward tactics. The aboleth will attempt to confuse the party for as long as possible with illusions of additional creatures showing up or illusory walls blocking the line of sight of spell casters. Once he is discovered for what he is, he will enter melee combat. If he is reduced to 25% of his hit points, he will flee, possibly hiding his retreat with illusions.

Room 13 – Acolyte’s Quarters

Three stone cots are in each chamber. Scattered throughout the chamber are small reminders of the holy dwarven acolytes that once dwelled here.

Treasure: Candelabras, stone braziers, and a few altar cases. Additionally, several stone tablets with prayers to Dumathoin are here. These items are worth 250 gp. Lastly, there is a tablet with some obscure historical references; the only one of them that makes any sense is the mention of The Betrayal of the Stoneshield Guard. The tablet does not say what this is or what it means. (The Adventure Record for PAL2-01 *Drawing from Life* mentions this event, so it may be familiar to some players.)

All APLs: L: 21 gp; C: 0 gp; M: 0 gp

Room 14 – Music Room

This room is empty except for some ornate drums brought in by the dwarves.

Treasure: Ornate drums (5).

All APLs: L: 10 gp; C: 0 gp; M: 0 gp

Room 15 – Instruction Room

This room is a large lecture hall with a floor that slopes upward to the east and downward to the west. The ceiling is fifty feet high in the west and fifteen feet high in the east. In front of the western wall is a large stone table. Arranged in front of this table are rows of simple stone benches.

Next to the table at the front is a large stone chest. It is locked and a small wooden placard is leaned against it that simply says “Danger” in Dwarven.

➤ **Stone Chest:** 4 in. thick; hardness 8; hp 60; Break (DC 28); Open Lock (DC 20)

Inside are the remains of 30 amputated humanoid left hands. At one time these were all animated into “crawling claws” – foul construct creatures. Fortunately they were all “killed”, and someone was nice enough to pack the now-mundane severed hands back into the

chest. Even still, some of the hands occasionally twitch in a macabre fashion.

Room 16 – Wash Room (partly inaccessible)

There are four former wash rooms. The southern two are completely buried while the northern two are empty. More importantly, the hallway outside the northern rooms has become extremely unstable and subject to collapse. If either of the doors are opened, the ceiling collapses. The entire room is buried, and the bury zone extends into the hallway as indicated in the “bury zone” and “slide zone” below.

APL 4 (EL 4)

↗ **Cave In:** CR 4; if a PC does a Search of the door or ceiling within 5 ft. of the door, instead roll a DC 20 Knowledge (architecture and engineering) check or a DC 20 Craft (stonemasonry) check. (A standard Search does not work.) A dwarf is allowed such a check if he passes within 10 feet. Success spots the weakened ceiling that is in danger of collapse if one of the doors is opened. Bury zone 5 ft., automatic burial, 6d6 points of damage, DC 14 Reflex save for half; Slide zone 10 ft. beyond bury zone, 2d6 and burial, DC 14 Reflex save avoids damage and burial. See the *Dungeon Master's Guide* pages 66-67 for rules on burial and digging out friends.

APL 6 (EL 6)

↗ **Cave In:** CR 6; if PC does a Search of the door or ceiling within 5 ft. of the door, instead roll a DC 20 Knowledge (architecture and engineering) check or a DC 20 Craft (stonemasonry) check. (A standard Search does not work.) A dwarf is allowed such a check if he passes within 10 feet. Success spots the weakened ceiling that is in danger of collapse if one of the doors is opened. Bury zone 5 ft., automatic burial, 8d6 points of damage, DC 15 Reflex save for half; Slide zone 10 ft. beyond bury zone, 3d6 and burial, DC 15 Reflex save avoids damage and burial. See the *Dungeon Master's Guide* pages 66-67 for rules on burial and digging out friends.

APL 8 (EL 8)

↗ **Cave In:** CR 8; if PC does a Search of the door or ceiling within 5 ft. of the door, instead roll a DC 20 Knowledge (architecture and engineering) check or a DC 20 Craft (stonemasonry) check. (A standard Search does not work.) This check can also be made untrained. A dwarf is allowed such a check if he passes within 10 feet. Success spots the weakened ceiling that is in danger of collapse if one of the doors is opened. Bury zone 10 ft., automatic burial, 8d6 points of damage, DC 15 Reflex save for half; Slide zone 10 ft. beyond bury zone, 3d6 and burial, DC 15 Reflex save avoids damage and burial. See the *Dungeon Master's Guide* pages 66-67 for rules on burial and digging out friends.

APL 10 to 14 (EL 10)

↗ **Cave In:** CR 10; if PC does a Search of the door or ceiling within 5 ft. of the door, instead roll a DC 20 Knowledge (architecture and engineering) check or a DC 20 Craft (stonemasonry) check. (A standard Search does not work.) This check can also be made untrained. A dwarf is allowed such a check if he passes within 10 feet. Success spots the weakened ceiling that is in danger of collapse if one of the doors is opened. Bury zone 15 ft., automatic burial, 10d6 points of damage, DC 16 Reflex save for half; Slide zone 10 ft. beyond bury zone, 4d6 and burial, DC 16 Reflex save avoids damage and burial. See the *Dungeon Master's Guide* pages 66-67 for rules on burial and digging out friends.

For those who are buried, read the following:

The ceiling has collapsed upon you. Pain shoots through your body as you are pinned down by the massive weight of the earth. You cannot see, hear, or move. Your life force wanes as you remain trapped here. Although you can manage some small gasps of air, it won't be long before it runs out. Without help from outside you will surely die. It would take a feat of superhuman strength to break free on your own.

It is worth noting that a buried person cannot move at all, including retrieving an item. They can breathe however, and cast verbal-only spells.

Surviving a cave-in qualifies a PC for the Dungeon Delver prestige class. This access is included on the AR.

Room 17 – Sauna (inaccessible)

This room is collapsed and inaccessible. Nothing of interest is here.

Room 18 – Main Entrance

This room was completely collapsed during an earthquake but has now been partially tunneled back through by the dwarves to allow access to the temple. This entrance links the temple to a network of subterranean tunnels underneath the Rakers.

Behind the earthen wall are the original walls of this room. The original walls have murals dating back a millennium. Depicted on these murals are a series of grand mountains, and scenes inside the mountains of dwarven miners unearthing gems and other valuable treasures. Hidden among many of these scenes is a depiction of Dumathoin who looks over them in a protective way.

The murals are very fragile and in great need of restoration. The dwarves have purposely left them buried for now, waiting until they can properly restore them to their original beauty. Also hidden in the earth are several broken statues, one holy symbol of Dumathoin made from quartz, and other old relics from long ago. These items are not particularly valuable, but it is likely the

dwarves will eventually restore everything that was originally here.

Once the PCs travel beyond this room, go to the next area, Encounter Three – Caverns.

Room 19 – Sculpture Room

This room sits at the junction of five hallways. Two large sculptures are in the northeast and southwest corners. The first is an abstract sculpture of a dwarf, made from iron. This sculpture was previously in very poor condition, but the dwarves have recently restored parts of it back to a good condition. The other sculpture is similarly restored, and made of solid granite, depicting a large mountain atop an anvil.

Floracon Effect: During this encounter, the *Floracon* manifests a power on whoever possesses it. (It doesn't matter where they are carrying it. If somehow it is not being currently carried by anyone, it will affect the nearest PC.)

Any projectile (such as from a ranged weapon) that passes within 20 ft. of the bearer instead targets the bearer of the *Floracon*. This does not affect spells, even those such as *fireball* or rays.

Creatures: Coming down the hallway from the north are creatures looking for a meal. They should be entering the room about the same time as the PCs, and they are hungry.

APL 4 (EL 4)

➤ **Carrion Crawler:** hp 19; see *Monster Manual* page 31.

APL 6 (EL 6)

➤ **Carrion Crawler, Advanced:** hp 59; see Appendix.

APL 8 (EL 8)

➤ **Carrion Crawler, Advanced (2):** hp 59; see Appendix.

APL 10 (EL 10)

➤ **Naga, Spirit:** hp 76; see *Monster Manual* page 192.

➤ **Umber Hulk:** hp 71; see *Monster Manual* page 248.

APL 12 (EL 12)

➤ **Naga, Spirit (2):** hp 76; see *Monster Manual* page 192.

➤ **Umber Hulk (2):** hp 69, 82; see *Monster Manual* page 248.

APL 14 (EL 14)

➤ **Umber Hulk, Truly Horrid:** hp 270; see *Monster Manual* page 248.

Tactics: The carrion crawlers move forward and attack the nearest creatures. They will climb up onto the wall if

possible to gain a height advantage and to engage more opponents with their multiple attacks. The naga(s) is working with the umber hulks to hunt; they may try to cast *displacement* on the umber hulks if they get the chance, and they prefer to stay back and lob *fireball* spells as long as they have protection from the umber hulks. The umber hulks will retreat into the ground if reduced below 25% of their hit points.

Room 20 – Robe Room

This room is nearly empty. Stone pegs, which once held robes, are set into the walls.

Room 21 – Main Hall

This is the main sermon hall for the temple. The ceiling here is thirty feet high. A raised stone dais sits along the southern wall. An intricate mosaic of many-colored stones forms a holy symbol of Dumathoin on the wall above the dais. Stone benches are lined up in front of the dais.

Creatures: The duergar from the village of Thragriduum, mortal enemies of the dwarves, have lured an undead creature to wait here and attack anyone who enters. While the duergar hate the worship of Dumathoin, the undead creatures here have an even more intense hatred of all religion. As they attack, they constantly taunt their opponents with phrases like, “all who worship shall die”, “death to the holy ones”, “welcome to the temple of death”, or “where are your gods now?”

APL 4 (EL 5)

➤ **Wraith:** hp 32; see *Monster Manual* page 258.

APL 6 (EL 7)

➤ **Wraith:** hp 32; see *Monster Manual* page 258.

➤ **Quell (2):** hp 32 each; see New Rules Appendix.

APL 8 (EL 9)

➤ **Evolved Wraith, advanced (9 HD):** hp 58; see Appendix.

➤ **Quell (4):** hp 32 each; see New Rules Appendix.

APL 10 (EL 11)

➤ **Dread Wraith:** hp 104; see *Monster Manual* page 258.

➤ **Quell (4):** hp 32 each; see New Rules Appendix.

APL 12 (EL 13)

➤ **Evolved Dread Wraith, advanced (20 HD):** hp 130; see Appendix.

➤ **Quell (4):** hp 32 each; see New Rules Appendix.

APL 14 (EL 15)

➤ **Evolved Dread Wraith, advanced (24 HD):** hp 156; see Appendix.

➤ **Quell (4):** hp 32 each; see New Rules Appendix.

Tactics: The creatures are all incorporeal, and lurk underneath the floor waiting for anyone living to come by. When a PC reaches the middle of the room, they spring up and attack in a surprise round unless somehow detected. The quell use their intercession ability immediately and continue to do so until they are satisfied that it has succeeded; if necessary, they will use their coupled intercession. The wraith merely attacks to the best of his ability. At higher APLs, the dread wraith uses its lifesense ability along with its Spring Attack to best effect by springing out of the floor and back into it each round.

Room 22 – Hall of Heroes

Although it might not be obvious to the adventurers, they do not need to come this way. There are no significant plot points, creatures, or items here. It may take some significant effort to bypass all the protections placed upon the area, and it won't gain the players anything other than satisfying their curiosity. If time is limited and players are spending a lot of time attempting to figure out how to get past the wards, you may choose to hint that they don't need to go here.

After adventurers nearly caused disaster by entering this area several years ago, the dwarves have placed several strong deterrents to anyone who would attempt to access this area.

First off, they have placed an *illusory wall* in the corridor leading to this area. This by itself is enough to keep many from discovering the area, since normal viewing reveals the wall to be exactly the same as all the other nearby walls. However, the players who have the handout maps will likely know that the *illusory wall* is something new and discover the ruse.

Second, in the middle of the floor of the east-west hallway behind the *illusory wall*, is a permanent *symbol of weakness* (see *Player's Handbook* page 291), triggered when any creature except a dwarf passes over it.

Lastly, the door itself has been reinforced, warded, and magically locked.

Magical Iron Door: 6 in. thick; Hardness 10; hp: 180; Break DC 38; Open Lock: *arcane lock* (Caster Level 9th).

When someone stands in front of the door, a red spotlight shines down from the ceiling. The light pans around briefly and then focuses on the middle of the person's chest. If that person is wearing a holy symbol of Dumathoin, the light turns blue briefly and the door swings open. If not, the light fades away, and a *fear* spell (Caster Level 9th) targets everyone in the hallway within 30 ft. Holy symbols of Dumathoin are hard to come by in

the Temple currently, although it is possible to find them in Rooms 11d and 18. The door can also be opened with a *knock* or *dispel magic* (DC 20).

Inside the room are seven granite stone statues, ten feet tall, of various dwarven heroes. These heroes stand proud, holding weapons and wearing armor. At the foot of the statue to the east is a plaque that reads, "Speak the name of he whom we protect and pass." If "Koreth Orcsplitter" is spoken aloud, this statue slides to the side, allowing access to Area 24. If PCs have played PAL2-01 *Drawing from Life*, you may opt to tell them this name. Otherwise, they might have heard tales of Koreth Orcsplitter if they succeed upon a Bardic Knowledge check (DC 20) or a Knowledge (local – Nyron and her environs) check (DC 20).

Room 23 – Library

Locked Stone Door: 4 in. thick; Hardness 8; hp: 60; Break DC 28; Open Lock DC 30.

This old library once contained many books and stone tablets. When adventurers discovered this room a few years ago, they found the bookshelves collapsed, and piles of shattered clay tablets, books with decayed parchment pages, and crumbling scrolls. Now this mess has been cleaned up, with much of the debris having been carefully placed into 10 stone chests. Someday, the dwarves hope to be able to sort through this material and restore what they can. They keep this room locked in the hopes that intruders will leave their old documents alone.

When adventurers were here several years ago, they found two significant items. The most important was the *Floracon*, which has now become the reason for the current adventure. The other item of note was some stone tablets, upon which was inscribed a tale called the *Betrayal of the Stone Shield Guard*.

Searching further through the chests and all the various rubble contained in them is time-consuming and does not result in anything worth noting. There are fragments of prayers to Dumathoin, records of daily life, dwarven family histories, and tales of dwarven lore.

Room 24 – Statue Room

Twenty feet from the door, a granite statue of a dwarf, slender yet determined and proud (Koreth the Twelfth), stands in a defensive pose, shield in one hand and waraxe in the other. At the base of the statue is a new-looking plaque inscribed in Dwarven, reading, "A hero sent by the Silent Keeper. May he protect us for eternity."

Further in the room is a six-foot-tall fountain made of marble, appearing to be a cluster of vines and leaves. Magically powered, water spurts upwards from the peak and cascades down the sides to be collected in a hexagonal pool. Above the fountain is a twelve-inch-wide shaft, perfectly round, that leads directly upward for several hundred feet. A permanent *wall of force* blocks the

passage near the surface to keep intruders from coming in here.

On the eastern side of the room are two columns covered with various magical runes. A Spellcraft check (DC 30, no retry) reveals that these indicate an extremely potent Abjuration effect of at least 9th level in power. A Spellcraft check (DC 29, no retry) on the wall between the columns identifies the wall as a material created by a spell. This entire section of wall is a magical creation to seal a tunnel that leads into the chamber where hundreds of rex aartuk are frozen in time.

Room 25 – Tunnel

It may be difficult or impossible for some PCs to explore beyond this point. However, nothing critical to the adventure is here.

A massive rupture here has displaced this portion of the temple, causing it to subside below a level of ground water. The tunnels beyond are underwater. Aquatic terrain is described in the *Dungeon Master's Guide* pg. 92. The water is considered “non-flowing” murky water, with 50 ft. of visibility.

A side passage is here also, originally dug by umber hulks. Like the other tunnels here, it is also submerged. This passage leads for several miles beyond this point, eventually leading to a huge underground lake where numerous dangerous creatures reside, including several aboleths, a morkoth, and a tribe of kuo-toa. This is outside the scope of this adventure.

Development: When the PCs leave the temple from Room 18, they may continue to Encounter Three.

Encounter Three: The Caverns

There are hundreds of miles of caverns that wind through this area of the Rakers. They have been created by a combination of natural forces – such as earthquake activity, erosion from ground water, and geologic cavities – and activity by creatures in the area, such as dwarven mining and large burrowing creatures, mainly xorn and umber hulks. The tunnels vary in size from small spaces that a human needs to squeeze or crawl through, to vast openings spanning a hundred feet or more. Most tunnels are 5 ft. to 10 ft. wide. There are numerous side passages and crevasses that lead in all directions. The main map shows “primary” and “secondary” tunnels, but additional routes exist that are not shown on the map. The tunnels are all between 100 ft. and 1000 ft. underneath the surface.

For purposes of tracking underground movement, assume the PCs can travel at about one-quarter (1/4) of their normal rate. The following chart may be helpful in determining how long it takes to get through the caverns:

<u>Movement (ft.)</u>	<u>Speed (mph)</u>	<u>Single Day</u>
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15	0.38	3 miles
20	0.50	4 miles
30	0.75	6 miles
40	1.00	8 miles

The caverns beyond the Temple of Dumathoin are vast. As you make your way down the passage, you can tell they stretch on for miles and miles. The main tunnel is jagged and rough, but spacious. In most places there is plenty of room to stretch, with the width of the passage being 5 to 15 feet. Countless small side passages lead off in other directions without any indication of what might lurk beyond.

Torches and lanterns burn with thick smoke in the musty air. Sounds echo in the long chamber, and it is often difficult to know whether the echoes come from your sounds or from other things that may be down here. A trickle of water often seeps through the rocks, dripping along the cavern floor into pools where an occasional blind cave fish can be seen trying to hide from prying eyes.

You proceed down into the caverns on your quest.

IMPORTANT: If the PCs encountered the underwater creatures in Room 12 of the Temple of Dumathoin, this encounter should be omitted. Instead, have the PCs come across tracks or other evidence of the creatures indicated.

Once per day, you should check for an encounter with a wandering monster. Each day there is a 20% chance of this encounter, modified as follows:

- +5% if the worst Move Silently modifier of the party is +10 or less
- +10% if the worst Move Silently modifier of the party is +5 or less (not cumulative)
- +15% if the worst Move Silently modifier of the party is +0 or less (not cumulative)
- -10% if the party is not using a light source.

Once this encounter is triggered, no more checks need to be made. In other words, the PCs will face the underwater creatures in the temple or these creatures once and only once. Furthermore, if the game is running behind, simply omit this encounter but describe evidence of a previous battle that happened with the indicated creature or perhaps droppings or tracks.

The encounter occurs in a relatively wide corridor, averaging 10 ft., with lots of bends, crags, and niches. You should draw out an interesting corridor, and include a central section that allows at least 60 ft. line of sight.

Creatures: Wandering monsters lurk in the caverns. They have detected the PCs coming down the hall and

move toward them to attack. The creatures begin 60 ft. from the lead PC and engage them in a surprise round. PCs may act in the surprise round if they make a successful Listen check against the Move Silently check of the creatures. A Spot check is not applicable due to the winding caverns blocking line of sight.

Floracon Effect: During this encounter, the Floracon manifests a power on whoever possesses it. (It doesn't matter where they are carrying it. If somehow it is not being currently carried by anyone, it will affect the nearest PC.)

The carrier is considered to be heavily encumbered for the duration of this combat.

APL 4 (EL 5)

➤ **Grick (2):** hp 9 each; see *Monster Manual* page 139.

APL 6 (EL 7)

➤ **Umbur Hulk:** hp 71; see *Monster Manual* page 248.

APL 8 (EL 9)

➤ **Mind Flayer:** hp 44; see *Monster Manual* page 187.

➤ **Grimlock Bbn3 (2):** hp 38 each; see Appendix.

APL 10 (EL 11)

➤ **Mind Flayer (2):** hp 44 each; see *Monster Manual* page 187.

➤ **Grimlock Bbn3 (4):** hp 38 each; see Appendix.

APL 12 (EL 13)

➤ **Mind Flayer Illithid Savant2 (2):** hp 65 each; see Appendix.

➤ **Grimlock Bbn3/Survivor2 (4):** hp 49 each; see Appendix.

APL 14 (EL 15)

➤ **Mind Flayer Illithid Savant4 (2):** hp 90 each; see Appendix.

➤ **Dire Lion (animal companion to one of the illithids):** hp 60; see *Monster Manual* page 63.

➤ **Grimlock Bbn3/Rog2/Survivor2 (4):** hp 60 each; see Appendix.

Tactics: The grunt creatures merely rush in to attack. The mind flayers use much better tactics in battle. They attempt the standard mind flayer tactics indicated in the *Monster Manual*. They also will do their best to flee before being killed, likely using *plane shift*. During the encounter, the mind flayers will make use of their telepathy not only to communicate with their minions, but also to taunt the PCs, saying things like, "I can taste your succulent brain juices already."

Treasure:

APL 4: L: 0 gp; C: 0 gp; M: 0 gp

APL 6: L: 0 gp; C: 0 gp; M: 0 gp

APL 8: L: 13 gp; C: 0 gp; M: 0 gp

APL 10: L: 26 gp; C: 0 gp; M: 0 gp

APL 12: L: 23 gp; C: 0 gp; M: 1704 gp – *bracers of armor* +1 (83 gp each), *cloak of resistance* +2 (333 gp each), *potion of invisibility* (25 gp each), *potion of cure moderate wounds* (25 gp each), +1 *battleaxe* (193 gp each).

APL 14: L: 23 gp; C: 0 gp; M: 4036 gp – *amulet of health* +2 (333 gp each), *cloak of resistance* +2 (333 gp each), *bracers of armor* +3 (750 gp each), *potion of invisibility* (25 gp each), *potion of cure moderate wounds* (25 gp each), +1 *battleaxe* (193 gp each), *cloak of resistance* +1 (83 gp each).

Encounter Four: Toramalk

After the PCs have traveled at least 8 miles from the Temple of Dumathoin, if they haven't come across the dwarven town of Toramalk yet, they will encounter a group of dwarven miners who are from there. Some of the dwarves speak only Dwarven, and even those who speak Common do so with awkward phrasing and thick accents.

All APLs (EL 8)

➤ **Miner (12):** Male dwarf War1

➤ **Miner Sergeant (2):** Male dwarf Ftr2

➤ **Engineer:** Male dwarf Exp4

➤ **Farik Glandak, Team Leader:** Male dwarf Rgr3/Ftr3

Development: Their initial attitude is Indifferent. The party will need to use Diplomacy to get them to be much help. A successful Diplomacy check (DC 15) will change their attitude to Friendly, while a successful Diplomacy check (DC 30) will change their attitude to Helpful. You can apply circumstance modifiers to this check as you see fit.

If they remain Indifferent (or even become Unfriendly), they wish the PCs to leave them alone and will not assist them in any way. (In this case, the PCs will have to set out on their own again. After they travel another 8 miles, they will come across another similar group of dwarven miners and they can try their luck with them.)

If the dwarves become Friendly, they will speak with the PCs and let them know about their town, Toramalk. If the PCs wish to help them mine for a few more hours, they will agree to travel back to the town with them.

If the dwarves become Helpful, they will choose to stop mining right away and help the party in any way they can. They will offer to go back to Toramalk

immediately and introduce them to people who may be able to help them on their quest.

👑 **Toramalk (small town):** Conventional; AL LG; Population 1,000 adults; 800 gp limit; Assets 4,000 gp; Isolated (100% dwarf [mountain]).

Authority figures: Lord Ovik Nalthen, male dwarf Ari13; Chieftain Bardal Glandak, male dwarf Ari4/Exp2/Ftr3; Chieftain Orydd Whurlond, female dwarf Ari5/Sor2; Chieftain Anlon Gilster, male dwarf Ftr7.

Important characters: Captain Dorric Whurlond, male dwarf Ftr13 (militia head); Bofli Gilster, male dwarf Clr8 (Moradin); Bollarn Gilster, male dwarf Clr5 (Dumathoin); Dolland, male Exp17 (master weaponsmith); Marbofand, male dwarf Exp7 (armorsmith); Durrid, female dwarf Exp6 (blacksmith); Bazgrim, male dwarf Exp5 (blacksmith); Valond, male dwarf Exp 3/Ftr2 (stonemason); Orral Glandak, Exp2/Com3 (gemcutter); Jarsun, male dwarf Exp5 (mining engineer).

Toramalk is composed of 3 large family units: Clan Glandak, Clan Whurlond, and Clan Gilster. Each of these clans has been allotted a roughly equal share of space in the town for their clanhold dwellings. Although there is some rivalry between them, they all cooperate with each other and form a strong harmonious community. The town is led by a lord who governs the town independent of any other governmental powers. By tradition, the lord renounces ties to his original clan upon becoming the leader of the town.

The dwarves of Toramalk are passionate about mining, and with good reason; the mountains in which they dwell are rich in precious metals and gems. The most common metals found are silver, copper, and iron ore. Gems of various types are also mined – the most common found in the area are blue spinel, diamond, emerald, and tourmaline. Mining groups can regularly be found in the nearby caves, working diligently to unearth these valuable commodities.

The dwarven town of Toramalk is a masterpiece of underground construction. Carved from the monolithic granite, it must have taken a hundred years or more to build. Rows of huge ornate pillars support open chambers, each carved with patterns and sculptures. A series of entry portals are so well fortified that it would take an impressive army to breach the outer defenses.

Inside the town is surprisingly compact and efficient. A central chamber contains three main streets crossed by four smaller roads. Each street is tightly packed with buildings that suit all aspects of dwarven culture: smithies, gemcutters' shops, taverns, guildhalls, and the workshops of many other craftsmen. The central street also has a grand meeting hall, a temple, and an armory.

Each of the three streets ends at the clanhold entry of the three dwarven family clans that live here: Glandak, Whurlond, and Gilster. Most of the residences of the dwarves are located in the clanholds, each built with obvious pride.

Visitors to Toramalk are extremely rare. The town consists entirely of dwarves, and some of them are so isolated that they have only met humans or other races a handful of times. There are no inns to stay at for the PCs, but the dwarves are very accommodating to their guests (assuming the PCs act politely and seem worthy of such hospitality). As with the mining party the PCs first met, many citizens do not speak Common.

When the PCs arrive, they will be taken to a chamber in the grand meeting hall where Lord Ovik does official business. He speaks Common well, and will be curious about why the PCs have come. He will also like to hear of any news from the surface world.

👑 **Lord Ovik Nalthen:** Male dwarf Ari11

- He invites the PCs to stay as long as they desire, and they may come and go as they please.
- He will arrange a place for them to stay if they wish.
- He has never heard of the *Floracon*. If the PCs mention where they need to go – a caustic pool where the ancient earth roils, or something similar – he will tell the PCs that there is a particular dwarf who likely knows about the place. His name is Borral Whurlond.
- The town has many trade goods that the PCs may buy. These include standard items and additional options as indicated on the AR.
- If the PCs ask the dwarves to hold onto the *Floracon* while they do a side adventure, the dwarves will accept only if they are not told anything about it. If this occurs, there are dire consequences: the dwarf it is left with is infected with the chaos of the Far Realm and acquires the pseudonatural template. Needless to say, this will infuriate the dwarves, changing their attitude to Unfriendly (but potentially unlocking the Alienist prestige class for the PCs—peaceful contact with a pseudonatural creature—as noted on the AR).

After the PCs are finished with Lord Ovik, they can find their way to Borral, who is in the Whurlond clanhold.

👑 **Borral Whurlond:** Male dwarf War5 (carries a potion of neutralize poison and a potion of hide from undead). (At APL 4 only he carries two potions of neutralize poison and a potion of hide from undead.)

Approximately 25 years ago, Borral was captured by the duergar and put into slavery. He was held captive and forced to work for 5 years before finally managing to escape when umber hulks attacked their slave group,

killing their duergar masters. During his time as a slave, he mined in many of the duergar-controlled caves and passages. On several occasions, his slave crew was taken near the cave that sounds like what the PCs are describing – a caustic pool.

Borral knows that the area is marginally controlled by the duergar and getting to it will require moving past at least one of their guard posts. (He knows there are some tertiary passages that might bypass the duergar, but they are well known to be exceptionally deadly. He won't mention these alternate routes, though, since he refuses to use them. He believes one or more of the following creatures might be lurking in these tunnels: a dragon, mind flayers, drow elves, or giant purple or frost worms.) Borral is willing to lead the PCs to the site, but he has a favor to ask in return.

Borral wants the PCs to help him in retrieving some very old mining records that (he hopes) settle his clan's claim to a rare vein of gold that is contested by Clan Gilster. This dispute dates back over 300 years, when both clans apparently found the same deposit of gold from different mine shafts. Since then, the rights to mine it have been suspended until the matter can be resolved. Borral has researched some very old clan records and thinks his ancestors had the earliest claim, but he doesn't have good proof. He believes the correct records can be found, but they are in a place forbidden for travel to the dwarves of Toramalk. (PC dwarves are not prohibited.) The records are in an old library that is in Naguereth – the city of the dead.

If the PCs agree to this task, he will promise to take them to the location they need to go to in order to destroy the *Floracon*. He will explain that Naguereth is now a haunted place where the living dead rule. He explains where the Whurlond clan library is located and precisely what to look for when they reach it. If he is asked, he can explain that it is perfectly legal and should be acceptable proof to the other clans if these records are retrieved. The opposing clan (Gilster) will reluctantly recognize any legitimate prior claim to the gold. To date, they have not been willing to abandon it or share it without proof that Clan Whurlond had the rights to it.

After agreeing to the task, Borral gives each PC two *potions of hide from undead* – one to get in, and one to get out. If they do not use them, he asks that they be returned to him.

Meanwhile, Clan Gilster has a very old image problem. They have been somewhat marginalized by an event that happened a thousand years ago – The Betrayal of the Stoneshield Guard. Clan Gilster has always been well known for its amazing prowess as mighty warriors. Unfortunately, a sad tale has been perpetuated that goes like this:

The story is of a dwarven outpost within the Rakers told to stand fast and defend a pass against overwhelming odds. Nervously, they waited for the horde of enemy creatures to

arrive. They had never seen the enemy but only heard rumors of the vile demonspawn. Ahead, they saw movement. Fear turned to rejoicing as the legendary Stoneshield Guard arrived, a regimen of sturdy dwarves trained deep within the Rakers.

They welcomed the Guard into the outpost, cheering their apparent victory over the demonspawn. Horrifically, the Guard turned on their comrades and started hacking the unsuspecting dwarves to pieces. None knew what motivated their betrayal. Only one warrior survived long enough to tell the tale before his mortal wounds ended his life. The Stoneshield Guard was never seen again, but their name is forever cursed.

The Stoneshield Guard was from Clan Gilster. Ever since that event, many of the other dwarves have had trouble trusting this clan. Although no one has yet to find out what happened, there may be some information the PCs gain that can help explain why the Stoneshield Guard turned upon their allies. Indeed, a PC who played in any of the scenarios that feature the rex aartuk have possibly already figured out what probably happened: The rex aartuk created devices known as “viticula necklaces” that altered and controlled those who wore them. The Stoneshield Guard was being controlled by these devices when they turned upon their brethren. Although the knowledge of this does not change the past, at least there could be some understanding and forgiveness if the truth could be learned. The PCs may have the opportunity to learn about these events more if they do some extra exploring in Naguereth.

Encounter Five: The Necropolis of Naguereth

This encounter has a single primary objective: to retrieve the dwarven records for Clan Whurlond. If the PCs wish to explore additional areas, they may do so at the cost of additional time units. This additional exploration should be considered “optional” and only attempted if there is sufficient time to play through them. The players can also opt to return here later to explore if there is time.

👑 Naguereth (large town): Monstrous; AL NE; Population 3,000 undead creatures; 3,000 gp limit; Assets 450,000 gp; Integrated (46% skeleton, 20% zombie, 11% shadow, 5% wight, 5% wraith, 4% spectre, 1% mohrg, 1% mummy, 1% huecuva, 1% quell, 5% other undead)

A massive chamber over a mile across and nearly 500 feet in height comprises Naguereth. Long ago it was a huge dwarven city. It contained many crypts, developed over generations. Eventually the dwarves moved elsewhere in the caverns to be closer to preferred mining areas, but they continued using the area for burial of the dead.

Disaster struck the burial area when the evil duergar invaded the crypt and performed horrid rituals, animating many of the dead. In addition to the mundane skeletons and zombies, the newly founded necropolis

attracted undead of all sorts to the area, some of whom are very powerful.

The undead that dwell here generally keep to themselves, and the other denizens of the caverns avoid this area completely.

The main central chamber is massive. Monolithic rock pillars stretch from floor to ceiling. The chamber is lit by phosphorescent lichen that emits a hazy light, allowing a dim view across the expansive chamber. The cavern can be entered from tunnels at the north and south ends.

Before you is a massive chamber stretching as far as the eye can see. The cavern must be nearly a mile across. The walls and ceiling are a natural phenomenon, based upon their jagged appearance. However, myriad tunnels around the periphery have the look of fine dwarven stonework. Most of these side chambers are heavily decorated with statues, pillars, and dwarven symbols, each showing the effects of decay.

The center of the chamber before you is littered with countless gravestones and burial plots. Slowly shambling about are horrid skeletal creatures of dwarven size. There are many hundreds of the vile creatures walking throughout the cavern. Some are mere bones, while others have bits of flesh that cling to their bodies.

Large natural columns of earth punctuate the cavern. Phosphorescent lichen grows here, shedding an eerie light upon the dread scene.

Among the many crypts, the PCs can take note of several of them that are available to explore in the bounds of this adventure. The rest of them are not detailed – perhaps a future scenario will allow for further exploration, or perhaps they will remain an unexplored mystery. The available crypts are:

- Whurlond Clan Library
- Hall of Kings (optional)
- Mohrg morgue (optional)
- Crypt of the Stone Shield Guard (optional)

Creatures: Countless skeletons and zombies roam the open area of the necropolis. There are other undead in the area, but they generally dwell in the many side chambers.

All APLs (EL 17)

👉 **Dwarf Warrior Skeleton** (1,000): hp 6 each; see *Monster Manual* page 225.

👉 **Dwarf Warrior Zombies** (500): hp 16 each; see *Monster Manual* page 265.

Development: If the PCs are under the effects of *hide from undead*, they can proceed unmolested. If not, hordes of skeletons and zombies rise up and attack them. Eventually this will attract the attention of more and more powerful undead creatures, which will also join the attack. Hopefully PCs will be smart and not attempt to take on the entire necropolis.

Upon careful inspection of the various crypts, the PCs will eventually spot the Whurlond Clan Library exactly as described by Borral.

Site A – Whurlond Clan Library

Clan Whurlond once held records of all types in these chambers. The entryway contains stone furniture. Beyond is a destroyed reading room that once contained a balcony, but most of the balcony has collapsed into the chamber below. A third chamber beyond has a large collection of old clan records, including the one sought by the PCs.

In the intervening years this chamber has been the scene of an unusual standoff between a guardian and some foul shadows who are trapped in the reading chamber. The guardian has kept the shadows eternally trapped by his abilities with positive energy.

Whurlond Clan Library – Entry

This room has stone furniture stacked in a wildly haphazard fashion. The ravid here frequently moves it around without giving it any thought as to its original function; many of the tables and chairs are leaning on their sides or upside down. The passage beyond is tightly stacked with 15 feet deep of stone furniture, keeping the shadows beyond from being able to escape.

Creatures: A ravid dwells here guarding this room. His guardianship is a mystery, and even he doesn't know why he has to do it. Nevertheless, he does not allow any undead to get past him. He has not spoken to anyone in countless years, so his speech is very eclectic.

All APLs (EL 5)

👉 **Ravid:** hp 16; see *Monster Manual* page 213.

Development: If the PCs explain that they need to get into the chamber beyond, the ravid can be convinced to keep the shadows down low in the room by swooping over them. The PCs will need to find a way across the chamber themselves. The ravid will not be able to assist them in getting across, even though he can fly and animate objects.

Whurlond Clan Library – Reading Room

This room was used for reading at some time in the long ago past. The chamber is 30 feet in height. Stone stairs lead down 20 ft. to floor level. Along one wall are the jagged remains where a stone balcony once abutted the wall. This balcony ledge is also 20 ft. above floor level.

☛ **Wall, Carved Stone:** Hardness 8; hp: 90; Break DC 40; Climb DC 20

☛ **Jagged Balcony Ledge:** Hardness 8; hp: 60; Break DC 25; Climb DC 15

Creatures: Shadows are trapped in this chamber, unable to escape due to their fear of the ravid guarding their only escape route, and the fact that incorporeal creatures cannot pass through more than 5 ft. of obstructions.

All APLs (EL 13)

☛ **Shadows (32):** hp 19 each; see *Monster Manual* page 221.

Development: If the PCs have arranged with the ravid to enter this room, the ravid will swoop over the heads of the shadows and keep them from attacking anyone who stays above ground level. Should any creature except the ravid get within 5 feet of the floor however, all the shadows that detect the PC will attack so long as the PC(s) remains at floor level.

Climbing along the remaining balcony edge is not particularly difficult (see above). Other options for getting across would be to use spells such as *spider climb*, *fly*, or *dimension door*. Allow the players to be creative here if they wish. Most parties will likely find this challenge to be very easy, but the penalty for failure (falling into where the shadows are) is likely severe. A high-level party could possibly defeat all the shadows – if so, the ravid will disappear in a bright burst of magical energy.

Whurlond Clan Library

The final room in this area contains ancient records for Clan Whurlond. PCs can search here for the specific claim they are looking for. However, to do so will take some time, so it may be helpful to have more party members available to make it go faster. Each Search check takes a PC 10 minutes. Players may use the “aid another” technique, but doing so is inefficient and adds another 10 minutes for each extra PC attempting to aid the primary searcher (namely, 20 minutes per check with one PC assisting, 30 minutes per check with two PCs assisting, and so on). The difficulty in finding the correct records is scaled according to APL – the higher-level groups will find this area more expansive and jumbled. A successful Search check (APL 4: DC 22, APL 6: DC 23, APL 8: DC 24, APL 10 DC 25, APL 12 DC 26, APL 14 DC 27) will find the correct records being sought.

Development: If the PCs decide to explore Naguereth further, go to Encounter Six. If they return to Borral Whurlond with their discovery, move on to Encounter Seven.

Encounter Six: Necropolis Optional Encounters

These encounters only occur if the PCs decide to do more exploring in the Necropolis of Naguereth. These are optional encounters that require more time than two slots at a typical convention (eight hours).

Site B – Hall of Kings

This regal burial area is the resting place of dwarven kings from long ago. A majestic semi-circular platform entryway, made from carved quartz, leads into a huge arched hallway decorated with the finest of dwarven architecture and stoneworking. A marble statue of Moradin towering 50 feet in height dominates a large chamber beyond. Six side chambers house the final resting places of dwarven kings. Most chambers have 3 or 4 sarcophagi containing ancient remains. No valuable items are left behind for any potential grave robbers.

A chamber beyond is sealed off by a wall, through which there is no door or other entry available. A lich has sealed himself away, hoping to remain undetected and undisturbed. However, the wall is of a different architectural style than the rest of the chamber, so it may become obvious to the players that the wall covers something beyond it. A successful Knowledge (architecture and engineering) DC 10 check will reveal this.

Buried inside the walls on either side of the lich's chamber are some petrified bones that have been placed there. The lich has animated the bones and instructed them to burst forth from the walls and kill anyone who disturbs his chamber. When the petrified creatures burst forth, you should assume the surrounding earth around them crumbles away and reveals them in a surprise round, and thus the size of the chamber expands to include their space.

Floracon Effect: During this encounter, the *Floracon* manifests a power on whoever possesses it. (It doesn't matter where they are carrying it. If somehow it is not being currently carried by anyone, it will affect the nearest PC.)

The possessor will immediately become fatigued.

Creatures: Petrified fossils lurk inside the earthen area on either side of the secret chamber.

APL 4 (EL 7)

☛ **Revived Fossil Dire Badger (2):** hp 39 each; see Appendix.

APL 6 (EL 9)

☛ **Revived Fossil Dire Boar (2):** hp 75 each; see Appendix.

APL 8 (EL 11)

➤ **Revived Fossil Megaraptor (2):** hp 82 each; see Appendix.

APL 10 (EL 13)

➤ **Revived Fossil Tyrannosaurus (2):** hp 157 each; see Appendix.

APL 12 (EL 15)

➤ **Revived Fossil Advanced Tyrannosaurus [26 HD] (2):** hp 209 each; see Appendix.

APL 14 (EL 17)

➤ **Revived Fossil Advanced Tyrannosaurus [34 HD] (2):** hp 261 each; see Appendix.

Development: If the walls to the secret chamber are damaged, the creatures burst forth and attack.

Hall of Kings – Secret Chamber

This chamber has been sealed off by a permanent wall. There is no normal way in or out, but if PCs do get past the wall, they will be entering the lair of a lich.

The Secret Chamber is protected by a permanent *Mordenkainen's private sanctum* spell.

Creatures: A lich has taken up residence in the Hall of Kings, since he believes himself worthy of the location.

APL 4 to 8 (EL -)

As APL 10, but no fight.

APL 10 (EL 13)

➤ **Pelekos, Human Lich Wiz11:** hp 82; see Appendix.

APL 12 (EL 15)

➤ **Pelekos, Human Lich Wiz13:** hp 97; see Appendix.

APL 14 (EL 17)

➤ **Pelekos, Human Lich Wiz15:** hp 112; see Appendix.

Development: The lich does not want to be disturbed. If low-level PCs (APL 4 to 8) come in here, he will do his best to scare them away and only kill them if they press the attack. You should give these lower level PCs obvious signs that they are outmatched. Against stronger parties (APL 10 and higher), he attacks with full force and anger at being disturbed.

The phylactery of the lich is well hidden in a place far from this room. He will reappear in 1d10 days, and will be enraged by his defeat.

Treasure: Many of the lich's valuables are kept elsewhere, but he keeps a good assortment of magical items with him at all times.

APL 10: L: 0 gp; C: 100 gp; M: 6066 gp – +2 dagger (692 gp), *headband of intellect* +4 (1333 gp), *cloak of resistance*

+2 (333 gp), *gloves of dexterity* +2 (333 gp), *ring of protection* +2 (667 gp), *ring of invisibility* (1667 gp), *pearl of power* II (333 gp), *elemental gem (earth)* (188 gp), *potion of remove blindness/deafness* (63 gp), *potion of barkskin* +4 (75 gp), *potion of cause serious wounds* (63 gp), *scroll of mind fog* (94 gp), *scroll of dimension door* (58 gp), *scroll of dimensional anchor* (58 gp), *scroll of touch of idiocy* (13 gp), *scroll of expeditious retreat* (2 gp), *scroll of teleport* (94 gp).

APL 12: L: 0 gp; C: 150 gp; M: 7160 gp – +2 dagger (692 gp), *hand of glory* (667 gp), *headband of intellect* +4 (1333 gp), *cloak of resistance* +2 (333 gp), *gloves of dexterity* +2 (333 gp), *ring of counterspells* (currently stores *dispel magic*, *greater*) (333 gp), *ring of protection* +2 (667 gp), *ring of invisibility* (1667 gp), *pearl of power* II (333 gp), *elemental gem (earth)* (188 gp), *potion of remove blindness/deafness* (63 gp), *potion of barkskin* +4 (75 gp), *potion of cause serious wounds* (63 gp), *scroll of mind fog* (94 gp), *scroll of dimension door* (58 gp), *scroll of dimensional anchor* (58 gp), *scroll of touch of idiocy* (13 gp), *scroll of expeditious retreat* (2 gp), *scroll of reciprocal gyre* (94 gp), *scroll of teleport* (94 gp).

APL 14: L: 0 gp; C: 200 gp; M: 13556 gp – +2 dagger (692 gp), *hand of glory* (667 gp), *headband of intellect* +4 (1333 gp), *robe of the archmagi (black)* (6250 gp), *gloves of dexterity* +2 (333 gp), *ring of counterspells* (currently stores *dispel magic*, *greater*) (333 gp), *ring of protection* +2 (667 gp), *ring of invisibility* (1667 gp), *pearl of power* II (333 gp), *ioun stone (pink and green sphere [+2 Cha])* (667 gp), *potion of remove blindness/deafness* (63 gp), *potion of barkskin* +4 (75 gp), *potion of cause serious wounds* (63 gp), *scroll of mind fog* (94 gp), *scroll of dimension door* (58 gp), *scroll of dimensional anchor* (58 gp), *scroll of touch of idiocy* (13 gp), *scroll of expeditious retreat* (2 gp), *scroll of reciprocal gyre* (94 gp), *scroll of teleport* (94 gp).

Site C – Mohrg morgue

This crypt is notable for the wolf motif found on each of the sarcophagi, on the walls, and in a large stone carving displayed prominently in the entrance. The chamber is 60 ft. wide and 40 ft. deep, with crypt features (sarcophagi, etc.) as you see fit to add.

Creatures: Crazy mohrgs have made this crypt their haunt (but they do not appear at APL 4).

APL 4 (EL 6)

➤ **Wight (3):** hp 26 each; see *Monster Manual* page 255.

APL 6 (EL 8)

➤ **Mohrg:** hp 91; see *Monster Manual* page 189.

APL 8 (EL 10)

➤ **Mohrg (2):** hp 91 each; see *Monster Manual* page 189.

APL 10 (EL 12)

➤ **Mohrg (4):** hp 91 each; see *Monster Manual* page 189.

APL 12 (EL 14)

➤ **Mohrg** (5): hp 91 each; see *Monster Manual* page 189.

➤ **Devourer**: hp 78; see *Monster Manual* page 58.

APL 14 (EL 16)

➤ **Mohrg** (5): hp 91 each; see *Monster Manual* page 189.

➤ **Angel of Decay**: hp 198; see Appendix.

Treasure: A Search check (DC 20) reveals a small chamber behind a loose stone in the wall. The sage Raymius Thilond (see “Site D - Crypt of the Stoneshield Guard”) hid some items here 100 years ago.

APL 4: L: 0 gp; C: 242 gp; M: 83 gp – *hourglass of fate* (orange) (83 gp)

APL 6: L: 0 gp; C: 242 gp; M: 633 gp – *hourglass of fate* (orange) (83 gp), *hourglass of fate* (green) (550 gp)

APL 8: L: 0 gp; C: 242 gp; M: 633 gp – *hourglass of fate* (orange) (83 gp), *hourglass of fate* (green) (550 gp)

APL 10: L: 0 gp; C: 0 gp; M: 1186 gp – *hourglass of fate* (orange) (83 gp), *hourglass of fate* (green) (550 gp), *hourglass of fate* (crystal) (553 gp)

APL 12: L: 0 gp; C: 0 gp; M: 2103 gp – *hourglass of fate* (orange) (83 gp), *hourglass of fate* (green) (550 gp), *hourglass of fate* (crystal) (553 gp), *hourglass of fate* (red) (917 gp)

APL 14: L: 0 gp; C: 0 gp; M: 2103 gp – *hourglass of fate* (orange) (83 gp), *hourglass of fate* (green) (550 gp), *hourglass of fate* (crystal) (553 gp), *hourglass of fate* (red) (917 gp)

Site D – Crypt of the Stoneshield Guard

The symbol of the Stoneshield Guard adorns the exterior of this crypt, which should be obvious to observant PCs. The crypt is accessed by a single straight hallway leading to a large rectangular room, 70 ft. x 70 ft., with a 20 ft. ceiling. Inside are many stone coffins. Also here are the haunting remains of some members of the Stoneshield Guard, who have returned here in a vain attempt to restore their honor.

This is the ancient burial place of the honored Stoneshield Guard. It is here that some of the mystery surrounding this group can be solved. The Guard was once a proud group of elite dwarves, who hailed from Clan Gilster. One thousand years ago, they were infiltrated by the rex aartuk, who gained control of an elite unit and were able to dominate them through the use of a viticula necklace. This device was made of thorny plants and completely subverted the will of the elite unit, which the rex aartuk then sent to destroy the rest of the dwarves. The Stoneshield Guard wreaked havoc upon the dwarves before being finally defeated. Since then, they have been considered traitors, and it was never discovered why they acted they way they did. Clan

Gilster, once noble and proud, has suffered a tarnished reputation.

One other curiosity is found in this hall: near the back of the chamber lies a tall human skeleton, the 100-year-old corpse of the sage adventurer Raymius Thilond (a PC may have heard of him on a DC 20 Bardic Knowledge check). He came here researching the details about the Stoneshield Guard. The wights killed him, but some strange magical effect about him kept him from becoming a wight spawn. Fortunately (for the PCs, at least), he kept a detailed journal of his exploits, which can still be found next to his body. (See the Player Handout.)

Creatures: These wights are the former members of the Stoneshield Guard, who now haunt the living. Each wight is prominently adorned with their symbol. Some wear the symbol on arm bands, some have ornate necklaces, and others have tattered clothes bearing the symbol. However, they also have fragments of the thorny viticula necklaces that surround their necks. When alive, these special necklaces were invisible, but now they can be clearly seen as a reminder of their terrible fate.

The wights are beyond redemption and attack any living creature they detect. They will call out phrases, such as “none shall defeat the Stoneshield Guard” and “death with honor!”

APL 4 (EL 5)

➤ **Wight** (2): hp 26 each; see *Monster Manual* page 255.

APL 6 (EL 7)

➤ **Wight** (4): hp 26 each; see *Monster Manual* page 255.

APL 8 (EL 9)

➤ **Slaughter Wight**: hp 135; see Appendix.

➤ **Wight** (3): hp 26 each; see *Monster Manual* page 255.

APL 10 (EL 11)

➤ **Slaughter Wight** (3): hp 135 each; see Appendix.

APL 12 (EL 13)

➤ **Slaughter Wight** (5): hp 135 each; see Appendix.

APL 14 (EL 15)

➤ **Slaughter Wight** (11): hp 135 each; see Appendix.

Treasure: Next to the skeletal remains is the journal of Raymius Thilond. Refer to the Player Handout. This journal has enough information to clear the honorable name of the Stoneshield Guard. It also happens to mention some treasure he left behind in a nearby crypt. (See “Site C - Mohrg Morgue.”)

Upon presenting this information to Clan Gilster, they will be extremely thankful. The honor of their name will be mostly restored, and they will bestow the Favor of the Stoneshield Guard upon the PCs.

Development: When the PCs have had enough of the necropolis and are ready to get on with their original mission, proceed to Encounter Seven.

Encounter Seven: The Duergar

After the PCs have gotten the proof of Clan Whurlond's claim to the vein of gold, Borral Whurlond agrees to lead them through the duergar domain to the caustic pool.

Outpost

An outpost has been set up to keep watch over this cavern intersection. One direction leads to where the PCs need to go to destroy the *Floracon*, while the other leads to the duergar village of Thragriduum. The PCs will have to fight their way past the outpost to continue.

A rocky stream passes through this intersection, flowing from a crack in the wall and into a small pool that drains into the earth beyond. A small arched wooden footbridge crosses the stream. A smooth pathway leads in each of three directions, frequently traveled by the duergar.

Floracon Effect: During this encounter, the *Floracon* manifests a power on whoever possesses it. (It doesn't matter where they are carrying it. If somehow it is not being currently carried by anyone, it will affect the nearest PC.)

The possessor is assaulted by rubbery, podlike appendages that emerge around sheaths and packs, making it very difficult to draw a weapon or retrieve an item. If these actions are attempted a Strength check DC 20 is required.

Creatures: A small group of duergar guards this intersection, and are hostile to any intruders. A kaorti has also managed to befriend the duergar, and is keeping an eye out for the PCs, whom he has heard rumors about having the *Floracon*.

The duergar sit quietly near the bridge, and keep alert for anything coming this way. Any light brought to the area is a dead giveaway, and allows the duergar a number of rounds to prepare an attack. They have superior darkvision and will likely spot anyone who approaches, unless exceptional precautions are being taken.

APL 4 (EL 5)

➤ **Guard, Dwarf (Duergar) War1 (3):** hp 9 each; see Appendix.

➤ **Lieutenant, Dwarf (Duergar) War2:** hp 16; see Appendix.

➤ **Kaorti:** hp 9; see Appendix.

APL 6 (EL 7)

➤ **Guard, Dwarf (Duergar) War2 (4):** hp 16 each; see Appendix.

➤ **Lieutenant, Dwarf (Duergar) War4:** hp 26; see Appendix.

➤ **Kaorti:** hp 9; see Appendix.

APL 8 (EL 9)

➤ **Guard, Dwarf (Duergar) War4 (4):** hp 26 each; see Appendix.

➤ **Lieutenant, Dwarf (Duergar) Ftr5:** hp 37; see Appendix.

➤ **Kaorti:** hp 9; see Appendix.

APL 10 (EL 11)

➤ **Guard, Dwarf (Duergar) Ftr5 (4):** hp 42 each; see Appendix.

➤ **Lieutenant, Dwarf (Duergar) Ftr7:** hp 59; see Appendix.

➤ **Kaorti:** hp 9; see Appendix.

APL 12 (EL 13)

➤ **Guard, Dwarf (Duergar) Ftr7 (4):** hp 66 each; see Appendix.

➤ **Lieutenant, Dwarf (Duergar) Ftr7/Blackguard2:** hp 76; see Appendix.

➤ **Kaorti:** hp 9; see Appendix.

APL 14 (EL 15)

➤ **Guard, Dwarf (Duergar) Ftr9 (4):** hp 85 each; see Appendix.

➤ **Lieutenant, Dwarf (Duergar) Ftr7/Blackguard4:** hp 93; see Appendix.

➤ **Kaorti:** hp 9; see Appendix.

Tactics: You should feel free to use optimal tactics for the duergar, since they are skilled and crafty opponents. They may use ranged weapons from behind the cover of the rocks but will want to engage PCs in melee as soon as they can. They also make optimal use of their *enlarge person* and *invisibility* abilities. At least one of them should be *enlarged* and *invisible* and attempt to move to attack the weaker ranks of the party. The duergar at higher APLs have more consumables available, and the blackguard will also cast spells in preparation for battle.

Development: The kaorti does not have significant information to convey if he is captured alive. He knows how to get to the caustic pit, but he will not cooperate with the PCs under any circumstances. He is fanatical enough to attempt suicide if presented the opportunity.

His only role was as a spy – one of many that the kaorti have in the area.

After the duergar guards have been defeated, the outpost will remain unmanned for 24 hours while the duergar fall back into a defensive position. After this time, they post a similar guard unit at the outpost again. If the PCs have delayed so long that the outpost is staffed again, you may allow the PCs to find an alternate route, despite the extreme dangers of the tertiary tunnels in this area.

Treasure: The duergar have some valuables. The kaorti's equipment is not of any value to the PCs.

APL 4: L: 72 gp; C: 0 gp; M: 0 gp

APL 6: L: 152 gp; C: 408 gp; M: 0 gp

APL 8: L: 241 gp; C: 860 gp; M: 244 gp – +1 *half-plate* (146 gp), +1 *heavy shield* (98 gp).

APL 10: L: 482 gp; C: 0 gp; M: 1692 gp – *potion of haste* (63 gp each), +1 *flaming bastard sword* (695 gp), +1 *full plate with armor spikes* (225 gp), +1 *heavy steel shield* (98 gp), *ring of protection* +1 (167 gp), *amulet of natural armor* +1 (167 gp), *potion of cure moderate wounds* (25 gp).

APL 12: L: 305 gp; C: 0 gp; M: 4801 gp – +1 *spiked chain* (194 gp each), *potion of haste* (63 gp each), +1 *unholy bastard sword* (1528 gp), +2 *full plate with armor spikes* (475 gp), +2 *heavy steel shield* (348 gp), *ring of protection* +2 (667 gp), *amulet of natural armor* +2 (667 gp), *potion of cure moderate wounds* (25 gp).

APL 14: L: 240 gp; C: 0 gp; M: 8480 gp – +1 *spiked chain* (194 gp each), +1 *banded mail with armor spikes* (121 gp each), *ring of protection* +1 (167 gp each), *cloak of resistance* +1 (83 gp each), *potion of haste* (63 gp each), *potion of cure serious wounds* (63 gp each), +1 *unholy bane* (dwarf) *bastard sword* (2695 gp each), +3 *full plate with armor spikes* (892 gp each), +3 *heavy steel shield* (348 gp each), *ring of protection* +2 (667 gp each), *amulet of natural armor* +2 (667 gp each), *cloak of resistance* +2 (333 gp each), *potion of cure moderate wounds* (25 gp each), *scroll of darkness* (13 gp each), *scroll of death knell* (13 gp each).

Tunnel to Thragriduum

One of the tunnels out of the outpost-cavern leads to the duergar village. The duergar village is not part of this adventure, but the PCs may continue past the outpost to the final encounter area.

🏰 Thragriduum (village): Conventional; AL LE; Population 600 adults; 200 gp limit; Assets 6,000 gp; Isolated (100% dwarf [duergar]).

You should discourage players from proceeding toward the village, since the duergar have formidable defenses beyond the outpost.

Development: If the PCs choose the tunnel that does not lead to the duergar village, then they are getting very close to their goal. Proceed to Encounter Eight.

Encounter Eight: Where Chaos Waits

After the PCs have moved well beyond the duergar, their dwarven guide will inform them that the caustic pool lies a few miles down this main cavern. He will not proceed to the location, but rather stay behind and hide, waiting for them to return.

The exact distance to the final encounter is likely not known to the PCs. Therefore it is unlikely they will be fully prepared for the final battle until they round the corner and the battle begins. The kaorti, on the other hand, are well aware of the PCs approaching. All creatures here have darkvision, and the cavern has no light.

The passageway leading to the main cavern is covered in kaorti resin. Side passages lead to cysts where the kaorti reside. The floor is smooth and flat. The main cavern is also covered in kaorti resin. Hazy vapors swirl about coming from the surrounding pool of water. The water itself is approximately 20 ft. below the peninsula of ground that extends into the cavern. Any creature exposed to the water is dealt 1d6 fire (heat) damage and 1d6 acid damage (no save). All walls in the cavern are rough, with a Climb DC 15.

In the center of the peninsula is the caustic pool – an ancient place where the blood of the earth churns. Immersion in this pool deals 6d6 acid damage (no save).

Floracon Effect: During this encounter, the *Floracon* manifests a power on whoever possesses it. (It doesn't matter where they are carrying it. If somehow it is not being currently carried by anyone, it will affect the nearest PC.) If the *Floracon* changes possession, it affects the new person.

During this encounter, the *Floracon* begins to fight for its existence. It erupts in wispy chaotic energy that takes the form of long shimmering tentacles each 5 or more feet long. These tentacles of energy are so bright that all sighted creatures within 20 ft. are dazzled (no save). These tentacles of energy stretch outward from the artifact, and cannot be shielded against. Bright light illuminates within a 40-foot radius, and dim light for an additional 40 feet beyond that.

Furthermore, the possessor of the *Floracon* is constantly tugged at by these alien energies. This creates a massive force of inertia on the possessor that reduces the possessor's Speed (for all forms of movement) by half.

There are no saving throws to avoid these effects, and spell resistance does not apply. However a *freedom of*

movement spell will allow normal movement, and *protection from chaos* will negate the dazzled effect.

If anyone attempts to throw the book, the tentacles of energy immediately cling to nearby objects and creatures, causing the *Floracon* to freeze in place. The *Floracon* loses all its power within 10 feet of the caustic pool—see below.

Creatures: The kaorti have been waiting for this moment. They are in position, ready to fight, when the PCs round the corner. At the beginning of the combat, a planar rift opens in the ceiling of the main chamber, from which the pseudonatural creatures come spilling out – a large creature (except at APL 4) and some pseudonatural gas spores that look exactly like beholders. The pseudonatural gas spores continue to emerge every round at the rate specified (although no more than 12 at a time should be on the battlefield). The large creature (a pseudonatural bear or dragonne) materializes on the floor of the main cavern.

APL 4 (EL 7)

- **Kaorti (4):** hp 9 each; see Appendix.
- **Pseudonatural Gas Spore (1/round):** hp 15 each; see Appendix.

APL 6 (EL 9)

- **Kaorti Leader, Kaorti Sor4:** hp 25; see Appendix.
- **Kaorti (4):** hp 9 each; see Appendix.
- **Pseudonatural Gas Spore (1/round):** hp 15 each; see Appendix.
- **Pseudonatural Brown Bear:** hp 51; see Appendix.

APL 8 (EL 11)

- **Kaorti Leader, Kaorti Sor7:** hp 35; see Appendix.
- **Kaorti Rog2 (4):** hp 20 each; see Appendix.
- **Pseudonatural Gas Spore (1/round):** hp 15 each; see Appendix.
- **Pseudonatural Dragonne:** hp 76; see Appendix.

APL 10 (EL 13)

- **Kaorti Leader, Kaorti Sor9:** hp 42; see Appendix.
- **Kaorti Rog4 (4):** hp 29 each; see Appendix.
- **Pseudonatural Gas Spore (2/round):** hp 15 each; see Appendix.
- **Pseudonatural Dragonne (12 HD):** hp 94; see Appendix.

APL 12 (EL 15)

- **Kaorti Leader, Kaorti Sor11:** hp 62; see Appendix.
- **Kaorti Rog6 (4):** hp 38 each; see Appendix.

➤ **Pseudonatural Gas Spore (3/round):** hp 15 each; see Appendix.

➤ **Pseudonatural Dragonne (15 HD):** hp 124; see Appendix.

APL 14 (EL 17)

- **Kaorti Leader, Kaorti Sor13:** hp 71; see Appendix.
- **Kaorti Rog8 (4):** hp 47 each; see Appendix.
- **Pseudonatural Gas Spore (4/round):** hp 15 each; see Appendix.
- **Pseudonatural Dragonne (21 HD):** hp 241; see Appendix.

Tactics: The kaorti leader is positioned standing in the middle of the chamber, waiting for PCs that he knows are coming. The remaining kaorti lurk in the side chambers (cysts) hoping to remain hidden until they can attack anyone who passes by. The large pseudonatural creature essentially spawns in the main chamber and then moves forward to block the advance of the PCs. The gas spores keep flooding the chamber every round and have a nasty ability to explode when they are killed (though clever PCs might use this effect against the kaorti).

If the PCs manage to have peaceful contact with the pseudonatural creature(s), they gain access to the Alienist prestige class. This access is noted on the AR.

Development: When the *Floracon* comes within 10 ft. of the caustic pool, it loses all its power, effectively going limp. When tossed into the pool, it dissolves and is permanently destroyed. Additionally, the planar rift to the Far Realm closes with a dramatic blast of sensory effects (screeching, psychedelic colors, slimy sensation on the skin, etc.) and all pseudonatural creatures remaining immediately die. Note that this may have unfortunate consequences when the gas spores all explode.

Any PCs that have failed their saves against infestation from the gas spores must get attention soon, or they will die and spawn gas spores. Borral has a potion that will help one PC (two at APL 4), but beyond that the only hope from outside the PCs resources are the dwarves of Toramalk, who are a long 8 miles away – which will be difficult to cover for most groups before death occurs. Alternatively, you could have Borral suggest that the afflicted PC be turned over to the nearby duergar, who cure the PC in exchange for enslaving them for a period of 1 year. (The PC will actually manage to escape after spending 26 TUs in back-breaking labor, not the full 52 TUs.)

If the PCs check around the caustic pool, it may be possible to discover an interesting piece of knowledge. With a DC 20 Intelligence check, the PC will sense that the area is at a nexus of great earth power. A “ley line” runs through this chamber, and there is some evidence of a strange substance known as “earth blood” that can be

found in small traces. [A PC who has levels in geomancer or is a member of the Natural Order meta-organization should be allowed to make a DC 20 Knowledge (nature) check in place of the Intelligence check.]

Treasure: The ribbon dagger and resin armor are rendered useless by the destruction of the *Floracon*. In addition to the other possessions of the kaorti, the kaorti leader has an incredible stash of stolen jewelry worth 6,500 gp stashed away in one of the cysts.

APL 4: L: 0 gp; C: 1083 gp; M: 0 gp

APL 6: L: 1 gp; C: 1083 gp; M: 0 gp

APL 8: L: 3 gp; C: 1083 gp; M: 0 gp

APL 10: L: 6 gp; C: 1083 gp; M: 871 gp – *cloak of resistance +3* (750 gp), *scroll of dimension door* (58 gp), *potion of cure serious wounds* (63 gp).

APL 12: L: 5 gp; C: 1083 gp; M: 1175 gp – *cloak of resistance +3* (750 gp), *scroll of invisibility* (13 gp), *potion of cure serious wounds* (63 gp), *amulet of health +2* (333 gp), *potion of cure light wounds* (4 gp each).

APL 14: L: 5 gp; C: 1083 gp; M: 1259 gp – *cloak of resistance +3* (750 gp), *scroll of invisibility* (13 gp), *potion of cure serious wounds* (63 gp), *amulet of health +2* (333 gp), *potion of cure moderate wounds* (25 gp each).

Development: After the *Floracon* is destroyed, the PCs can eventually make their way back to the surface. There should be no more combat encounters. Proceed to the Conclusion, or to Encounter Nine if the PCs would like to visit the Phostwood before ending the scenario.

Encounter Nine: The Phostwood

This encounter is not needed to complete the scenario. It is only included to satisfy the curiosity of PCs who happen to want to see if their efforts with destroying The *Floracon* have been effective. It is also remotely possible that PCs might choose to investigate this area prior to setting out on their adventure. In any case, if the PCs come to the Phostwood, it will cost them time – one extra TU – unless they have a very efficient way of traveling, such as *teleport* or *wind walk*.

If they come to the Phostwood prior to the destruction of the *Floracon* (unlikely, but possible), they will see the Prelatal Army has set up a small outpost here to keep an eye on the portal to the Far Realm. The evil alien tree continues to stretch its roots into the surrounding lands, corrupting as it can.

If the PCs come here after the destruction of the *Floracon*, they will see the portal missing, and a hideous mass of dead fleshy roots where the tree died violently as it was severed from its alien realm. The outpost will be in the process of breaking camp and preparing to leave. A

representative of the Arcanist Guild has already come and gone, and senior members of the Guild have advised a withdrawal of the guard. The threat of the Far Realm is not entirely gone, but it no longer poses a threat requiring constant supervision.

Conclusion

Back in Ogburg, the PCs will have the gratitude of Abbot Odarius and Bahira. Curu'nole will have long departed back to his home in the Phostwood.

Meanwhile, the influence of the Far Realm into the Phostwood has been disconnected. The problems with pseudonatural creatures are solved for the long term.

However, the presence of the alien tree in the Phostwood has temporarily spawned a great many horrors that still lurk in the forest. Perhaps some heroes may be needed to help clean up what remains there.

Additionally, some PCs will surely establish good relations with the dwarves of Toramalk. They will remain mostly disconnected with the dealings of the surface world, but dwarves do not forget who their friends are. And the dwarves of Toramalk have many challenges that remain, such as the necropolis and the duergar.

The End

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 Two, Room 6

Defeat the creatures of the fungus room:

APL 4: 150 xp

APL 6: 210 xp

APL 8: 270 xp

APL 10: 330 xp

APL 12: 390 xp

APL 14: 450 xp

Encounter Two, Room 11b

Defeat the trap:

APL 4: 120 xp

APL 6: 120 xp

APL 8: 180 xp

APL 10: 180 xp

APL 12: 240 xp

APL 14: 240 xp

Encounter Two, Room 12 OR Encounter Three

Defeat the aboleth/allies OR the wandering monsters in The Caverns:

APL 4: 120 xp

APL 6: 180 xp

APL 8: 240 xp

APL 10: 300 xp

APL 12: 360 xp

APL 14: 420 xp

Encounter Two, Room 16

Discover the cave in:

APL 4: 120 xp

APL 6: 180 xp

APL 8: 240 xp

APL 10: 300 xp

APL 12: 300 xp

APL 14: 300 xp

Encounter Two, Room 19

Defeat the creatures of the Sculpture Room:

APL 4: 120 xp

APL 6: 180 xp

APL 8: 240 xp

APL 10: 300 xp

APL 12: 360 xp

APL 14: 420 xp

Encounter Two, Room 21

Defeat the incorporeal creatures of the Main Hall

APL 4: 150 xp

APL 6: 210 xp

APL 8: 270 xp

APL 10: 330 xp

APL 12: 390 xp

APL 14: 450 xp

Encounter Five

Retrieve the records of Clan Whurlond:

APL 4: 120 xp

APL 6: 180 xp

APL 8: 240 xp

APL 10: 300 xp

APL 12: 360 xp

APL 14: 420 xp

Encounter Seven

Defeat the duergar outpost guards:

APL 4: 150 xp

APL 6: 210 xp

APL 8: 270 xp

APL 10: 330 xp

APL 12: 390 xp

APL 14: 450 xp

Encounter Eight

Defeat the kaorti and pseudonatural creatures:

APL 4: 210 xp

APL 6: 270 xp

APL 8: 330 xp

APL 10: 390 xp

APL 12: 450 xp

APL 14: 510 xp

Discretionary roleplaying award

APL 4: 90 xp

APL 6: 60 xp

APL 8: 0 xp

APL 10: 0 xp

APL 12: 0 xp

APL 14: 0 xp

Total possible experience:

APL 4: 1350 xp

APL 6: 1800 xp

APL 8: 2280 xp

APL 10: 2760 xp

APL 12: 3240 xp

APL 14: 3660 xp

Maximum allowed experience:

This scenario may contain more than the maximum xp allowed by a two-round adventure. In the event that the PCs have exceeded the limits, the following maximum values apply:

APL 4: 1350 xp
APL 6: 1800 xp
APL 8: 2250 xp
APL 10: 2700 xp
APL 12: 3150 xp
APL 14: 3600 xp

Experience Point Summary – Optional Encounter

To award experience for this optional portion of the adventure, add up the values for the objectives accomplished. Then assign the experience award. Award the total value to each character.

Encounter Six (optional)

Defeat the revived fossils:

APL 4: 210 xp
APL 6: 270 xp
APL 8: 330 xp
APL 10: 390 xp
APL 12: 450 xp
APL 14: 510 xp

Encounter Six (optional)

Defeat the lich:

APL 4: n/a
APL 6: n/a
APL 8: n/a
APL 10: 390 xp
APL 12: 450 xp
APL 14: 510 xp

Encounter Six (optional)

Defeat the mohrgs:

APL 4: 180 xp
APL 6: 240 xp
APL 8: 300 xp
APL 10: 360 xp
APL 12: 420 xp
APL 14: 480 xp

Encounter Six (optional)

Defeat the wights:

APL 4: 150 xp
APL 6: 210 xp
APL 8: 270 xp
APL 10: 330 xp
APL 12: 390 xp
APL 14: 450 xp

Maximum allowed experience:

This optional adventure contains more than the maximum xp allowed by an optional adventure. In the event that the PCs have exceeded the limits, the following maximum values apply:

APL 4: 338 xp
APL 6: 450 xp
APL 8: 563 xp
APL 10: 675 xp
APL 12: 788 xp
APL 14: 900 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. Because this is a Regional scenario, characters may spend additional Time Units to practice professions or create items immediately after the adventure so this total may be modified by other circumstances.

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

Encounter Two, Room 11b

All APLs: L: 0 gp; C: 0 gp; M: 125 gp – *divine scroll of haboob* (31 gp each), *divine scroll of wall of magma* (94 gp each)

Encounter Two, Room 13

All APLs: L: 21 gp; C: 0 gp; M: 0 gp

Encounter Two, Room 14

All APLs: L: 10 gp; C: 0 gp; M: 0 gp

Encounter Three – The Caverns

APL 4: L: 0 gp; C: 0 gp; M: 0 gp

APL 6: L: 0 gp; C: 0 gp; M: 0 gp

APL 8: L: 13 gp; C: 0 gp; M: 0 gp

APL 10: L: 26 gp; C: 0 gp; M: 0 gp

APL 12: L: 23 gp; C: 0 gp; M: 1704 gp – *bracers of armor* +1 (83 gp each), *cloak of resistance* +2 (333 gp each), *potion of invisibility* (25 gp each), *potion of cure moderate wounds* (25 gp each), +1 *battleaxe* (193 gp each)

APL 14: L: 23 gp; C: 0 gp; M: 4036 gp – *amulet of health* +2 (333 gp each), *cloak of resistance* +2 (333 gp each), *bracers of armor* +3 (750 gp each), *potion of invisibility* (25 gp each), *potion of cure moderate wounds* (25 gp each), +1 *battleaxe* (193 gp each), *cloak of resistance* +1 (83 gp each)

Encounter Seven: The Duergar

APL 4: L: 72 gp; C: 0 gp; M: 0 gp

APL 6: L: 152 gp; C: 408 gp; M: 0 gp

APL 8: L: 241 gp; C: 860 gp; M: 244 gp – +1 *half-plate* (146 gp), +1 *heavy shield* (98 gp).

APL 10: L: 482 gp; C: 0 gp; M: 1692 gp – *potion of haste* (63 gp each), +1 *flaming bastard sword* (695 gp), +1 *full plate with armor spikes* (225 gp), +1 *heavy steel shield* (98 gp), *ring of protection* +1 (167 gp), *amulet of natural armor* +1 (167 gp), *potion of cure moderate wounds* (25 gp).

APL 12: L: 305 gp; C: 0 gp; M: 4801 gp – +1 *spiked chain* (194 gp each), *potion of haste* (63 gp each), +1 *unholy bastard sword* (1528 gp), +2 *full plate with armor spikes* (475 gp), +2 *heavy steel shield* (348 gp), *ring of protection* +2 (667 gp), *amulet of natural armor* +2 (667 gp), *potion of cure moderate wounds* (25 gp).

APL 14: L: 240 gp; C: 0 gp; M: 8480 gp – +1 *spiked chain* (194 gp each), +1 *banded mail with armor spikes* (121 gp each), *ring of protection* +1 (167 gp each), *cloak of resistance* +1 (83 gp each), *potion of haste* (63 gp each), *potion of cure serious wounds* (63 gp each), +1 *unholy bane (dwarf) bastard sword* (2695 gp each), +3 *full plate with armor spikes* (892 gp each), +3 *heavy steel shield* (348 gp each), *ring of protection* +2 (667 gp each), *amulet of natural armor* +2 (667 gp each), *cloak of resistance* +2 (333 gp each), *potion of cure moderate wounds* (25 gp each), *scroll of darkness* (13 gp each), *scroll of death knell* (13 gp each).

Encounter Eight: Where Chaos Waits

APL 4: L: 0 gp; C: 1083 gp; M: 0 gp

APL 6: L: 1 gp; C: 1083 gp; M: 0 gp

APL 8: L: 3 gp; C: 1083 gp; M: 0 gp

APL 10: L: 6 gp; C: 1083 gp; M: 871 gp – *cloak of resistance* +3 (750 gp), *scroll of dimension door* (58 gp), *potion of cure serious wounds* (63 gp).

APL 12: L: 5 gp; C: 1083 gp; M: 1175 gp – *cloak of resistance* +3 (750 gp), *scroll of invisibility* (13 gp), *potion of cure serious wounds* (63 gp), *amulet of health* +2 (333 gp), *potion of cure light wounds* (4 gp each).

APL 14: L: 5 gp; C: 1083 gp; M: 1259 gp – *cloak of resistance* +3 (750 gp), *scroll of invisibility* (13 gp), *potion of cure serious wounds* (63 gp), *amulet of health* +2 (333 gp), *potion of cure moderate wounds* (25 gp each).

Total Possible Treasure

APL 4: L: 103 gp; C: 1083 gp; M: 125 gp - Total: 1311 gp, capped at 1300 gp

APL 6: L: 184 gp; C: 1491 gp; M: 125 gp - Total: 1800 gp, capped at 1800 gp

APL 8: L: 288 gp; C: 1943 gp; M: 369 gp - Total: 2600 gp, capped at 2600 gp

APL 10: L: 545 gp; C: 1083 gp; M: 2688 gp - Total: 4613 gp, capped at 4600 gp

APL 12: L: 364 gp; C: 1083 gp; M: 7805 gp - Total: 9252 gp, capped at 6600 gp

APL 14: L: 299 gp; C: 1083 gp; M: 13900 gp - Total: 15282 gp, capped at 13200 gp

Items for the Adventure Record

Legacy of The Ravening: You have been burdened with a curse from the Far Realm. Regardless of whether the curse has passed, you have gained a strange ability that you can manifest several times before completely fading away. Five times, as a spell-like ability, you may cause the following effect to appear for 20 rounds:

Two clawed arms grow out of your body. The arms are roughly humanoid, but are either scaly or furred and end in sharp talons. The effect transforms any clothing or armor that you wear to accommodate these additional arms; when the duration ends, your clothing and armor return to normal.

The arms grant you two primary claw attacks. A hit from one of the claws deals slashing damage equal to 1d6 points (1d4 if Small) plus the creature's Strength modifier. The claws cannot be used to wield weapons or manipulate objects. Since the claws are primary attacks, you can attack with them in addition to making your weapon attacks without penalty. The claws count as magic weapons for the purpose of overcoming damage reduction. If both claw attacks hit the same target, the arms can rend the target for extra damage equal to 2d6 points plus 1-1/2 times your Strength modifier.

5 uses: [][][][][][]

Prestige class qualifications: Through your actions in this adventure, you have met the special requirement for the following prestige classes (cross out all that do not apply): Alienist, Dungeon Delver, Elemental Savant.

Spell Access: You have discovered divine versions of the following spells found in *Sandstorm*: *haboob*, *wall of magma*.

Quartz Holy Symbol of Dumathoin: You have found a holy symbol of Dumathoin made out of quartz. This item functions as a silver holy symbol, but is made of quartz instead and must be purchased for the same cost as a silver holy symbol. (Access: Regional)

Item Access

APL 4:

- divine scroll of haboob (Adventure, Sandstorm)
- divine scroll of wall of magma (Adventure, Sandstorm)
- masterwork dwarven buckler-axe (Adventure, *Races of Stone*)
- masterwork dwarven warpike (Adventure, *Races of Stone*)

APL 6 (all of APL 4 plus the following):

APL 8 (all of APL 4-6 plus the following):

APL 10 (all of APL 4-8 plus the following):

- +1 flaming bastard sword (Adventure, *Dungeon Master's Guide*)
- cloak of resistance +3 (Adventure, *Dungeon Master's Guide*)

APL 12 (all of APL 4-10 plus the following):

- cloak of resistance +2 (Adventure, *Dungeon Master's Guide*)
- +1 unholy bastard sword (Adventure, *Dungeon Master's Guide*)
- +2 full plate with masterwork armor spikes (Adventure, *Dungeon Master's Guide*)
- +2 heavy steel shield (Adventure, *Dungeon Master's Guide*)
- ring of protection +2 (Adventure, *Dungeon Master's Guide*)
- amulet of natural armor +2 (Adventure, *Dungeon Master's Guide*)

APL 14 (all of APL 4-12 plus the following):

- bracers of armor +3 (Adventure, *Dungeon Master's Guide*)
- +1 unholy bane (dwarf) bastard sword (Adventure, *Dungeon Master's Guide*)
- +3 full plate with masterwork armor spikes (Adventure, *Dungeon Master's Guide*)
- +3 heavy steel shield (Adventure, *Dungeon Master's Guide*)

Treasure Summary – Optional Encounter

Encounter Six: Necropolis (Hall of Kings)

APL 10: L: 0 gp; C: 100 gp; M: 6066 gp – +2 dagger (692 gp), headband of intellect +4 (1333 gp), cloak of resistance +2 (333 gp), gloves of dexterity +2 (333 gp), ring of protection +2 (667 gp), ring of invisibility (1667 gp), pearl of power II (333 gp), elemental gem (earth) (188 gp), potion of remove blindness/deafness (63 gp), potion of barkskin +4 (75 gp), potion of cause serious wounds (63 gp), scroll of mind fog (94 gp), scroll of dimension door (58 gp), scroll of dimensional anchor (58 gp), scroll of touch of idiocy (13 gp), scroll of expeditious retreat (2 gp), scroll of teleport (94 gp).

APL 12: L: 0 gp; C: 150 gp; M: 7160 gp – +2 dagger (692 gp), hand of glory (667 gp), headband of intellect +4 (1333 gp), cloak of resistance +2 (333 gp), gloves of dexterity +2

(333 gp), ring of counterspells (currently stores *dispel magic, greater*) (333 gp), ring of protection +2 (667 gp), ring of invisibility (1667 gp), pearl of power II (333 gp), elemental gem (earth (188 gp)), potion of remove blindness/deafness (63 gp), potion of barkskin +4 (75 gp), potion of cause serious wounds (63 gp), scroll of mind fog (94 gp), scroll of dimension door (58 gp), scroll of dimensional anchor (58 gp), scroll of touch of idiocy (13 gp), scroll of expeditious retreat (2 gp), scroll of reciprocal gyre (94 gp), scroll of teleport (94 gp).

APL 14: L: 0 gp; C: 200 gp; M: 13556 gp – +2 dagger (692 gp), hand of glory (667 gp), headband of intellect +4 (1333 gp), robe of the archmagi (black) (6250 gp), gloves of dexterity +2 (333 gp), ring of counterspells (currently stores *dispel magic, greater*) (333 gp), ring of protection +2 (667 gp), ring of invisibility (1667 gp), pearl of power II (333 gp), ioun stone (pink and green sphere [+2 Cha]) (667 gp), potion of remove blindness/deafness (63 gp), potion of barkskin +4 (75 gp), potion of cause serious wounds (63 gp), scroll of mind fog (94 gp), scroll of dimension door (58 gp), scroll of dimensional anchor (58 gp), scroll of touch of idiocy (13 gp), scroll of expeditious retreat (2 gp), scroll of reciprocal gyre (94 gp), scroll of teleport (94 gp).

Encounter Six: Necropolis (Mohrg Morgue)

APL 4: L: 0 gp; C: 142 gp; M: 83 gp – *hourglass of fate (orange)* (83 gp)

APL 6: L: 0 gp; C: 142 gp; M: 633 gp – *hourglass of fate (orange)* (83 gp), *hourglass of fate (green)* (550 gp)

APL 8: L: 0 gp; C: 142 gp; M: 633 gp – *hourglass of fate (orange)* (83 gp), *hourglass of fate (green)* (550 gp)

APL 10: L: 0 gp; C: 0 gp; M: 1186 gp – *hourglass of fate (orange)* (83 gp), *hourglass of fate (green)* (550 gp), *hourglass of fate (crystal)* (553 gp)

APL 12: L: 0 gp; C: 0 gp; M: 2103 gp – *hourglass of fate (orange)* (83 gp), *hourglass of fate (green)* (550 gp), *hourglass of fate (crystal)* (553 gp), *hourglass of fate (red)* (917 gp)

APL 14: L: 0 gp; C: 0 gp; M: 2103 gp – *hourglass of fate (orange)* (83 gp), *hourglass of fate (green)* (550 gp), *hourglass of fate (crystal)* (553 gp), *hourglass of fate (red)* (917 gp)

Total Possible Treasure – Optional Encounter

APL 4: L: 0 gp; C: 242 gp; M: 83 gp - Total: 325 gp, capped at 325 gp

APL 6: L: 0 gp; C: 242 gp; M: 633 gp - Total: 875 gp, capped at 450 gp

APL 8: L: 0 gp; C: 242 gp; M: 633 gp - Total: 875 gp, capped at 650 gp

APL 10: L: 0 gp; C: 100 gp; M: 7252 gp - Total: 7352 gp, capped at 1150 gp

APL 12: L: 0 gp; C: 150 gp; M: 9263 gp - Total: 9413 gp, capped at 1650 gp

APL 14: L: 0 gp; C: 200 gp; M: 15659 gp - Total: 15859 gp, capped at 3300 gp

Items for the Adventure Record – Optional Encounter

Favor of the Stoneshield Guard: You have helped restore the honor of the Stoneshield Guard. In thanks, they offer to create and sell you a nonmagical dwarvencraft (Races of Stone) adamantine weapon or armor for which you have access. You also now have Regional access to heavy plate armor and an extreme shield (Races of Stone).

Hourglass of Fate, Orange: The wielder of this orange-hued device may use it, while holding it in hand, to cast one spell per day of 3rd level or less that is extended as though using the Extend Spell feat.

Strong (no school); CL 17th; Craft Wondrous Item, Extend Spell; Price 1,000 gp; Weight 1 lb.

Hourglass of Fate, Green: This hourglass is created from thick green glass, framed in ipp wood. The possessor of this hourglass becomes preternaturally aware of dangerous events that are about to occur. The possessor may act normally in a surprise round that he would otherwise have been unable to act in. He has no control over whether to activate the device or to use the action. Once activated, the glass becomes opaque and ceases to function for one week.

Moderate divination; CL 11th; Craft Wondrous Item, *augury, contact other plane*; Price 6,600 gp; Weight 1 lb.

Hourglass of Fate, Crystal: This fine hourglass is made from a sparkling crystal that is cool to the touch. A shimmering liquid is contained inside. When the possessor of this item is successfully dealt a critical hit, the hourglass automatically activates by freezing the liquid inside, and the confirmation of the critical hit is negated. The hourglass then ceases to function for one week while the liquid thaws. This item does not confer any immunity to sneak attacks.

Faint abjuration; CL 5th; Craft Wondrous Item, *aid, blur*; Price 7,000 gp; Weight 1 lb.

Hourglass of Fate, Red: Red sand constantly swirls inside this hourglass. Once per day, upon command, it causes all creatures within 60 feet who have negative hit points and are losing hit points to become stable. Additionally, any creature within range who is afflicted with corporeal instability (as from a chaos beast) has this affliction removed.

Moderate conjuration (healing); CL 9th; Craft Wondrous Item, *cure minor wounds, heal*; Price 11,000 gp; Weight 1 lb.

Item Access – Optional Encounter

APL 4:

- hourglass of fate (orange) (Adventure, see above).

APL 6 (all of APL 4 plus the following):

- hourglass of fate (green) (Adventure, see above).

APL 8 (all of APL 4-6 plus the following):

APL 10 (all of APL 4-8 plus the following):

- +2 dagger (Adventure, DMG)
- headband of intellect +4 (Adventure, DMG)
- cloak of resistance +2 (Adventure, DMG)
- ring of protection +2 (Adventure, DMG)
- ring of invisibility (Adventure, DMG)
- pearl of power II (Adventure, DMG)
- elemental gem (earth) (Adventure, DMG)
- potion of barkskin +4 (Adventure, DMG)
- potion of cause serious wounds (Adventure, DMG)
- scroll of mind fog (Adventure, DMG)
- scroll of teleport (Adventure, DMG)
- hourglass of fate (crystal) (Adventure, see above).

APL 12 (all of APL 4-10 plus the following):

- hand of glory (Adventure, DMG)
- ring of counterspells (Adventure, DMG)
- scroll of reciprocal gyre (Adventure, Complete Arcane)
- hourglass of fate (red) (Adventure, see above).

APL 14 (all of APL 4-12 plus the following):

- ioun stone (pink and green sphere [+2 Cha]) (Adventure, DMG).

Combat Appendix – APL 4

Encounter Six – Hall of Kings

Revived Fossil Dire Badger: CR 5; Medium Undead (Augmented Animal); HD 3d12 plus 20; hp 39; Init +2; Spd 30 ft., burrow 10 ft.; AC 24 (+2 Dex, +12 natural), touch 12, flat-footed 22; BAB/Grp: +1/+3; Atk: +3 melee (2d6+2, claw); Full Atk: +3 melee (2d6+2, 2 claws) and -2 melee (1d6+1, bite); SA -; SQ Bonus hit points, DR 10/adamantine, darkvision 60 ft., immunity to cold, undead traits; AL NE; SV Fort +1, Ref +3, Will +3; Str 14, Dex 15, Con -, Int -, Wis 10, Cha 1.

Skills and Feats: Combat Reflexes.

Encounter Seven

Guard: Male dwarf (duergar) War1; CR 1; Medium humanoid (dwarf); HD 1d8+2 plus 3; hp 9; Init +0; Spd 20 ft.; AC 17 (+5 chainmail, +2 heavy shield), touch 10, flat-footed 17; BAB/Grp: +1/+2; Atk/Full Atk: +2 melee (1d8+1/19-20, longsword) or +2 melee (1d8+1/19-20, flail) or +1 ranged (1d8/19-20, light crossbow); SA Duergar traits, spell-like abilities; SQ Darkvision 120 ft., duergar traits, stability, stonecunning, light sensitivity; AL LE; SV Fort +4, Ref +0, Will -1; Str 13, Dex 11, Con 14, Int 10, Wis 9, Cha 4.

Skills and Feats: Appraise +2, Craft (blacksmithing) +2, Craft (stonemasonry) +2, Listen +3, Move Silently -4, Spot +2; Toughness.

Duergar Traits (Ex): immunity to paralysis, phantasms, and poison; +2 racial bonus on saves against spells and spell-like abilities (not reflected in saving throw numbers here).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* as a wizard of twice the duergar's class level (minimum caster level 3rd); these abilities only affect the duergar and whatever it carries.

Possessions: longsword, flail, chainmail, heavy steel shield.

Languages: Common, Dwarven, Undercommon.

Lieutenant: Male dwarf (duergar) War2; CR 2; Medium humanoid (dwarf); HD 2d8+4 plus 3; hp 16; Init +0; Spd 20 ft.; AC 18 (+6 banded mail, +2 heavy shield), touch 10, flat-footed 18; BAB/Grp: +2/+4; Atk/Full Atk: +4 melee (1d8+2/19-20, longsword) or +4 melee (1d8+2/19-20, flail) or +2 ranged (1d8/19-20, light crossbow); SA Duergar traits, spell-like abilities; SQ Darkvision 120 ft., duergar traits, stability, stonecunning, light sensitivity; AL LE; SV Fort +5, Ref +0, Will -1; Str 15, Dex 11, Con 14, Int 10, Wis 9, Cha 4.

Skills and Feats: Appraise +2, Craft (blacksmithing) +2, Craft (stonemasonry) +2, Listen +3, Move Silently -4, Spot +3; Toughness.

Duergar Traits (Ex): immunity to paralysis, phantasms, and poison; +2 racial bonus on saves against spells and spell-like abilities (not reflected in saving throw numbers here).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* as a wizard of twice the duergar's class level (minimum caster level 3rd); these abilities only affect the duergar and whatever it carries.

Possessions: longsword, flail, banded mail, heavy steel shield.

Languages: Common, Dwarven, Undercommon.

Encounter Eight

Pseudonatural Gas Spore: CR 4; Large outsider; HD 10d8-30; hp 15; Init -3; Spd 5 ft., fly 20 ft. (poor); AC 6 (-1 size, -3 Dex), touch 6, flat-footed 6; BAB/Grp: +7/+14; Atk/Full Atk: +9 melee (1d6+4 and spores, slam); Space/Reach 10 ft./5 ft.]; SA Death throes, infestation, *true strike*; SQ All-around vision, beholder camouflage, flight, low-light vision, DR 5/magic, acid resistance 10, electricity resistance 10, alternate form; SR 20; AL N; SV Fort +4, Ref +0, Will +3; Str 16, Dex 4, Con 4, Int 3, Wis 10, Cha 1.

Skills and Feats: Disguise -5 (+15 imitating beholders), Search +4, Spot +4.

Death Throes (Ex): A gas spore reduced to 0 or fewer hit points immediately explodes in a powerful burst of spores and foul-smelling gas. This blast affects all creatures in a 10-foot radius, dealing them 6d6 points of sonic damage and exposing them to the spores (see infestation, below). A DC 12 Reflex save halves the damage. The save DC is Constitution-based. The spores are dispersed in this explosion and cannot be harvested thereafter.

Infestation (Ex): Any living nonplant creature that is damaged by a gas spore's slam attack or its death throes must immediately succeed on a DC 12 Fortitude save or become infested with spores. An infested creature takes 1d4 points of Constitution damage upon becoming infested and an additional 1d4 points of Constitution damage every hour that follows as the spores rapidly grow and consume flesh. The save DC is Constitution-based.

These spores are similar to poison, and anything that delays, neutralizes, or prevents poisoning has a similar effect on the spores. Creatures immune to extra damage from critical hits or immune to poison are immune to a gas spore's infestation.

When the victim's Constitution is reduced to 0, it dies. Its body immediately dissolves into a formless mush that transforms into 1d4 Small gas spores over the course of 1 minute. Each Small gas spore has 1 Hit Die. These gas spores grow rapidly, gaining 1 Hit Die per minute until they reach their maximum size (10 Hit Dice).

Beholders, beholderkin, and creatures with beholder grafts are immune to gas spore infestation, and gas spores know intrinsically to ignore such creatures.

All-Around Vision (Ex): A gas spore can see in all directions at once. Because of this, it gains a +4 racial bonus on Search and Spot checks, and it cannot be flanked.

Beholder Camouflage (Ex): A gas spore's appearance is so clever that it gains a +20 racial bonus on Disguise checks to appear as a beholder.

Flight (Ex): A gas spore's body is naturally buoyant. This buoyancy allows it to fly at a speed of 20 feet. This buoyancy also grants it a permanent feather fall effect (as the spell) with personal range.

True Strike (Su): Once per day, a pseudonatural creature can gain a +20 insight bonus on a single attack roll. In addition, the creature suffers no miss chance against a target that has concealment or total concealment when making this attack.

Alternate Form (Su): As a standard action, a pseudonatural creature can take the form of a grotesque, tentacled mass (or another appropriately gruesome form, as determined by the DM). Despite the alien appearance, its abilities remain unchanged. Other creatures receive a -1 morale penalty on their attack rolls against a pseudonatural creature when it is in this alternate form.

Physical Description: a bulbous body with a large central eye glowing with a purple iris. Smaller eyes are attached to writhing tentacles atop the orb-like body. A large mouth filled with sharp teeth oozes green saliva.

Combat Appendix – APL 6

Encounter Two, Room 19

Carrion Crawler, advanced: CR 6; large aberration; HD 7d8+28; hp 59; Init +3; Spd 30 ft., climb 15; AC 18 (-1 size, +3 Dex, +6 natural), touch 12, flat-footed 15; Base Atk/Grp: +5/+13; Atk: +8 melee (paralysis, tentacle); Full Atk +8 melee (paralysis, 8 tentacles) and +3 melee (1d4+2, bite); Space/Reach: 10ft./5 ft.; SA Paralysis; SQ Darkvision 60 ft., scent; AL N; SV Fort +8, Ref +5, Will +7; Str 19, Dex 16, Con 18, Int 1, Wis 15, Cha 6.

Skills and Feats: Climb +18, Listen +6, Spot +6; Alertness (B), Combat Reflexes, Great Fortitude, Track.

Paralysis (Ex): Those hit by a carrion crawler's tentacle attack must succeed on a DC 17 Fortitude save or be paralyzed for 2d4 rounds. The save is Constitution based.

Skills: Carrion crawlers have a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks, even if rushed or threatened.

Encounter Six – Hall of Kings

Revived Fossil Dire Boar: CR 7; Large Undead (augmented animal); HD 7d12 plus 30; hp 75; Init -1; Spd 40 ft.; AC 23 (-1 Dex, -1 Size, +15 natural), touch 8, flat-footed 23; BAB/Grp: +3/+15; Atk/Full Atk: +10 melee (1d8+12, gore); SA -; SQ Bonus hit points, DR 10/adamantine, darkvision 60 ft., immunity to cold, undead traits; AL NE; SV Fort +2, Ref +1, Will +5; Str 27, Dex 8, Con -, Int -, Wis 10, Cha 1.

Skills and Feats: Combat Reflexes.

Encounter Seven

Guard: Male dwarf (duergar) War2; CR 2; Medium humanoid (dwarf); HD 2d8+4 plus 3; hp 16; Init +0; Spd 20 ft.; AC 18 (+6 banded mail, +2 heavy shield), touch 10, flat-footed 18; BAB/Grp: +2/+4; Atk/Full Atk: +4 melee (1d8+2/19-20, longsword) or +4 melee (1d8+2/19-20, flail) or +2 ranged (1d8/19-20, light crossbow); SA Duergar traits, spell-like abilities; SQ Darkvision 120 ft., duergar traits, stability, stonecunning, light sensitivity; AL LE; SV Fort +5, Ref +0, Will -1; Str 15, Dex 11, Con 14, Int 10, Wis 9, Cha 4.

Skills and Feats: Appraise +2, Craft (blacksmithing) +2, Craft (stonemasonry) +2, Listen +3, Move Silently -4, Spot +3; Toughness.

Duergar Traits (Ex): immunity to paralysis, phantasms, and poison; +2 racial bonus on saves against spells and spell-like abilities (not reflected in saving throw numbers here).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* as a wizard of twice the duergar's class level (minimum caster level 3rd); these abilities only affect the duergar and whatever it carries.

Possessions: longsword, flail, banded mail, heavy steel shield.

Languages: Common, Dwarven, Undercommon.

Lieutenant: Male dwarf (duergar) War4; CR 4; Medium humanoid (dwarf); HD 4d8+8; hp 26; Init +0; Spd 20 ft.; AC 19 (+7 half-plate, +2 heavy shield), touch 10, flat-footed 19; BAB/Grp: +4/+7; Atk/Full Atk: +8 melee (1d8+3/19-20, longsword) or +7 melee (1d8+3/19-20, flail) or +4 ranged (1d8/19-20, light crossbow); SA Duergar traits, spell-like abilities; SQ Darkvision 120 ft., duergar traits, stability, stonecunning, light sensitivity; AL LE; SV Fort +6, Ref +1, Will +2; Str 16, Dex 11, Con 14, Int 10, Wis 9, Cha 4.

Skills and Feats: Appraise +2, Climb +5, Craft (blacksmithing) +2, Craft (stonemasonry) +2, Jump +5, Listen +3, Move Silently -4, Spot +3; Iron Will, Weapon Focus (longsword).

Duergar Traits (Ex): immunity to paralysis, phantasms, and poison; +2 racial bonus on saves against spells and spell-like abilities (not reflected in saving throw numbers here).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* as a wizard of twice the duergar's class level (minimum caster level 3rd); these abilities only affect the duergar and whatever it carries.

Possessions: longsword, flail, half-plate mail, heavy steel shield, stash of diamonds worth 2,448 gp.

Languages: Common, Dwarven, Undercommon.

Encounter Eight

Kaorti Leader: Kaorti Sor4; CR 5; Medium Outsider (Evil, Extraplanar); HD 2d8+2 plus 4d4+4; hp 25; Init +2; Spd 30 ft.; AC 18 (+4 armor *mage armor*, +2 Dex, +2 natural), touch 12, flat-footed 16; BAB/Grp: +4/+2; Atk: +6 melee (1d4-2/x4, ribbon dagger) or +6 ranged (1d2-2, shuriken); Full Atk: +6 melee (1d4-2/x4, ribbon dagger) and +1 melee (1d6-2, bite) or +6 ranged (1d2-2, shuriken); SA Spell-like abilities, vile transformation, spells; SQ Darkvision 60 ft., material vulnerability,

outsider traits, poison immunity; AL NE; SV Fort +5, Ref +6, Will +7; Str 6, Dex 14, Con 12, Int 14, Wis 11, Cha 18.

Skills and Feats: Bluff +8, Concentration +13, Craft (armorsmithing) +7, Craft (calligraphy) +7, Heal +13, Intimidate +9, Knowledge (arcana) +11, Knowledge (the planes) +7, Spellcraft +13 (+15 decipher spells on scrolls), Survival +5 (+7 on other planes), Use Magical Device +8 (+10 scrolls); Exotic Weapon Proficiency (ribbon dagger) (B), Skill Focus (Concentration), Spell Focus (enchantment), Weapon Finesse.

Spell-Like Abilities: 1/day – *alter self, color spray, feather fall, ray of enfeeblement, reduce, spider climb*. Caster level 2nd; save DC 14 + spell level.

Possessions: ribbon dagger (2), shuriken (5), spell component pouch (2).

Sorcerer Spells Known (6/7/4; base DC = 14 + spell level, base DC [enchantment] = 15 + spell level): 0—*resistance, dancing lights, daze, mending, open/close, arcane mark*; 1st—*alarm, mage armor, charm person*; 2nd—*Tasha's hideous laughter*.

Pseudonatural Gas Spore: CR 4; Large outsider; HD 10d8-30; hp 15; Init -3; Spd 5 ft., fly 20 ft. (poor); AC 6 (-1 size, -3 Dex), touch 6, flat-footed 6; BAB/Grp: +7/+14; Atk: +9 melee (1d6+4 and spores, slam); Full Atk: +9 melee (1d6+4 and spores, slam); Space/Reach 10 ft./5 ft.; SA Death throes, infestation, *true strike*; SQ All-around vision, beholder camouflage, flight, low-light vision, DR 5/magic, acid resistance 10, electricity resistance 10, alternate form; SR 20; AL N; SV Fort +4, Ref +0, Will +3; Str 16, Dex 4, Con 4, Int 3, Wis 10, Cha 1.

Skills and Feats: Disguise -5 (+15 imitating beholders), Search +4, Spot +4.

Death Throes (Ex): A gas spore reduced to 0 or fewer hit points immediately explodes in a powerful burst of spores and foul-smelling gas. This blast affects all creatures in a 10-foot radius, dealing them 6d6 points of sonic damage and exposing them to the spores (see infestation, below). A DC 12 Reflex save halves the damage. The save DC is Constitution-based. The spores are dispersed in this explosion and cannot be harvested thereafter.

Infestation (Ex): Any living nonplant creature that is damaged by a gas spore's slam attack or its death throes must immediately succeed on a DC 12 Fortitude save or become infested with spores. An infested creature takes 1d4 points of Constitution damage upon becoming infested and an additional 1d4 points of Constitution damage every hour that follows as the spores rapidly grow and consume flesh. The save DC is Constitution-based.

These spores are similar to poison, and anything that delays, neutralizes, or prevents poisoning has a

similar effect on the spores. Creatures immune to extra damage from critical hits or immune to poison are immune to a gas spore's infestation.

When the victim's Constitution is reduced to 0, it dies. Its body immediately dissolves into a formless mush that transforms into 1d4 Small gas spores over the course of 1 minute. Each Small gas spore has 1 Hit Die. These gas spores grow rapidly, gaining 1 Hit Die per minute until they reach their maximum size (10 Hit Dice).

Beholders, beholderkin, and creatures with beholder grafts are immune to gas spore infestation, and gas spores know intrinsically to ignore such creatures.

All-Around Vision (Ex): A gas spore can see in all directions at once. Because of this, it gains a +4 racial bonus on Search and Spot checks, and it cannot be flanked.

Beholder Camouflage (Ex): A gas spore's appearance is so clever that it gains a +20 racial bonus on Disguise checks to appear as a beholder.

Flight (Ex): A gas spore's body is naturally buoyant. This buoyancy allows it to fly at a speed of 20 feet. This buoyancy also grants it a permanent feather fall effect (as the spell) with personal range.

True Strike (Su): Once per day, a pseudonatural creature can gain a +20 insight bonus on a single attack roll. In addition, the creature suffers no miss chance against a target that has concealment or total concealment when making this attack.

Alternate Form (Su): As a standard action, a pseudonatural creature can take the form of a grotesque, tentacled mass (or another appropriately gruesome form, as determined by the DM). Despite the alien appearance, its abilities remain unchanged. Other creatures receive a -1 morale penalty on their attack rolls against a pseudonatural creature when it is in this alternate form.

Physical Description: a bulbous body with a large central eye glowing with a purple iris. Smaller eyes are attached to writhing tentacles atop the orb-like body. A large mouth filled with sharp teeth oozes green saliva.

Pseudonatural Brown Bear: CR 5; Large Outsider; HD 6d8+24; hp 51; Init +1; Spd 40 ft.; AC 15, touch 10, flat-footed 14; BAB/Grp: +4/+16; Atk: +11 melee (1d8+8, claw); Full Atk: +11 melee (1d8+8, 2 claws) and +6 melee (2d6+4, bite); Space/Reach 10 ft./5 ft.; SA Improved Grab, *true strike*; SQ Darkvision 60 ft., low-light vision, scent, acid and electricity resistance 5, DR 5/magic; SR 16; AL N; SV Fort +9, Ref +6, Will +3; Str 27, Dex 13, Con 19, Int 3, Wis 12, Cha 6.

Skills and Feats: Listen +4, Spot +7, Swim +12; Endurance, Run, Track.

True Strike (Su): Once per day, a pseudonatural creature can gain a +20 insight bonus on a single attack roll. In addition, the creature suffers no miss chance against a target that has concealment or total concealment when making this attack.

Alternate Form (Su): As a standard action, a pseudonatural creature can take the form of a grotesque, tentacled mass (or another appropriately gruesome form, as determined by the DM). Despite the alien appearance, its abilities remain unchanged. Other creatures receive a -1 morale penalty on their attack rolls against a pseudonatural creature when it is in this alternate form.

Combat Appendix – APL 8

Encounter Two, Room 19

Carrion Crawler, advanced: CR 6; large aberration; HD 7d8+28; hp 59; Init +3; Spd 30 ft., climb 15; AC 18 (-1 size, +3 Dex, +6 natural), touch 12, flat-footed 15; Base Atk/Grp: +5/+13; Atk +8 melee (paralysis, tentacle); Full Atk +8 melee (paralysis, 8 tentacles) and +3 melee (1d4+2, bite); Space/Reach: 10ft./5 ft.; SA Paralysis; SQ Darkvision 60 ft., scent; AL N; SV Fort +8, Ref +5, Will +7; Str 19, Dex 16, Con 18, Int 1, Wis 15, Cha 6.

Skills and Feats: Climb +18, Listen +6, Spot +6; Alertness (B), Combat Reflexes, Great Fortitude, Track.

Paralysis (Ex): Those hit by a carrion crawler's tentacle attack must succeed on a DC 17 Fortitude save or be paralyzed for 2d4 rounds. The save is Constitution based.

Skills: Carrion crawlers have a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks, even if rushed or threatened.

Encounter Two, Room 21

Evolved Wraith, Advanced (9 HD): CR 7; Medium Undead (incorporeal); HD 9d12; hp 58; Init +7; Spd Fly 60 ft. (good); AC 17 (+3 Dex, +4 deflection), touch 17, flat-footed 14; BAB/Grp: +4/-; Atk/Full Atk: +7 melee (1d4 plus 1d6 Constitution drain, incorporeal touch); SA Constitution drain, create spawn, spell like abilities; SQ Darkvision 60 ft., daylight powerlessness, fast healing 3, incorporeal traits, +2 turn resistance, undead traits, unnatural aura; AL LE; SV Fort +3, Ref +6, Will +10; Str -, Dex 16, Con -, Int 14, Wis 14, Cha 18.

Skills and Feats: Diplomacy +12, Hide +15, Intimidate +16, Listen +16, Search +10, Sense Motive +10, Spot +16, Survival +4 (+6 following tracks); Alertness(B), Blind-Fight, Combat Reflexes, Improved Initiative(B), Iron Will, Positive Energy Resistance*.

* See New Rules

Unnatural Aura (Su): Animals, whether wild or domesticated, can sense the unnatural presence of a wraith at a distance of 30 feet. They will not willingly approach nearer than that and panic if forced to do so; they remain panicked as long as they are within that range.

Daylight Powerlessness (Ex): Wraiths are utterly powerless in natural sunlight (not merely a daylight spell) and flee from it.

Constitution Drain (Su): Living creatures hit by a wraith's incorporeal touch attack must succeed on a DC 18 Fortitude save or take 1d6 points of Constitution drain. The save DC is Charisma-based. On each such successful attack, the wraith gains 5 temporary hit points.

Create Spawn (Su): Any humanoid slain by a wraith becomes a wraith in 1d4 rounds. Its body remains intact and inanimate, but its spirit is torn free from its corpse and transformed. Spawn are under the command of the wraith that created them and remain enslaved until its death. They do not possess any of the abilities they had in life.

Spell-Like Ability: 1/day *hold monster* (DC 19). Caster level 9th. The save DC is Charisma based.

Encounter Three

Grimlock Bbn3: Male Grimlock Bbn3; CR 4; Medium Monstrous Humanoid; HD 2d8+4 plus 3d12+6; hp 38; Init +2; Spd 40 ft.; AC 20 (+2 leather armor, +2 heavy shield, +2 dexterity, +4 natural), touch 12, flat-footed 20; BAB/Grp: +5/+9; Atk/Full Atk: +10 melee (1d8+4/x3, battleaxe) or +7 ranged (1d6+4, throwing axe); SA -; SQ Blindsight 40 ft., immunities, scent, fast movement, rage 1/day, uncanny dodge, trap sense +1; AL NE; SV Fort +5, Ref +6, Will +3; Str 18, Dex 15, Con 14, Int 10, Wis 8, Cha 6.

Skills and Feats: Climb +7, Jump +7, Hide +5*, Listen +6, Spot +6, Survival +2; Alertness, Track (B), Weapon Focus (battleaxe).

Blindsight (Ex): Grimlocks can sense all foes within 40 feet as a sighted creature would. Beyond that range, they treat all targets as having total concealment.

Grimlocks are susceptible to sound- and scent-based attacks, however, and are affected normally by loud noises and sonic spells (such as *ghost sound* or *silence*) and overpowering odors (such as *stinking cloud* or incense-heavy air). Negating a grimlock's sense of smell or hearing reduces this ability to normal Blind-Fight (as the feat). If both these senses are negated, a grimlock is effectively blinded.

Immunities: Grimlocks are immune to gaze attacks, visual effects, illusions, and other attack forms that rely on sight.

Skills: *A grimlock's dull gray skin helps it hide in its native terrain, conferring a +10 racial bonus on Hide checks when in mountains or underground.

Rage (Ex): When raging, apply the following changes: hp 48; AC 18 (+2 leather armor, +2 heavy shield, +2 dexterity, +4 natural, -2 rage), touch 10, flat-footed 18; Grp: +11; Atk: +12 melee (1d8+6/x3, battleaxe) or +7 ranged (1d6+6, throwing axe); Full Atk: +12 melee (1d8+6/x3, battleaxe) or +7 ranged (1d6+6, throwing axe); SV Fort +7, Will +5; Str 22, Con 18; *Skills and Feats:* Climb +9, Jump +9

Possessions: leather armor, heavy wooden shield, battleaxe, throwing axe (4), 50 ft. hemp rope, manacles, rations.

Encounter Six – Hall of Kings

Revived Fossil Megaraptor: CR 9; Large Undead (augmented animal); HD 8d12 plus 30; hp 82; Init +1; Spd 60 ft.; AC 25 (+1 Dex, -1 Size, +15 natural), touch 10, flat-footed 24; BAB/Grp: +4/+13; Atk: +8 melee (2d8+5, talon); Full Atk: +8 melee (2d8+5, talon) and +3 melee (2d8+2, 2 foreclaws) and +3 melee (1d8+2, bite); Space/Reach 10 ft./10 ft.; SA -; SQ Bonus hit points, DR 10/adamantine, darkvision 60 ft., immunity to cold, undead traits; AL NE; SV Fort +2, Ref +3, Will +6; Str 21, Dex 13, Con -, Int -, Wis 10, Cha 1.

Skills and Feats: Combat Reflexes.

Encounter Seven

Guard: Male dwarf (duergar) War4; CR 4; Medium humanoid (dwarf); HD 4d8+8; hp 26; Init +0; Spd 20 ft.; AC 19 (+7 half-plate, +2 heavy shield), touch 10, flat-footed 19; BAB/Grp: +4/+7; Atk/Full Atk: +8 melee (1d8+3/19-20, longsword) or +7 melee (1d8+3/19-20, flail) or +4 ranged (1d8/19-20, light crossbow); SA Duergar traits, spell-like abilities; SQ Darkvision 120 ft., duergar traits, stability, stonecunning, light sensitivity; AL LE; SV Fort +6, Ref +1, Will +2; Str 16, Dex 11, Con 14, Int 10, Wis 9, Cha 4.

Skills and Feats: Appraise +2, Climb +5, Craft (blacksmithing) +2, Craft (stonemasonry) +2, Jump +5, Listen +3, Move Silently -4, Spot +3; Iron Will, Weapon Focus (longsword).

Duergar Traits (Ex): immunity to paralysis, phantasms, and poison; +2 racial bonus on saves against spells and spell-like abilities (not reflected in saving throw numbers here).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* as a wizard of twice the duergar's class level (minimum caster level 3rd); these abilities only affect the duergar and whatever it carries.

Possessions: longsword, flail, half-plate mail, heavy steel shield.

Languages: Common, Dwarven, Undercommon.

Lieutenant: Male dwarf (duergar) Ftr5; CR 6; Medium humanoid (dwarf); HD 5d10+10; hp 37; Init +1; Spd 20

ft.; AC 21 (+8 +1 half-plate, +3 +1 heavy shield), touch 10, flat-footed 21; BAB/Grp: +5/+8; Atk/Full Atk: +10 melee (1d8+5/19-20, masterwork longsword) or +8 melee (1d8+3/19-20, flail) or +6 ranged (1d8/19-20, light crossbow); SA Duergar traits, spell-like abilities; SQ Darkvision 120 ft., duergar traits, stability, stonecunning, light sensitivity; AL LE; SV Fort +6, Ref +2, Will +2; Str 16, Dex 13, Con 15, Int 10, Wis 9, Cha 4.

Skills and Feats: Climb -2, Craft (blacksmithing) +2, Craft (stonemasonry) +2, Intimidate +5, Jump -4, Listen +1, Move Silently -4, Spot +0; Combat Reflexes, Dodge, Iron Will, Weapon Focus (longsword), Weapon Specialization (longsword).

Duergar Traits (Ex): immunity to paralysis, phantasms, and poison; +2 racial bonus on saves against spells and spell-like abilities (not reflected in saving throw numbers here).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* as a wizard of twice the duergar's class level (minimum caster level 3rd); these abilities only affect the duergar and whatever it carries.

Possessions: masterwork longsword, flail, +1 half-plate, +1 heavy shield, stash of diamonds worth 5160 gp.

Languages: Common, Dwarven, Undercommon.

Encounter Eight

Kaorti Leader: Kaorti Sor7; CR 8; Medium Outsider (Evil, Extraplanar); HD 2d8+2 plus 7d4+7; hp 35; Init +2; Spd 30 ft.; AC 18 (+4 armor *mage armor*, +2 Dex, +2 natural), touch 12, flat-footed 16; BAB/Grp: +5/+3; Atk: +3 melee (1d4-2/x4, ribbon dagger) or +7 ranged (1d2-2, shuriken); Full Atk: +3 melee (1d4-2/x4, ribbon dagger) and -2 melee (1d6-2, bite) or +7 ranged (1d2-2, shuriken); SA Spell-like abilities, vile transformation, spells; SQ Darkvision 60 ft., material vulnerability, outsider traits, poison immunity; AL NE; SV Fort +6, Ref +7, Will +8; Str 6, Dex 14, Con 12, Int 14, Wis 11, Cha 19.

Skills and Feats: Bluff +11, Concentration +16, Craft (armorsmithing) +8, Craft (calligraphy) +8, Heal +13, Intimidate +9, Knowledge (arcana) +12, Knowledge (the planes) +7, Spellcraft +16 (+15 decipher spells on scrolls), Survival +5 (+7 on other planes), Use Magical Device +8 (+10 scrolls); Exotic Weapon Proficiency (ribbon dagger) (B), Greater Spell Focus (enchantment), Silent Spell, Skill Focus (Concentration), Spell Focus (enchantment).

Spell-Like Abilities: 1/day – *alter self*, *color spray*, *feather fall*, *ray of enfeeblement*, *reduce*, *spider climb*. Caster level 2nd; save DC 14 + spell level.

Possessions: ribbon dagger (2), shuriken (5), spell component pouch (2).

Sorcerer Spells Known (6/7/7/5; base DC = 14 + spell level, base DC [enchantment] = 16 + spell level): 0—*resistance, dancing lights, daze, detect magic, mending, open/close, arcane mark*; 1st—*alarm, mage armor, charm person, shocking grasp, shield*; 2nd—*daze monster, glitterdust, Tasha's hideous laughter*; 3rd—*dispel magic, suggestion*.

Kaorti Rog2: Kaorti Rog2; CR 3; Medium Outsider (Evil, Extraplanar); HD 2d8+2 plus 2d6+2; hp 20; Init +3; Spd 30 ft.; AC 19 (+3 Dex, +2 natural, +4 armor), touch 13, flat-footed 16; BAB/Grp: +3/+3; Atk: +6 melee (1d4/x4, ribbon dagger) or +6 ranged (1d2, shuriken); Full Atk: +6 melee (1d4/x4, ribbon dagger) and +1 melee (1d6, bite) or +6 ranged (1d2, shuriken); SA Spell-like abilities, vile transformation, sneak attack +1d6; SQ Darkvision 60 ft., material vulnerability, outsider traits, poison immunity, trapfinding, evasion; AL NE; SV Fort +4, Ref +9, Will +3; Str 10, Dex 16, Con 12, Int 12, Wis 11, Cha 13.

Skills and Feats: Concentration +6, Craft (weaponsmithing) +6, Craft (calligraphy) +6, Escape Artist +5, Heal +13, Intimidate +6, Knowledge (arcana) +6, Knowledge (the planes) +6, Listen +5, Spellcraft +8 (+10 decipher spells on scrolls), Survival +5 (+7 on other planes), Tumble +9, Use Magical Device +5 (+7 scrolls); Dodge, Exotic Weapon Proficiency (ribbon dagger) (B), Skill Focus (Tumble), Weapon Finesse.

Spell-Like Abilities: 1/day – *alter self, color spray, feather fall, ray of enfeeblement, reduce, spider climb*. Caster level 2nd; save DC 11 + spell level.

Possessions: ribbon dagger (2), shuriken (5), resin suit.

Pseudonatural Gas Spore: CR 4; Large outsider; HD 10d8-30; hp 15; Init -3; Spd 5 ft., fly 20 ft. (poor); AC 6 (-1 size, -3 Dex), touch 6, flat-footed 6; BAB/Grp: +7/+14; Atk/Full Atk: +9 melee (1d6+4 and spores, slam); Space/Reach 10 ft./5 ft.; SA Death throes, infestation, *true strike*; SQ All-around vision, beholder camouflage, flight, low-light vision, DR 5/magic, acid resistance 10, electricity resistance 10, alternate form; SR 20; AL N; SV Fort +4, Ref +0, Will +3; Str 16, Dex 4, Con 4, Int 3, Wis 10, Cha 1.

Skills and Feats: Disguise -5 (+15 imitating beholders), Search +4, Spot +4.

Death Throes (Ex): A gas spore reduced to 0 or fewer hit points immediately explodes in a powerful burst of spores and foul-smelling gas. This blast affects all creatures in a 10-foot radius, dealing them 6d6 points of sonic damage and exposing them to the spores (see infestation, below). A DC 12 Reflex save halves the damage. The save DC is Constitution-based. The spores are dispersed in this explosion and cannot be harvested thereafter.

Infestation (Ex): Any living nonplant creature that is damaged by a gas spore's slam attack or its death

throes must immediately succeed on a DC 12 Fortitude save or become infested with spores. An infested creature takes 1d4 points of Constitution damage upon becoming infested and an additional 1d4 points of Constitution damage every hour that follows as the spores rapidly grow and consume flesh. The save DC is Constitution-based.

These spores are similar to poison, and anything that delays, neutralizes, or prevents poisoning has a similar effect on the spores. Creatures immune to extra damage from critical hits or immune to poison are immune to a gas spore's infestation.

When the victim's Constitution is reduced to 0, it dies. Its body immediately dissolves into a formless mush that transforms into 1d4 Small gas spores over the course of 1 minute. Each Small gas spore has 1 Hit Die. These gas spores grow rapidly, gaining 1 Hit Die per minute until they reach their maximum size (10 Hit Dice).

Beholders, beholderkin, and creatures with beholder grafts are immune to gas spore infestation, and gas spores know intrinsically to ignore such creatures.

All-Around Vision (Ex): A gas spore can see in all directions at once. Because of this, it gains a +4 racial bonus on Search and Spot checks, and it cannot be flanked.

Beholder Camouflage (Ex): A gas spore's appearance is so clever that it gains a +20 racial bonus on Disguise checks to appear as a beholder.

Flight (Ex): A gas spore's body is naturally buoyant. This buoyancy allows it to fly at a speed of 20 feet. This buoyancy also grants it a permanent feather fall effect (as the spell) with personal range.

True Strike (Su): Once per day, a pseudonatural creature can gain a +20 insight bonus on a single attack roll. In addition, the creature suffers no miss chance against a target that has concealment or total concealment when making this attack.

Alternate Form (Su): As a standard action, a pseudonatural creature can take the form of a grotesque, tentacled mass (or another appropriately gruesome form, as determined by the DM). Despite the alien appearance, its abilities remain unchanged. Other creatures receive a -1 morale penalty on their attack rolls against a pseudonatural creature when it is in this alternate form.

Physical Description: a bulbous body with a large central eye glowing with a purple iris. Smaller eyes are attached to writhing tentacles atop the orb-like body. A large mouth filled with sharp teeth oozes green saliva.

Pseudonatural Dragonne: CR 8; Large Outsider; HD 9d10+27; hp 76; Init +6; Spd 40 ft., fly 30 ft. (poor); AC 18, touch 11, flat-footed 16; BAB/Grp: +9/+17; Atk: +12

melee (2d6+4, bite); Full Atk: +12 melee (2d6+4, bite) and +7 melee (2d4+2, 2 claws); Space/Reach 10 ft./5 ft.; SA Pounce, roar, *true strike*; SQ Darkvision 60 ft., low-light vision, scent, acid and electricity resistance 10, DR 5/magic; SR 19; AL N; SV Fort +9, Ref +8, Will +4; Str 19, Dex 15, Con 17, Int 6, Wis 12, Cha 12.

Skills and Feats: Listen +11, Spot +11; Blind-Fight, Combat Reflexes, Improved Initiative, Track.

Pounce (Ex): If a dragonne charges, it can make a full attack in the same round.

Roar (Su): A dragonne can loose a devastating roar every 1d4 rounds. All creatures except dragonnes within 120 feet must succeed on a DC 15 Will save or become fatigued. Those within 30 feet who fail their saves become exhausted. The save DC is Charisma-based.

True Strike (Su): Once per day, a pseudonatural creature can gain a +20 insight bonus on a single attack roll. In addition, the creature suffers no miss chance against a target that has concealment or total concealment when making this attack.

Alternate Form (Su): As a standard action, a pseudonatural creature can take the form of a grotesque, tentacled mass (or another appropriately gruesome form, as determined by the DM). Despite the alien appearance, its abilities remain unchanged. Other creatures receive a -1 morale penalty on their attack rolls against a pseudonatural creature when it is in this alternate form.

Combat Appendix – APL 10

Encounter Two, Room 12

Aboleth, advanced (16 HD): CR 9; Huge Aberration (aquatic); HD 16d8+80; hp 152; Init +1; Spd 10 ft., swim 60 ft.; AC 16 (-2 size, +1 Dex, +7 natural), touch 9, flat-footed 15; BAB/Grp: +12/+28; Atk: +18 melee (1d6+8 plus slime, tentacle); Full Atk: +18 melee (1d6+8 plus slime, 4 tentacles); Space/Reach 15 ft./10 ft.; SA Enslave, psionics, slime; SQ Aquatic subtype, darkvision 60 ft., mucus cloud; AL LE; SV Fort +10, Ref +8, Will +15; Str 26, Dex 12, Con 20, Int 15, Wis 17, Cha 19.

Skills and Feats: Concentration +24, Knowledge (arcana) +6, Knowledge (history) +17, Listen +24, Spot +24, Swim +8; Alertness, Combat Expertise, Iron Will, Lightning Reflexes, Power Attack, Quicken Spell-Like Ability (*hypnotic pattern*).

Enslave (Su): Three times per day, an aboleth can attempt to enslave any one living creature within 30 feet. The target must succeed on a DC 22 Will save or be affected as though by a *dominate person* spell (caster level 16th). An enslaved creature obeys the aboleth's telepathic commands until freed by *remove curse*, and can attempt a new Will save every 24 hours to break free. The control is also broken if the aboleth dies or travels more than 1 mile from its slave. The save DC is Charisma-based.

Psionics (Sp): At will—*hypnotic pattern* (DC 16), *illusory wall* (DC 18), *mirage arcana* (DC 19), *persistent image* (DC 19), *programmed image* (DC 20), *project image* (DC 21), *veil* (DC 20). Effective caster level 16th. The save DCs are Charisma-based.

Slime (Ex): A blow from an aboleth's tentacle can cause a terrible affliction. A creature hit by a tentacle must succeed on a DC 23 Fortitude save or begin to transform over the next 1d4+1 minutes, the skin gradually becoming a clear, slimy membrane. An afflicted creature must remain moistened with cool, fresh water or take 1d12 points of damage every 10 minutes. The slime reduces the creature's natural armor bonus by 1 (but never to less than 0). The save DC is Constitution-based.

A *remove disease* spell cast before the transformation is complete will restore an afflicted creature to normal. Afterward, however, only a *heal* or *mass heal* spell can reverse the affliction.

Mucus Cloud (Ex): An aboleth underwater surrounds itself with a viscous cloud of mucus roughly 1 foot thick. Any creature coming into contact with

and inhaling this substance must succeed on a DC 23 Fortitude save or lose the ability to breathe air for the next 3 hours. An affected creature suffocates in 2d6 minutes if removed from the water. Renewed contact with the mucus cloud and failing another Fortitude save continues the effect for another 3 hours. The save DC is Constitution-based.

Skills: An aboleth has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

Encounter Three

Grimlock Bbn3: Male Grimlock Bbn3; CR 4; Medium Monstrous Humanoid; HD 2d8+4 plus 3d12+6; hp 38; Init +2; Spd 40 ft.; AC 20 (+2 leather armor, +2 heavy shield, +2 dexterity, +4 natural), touch 12, flat-footed 20; BAB/Grp: +5/+9; Atk/Full Atk/Full Atk: +10 melee (1d8+4/x3, battleaxe) or +7 ranged (1d6+4, throwing axe); SA -; SQ Blindsight 40 ft., immunities, scent, fast movement, rage 1/day, uncanny dodge, trap sense +1; AL NE; SV Fort +5, Ref +6, Will +3; Str 18, Dex 15, Con 14, Int 10, Wis 8, Cha 6.

Skills and Feats: Climb +7, Jump +7, Hide +5*, Listen +6, Spot +6, Survival +2; Alertness, Track (B), Weapon Focus (battleaxe).

Blindsight (Ex): Grimlocks can sense all foes within 40 feet as a sighted creature would. Beyond that range, they treat all targets as having total concealment.

Grimlocks are susceptible to sound- and scent-based attacks, however, and are affected normally by loud noises and sonic spells (such as *ghost sound* or *silence*) and overpowering odors (such as *stinking cloud* or incense-heavy air). Negating a grimlock's sense of smell or hearing reduces this ability to normal Blind-Fight (as the feat). If both these senses are negated, a grimlock is effectively blinded.

Immunities: Grimlocks are immune to gaze attacks, visual effects, illusions, and other attack forms that rely on sight.

Skills: *A grimlock's dull gray skin helps it hide in its native terrain, conferring a +10 racial bonus on Hide checks when in mountains or underground.

Rage (Ex): When raging, apply the following changes: hp 48; AC 18 (+2 leather armor, +2 heavy shield, +2 dexterity, +4 natural, -2 rage), touch 10, flat-

footed 18; Grp: +11; Atk: +12 melee (1d8+6/x3, battleaxe) or +7 ranged (1d6+6, throwing axe); Full Atk: +12 melee (1d8+6/x3, battleaxe) or +7 ranged (1d6+6, throwing axe); SV Fort +7, Will +5; Str 22, Con 18; *Skills and Feats*: Climb +9, Jump +9

Possessions: leather armor, heavy wooden shield, battleaxe, throwing axe (4), 50 ft. hemp rope, manacles, rations.

Encounter Six – Hall of Kings

Revived Fossil Tyrannosaurus: CR 11; Huge Undead (augmented animal); HD 18d12 plus 40; hp 157; Init +0; Spd 40 ft.; AC 26 (-2 Size, +18 natural), touch 8, flat-footed 26; BAB/Grp: +9/+26; Atk/full Atk: +16 melee (2d10+13, bite); Space/Reach 15 ft./10 ft.; SA -; SQ Bonus hit points, DR 10/adamantine, darkvision 60 ft., immunity to cold, undead traits; AL NE; SV Fort +6, Ref +6, Will +11; Str 28, Dex 10, Con -, Int -, Wis 10, Cha 1.

Skills and Feats: Combat Reflexes.

Encounter Six – Hall of Kings (Lich)

Pelekos, Human Lich Wizard: Male Lich Wizard; CR 13; Medium undead (augmented humanoid); HD 11d12 plus 11; hp 82; Init +1; Spd 30 ft.; AC 18 (+1 Dex, +5 natural, +2 ring of protection), touch 13, flat-footed 17; BAB/Grp: +5/+6; Atk: +6 melee (1d8+5 negative energy plus paralysis, touch) or +8 melee (1d4+3, +2 dagger); Full Atk: +6 melee (1d8+5 negative energy plus paralysis, touch) and +3 melee (1d4+3, +2 dagger); SA Damaging touch, fear aura, paralyzing touch, spells; SQ +4 turn resistance, DR 15/bludgeoning and magic, darkvision 60 ft., immunity to cold, electricity, polymorph, and mind-affecting effects, undead traits; AL NE; SV Fort +5, Ref +6, Will +12; Str 12, Dex 12, Con -, Int 24, Wis 16, Cha 16.

Skills and Feats: (NOTE ranks: 88, starting Int 16, human) Concentration +17, Craft (alchemy) +11, Decipher Script +14, Hide +9, Knowledge (arcana) +17, Knowledge (architecture and engineering) +9, Knowledge (Dungeoneering) +11, Knowledge (Geography) +9, Knowledge (History) +12, Knowledge (nature) +9, Knowledge (nobility and royalty) +9, Knowledge (religion) +12, Knowledge (the planes) +12, Listen +13, Move Silently +9, Search +15, Sense Motive +11, Spellcraft +26 (includes +2 synergy bonus and skill focus), Spot +11, Tumble +5; 7 feats: Ability Focus (paralysis), Forge Ring, Improved Paralysis*, Improved Toughness*, Positive Energy Resistance*, Skill Focus (spellcraft), Scribe Scroll (B), Spell Focus (evocation).

*See New Rules

Languages: Common, Draconic, Giant, Dwarven.

Damage: The touch attack of Pelekos deals 1d8+5 points of damage to a living creature; a Will save (DC 18) halves the damage.

Fear Aura (Su): Pelekos is shrouded in a dreadful aura of death and evil. Creatures of less than 5 HD in a 60-foot radius that look at Pelekos must succeed on a Will save (DC 18) or be affected as though by a fear spell. A creature that successfully saves cannot be affected by the same lich's aura for 24 hours.

Paralyzing Touch (Su): Any living creature Pelekos hits with its touch attack must succeed on a Fortitude save (DC 24) or be permanently paralyzed. Remove paralysis or any spell that can remove a curse can free the victim. (See the *bestow curse* spell description, page 203 of the *Player's Handbook*.) The effect cannot be dispelled. Anyone paralyzed by a lich seems dead, though a DC 20 Spot check or a DC 15 Heal check reveals that the victim is still alive.

Possessions: +2 dagger, headband of intellect +4, cloak of resistance +2, gloves of dexterity +2, ring of protection +2, ring of invisibility, pearl of power II, elemental gem (earth), potion of remove blindness/deafness, potion of barkskin +4, potion of cause serious wounds, scroll of mind fog, scroll of dimension door, scroll of dimensional anchor, scroll of touch of idiocy, scroll of expeditious retreat, scroll of teleport, jeweled rings worth 600 gp.

Wizard Spells Prepared (4/6/6/5/4/3/2; base DC = 16 + spell level): 0—daze, dancing lights, ghost sound, mage hand; 1st—alarm, mage armor, shield, magic missile, protection from good, shocking grasp; 2nd—resist energy (2), glitterdust, scorching ray, gust of wind, web; 3rd—fireball, suggestion, haste, blink, displacement; 4th—Evard's black tentacles, stoneskin, greater invisibility, solid fog; 5th—reciprocal gyre*, cone of cold, wall of stone; 6th—acid fog, circle of death

* See New Rules.

Contingency: If he is targeted with any attack, *displacement* is cast upon him, unless this spell is already in effect.

Power Up Suite: invisibility (from ring), +4 AC natural armor enhancement (from *barkskin* potion), +30 ft movement (from *expeditious retreat* scroll), +4 AC armor (from *mage armor*), +4 AC shield (from *shield*), *protection from good*, fire resistance 30 (from *resist energy (fire)*), acid resistance 30 (from *resist energy (acid)*), sonic resistance 30 (from *resist energy (sonic)* after using *pearl of power II*), *stoneskin*. If he is certain combat will commence within a round or two, he may also attempt to cast his 1/round level spells, such as *displacement* or *haste* or *greater invisibility*.

Encounter Seven

Guard: Male dwarf (duergar) Ftr5; CR 6; Medium humanoid (dwarf); HD 5d10+15; hp 42; Init +5; Spd 20 ft.; AC 17 (+6 banded mail, +1 Dex), touch 11, flat-

footed 16; BAB/Grp: +5/+8; Atk/Full Atk: +10 melee (2d4+6 plus poison, masterwork spiked chain) or +6 ranged (1d8+3/x3, composite longbow); SA Duergar traits, spell-like abilities; SQ Darkvision 120 ft., duergar traits, stability, stonecunning, light sensitivity; AL LE; SV Fort +7, Ref +2, Will +2; Str 16, Dex 13, Con 16, Int 10, Wis 12, Cha 4.

Skills and Feats: Climb +5, Handle Animal +0, Jump -5, Listen +2, Move Silently -1, Spot +2, Swim -8; Combat Reflexes, Exotic Weapon Proficiency (spiked chain), Improved Initiative, Weapon Focus (spiked chain), Weapon Specialization (spiked chain).

Languages: Common, Dwarven, Undercommon.

Duergar Traits (Ex): immunity to paralysis, phantasms, and poison; +2 racial bonus on saves against spells and spell-like abilities (not reflected in saving throw numbers here).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* as a wizard of twice the duergar's class level (minimum caster level 3rd); these abilities only affect the duergar and whatever it carries.

Possessions: masterwork spiked chain, warhammer, light hammer, composite longbow (+3 Str), 20 arrows, banded mail with armor spikes, large scorpion venom poison, *potion of haste*, caltrops, waterskin.

Lieutenant: Male dwarf (duergar) Ftr7; CR 8; Medium humanoid (dwarf); HD 7d10+21; hp 59; Init +5; Spd 20 ft.; AC 25 (+9 +1 *full plate mail*, +3 +1 *heavy steel shield*, +1 Dex, +1 deflection, +1 natural), touch 12, flat-footed 24; BAB/Grp: +7/+10; Atk: +12 melee (1d10+6 plus 1d6 fire, +1 *flaming bastard sword*) or +8 ranged (1d8+3/x3 plus poison, composite longbow); Full Atk: +12/+7 melee (1d10+6 plus 1d6 fire, +1 *flaming bastard sword*) or +8/+3 ranged (1d8+3/x3 plus poison, composite longbow); SA Duergar traits, spell-like abilities; SQ Darkvision 120 ft., duergar traits, stability, stonecunning, light sensitivity; AL LE; SV Fort +8, Ref +3, Will +3; Str 16, Dex 13, Con 16, Int 13, Wis 12, Cha 4.

Skills and Feats: Climb +8, Handle Animal +3, Jump -5, Listen +5, Move Silently -1, Spot +2, Swim -4; Combat Expertise, Combat Reflexes, Exotic Weapon Proficiency (bastard sword), Improved Initiative, Improved Trip, Weapon Focus (bastard sword), Weapon Specialization (bastard sword).

Languages: Common, Dwarven, Undercommon.

Duergar Traits (Ex): immunity to paralysis, phantasms, and poison; +2 racial bonus on saves against spells and spell-like abilities (not reflected in saving throw numbers here).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* as a wizard of twice the duergar's class level (minimum caster level 3rd); these abilities only affect the duergar and whatever it carries.

Possessions: +1 *flaming bastard sword*, warhammer, light hammer, spiked gauntlet, composite longbow (+3 Str), 3 arrows (poisoned with large scorpion venom), 20 arrows, +1 *full plate with masterwork armor spikes*, +1 *heavy steel shield*, *ring of protection* +1, *amulet of natural armor* +1, large scorpion venom poison (2), *potion of haste*, *potion of cure moderate wounds*, caltrops, waterskin.

Encounter Eight

Kaorti Leader: Kaorti Sor9; CR 10; Medium Outsider (Evil, Extraplanar); HD 2d8+2 plus 9d4+9; hp 42; Init +2; Spd 30 ft.; AC 18 (+4 armor *mage armor*, +2 Dex, +2 natural), touch 12, flat-footed 16; BAB/Grp: +6/+4; Atk: +4 melee (1d4-2/x4, ribbon dagger) or +8 ranged (1d2-2, shuriken); Full Atk: +4/-1 melee (1d4-2/x4, ribbon dagger) and -1 melee (1d6-2, bite) or +8/+3 ranged (1d2-2, shuriken); SA Spell-like abilities, vile transformation, spells; SQ Darkvision 60 ft., material vulnerability, outsider traits, poison immunity; AL NE; SV Fort +10, Ref +11, Will +12; Str 6, Dex 14, Con 12, Int 14, Wis 11, Cha 19.

Skills and Feats: Bluff +11, Concentration +15, Craft (armorsmithing) +9, Craft (calligraphy) +8, Heal +13, Intimidate +9, Knowledge (arcana) +13, Knowledge (the planes) +7, Spellcraft +18 (+20 decipher spells on scrolls), Survival +5 (+7 on other planes), Tumble +3, Use Magical Device +8 (+10 scrolls); Exotic Weapon Proficiency (ribbon dagger) (B), Greater Spell Focus (enchantment), Silent Spell, Spell Focus (enchantment), Still Spell.

Spell-Like Abilities: 1/day – *alter self*, *color spray*, *feather fall*, *ray of enfeeblement*, *reduce*, *spider climb*. Caster level 2nd; save DC 14 + spell level.

Possessions: ribbon dagger (2), shuriken (5), spell component pouch (2), *cloak of resistance* +3, *scroll of dimension door*, *potion of cure serious wounds*.

Sorcerer Spells Known (6/7/7/7/5; base DC = 14 + spell level, base DC [enchantment] = 16 + spell level): 0—*resistance*, *read magic*, *dancing lights*, *daze*, *detect magic*, *mending*, *open/close*, *arcane mark*; 1st—*alarm*, *mage armor*, *charm person*, *shocking grasp*, *shield*; 2nd—*daze monster*, *eagle's splendor*, *glitterdust*, *Tasha's hideous laughter*; 3rd—*dispel magic*, *lightning bolt*, *suggestion*; 4th—*confusion*, *bestow curse*.

Kaorti Rog4: Kaorti Rog4; CR 5; Medium Outsider (Evil, Extraplanar); HD 2d8+2 plus 4d6+4; hp 29; Init +3; Spd 30 ft.; AC 19 (+3 Dex, +2 natural, +4 armor), touch 13, flat-footed 19; BAB/Grp: +5/+5; Atk: +9 melee (1d4/x4, masterwork ribbon dagger) or +8 ranged (1d2, shuriken); Full Atk: +9 melee (1d4/x4, masterwork ribbon dagger) and +3 melee (1d6, bite) or +8 ranged (1d2, shuriken); SA Spell-like abilities, vile transformation, sneak attack +2d6; SQ Darkvision 60 ft., material vulnerability, outsider traits, poison immunity, trapfinding, evasion, trap sense +1, uncanny

dodge; AL NE; SV Fort +5, Ref +10, Will +4; Str 10, Dex 16, Con 12, Int 12, Wis 11, Cha 13.

Skills and Feats: Balance +1, Concentration +6, Craft (weaponsmithing) +6, Craft (calligraphy) +6, Escape Artist +7, Heal +13, Intimidate +8, Jump -2, Knowledge (arcana) +6, Knowledge (the planes) +6, Listen +8, Spellcraft +8 (+10 decipher spells on scrolls), Spot +7, Survival +5 (+7 on other planes), Tumble +8, Use Magical Device +7 (+9 scrolls); Exotic Weapon Proficiency (ribbon dagger) (B), Weapon Finesse, Dodge, Mobility.

Spell-Like Abilities: 1/day – *alter self*, *color spray*, *feather fall*, *ray of enfeeblement*, *reduce*, *spider climb*. Caster level 2nd; save DC 11 + spell level.

Possessions: masterwork ribbon dagger, short sword, club, shuriken (5), resin suit.

Pseudonatural Gas Spore: CR 4; Large outsider; HD 10d8-30; hp 15; Init -3; Spd 5 ft., fly 20 ft. (poor); AC 6 (-1 size, -3 Dex), touch 6, flat-footed 6; BAB/Grp: +7/+14; Atk/Full Atk: +9 melee (1d6+4 and spores, slam); Space/Reach 10 ft./5 ft.; SA Death throes, infestation, *true strike*; SQ All-around vision, beholder camouflage, flight, low-light vision, DR 5/magic, acid resistance 10, electricity resistance 10, alternate form; SR 20; AL N; SV Fort +4, Ref +0, Will +3; Str 16, Dex 4, Con 4, Int 3, Wis 10, Cha 1.

Skills and Feats: Disguise -5 (+15 imitating beholders), Search +4, Spot +4.

Death Throes (Ex): A gas spore reduced to 0 or fewer hit points immediately explodes in a powerful burst of spores and foul-smelling gas. This blast affects all creatures in a 10-foot radius, dealing them 6d6 points of sonic damage and exposing them to the spores (see infestation, below). A DC 12 Reflex save halves the damage. The save DC is Constitution-based. The spores are dispersed in this explosion and cannot be harvested thereafter.

Infestation (Ex): Any living nonplant creature that is damaged by a gas spore's slam attack or its death throes must immediately succeed on a DC 12 Fortitude save or become infested with spores. An infested creature takes 1d4 points of Constitution damage upon becoming infested and an additional 1d4 points of Constitution damage every hour that follows as the spores rapidly grow and consume flesh. The save DC is Constitution-based.

These spores are similar to poison, and anything that delays, neutralizes, or prevents poisoning has a similar effect on the spores. Creatures immune to extra damage from critical hits or immune to poison are immune to a gas spore's infestation.

When the victim's Constitution is reduced to 0, it dies. Its body immediately dissolves into a formless mush that transforms into 1d4 Small gas spores over

the course of 1 minute. Each Small gas spore has 1 Hit Die. These gas spores grow rapidly, gaining 1 Hit Die per minute until they reach their maximum size (10 Hit Dice).

Beholders, beholderkin, and creatures with beholder grafts are immune to gas spore infestation, and gas spores know intrinsically to ignore such creatures.

All-Around Vision (Ex): A gas spore can see in all directions at once. Because of this, it gains a +4 racial bonus on Search and Spot checks, and it cannot be flanked.

Beholder Camouflage (Ex): A gas spore's appearance is so clever that it gains a +20 racial bonus on Disguise checks to appear as a beholder.

Flight (Ex): A gas spore's body is naturally buoyant. This buoyancy allows it to fly at a speed of 20 feet. This buoyancy also grants it a permanent feather fall effect (as the spell) with personal range.

True Strike (Su): Once per day, a pseudonatural creature can gain a +20 insight bonus on a single attack roll. In addition, the creature suffers no miss chance against a target that has concealment or total concealment when making this attack.

Alternate Form (Su): As a standard action, a pseudonatural creature can take the form of a grotesque, tentacled mass (or another appropriately gruesome form, as determined by the DM). Despite the alien appearance, its abilities remain unchanged. Other creatures receive a -1 morale penalty on their attack rolls against a pseudonatural creature when it is in this alternate form.

Physical Description: a bulbous body with a large central eye glowing with a purple iris. Smaller eyes are attached to writhing tentacles atop the orb-like body. A large mouth filled with sharp teeth oozes green saliva.

Pseudonatural Dragonne (12 HD): CR 10; Large Outsider; HD 12d10+33; hp 94; Init +6; Spd 40 ft., fly 30 ft. (poor); AC 18, touch 11, flat-footed 16; BAB/Grp: +12/+21; Atk: +16 melee (2d6+5, bite); Full Atk: +16 melee (2d6+5, bite) and +11 melee (2d4+2, 2 claws); Space/Reach 10 ft./5 ft.; SA Pounce, roar, *true strike*; SQ Darkvision 60 ft., low-light vision, scent, acid and electricity resistance 15, DR 10/magic; SR 22; AL N; SV Fort +11, Ref +10, Will +5; Str 20, Dex 15, Con 17, Int 6, Wis 12, Cha 12.

Skills and Feats: Listen +12, Spot +13; Blind-Fight, Combat Reflexes, Improved Initiative, Power Attack, Track.

Pounce (Ex): If a dragonne charges, it can make a full attack in the same round.

Roar (Su): A dragonne can loose a devastating roar every 1d4 rounds. All creatures except dragonnes

within 120 feet must succeed on a DC 17 Will save or become fatigued. Those within 30 feet who fail their saves become exhausted. The save DC is Charisma-based.

True Strike (Su): Once per day, a pseudonatural creature can gain a +20 insight bonus on a single attack roll. In addition, the creature suffers no miss chance against a target that has concealment or total concealment when making this attack.

Alternate Form (Su): As a standard action, a pseudonatural creature can take the form of a grotesque, tentacled mass (or another appropriately gruesome form, as determined by the DM). Despite the alien appearance, its abilities remain unchanged. Other creatures receive a -1 morale penalty on their attack rolls against a pseudonatural creature when it is in this alternate form.

Combat Appendix – APL 12

Encounter Two, Room 12

Aboleth, advanced (20 HD): CR 11; Gargantuan Aberration (aquatic); HD 20d8+140; hp 230; Init +1; Spd 10 ft., swim 60 ft.; AC 18 (-4 size, +1 Dex, +11 natural), touch 7, flat-footed 17; BAB/Grp: +15/+39; Atk: +23 melee (1d8+12 plus slime, tentacle); Full Atk: +23 melee (1d8+12 plus slime, 4 tentacles); Space/Reach 20 ft./15 ft.; SA Enslave, psionics, slime; SQ Aquatic subtype, darkvision 60 ft., mucus cloud; AL LE; SV Fort +13, Ref +9, Will +17; Str 34, Dex 12, Con 24, Int 15, Wis 17, Cha 20.

Skills and Feats: Concentration +30, Knowledge (arcana) +10, Knowledge (history) +17, Listen +28, Spot +28, Swim +12; Alertness, Combat Expertise, Combat Reflexes, Iron Will, Lightning Reflexes, Power Attack, Quicken Spell-Like Ability (*hypnotic pattern*).

Enslave (Su): Three times per day, an aboleth can attempt to enslave any one living creature within 30 feet. The target must succeed on a DC 25 Will save or be affected as though by a *dominate person* spell (caster level 16th). An enslaved creature obeys the aboleth's telepathic commands until freed by *remove curse*, and can attempt a new Will save every 24 hours to break free. The control is also broken if the aboleth dies or travels more than 1 mile from its slave. The save DC is Charisma-based.

Psionics (Sp): At will—*hypnotic pattern* (DC 17), *illusory wall* (DC 19), *mirage arcana* (DC 20), *persistent image* (DC 20), *programmed image* (DC 21), *project image* (DC 22), *veil* (DC 21). Effective caster level 16th. The save DCs are Charisma-based.

Slime (Ex): A blow from an aboleth's tentacle can cause a terrible affliction. A creature hit by a tentacle must succeed on a DC 27 Fortitude save or begin to transform over the next 1d4+1 minutes, the skin gradually becoming a clear, slimy membrane. An afflicted creature must remain moistened with cool, fresh water or take 1d12 points of damage every 10 minutes. The slime reduces the creature's natural armor bonus by 1 (but never to less than 0). The save DC is Constitution-based.

A *remove disease* spell cast before the transformation is complete will restore an afflicted creature to normal. Afterward, however, only a *heal* or *mass heal* spell can reverse the affliction.

Mucus Cloud (Ex): An aboleth underwater surrounds itself with a viscous cloud of mucus roughly 1 foot thick. Any creature coming into contact with

and inhaling this substance must succeed on a DC 27 Fortitude save or lose the ability to breathe air for the next 3 hours. An affected creature suffocates in 2d6 minutes if removed from the water. Renewed contact with the mucus cloud and failing another Fortitude save continues the effect for another 3 hours. The save DC is Constitution-based.

Skills: An aboleth has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

Skum, advanced (6HD): CR 4; Large Aberration (Aquatic); HD 6d8+24; hp 42; Init +0; Spd 20 ft., swim 40 ft.; AC 14 (-1 size, +5 natural), touch 9, flat-footed 13; BAB/Grp: +4/+16; Atk: +11 melee (3d6+8, bite); Full Atk: +11 melee (3d6+8, bite) and +6 melee (1d6+4, 2 claws); Space/Reach 10 ft./5 ft.; SA Rake; SQ Darkvision 60 ft., amphibious; AL LE; SV Fort +6, Ref +4, Will +5; Str 27, Dex 11, Con 18, Int 10, Wis 10, Cha 6.

Skills and Feats: Hide +8*, Listen +9*, Move Silently +7, Spot +9*, Swim +13; Alertness, Lightning Reflexes, Improved Natural Armor.

Rake (Ex): Attack bonus +6 melee, damage 1d8+4. A skum also gains two rake attacks when it attacks while swimming.

Skills: *Skum have a +4 bonus on Hide, Listen, and Spot checks while underwater.

A skum has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

Encounter Two, Room 21

Evolved Dread Wraith, Advanced (20 HD): CR 13; Large undead (incorporeal); HD 20d12; hp 130; Init +13; Spd Fly 60 ft. (good); AC 26, touch 26, flat-footed 16; BAB/Grp: +10/-; Atk/ Full Atk: +18 melee (2d6 plus 1d8 Constitution drain, incorporeal touch); Space/Reach 10 ft./10 ft.; SA Constitution drain, create spawn; SQ Darkvision 60 ft. daylight powerlessness, fast healing 3, incorporeal traits, lifesense 60 ft., undead traits, unnatural aura; AL LE; SV Fort +6, Ref +15, Will +16; Str -, Dex 28, Con -, Int 17, Wis 18, Cha 27.

Skills and Feats: Diplomacy +13, Hide +27, Intimidate +30, Knowledge (religion) +25, Listen +28, Search +24, Sense Motive +26, Spot +28, Survival +7 (+9 following tracks); Alertness(B), Blind-Fight, Combat Reflexes, Dodge, Improved Initiative(B), Improved Natural Attack (incorporeal touch), Mobility, Spring Attack, Positive Energy Resistance*.

* See New Rules

Unnatural Aura (Su): Animals, whether wild or domesticated, can sense the unnatural presence of a wraith at a distance of 30 feet. They will not willingly approach nearer than that and panic if forced to do so; they remain panicked as long as they are within that range.

Daylight Powerlessness (Ex): Wraiths are utterly powerless in natural sunlight (not merely a daylight spell) and flee from it.

Lifesense (Su): A dread wraith notices and locates living creatures within 60 feet, just as if it possessed the blindsight ability. It also senses the strength of their life force automatically, as if it had cast deathwatch.

Constitution Drain (Su): Living creatures hit by a dread wraith's incorporeal touch attack must succeed on a DC 28 Fortitude save or take 1d8 points of Constitution drain. The save DC is Charisma-based. On each such successful attack, the dread wraith gains 5 temporary hit points.

Create Spawn (Su): Any humanoid slain by a dread wraith becomes a wraith in 1d4 rounds. Its body remains intact and inanimate, but its spirit is torn free from its corpse and transformed. Spawn are under the command of the wraith that created them and remain enslaved until its death. They do not possess any of the abilities they had in life.

Spell-Like Ability: 1/day *hold monster* (DC 23). Caster level 20th. The save DC is Charisma based.

Encounter Three

Mind Flayer Illithid Savant2: Male Mind Flayer Illithid Savant2; CR 10; Medium Aberration; HD 8d8+8 plus 2d4+2 plus 10; hp 65; Init +7; Spd 30 ft.; AC 17 (+1 armor, +3 Dex, +3 natural), touch 13, flat-footed 14; BAB/Grp: +7/+8; Atk: +9 melee (1d4+1, tentacle); Full Atk: +9 melee (1d4+1, 4 tentacles); SA *Mind blast*, psionics, improved grab, extract; SQ Acquire feat, Acquire skill 1, Lore 4/day, Telepathy 100 ft.; SR 27; AL LE; SV Fort +5, Ref +8, Will +14; Str 12, Dex 17, Con 12, Int 19, Wis 17, Cha 17.

Skills and Feats: Bluff +13, Concentration +13, Diplomacy +7, Disguise +3 (+5 acting), Hide +12, Intimidate +11, Knowledge (Dungeoneering) +12, Listen +13, Move Silently +10, Sense Motive +7, Spot +13, Tumble +15*; Combat Casting, Improved Initiative, Improved Toughness**, Lightning Reflexes,

Weapon Finesse. *Acquired skill, **Acquired feat, see new rules.

Mind Blast (Sp): This psionic attack is a cone 60 ft. long. Anyone caught in this cone must succeed on a DC 18 Will save or be stunned 3d4 rounds. Mind flayers often hunt using this power and then drag off one or two of their stunned victims to feed upon. The save DC is Charisma-based. This ability is the equivalent of a 4th level spell.

Psionics (Sp): At will – *charm monster* (DC 17), *detect thoughts* (DC 15), *levitate, plane shift, suggestion* (DC 16), Effective caster level 8th. The save DCs are Charisma-based.

Improved Grab (Ex): To use this ability, a mind flayer must hit a Small, Medium, or Large creature with its tentacle attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and attaches the tentacle to the opponent's head. A mind flayer can grab a Huge or larger creature, but only if it can somehow reach the foe's head.

If a mind flayer begins its turn with at least one tentacle attached, it can try to attach its remaining tentacles with a single grapple check. The opponent can escape with a single grapple check or an Escape Artist check, but the mind flayer gets a +2 circumstance bonus for every tentacle that was attached at the beginning of the opponents turn.

Extract (Ex): A mind flayer that begins its turn with all four tentacles attached and that makes a successful grapple check automatically extracts the opponent's brain, instantly killing that creature. This power is useless against constructs, elementals, oozes, plants, and undead. It is not instantly fatal to foes with multiple heads, such as ettins and hydras.

Telepathy (Su): A mind flayer can communicate telepathically with any creature within 100 ft. that has a language.

Possessions: bracers of armor +1, cloak of resistance +2, *potion of invisibility*, *potion of cure moderate wounds*, rations.

Grimlock Bbn3/Survivor2: Male Grimlock Bbn3/Survivor2; CR 6; Medium Monstrous Humanoid; HD 2d8+4 plus 3d12+6 plus 2d6+4; hp 49; Init +2; Spd 40 ft.; AC 20 (+2 leather armor, +2 heavy shield, +2 dexterity, +4 natural), touch 12, flat-footed 20; BAB/Grp: +5/+9; Atk/Full Atk: +11 melee (1d8+5/x3, +1 battleaxe) or +7 ranged (1d6+4, throwing axe); SA -; SQ Blindsight 40 ft., evasion, immunities, scent, fast movement, rage 1/day, improved uncanny dodge, trap sense +1; AL NE; SV Fort +8, Ref +9, Will +8; Str 18, Dex 15, Con 14, Int 10, Wis 8, Cha 6.

Skills and Feats: Climb +7, Jump +7, Hide +5*, Listen +8, Spot +8, Survival +2; Alertness, Iron Will, Track (B), Weapon Focus (battleaxe).

Blindsight (Ex): Grimlocks can sense all foes within 40 feet as a sighted creature would. Beyond that range, they treat all targets as having total concealment.

Grimlocks are susceptible to sound- and scent-based attacks, however, and are affected normally by loud noises and sonic spells (such as *ghost sound* or *silence*) and overpowering odors (such as *stinking cloud* or incense-heavy air). Negating a grimlock's sense of smell or hearing reduces this ability to normal Blind-Fight (as the feat). If both these senses are negated, a grimlock is effectively blinded.

Immunities: Grimlocks are immune to gaze attacks, visual effects, illusions, and other attack forms that rely on sight.

Skills: *A grimlock's dull gray skin helps it hide in its native terrain, conferring a +10 racial bonus on Hide checks when in mountains or underground.

Rage (Ex): When raging, apply the following changes: hp 63; AC 18 (+2 leather armor, +2 heavy shield, +2 dexterity, +4 natural, -2 rage), touch 10, flat-footed 18; Grp: +11; Atk: +13 melee (1d8+7/x3, battleaxe) or +7 ranged (1d6+6, throwing axe); Full Atk: +13 melee (1d8+7/x3, battleaxe) or +7 ranged (1d6+6, throwing axe); SV Fort +10, Will +10; Str 22, Con 18; *Skills and Feats:* Climb +9, Jump +9

Possessions: leather armor, heavy wooden shield, +1 battleaxe, throwing axe (4), light pick, 50 ft. hemp rope, manacles, rations.

Encounter Six – Hall of Kings

Revived Fossil Advanced Tyrannosaurus: CR 13; Huge Undead (augmented animal); HD 26d12 plus 40; hp 209; Init +0; Spd 40 ft.; AC 26 (-2 Size, +18 natural), touch 8, flat-footed 26; BAB/Grp: +13/+31; Atk/Full Atk: +21 melee (2d10+15, bite); Space/Reach 15 ft./10 ft.; SA -; SQ Bonus hit points, DR 10/adamantine, darkvision 60 ft., immunity to cold, undead traits; AL NE; SV Fort +8, Ref +8, Will +15; Str 30, Dex 10, Con -, Int -, Wis 10, Cha 1.

Skills and Feats: Combat Reflexes.

Encounter Six – Hall of Kings (Lich)

Pelekos, Human Lich Wiz13: Male Lich Wiz13; CR 15; Medium undead (augmented humanoid); HD 13d12; hp 97; Init +1; Spd 30 ft.; AC 18 (+1 Dex, +5 natural, +2 ring of protection), touch 13, flat-footed 17; BAB/Grp: +6/+7; Atk: +7 melee (1d8+5 negative energy plus paralysis, touch) or +9 melee (1d4+3, +2 dagger); Full Atk: +7/+2 melee (1d8+5 negative energy plus paralysis, touch) and +4 melee (1d4+3, +2 dagger); SA

Damaging touch, fear aura, paralyzing touch, spells; SQ +4 turn resistance, DR 15/bludgeoning and magic, darkvision 60 ft., immunity to cold, electricity, polymorph, and mind-affecting effects, undead traits; AL NE; SV Fort +6, Ref +7, Will +13; Str 12, Dex 12, Con -, Int 25, Wis 16, Cha 16.

Skills and Feats: (NOTE ranks: 102, starting Int 16, human) Concentration +19, Craft (alchemy) +12, Decipher Script +15, Hide +10, Knowledge (arcana) +18, Knowledge (architecture and engineering) +10, Knowledge (Dungeoneering) +12, Knowledge (Geography) +9, Knowledge (History) +14, Knowledge (nature) +10, Knowledge (nobility and royalty) +9, Knowledge (religion) +12, Knowledge (the planes) +12, Listen +13, Move Silently +9, Search +15, Sense Motive +11, Spellcraft +28 (includes +2 synergy bonus and skill focus), Spot +11, Tumble +5; Ability Focus (paralysis), Empower Spell, Forge Ring, Improved Paralysis*, Improved Toughness*, Positive Energy Resistance*, Skill Focus (spellcraft), Scribe Scroll (B), Spell Focus (evocation).

*See New Rules

Languages: common, draconic, giant, dwarven.

Damage: the touch attack of Pelekos deals 1d8+5 points of damage to a living creature; a Will save (DC 19) halves the damage.

Fear Aura (Su): Pelekos is shrouded in a dreadful aura of death and evil. Creatures of less than 5 HD in a 60-foot radius that look at Pelekos must succeed on a Will save (DC 19) or be affected as though by a *fear* spell. A creature that successfully saves cannot be affected by the same lich's aura for 24 hours.

Paralyzing Touch (Su): Any living creature Pelekos hits with its touch attack must succeed on a Fortitude save (DC 25) or be permanently paralyzed. *Remove paralysis* or any spell that can remove a curse can free the victim. (See the *bestow curse* spell description, page 203 of the *Player's Handbook*.) The effect cannot be dispelled. Anyone paralyzed by a lich seems dead, though a DC 20 Spot check or a DC 15 Heal check reveals that the victim is still alive.

Possessions: +2 dagger, hand of glory, headband of intellect +4, cloak of resistance +2, gloves of dexterity +2, ring of counterspells (currently stores *dispel magic*, *greater*), ring of protection +2, ring of invisibility, pearl of power II, elemental gem (earth), potion of remove blindness/deafness, potion of barkskin +4, potion of cause serious wounds, scroll of mind fog, scroll of dimension door, scroll of dimensional anchor, scroll of touch of idiocy, scroll of expeditious retreat, scroll of reciprocal gyre, scroll of teleport., jeweled rings worth 900 gp.

Wizard Spells Prepared (4/6/6/5/5/4/3/2; base DC = 16 + spell level; base DC [evocation] = 17 + spell level): 0—*daze*, *dancing lights*, *ghost sound*, *mage hand*; 1st—*alarm*, *mage armor*, *shield*, *magic missile*, *protection from*

good, shocking grasp; 2nd—resist energy (2), glitterdust, scorching ray, gust of wind, web; 3rd—fireball, suggestion, haste, blink, displacement; 4th—dimension door, Evard's black tentacles, stoneskin, greater invisibility, solid fog; 5th—reciprocal gyre*, empowered fireball, feeblemind, wall of stone; 6th—acid fog, chain lightning, circle of death; 7th—empowered cone of cold, Bigby's grasping hand.

* See New Rules.

Contingency: If he is targeted with any attack, *displacement* is cast upon him, unless this spell is already in effect.

Power Up Suite: invisibility (from ring), +4 AC natural armor enhancement (from *barkskin* potion), +30 ft movement (from *expeditious retreat* scroll), +4 AC armor (from *mage armor*), +4 AC shield (from *shield*), *protection from good*, fire resistance 30 (from *resist energy (fire)*), acid resistance 30 (from *resist energy (acid)*), sonic resistance 30 (from *resist energy (sonic)* after using *pearl of power II*), *stoneskin*. If he is certain combat will commence within a round or two, he may also attempt to cast his 1/round level spells, such as *displacement* or *haste* or *greater invisibility*.

Encounter Seven

Guard: Male dwarf (duergar) Ftr7; CR 8; Medium humanoid (dwarf); HD 7d10+21 plus 7; hp 66; Init +5; Spd 20 ft.; AC 17 (+6 banded mail, +1 Dex), touch 11, flat-footed 16; BAB/Grp: +7/+10; Atk: +13 melee (2d4+7 plus poison, +1 *spiked chain*) or +8 ranged (1d8+3/x3, composite longbow); Full Atk: +13/+8 melee (2d4+7, +1 *spiked chain*) or +8 ranged (1d8+3/x3, composite longbow); SA Duergar traits, spell-like abilities; SQ Darkvision 120 ft., duergar traits, stability, stonecunning, light sensitivity; AL LE; SV Fort +8, Ref +3, Will +3; Str 16, Dex 13, Con 16, Int 10, Wis 12, Cha 4.

Skills and Feats: Climb +6, Handle Animal +1, Jump -5, Listen +3, Move Silently -1, Spot +2, Swim -8; Combat Reflexes, Exotic Weapon Proficiency (*spiked chain*), Improved Initiative, Improved Toughness*, Power Attack, Weapon Focus (*spiked chain*), Weapon Specialization (*spiked chain*).

*See New Rules.

Duergar Traits (Ex): immunity to paralysis, phantasms, and poison; +2 racial bonus on saves against spells and spell-like abilities (not reflected in saving throw numbers here).

Spell-Like Abilities: 1/day—*enlarge person* and *invisibility* as a wizard of twice the duergar's class level (minimum caster level 3rd); these abilities only affect the duergar and whatever it carries.

Possessions: +1 *spiked chain*, warhammer, light hammer, composite longbow (+3 Str), 20 arrows,

banded mail with armor spikes, large scorpion venom poison, *potion of haste*, caltrops, waterskin.

Languages: Common, Dwarven, Undercommon.

Lieutenant: Male dwarf (duergar) Ftr7/Blackguard2; CR 10; Medium humanoid (dwarf); HD 9d10+27; hp 76; Init +5; Spd 20 ft.; AC 29 (+10 +2 *full plate mail*, +4 +2 *heavy steel shield*, +1 Dex, +2 deflection, +2 natural), touch 13, flat-footed 28; BAB/Grp: +9/+12; Atk: +14 melee (1d10+6/17-20 plus poison, +1 *unholy bastard sword*) or +10 ranged (1d8+3/x3 plus poison, composite longbow); Full Atk: +14/+9 melee (1d10+6, +1 *unholy bastard sword*) or +10/+5 ranged (1d8+3/x3 plus poison, composite longbow); SA Duergar traits, spell-like abilities, smite good 1/day; SQ Darkvision 120 ft., duergar traits, stability, stonecunning, light sensitivity, aura of evil, *detect good*, poison use, dark blessing; AL LE; SV Fort +11, Ref +3, Will +3; Str 17, Dex 13, Con 16, Int 13, Wis 12, Cha 4.

Skills and Feats: Climb +1, Handle Animal -1, Hide +0, Intimidate +4, Jump -2, Knowledge (religion) +3, Listen +4, Move Silently +0, Spot +3; Cleave, Exotic Weapon Proficiency (*bastard sword*), Improved Critical (*bastard sword*), Improved Initiative, Improved Sunder, Power Attack, Weapon Focus (*bastard sword*), Weapon Specialization (*bastard sword*).

Duergar Traits (Ex): immunity to paralysis, phantasms, and poison; +2 racial bonus on saves against spells and spell-like abilities (not reflected in saving throw numbers here).

Spell-Like Abilities: 1/day—*enlarge person* and *invisibility* as a wizard of twice the duergar's class level (minimum caster level 3rd); these abilities only affect the duergar and whatever it carries.

Possessions: +1 *unholy bastard sword* (with 1 applied dose of deathblade poison), warhammer, light hammer, spiked gauntlet, composite longbow (+3 Str), 3 arrows (poisoned with large scorpion venom), 20 arrows, +2 *full plate with masterwork armor spikes*, +2 *heavy steel shield*, *ring of protection* +2, *amulet of natural armor* +2, *potion of haste*, *potion of cure moderate wounds*, caltrops, waterskin, unholy symbol.

Languages: Common, Dwarven, Undercommon.

Blackguard Spells Prepared (2; base DC = 11 + spell level): 1st—*corrupt weapon*, *summon monster I*.

Encounter Eight

Kaorti Leader: Kaorti Sor11; CR 12; Medium Outsider (Evil, Extraplanar); HD 2d8+4 plus 11d4+22; hp 62 plus 1d10+10 temporary (*false life*); Init +2; Spd 30 ft.; AC 18 (+4 armor *mage armor*, +2 Dex, +2 natural), touch 12, flat-footed 16; BAB/Grp: +7/+5; Atk: +6 melee (1d4-2/x4, masterwork ribbon dagger) or +9 ranged (1d2-2, shuriken); Full Atk: +6/+1 melee (1d4-2/x4, masterwork ribbon dagger) and +1 melee (1d6-2, bite)

or +9/+4 ranged (1d2-2, shuriken); SA Spell-like abilities, vile transformation, spells; SQ Darkvision 60 ft., material vulnerability, outsider traits, poison immunity; AL NE; SV Fort +10, Ref +11, Will +13; Str 6, Dex 14, Con 14, Int 14, Wis 11, Cha 20.

Skills and Feats: Bluff +13, Concentration +18, Craft (armorsmithing) +9, Craft (calligraphy) +8, Heal +13, Intimidate +9, Knowledge (arcana) +15, Knowledge (the planes) +7, Spellcraft +20 (+20 decipher spells on scrolls), Survival +5 (+7 on other planes), Tumble +3, Use Magical Device +8 (+10 scrolls); Eschew Materials, Exotic Weapon Proficiency (ribbon dagger) (B), Heighten Spell, Greater Spell Focus (enchantment), Silent Spell, Spell Focus (enchantment).

Spell-Like Abilities: 1/day – *alter self, color spray, feather fall, ray of enfeeblement, reduce, spider climb.* Caster level 2nd; save DC 15 + spell level.

Possessions: ribbon dagger (2), shuriken (5), *cloak of resistance* +3, *scroll of invisibility, potion of cure serious wounds, amulet of health* +2.

Sorcerer Spells Known (6/7/7/7/7/5; base DC = 15 + spell level, base DC [enchantment] = 17 + spell level): 0—*resistance, read magic, dancing lights, daze, detect magic, mending, open/close, arcane mark*; 1st—*alarm, mage armor, charm person, shocking grasp, shield*; 2nd—*daze monster, eagle's splendor, false life, glitterdust, gust of wind*; 3rd—*dispel magic, displacement, lightning bolt, suggestion*; 4th—*dimension door, confusion, bestow curse*; 5th—*dominate person, feblemind.*

Kaorti Rog6: Kaorti Rog6; CR 7; Medium Outsider (Evil, Extraplanar); HD 2d8+2 plus 6d6+6; hp 38; Init +3; Spd 30 ft.; AC 19 (+3 Dex, +2 natural, +4 armor), touch 13, flat-footed 19; BAB/Grp: +6/+6; Atk: +10 melee (1d4/x4, masterwork ribbon dagger) or +9 ranged (1d2, shuriken); Full Atk: +10/+5 melee (1d4/x4, masterwork ribbon dagger) and +4 melee (1d6, bite) or +9/+4 ranged (1d2, shuriken); SA Spell-like abilities, vile transformation, sneak attack +3d6; SQ Darkvision 60 ft., material vulnerability, outsider traits, poison immunity, trapfinding, evasion, trap sense +2, uncanny dodge; AL NE; SV Fort +6, Ref +11, Will +5; Str 10, Dex 17, Con 12, Int 12, Wis 11, Cha 13.

Skills and Feats: Balance +1, Concentration +6, Craft (weaponsmithing) +6, Craft (calligraphy) +6, Escape Artist +9, Heal +13, Intimidate +8, Jump +3, Knowledge (arcana) +6, Knowledge (the planes) +6, Listen +10, Search +5, Spellcraft +8 (+10 decipher spells on scrolls), Spot +10, Survival +5 (+7 on other planes), Tumble +12, Use Magical Device +7 (+9 scrolls); Exotic Weapon Proficiency (ribbon dagger) (B), Weapon Finesse, Dodge, Mobility.

Spell-Like Abilities: 1/day – *alter self, color spray, feather fall, ray of enfeeblement, reduce, spider climb.* Caster level 2nd; save DC 11 + spell level.

Possessions: masterwork ribbon dagger, short sword, club, shuriken (5), resin suit, *potion of cure light wounds.*

Pseudonatural Gas Spore: CR 4; Large outsider; HD 10d8-30; hp 15; Init -3; Spd 5 ft., fly 20 ft. (poor); AC 6 (-1 size, -3 Dex), touch 6, flat-footed 6; BAB/Grp: +7/+14; Atk/Full Atk: +9 melee (1d6+4 and spores, slam); Space/Reach 10 ft./5 ft.]; SA Death throes, infestation, *true strike*; SQ All-around vision, beholder camouflage, flight, low-light vision, DR 5/magic, acid resistance 10, electricity resistance 10, alternate form; SR 20; AL N; SV Fort +4, Ref +0, Will +3; Str 16, Dex 4, Con 4, Int 3, Wis 10, Cha 1.

Skills and Feats: Disguise -5 (+15 imitating beholders), Search +4, Spot +4.

Death Throes (Ex): A gas spore reduced to 0 or fewer hit points immediately explodes in a powerful burst of spores and foul-smelling gas. This blast affects all creatures in a 10-foot radius, dealing them 6d6 points of sonic damage and exposing them to the spores (see infestation, below). A DC 12 Reflex save halves the damage. The save DC is Constitution-based. The spores are dispersed in this explosion and cannot be harvested thereafter.

Infestation (Ex): Any living nonplant creature that is damaged by a gas spore's slam attack or its death throes must immediately succeed on a DC 12 Fortitude save or become infested with spores. An infested creature takes 1d4 points of Constitution damage upon becoming infested and an additional 1d4 points of Constitution damage every hour that follows as the spores rapidly grow and consume flesh. The save DC is Constitution-based.

These spores are similar to poison, and anything that delays, neutralizes, or prevents poisoning has a similar effect on the spores. Creatures immune to extra damage from critical hits or immune to poison are immune to a gas spore's infestation.

When the victim's Constitution is reduced to 0, it dies. Its body immediately dissolves into a formless mush that transforms into 1d4 Small gas spores over the course of 1 minute. Each Small gas spore has 1 Hit Die. These gas spores grow rapidly, gaining 1 Hit Die per minute until they reach their maximum size (10 Hit Dice).

Beholders, beholderkin, and creatures with beholder grafts are immune to gas spore infestation, and gas spores know intrinsically to ignore such creatures.

All-Around Vision (Ex): A gas spore can see in all directions at once. Because of this, it gains a +4 racial bonus on Search and Spot checks, and it cannot be flanked.

Beholder Camouflage (Ex): A gas spore's appearance is so clever that it gains a +20 racial bonus on Disguise checks to appear as a beholder.

Flight (Ex): A gas spore's body is naturally buoyant. This buoyancy allows it to fly at a speed of 20 feet. This buoyancy also grants it a permanent feather fall effect (as the spell) with personal range.

True Strike (Su): Once per day, a pseudonatural creature can gain a +20 insight bonus on a single attack roll. In addition, the creature suffers no miss chance against a target that has concealment or total concealment when making this attack.

Alternate Form (Su): As a standard action, a pseudonatural creature can take the form of a grotesque, tentacled mass (or another appropriately gruesome form, as determined by the DM). Despite the alien appearance, its abilities remain unchanged. Other creatures receive a -1 morale penalty on their attack rolls against a pseudonatural creature when it is in this alternate form.

Physical Description: a bulbous body with a large central eye glowing with a purple iris. Smaller eyes are attached to writhing tentacles atop the orb-like body. A large mouth filled with sharp teeth oozes green saliva.

Pseudonatural Dragonne (15 HD): CR 12; Huge Outsider; HD 15d10+42; hp 124; Init +5; Spd 40 ft., fly 30 ft. (poor); AC 19 (-2 size, +1 Dex, +10 natural), touch 9, flat-footed 18; BAB/Grp: +15/+32; Atk: +22 melee (3d6+9, bite); Full Atk: +22 melee (3d6+9, bite) and +17 melee (2d6+4, 2 claws); Space/Reach 15 ft./10 ft.; SA Pounce, roar, *true strike*; SQ Darkvision 60 ft., low-light vision, scent, acid and electricity resistance 15, DR 10/magic; SR 25; AL N; SV Fort +14, Ref +10, Will +6; Str 28, Dex 13, Con 21, Int 6, Wis 12, Cha 12.

Skills and Feats: Listen +14, Spot +14; Blind-Fight, Combat Reflexes, Improved Bull Rush, Improved Initiative, Power Attack, Track.

Pounce (Ex): If a dragonne charges, it can make a full attack in the same round.

Roar (Su): A dragonne can loose a devastating roar every 1d4 rounds. All creatures except dragonnes within 120 feet must succeed on a DC 18 Will save or become fatigued. Those within 30 feet who fail their saves become exhausted. The save DC is Charisma-based.

True Strike (Su): Once per day, a pseudonatural creature can gain a +20 insight bonus on a single attack roll. In addition, the creature suffers no miss chance against a target that has concealment or total concealment when making this attack.

Alternate Form (Su): As a standard action, a pseudonatural creature can take the form of a grotesque, tentacled mass (or another appropriately gruesome form, as determined by the DM). Despite the

alien appearance, its abilities remain unchanged. Other creatures receive a -1 morale penalty on their attack rolls against a pseudonatural creature when it is in this alternate form.

Combat Appendix – APL 14

Encounter Two, Room 6

Purple Worm, advanced: CR 15; Gargantuan magical beast; HD 25d10+200; hp 338; Init +2; Spd 20 ft. (4 squares), burrow 20 ft., swim 20 ft.; AC 20, touch 4, flat-footed 20; Base Atk/Grp: +25/+50; Atk +35 melee (2d8+13, bite); Full Atk +35 melee (2d8+13, bite) and +30 melee (2d6+6 plus poison, sting); Space/Reach: 20ft./15 ft.; SA Improved Grab, Swallow Whole, poison; SQ Tremorsense 60 ft.; AL N; SV Fort +22, Ref +14, Will +7; Str 36, Dex 6, Con 26, Int 1, Wis 8, Cha 8.

Skills and Feats: Listen +27, Swim +29; Awesome Blow, Cleave, Improved Bull Rush, Improved Initiative, Improved Natural Armor, Lightning Reflexes, Power Attack, Weapon Focus (bite), Weapon Focus (sting).

Improved Grab (Ex): To use this ability, a purple worm must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can attempt to swallow the foe the following round.

Poison (Ex): Injury, Fortitude DC 30, initial damage 1d6 Str, secondary damage 2d6 Str. The save DC is Constitution-based.

Swallow Whole (Ex): A purple worm can try to swallow a grabbed opponent of a smaller size than itself by making a successful grapple check. Once inside, the opponent takes 2d8+13 points of crushing damage plus 8 points of acid damage per round from the worm's gizzard. A swallowed creature can cut its way out by using a light slashing or piercing weapon to deal 25 points of damage to the gizzard (AC 17). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out. A Gargantuan worm's interior can hold 2 Large, 8 Medium, 32 Small, 128 Tiny, or 512 Diminutive or smaller opponents.

Skills: A purple worm has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

Encounter Two, Room 12

Edielthi: Aboleth, advanced (24 HD); CR 13; Gargantuan Aberration (aquatic); HD 24d8+168; hp 285; Init +1; Spd 10 ft., swim 60 ft.; AC 23 (-4 size, +1 Dex, +16 natural), touch 7, flat-footed 17; BAB/Grp: +18/+42; Atk: +26 melee (1d8+12 plus slime, tentacle); Full Atk: +26 melee (1d8+12 plus slime, 5 tentacles);

Space/Reach 20 ft./15 ft.; SA Enslave, psionics, slime; SQ Aquatic subtype, darkvision 60 ft., mucus cloud, ossification; AL LE; SV Fort +15, Ref +11, Will +18; Str 34, Dex 12, Con 24, Int 15, Wis 18, Cha 20.

Skills and Feats: Concentration +34, Knowledge (arcana) +10, Knowledge (architecture and engineering) +4, Knowledge (dungeoneering) +4, Knowledge (geography) +4, Knowledge (history) +17, Knowledge (nature) +4, Knowledge (religion) +4, Listen +30, Spot +30, Swim +12; Alertness, Combat Casting, Combat Expertise, Combat Reflexes, Improved Trip, Improved Disarm, Lightning Reflexes, Power Attack, Quicken Spell-Like Ability (*hypnotic pattern*).

Enslave (Su): Three times per day, Edielthi can attempt to enslave any one living creature within 30 feet. The target must succeed on a DC 27 Will save or be affected as though by a *dominate person* spell (caster level 16th). An enslaved creature obeys the aboleth's telepathic commands until freed by *remove curse*, and can attempt a new Will save every 24 hours to break free. The control is also broken if the aboleth dies or travels more than 1 mile from its slave. The save DC is Charisma-based.

Psionics (Sp): At will—*hypnotic pattern* (DC 17), *illusory wall* (DC 19), *mirage arcana* (DC 20), *persistent image* (DC 20), *programmed image* (DC 21), *project image* (DC 22), *veil* (DC 21). Effective caster level 16th. The save DCs are Charisma-based.

Slime (Ex): A blow from Edielthi's tentacle can cause a terrible affliction. A creature hit by a tentacle must succeed on a DC 29 Fortitude save or begin to transform over the next 1d4+1 minutes, the skin gradually becoming a clear, slimy membrane. An afflicted creature must remain moistened with cool, fresh water or take 1d12 points of damage every 10 minutes. The slime reduces the creature's natural armor bonus by 1 (but never to less than 0). The save DC is Constitution-based.

A *remove disease* spell cast before the transformation is complete will restore an afflicted creature to normal. Afterward, however, only a *heal* or *mass heal* spell can reverse the affliction.

Mucus Cloud (Ex): An aboleth underwater surrounds itself with a viscous cloud of mucus roughly 1 foot thick. Any creature coming into contact with and inhaling this substance must succeed on a DC 29 Fortitude save or lose the ability to breathe air for the next 3 hours. An affected creature suffocates in 2d6 minutes if removed from the water. Renewed contact with the mucus cloud and failing another Fortitude save continues the effect for another 3 hours. The save DC is Constitution-based.

Ossification (Ex): Edielthi has become more powerful than a standard aboleth. His body has transformed and become more heavily armored. Ridges of bone have formed atop his skull and run down his spine, encasing his brain and spine in a thick natural armor. He has gained an additional +5 natural armor bonus (+16 total).

Skills: An aboleth has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

Skum, advanced (6HD): CR 4; Large Aberration (Aquatic); HD 6d8+24; hp 42; Init +0; Spd 20 ft., swim 40 ft.; AC 14 (-1 size, +5 natural), touch 9, flat-footed 13; BAB/Grp: +4/+16; Atk: +11 melee (3d6+8, bite); Full Atk: +11 melee (3d6+8, bite) and +6 melee (1d6+4, 2 claws); Space/Reach 10 ft./5 ft.; SA Rake; SQ Darkvision 60 ft., amphibious; AL LE; SV Fort +6, Ref +4, Will +5; Str 27, Dex 11, Con 18, Int 10, Wis 10, Cha 6.

Skills and Feats: Hide +8*, Listen +9*, Move Silently +7, Spot +9*, Swim +13; Alertness, Lightning Reflexes, Improved Natural Armor.

Rake (Ex): Attack bonus +6 melee, damage 1d8+4. A skum also gains two rake attacks when it attacks while swimming.

Skills: *Skum have a +4 bonus on Hide, Listen, and Spot checks while underwater.

A skum has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

Encounter Two, Room 21

Evolved Dread Wraith, Advanced (24 HD): CR 15; Large undead (incorporeal); HD 24d12; hp 156; Init +13; Spd Fly 60 ft. (good); AC 28, touch 28, flat-footed 18; BAB/Grp: +11/-; Atk/ Full Atk: +19 melee (2d6 plus 1d8 Constitution drain, incorporeal touch); Space/Reach 10 ft./10 ft.; SA Constitution drain, create spawn, spell-like abilities; SQ Darkvision 60 ft. daylight powerlessness, fast healing 6, incorporeal traits, lifesense 60 ft., undead traits, unnatural aura; AL LE; SV Fort +8, Ref +17, Will +18; Str -, Dex 28, Con -, Int 17, Wis 18, Cha 30.

Skills and Feats: Diplomacy +18, Hide +30, Intimidate +35, Knowledge (religion) +27, Listen +31, Search +27, Sense Motive +29, Spot +31, Survival +10 (+12 following tracks); Alertness(B), Blind-Fight, Combat Expertise, Combat Reflexes, Dodge, Improved Initiative(B), Improved Natural Attack (incorporeal

touch), Mobility, Spring Attack, Positive Energy Resistance*, Whirlwind Attack.

* See New Rules

Unnatural Aura (Su): Animals, whether wild or domesticated, can sense the unnatural presence of a wraith at a distance of 30 feet. They will not willingly approach nearer than that and panic if forced to do so; they remain panicked as long as they are within that range.

Daylight Powerlessness (Ex): Wraiths are utterly powerless in natural sunlight (not merely a daylight spell) and flee from it.

Lifesense (Su): A dread wraith notices and locates living creatures within 60 feet, just as if it possessed the blindsight ability. It also senses the strength of their life force automatically, as if it had cast deathwatch.

Constitution Drain (Su): Living creatures hit by a dread wraith's incorporeal touch attack must succeed on a DC 32 Fortitude save or take 1d8 points of Constitution drain. The save DC is Charisma-based. On each such successful attack, the dread wraith gains 5 temporary hit points.

Create Spawn (Su): Any humanoid slain by a dread wraith becomes a wraith in 1d4 rounds. Its body remains intact and inanimate, but its spirit is torn free from its corpse and transformed. Spawn are under the command of the wraith that created them and remain enslaved until its death. They do not possess any of the abilities they had in life.

Spell-Like Abilities: 1/day *hold monster* (DC 25), *greater dispel magic*. Caster level 24th. The save DC is Charisma based.

Encounter Three

Mind Flayer Illithid Savant4: Male Mind Flayer Illithid Savant4; CR 12; Medium Aberration; HD 8d8+16 plus 4d4+8 plus 12; hp 90; Init +7; Spd 30 ft.; AC 19 (+3 armor, +3 Dex, +3 natural), touch 13, flat-footed 16; BAB/Grp: +8/+9; Atk: +10 melee (1d4+1, tentacle); Full Atk: +10 melee (1d4+1, 4 tentacles); SA *Mind blast*, psionics, improved grab, extract; SQ Acquire class feature (Bardic music *Inspire Courage* (Su) as Brd9 [mind flayer #1] or Animal Companion (Ex) as Drd10 [mind flayer #2]), Acquire feat 2, Acquire skill 2, Lore 4/day, Telepathy 100 ft.; SR 29; AL LE; SV Fort +8, Ref +9, Will +15; Str 12, Dex 17, Con 14, Int 19, Wis 17, Cha 18.

Skills and Feats: Bluff +16, Concentration +17, Diplomacy +8, Disguise +4 (+6 acting), Hide +12, Intimidate +12, Knowledge (Dungeoneering) +12, Listen +15, Move Silently +10, Perform (sing) +16*, Sense Motive +9, Spot +15, Tumble +17*; Combat Casting, Dodge**, Great Fortitude, Improved Initiative,

Improved Toughness**, Lightning Reflexes, Weapon Finesse. *Acquired skill, **Acquired feat.

Mind Blast (Sp): This psionic attack is a cone 60 ft. long. Anyone caught in this cone must succeed on a DC 20 Will save or be stunned 3d4 rounds. Mind flayers often hunt using this power and then drag off one or two of their stunned victims to feed upon. The save DC is Charisma-based. This ability is the equivalent of a 4th level spell.

Psionics (Sp): At will – *charm monster* (DC 18), *detect thoughts* (DC 16), *levitate, plane shift, suggestion* (DC 17), Effective caster level 8th. The save DCs are Charisma-based.

Improved Grab (Ex): To use this ability, a mind flayer must hit a Small, Medium, or Large creature with its tentacle attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and attaches the tentacle to the opponent's head. A mind flayer can grab a Huge or larger creature, but only if it can somehow reach the foe's head.

If a mind flayer begins its turn with at least one tentacle attached, it can try to attach its remaining tentacles with a single grapple check. The opponent can escape with a single grapple check or an Escape Artist check, but the mind flayer gets a +2 circumstance bonus for every tentacle that was attached at the beginning of the opponents turn.

Extract (Ex): A mind flayer that begins its turn with all four tentacles attached and that makes a successful grapple check automatically extracts the opponent's brain, instantly killing that creature. This power is useless against constructs, elementals, oozes, plants, and undead. It is not instantly fatal to foes with multiple heads, such as ettins and hydras.

Telepathy (Su): A mind flayer can communicate telepathically with any creature within 100 ft. that has a language.

Possessions: *amulet of health* +2, *cloak of resistance* +2, *bracers of armor* +3, *potion of invisibility*, *potion of cure moderate wounds*, rations.

Grimlock Bbn3/Rog2/Survivor2: Male Grimlock Bbn3/Rog2/Survivor2; CR 8; Medium Monstrous Humanoid; HD 2d8+4 plus 3d12+6 plus 2d6+4 plus 2d6+4; hp 60; Init +3; Spd 40 ft.; AC 21 (+2 leather armor, +2 heavy shield, +3 dexterity, +4 natural), touch 13, flat-footed 21; BAB/Grp: +6/+10; Atk: +12 melee (1d8+5/x3, +1 *battleaxe*) or +9 ranged (1d6+4, throwing axe); Full Atk: +12/+7 melee (1d8+5/x3, +1 *battleaxe*) or +9 ranged (1d6+4, throwing axe); SA Sneak Attack +1d6; SQ Blindsight 40 ft., improved evasion, immunities, scent, trapfinding, fast movement, rage 1/day, improved uncanny dodge, trap sense +1; AL NE; SV Fort +9, Ref +16, Will +9; Str 18, Dex 16, Con 14, Int 10, Wis 8, Cha 6.

Skills and Feats: Climb +7, Jump +7, Hide +5*, Listen +10, Spot +10, Survival +2, Tumble +15 (+13 with heavy shield); Alertness, Iron Will, Lightning Reflexes, Track (B), Weapon Focus (*battleaxe*).

Blindsight (Ex): Grimlocks can sense all foes within 40 feet as a sighted creature would. Beyond that range, they treat all targets as having total concealment.

Grimlocks are susceptible to sound- and scent-based attacks, however, and are affected normally by loud noises and sonic spells (such as *ghost sound* or *silence*) and overpowering odors (such as *stinking cloud* or incense-heavy air). Negating a grimlock's sense of smell or hearing reduces this ability to normal Blind-Fight (as the feat). If both these senses are negated, a grimlock is effectively blinded.

Immunities: Grimlocks are immune to gaze attacks, visual effects, illusions, and other attack forms that rely on sight.

Skills: *A grimlock's dull gray skin helps it hide in its native terrain, conferring a +10 racial bonus on Hide checks when in mountains or underground.

Rage (Ex): When raging, apply the following changes: hp 78; AC 19 (+2 leather armor, +2 heavy shield, +3 dexterity, +4 natural, -2 rage), touch 11, flat-footed 19; Grp: +12; Atk: +14 melee (1d8+7/x3, *battleaxe*) or +9 ranged (1d6+6, throwing axe); Full Atk: +14/+9 melee (1d8+7/x3, *battleaxe*) or +9 ranged (1d6+6, throwing axe); SV Fort +11, Will +11; Str 22, Con 18; *Skills and Feats:* Climb +9, Jump +9.

Possessions: leather armor, heavy wooden shield, +1 *battleaxe*, *cloak of resistance* +1, throwing axe (4), light pick, 50 ft. hemp rope, manacles, rations.

Encounter Six – Hall of Kings

Revived Fossil Advanced Tyrannosaurus: CR 15; Huge Undead (augmented animal); HD 34d12 plus 40; hp 261; Init +0; Spd 40 ft.; AC 26 (-2 Size, +18 natural), touch 8, flat-footed 26; BAB/Grp: +17/+36; Atk/Full Atk: +26 melee (2d10+16, bite); Space/Reach 15 ft./10 ft.; SA -; SQ Bonus hit points, DR 10/adamantine, darkvision 60 ft., immunity to cold, undead traits; AL NE; SV Fort +11, Ref +11, Will +19; Str 32, Dex 10, Con -, Int -, Wis 10, Cha 1.

Skills and Feats: Combat Reflexes.

Encounter Six – Hall of Kings (Lich)

Pelekos, Human Lich Wiz15: Male Lich Wiz15; CR 17; Medium undead (augmented humanoid); HD 15d12; hp 112; Init +5; Spd 30 ft.; AC 23 (+1 Dex, +5 armor, +5 natural, +2 *ring of protection*), touch 13, flat-footed 22; BAB/Grp: +7/+8; Atk: +8 melee (1d8+5 negative energy plus paralysis, touch) or +10 melee (1d4+3, +2 *dagger*); Full Atk: +8/+3 melee (1d8+5

negative energy plus paralysis, touch) and +5 melee (1d4+3, +2 *dagger*); SA Damaging touch, fear aura, paralyzing touch, spells; SQ +4 turn resistance, DR 15/bludgeoning and magic, darkvision 60 ft., immunity to cold, electricity, polymorph, and mind-affecting effects, undead traits; SR 18; AL NE; SV Fort +9, Ref +10, Will +16; Str 12, Dex 12, Con -, Int 25, Wis 16, Cha 18.

Skills and Feats: (NOTE ranks: 116, starting Int 16, human) Concentration +22, Craft (alchemy) +13, Decipher Script +16, Hide +10, Knowledge (arcana) +20, Knowledge (architecture and engineering) +11, Knowledge (Dungeoneering) +12, Knowledge (Geography) +10, Knowledge (History) +14, Knowledge (nature) +11, Knowledge (nobility and royalty) +10, Knowledge (religion) +12, Knowledge (the planes) +12, Listen +13, Move Silently +10, Search +15, Sense Motive +11, Spellcraft +30 (includes +2 synergy bonus and skill focus), Spot +11, Tumble +5; Ability Focus (paralysis), Combat Reflexes, Empower Spell, Forge Ring, Improved Paralysis*, Improved Initiative, Improved Toughness*, Positive Energy Resistance*, Skill Focus (spellcraft), Scribe Scroll (B), Spell Focus (evocation).

*See New Rules

Languages: common, draconic, giant, dwarven.

Damage: the touch attack of Pelekos deals 1d8+5 points of damage to a living creature; a Will save (DC 21) halves the damage.

Fear Aura (Su): Pelekos is shrouded in a dreadful aura of death and evil. Creatures of less than 5 HD in a 60-foot radius that look at Pelekos must succeed on a Will save (DC 21) or be affected as though by a *fear* spell. A creature that successfully saves cannot be affected by the same lich's aura for 24 hours.

Paralyzing Touch (Su): Any living creature Pelekos hits with its touch attack must succeed on a Fortitude save (DC 27) or be permanently paralyzed. Remove paralysis or any spell that can remove a curse can free the victim. (See the *bestow curse* spell description, page 203 of the *Player's Handbook*.) The effect cannot be dispelled. Anyone paralyzed by a lich seems dead, though a DC 20 Spot check or a DC 15 Heal check reveals that the victim is still alive.

Possessions: +2 *dagger*, *hand of glory*, *headband of intellect* +4, *robe of the archmagi (black)*, *gloves of dexterity* +2, *ring of counterspells* (currently stores *dispel magic*, *greater*), *ring of protection* +2, *ring of invisibility*, *pearl of power II*, *ioun stone (pink and green sphere [+2 Cha])*, *potion of remove blindness/deafness*, *potion of barkskin* +4, *potion of cause serious wounds*, *scroll of mind fog*, *scroll of dimension door*, *scroll of dimensional anchor*, *scroll of touch of idiocy*, *scroll of expeditious retreat*, *scroll of reciprocal gyre*, *scroll of teleport*, jeweled rings worth 1200 gp.

Wizard Spells Prepared (4/6/6/5/5/5/4/3/1; base DC = 16 + spell level; base DC [evocation] = 17 + spell level): 0—*daze*, *dancing lights*, *ghost sound*, *mage hand*; 1st—*alarm*, *mage armor*, *shield*, *magic missile*, *protection from good*, *shocking grasp*; 2nd—*resist energy* (2), *glitterdust*, *scorching ray*, *gust of wind*, *web*; 3rd—*fireball*, *suggestion*, *haste*, *blink*, *displacement*; 4th—*dimension door*, *evard's black tentacles*, *stoneskin*, *greater invisibility*, *solid fog*; 5th—*reciprocal gyre**, *empowered fireball*, *dismissal*, *feeblemind*, *wall of stone*; 6th—*acid fog*, *chain lightning*, *circle of death*, *empowered enervation*; 7th—*empowered cone of cold*, *bigby's grasping hand*, *limited wish*; 8th—*maze*.

* See New Rules.

Contingency: If he is targeted with any attack, *displacement* is cast upon him, unless this spell is already in effect.

Power Up Suite: invisibility (from ring), +4 AC natural armor enhancement (from *barkskin* potion), +30 ft movement (from *expeditious retreat* scroll), *freedom of movement* via *limited wish*, +4 AC shield (from *shield*), *protection from good*, fire resistance 30 (from *resist energy (fire)*), acid resistance 30 (from *resist energy (acid)*), sonic resistance 30 (from *resist energy (sonic)* after using *pearl of power II*), *stoneskin*. If he is certain combat will commence within a round or two, he may also attempt to cast his 1/round level spells, such as *displacement* or *haste* or *greater invisibility* or *bigby's grasping hand*.

Encounter Seven

Guard: Male dwarf (duergar) Ftr9; CR 10; Medium humanoid (dwarf); HD 9d10+27 plus 9; hp 85; Init +5; Spd 20 ft.; AC 19 (+7 +1 *banded mail*, +1 Dex, +1 deflection), touch 12, flat-footed 18; BAB/Grp: +9/+12; Atk: +15 melee (2d4+7 plus poison, +1 *spiked chain*) or +10 ranged (1d8+3/x3, composite longbow); Full Atk: +15/+10 melee (2d4+7, +1 *spiked chain*) or +10 ranged (1d8+3/x3, composite longbow); SA Duergar traits, spell-like abilities; SQ Darkvision 120 ft., duergar traits, stability, stonecunning, light sensitivity; AL LE; SV Fort +10, Ref +5, Will +5; Str 17, Dex 13, Con 16, Int 10, Wis 12, Cha 4.

Skills and Feats: Climb +6, Handle Animal +1, Jump -5, Listen +5, Move Silently -1, Spot +2, Swim -8; Combat Reflexes, Exotic Weapon Proficiency (spiked chain), Improved Bull Rush, Improved Initiative, Improved Toughness*, Power Attack, Weapon Focus (spiked chain), Weapon Specialization (spiked chain).

*See New Rules.

Duergar Traits (Ex): immunity to paralysis, phantasms, and poison; +2 racial bonus on saves against spells and spell-like abilities (not reflected in saving throw numbers here).

Spell-Like Abilities: 1/day—*enlarge person* and *invisibility* as a wizard of twice the duergar's class level

(minimum caster level 3rd); these abilities only affect the duergar and whatever it carries.

Possessions: +1 *spiked chain*, warhammer, light hammer, composite longbow (+3 Str), 20 arrows, +1 *banded mail with armor spikes*, *ring of protection +1*, *cloak of resistance +1*, large scorpion venom poison, *potion of haste*, *potion of cure serious wounds*, caltrops, waterskin.

Lieutenant: Male dwarf (duergar) Ftr7/Blackguard4; CR 12; Medium humanoid (dwarf); HD 11d10+33; hp 93; Init +5; Spd 20 ft.; AC 31 (+11 +3 *full plate mail*, +5 +3 *heavy steel shield*, +1 Dex, +2 deflection, +2 natural), touch 13, flat-footed 30; BAB/Grp: +11/+14; Atk: +16 melee (1d10+6/17-20 plus poison, +1 *unholy bane [dwarf] bastard sword*) or +12 ranged (1d8+3/x3 plus poison, composite longbow); Full Atk: +16/+11/+6 melee (1d10+6, +1 *unholy bane [dwarf] bastard sword*) or +12/+7/+2 ranged (1d8+3/x3 plus poison, composite longbow); SA Duergar traits, spell-like abilities, smite good 1/day, sneak attack +1d6; SQ Darkvision 120 ft., duergar traits, stability, stonecunning, light sensitivity, aura of evil, *detect good*, poison use, dark blessing, command undead, aura of despair; AL LE; SV Fort +14, Ref +6, Will +6; Str 17, Dex 13, Con 16, Int 13, Wis 12, Cha 4.

Skills and Feats: Climb +1, Handle Animal -1, Hide +0, Intimidate +6, Jump -2, Knowledge (religion) +5, Listen +5, Move Silently +0, Spot +3; Cleave, Exotic Weapon Proficiency (bastard sword), Improved Critical (bastard sword), Improved Initiative, Improved Sunder, Power Attack, Weapon Focus (bastard sword), Weapon Specialization (bastard sword).

Duergar Traits (Ex): immunity to paralysis, phantasms, and poison; +2 racial bonus on saves against spells and spell-like abilities (not reflected in saving throw numbers here).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* as a wizard of twice the duergar's class level (minimum caster level 3rd); these abilities only affect the duergar and whatever it carries.

Possessions: +1 *unholy bane (dwarf) bastard sword* (with 1 applied dose of deathblade poison), warhammer, light hammer, spiked gauntlet, composite longbow (+3 Str), 3 arrows (poisoned with large scorpion venom), 20 arrows, +3 *full plate mail with armor spikes*, +3 *heavy steel shield*, *ring of protection +2*, *amulet of natural armor +2*, *cloak of resistance +2*, *potion of haste*, *potion of cure moderate wounds*, *scroll of darkness*, *scroll of death knell*, caltrops, waterskin, unholy symbol.

Blackguard Spells Prepared (2/1; base DC = 11 + spell level): 1st—*corrupt weapon*, *summon monster I*; 2nd—*bull's strength*.

Encounter Eight

Kaorti Leader: Kaorti Sor13; CR 14; Medium Outsider (Evil, Extraplanar); HD 2d8+4 plus 13d4+26; hp 71 plus 1d10+10 temporary (*false life*); Init +2; Spd 30 ft.; AC 18 (+4 *armor mage armor*, +2 Dex, +2 natural), touch 12, flat-footed 16; BAB/Grp: +8/+6; Atk: +7 melee (1d4-2/x4, masterwork ribbon dagger) or +10 ranged (1d2-2, shuriken); Full Atk: +7/+2 melee (1d4-2/x4, masterwork ribbon dagger) and +2 melee (1d6-2, bite) or +10/+5 ranged (1d2-2, shuriken); SA Spell-like abilities, vile transformation, spells; SQ Darkvision 60 ft., material vulnerability, outsider traits, poison immunity; AL NE; SV Fort +11, Ref +12, Will +14; Str 6, Dex 14, Con 14, Int 14, Wis 11, Cha 20.

Skills and Feats: Bluff +15, Concentration +20, Craft (armorsmithing) +9, Craft (calligraphy) +8, Heal +13, Intimidate +9, Knowledge (arcana) +16, Knowledge (the planes) +7, Spellcraft +21 (+20 decipher spells on scrolls), Survival +5 (+7 on other planes), Tumble +4, Use Magical Device +8 (+10 scrolls); Eschew Materials, Exotic Weapon Proficiency (ribbon dagger) (B), Greater Spell Focus (enchantment), Heighten Spell, Improved Counterspell, Silent Spell, Spell Focus (enchantment).

Spell-Like Abilities: 1/day – *alter self*, *color spray*, *feather fall*, *ray of enfeeblement*, *reduce*, *spider climb*. Caster level 2nd; save DC 15 + spell level.

Possessions: ribbon dagger (2), shuriken (5), *cloak of resistance +3*, *scroll of invisibility*, *potion of cure serious wounds*, *amulet of health +2*.

Sorcerer Spells Known (6/7/7/7/7/4; base DC = 15 + spell level, base DC [enchantment] = 17 + spell level): 0—*resistance*, *read magic*, *dancing lights*, *daze*, *detect magic*, *mending*, *open/close*, *arcane mark*; 1st—*alarm*, *mage armor*, *charm person*, *shocking grasp*, *shield*; 2nd—*daze monster*, *eagle's splendor*, *false life*, *glitterdust*, *gust of wind*; 3rd—*dispel magic*, *displacement*, *lightning bolt*, *suggestion*; 4th—*dimension door*, *evard's black tentacles*, *confusion*, *bestow curse*; 5th—*cone of cold*, *dominate person*, *feeblemind*; 6th—*repulsion*, *mass suggestion*.

Kaorti Rog8: Kaorti Rog8; CR 9; Medium Outsider (Evil, Extraplanar); HD 2d8+2 plus 8d6+8; hp 47; Init +3; Spd 30 ft.; AC 19 (+3 Dex, +2 natural, +4 armor), touch 13, flat-footed 19; BAB/Grp: +8/+8; Atk: +12 melee (1d4/x4, masterwork ribbon dagger) or +10 ranged (1d2, shuriken); Full Atk: +12/+7 melee (1d4/x4, masterwork ribbon dagger) and +6 melee (1d6, bite) or +11/+6 ranged (1d2, shuriken); SA Spell-like abilities, vile transformation, sneak attack +4d6; SQ Darkvision 60 ft., material vulnerability, outsider traits, poison immunity, trapfinding, evasion, trap sense +2, uncanny dodge, improved uncanny dodge; AL NE; SV Fort +6, Ref +12, Will +5; Str 10, Dex 17, Con 12, Int 12, Wis 11, Cha 13.

Skills and Feats: Balance +3, Concentration +6, Craft (weaponsmithing) +6, Craft (painting) +6, Escape Artist +11, Forgery +4, Heal +13, Intimidate +8, Jump +3, Knowledge (arcana) +6, Knowledge (the planes) +6, Listen +12, Search +7, Spellcraft +8 (+10 decipher spells on scrolls), Spot +12, Survival +5 (+7 on other planes), Tumble +14, Use Magical Device +10 (+12 scrolls); Exotic Weapon Proficiency (ribbon dagger) (B), Weapon Finesse, Dodge, Mobility, Spring Attack.

Spell-Like Abilities: 1/day – *alter self*, *color spray*, *feather fall*, *ray of enfeeblement*, *reduce*, *spider climb*. Caster level 2nd; save DC 11 + spell level.

Possessions: masterwork ribbon dagger, short sword, club, shuriken (5), resin suit, *potion of cure moderate wounds*.

Pseudonatural Gas Spore: CR 4; Large outsider; HD 10d8-30; hp 15; Init -3; Spd 5 ft., fly 20 ft. (poor); AC 6 (-1 size, -3 Dex), touch 6, flat-footed 6; BAB/Grp: +7/+14; Atk/Full Atk: +9 melee (1d6+4 and spores, slam); Space/Reach 10 ft./5 ft.; SA Death throes, infestation, *true strike*; SQ All-around vision, beholder camouflage, flight, low-light vision, DR 5/magic, acid resistance 10, electricity resistance 10, alternate form; SR 20; AL N; SV Fort +4, Ref +0, Will +3; Str 16, Dex 4, Con 4, Int 3, Wis 10, Cha 1.

Skills and Feats: Disguise -5 (+15 imitating beholders), Search +4, Spot +4.

Death Throes (Ex): A gas spore reduced to 0 or fewer hit points immediately explodes in a powerful burst of spores and foul-smelling gas. This blast affects all creatures in a 10-foot radius, dealing them 6d6 points of sonic damage and exposing them to the spores (see infestation, below). A DC 12 Reflex save halves the damage. The save DC is Constitution-based. The spores are dispersed in this explosion and cannot be harvested thereafter.

Infestation (Ex): Any living nonplant creature that is damaged by a gas spore's slam attack or its death throes must immediately succeed on a DC 12 Fortitude save or become infested with spores. An infested creature takes 1d4 points of Constitution damage upon becoming infested and an additional 1d4 points of Constitution damage every hour that follows as the spores rapidly grow and consume flesh. The save DC is Constitution-based.

These spores are similar to poison, and anything that delays, neutralizes, or prevents poisoning has a similar effect on the spores. Creatures immune to extra damage from critical hits or immune to poison are immune to a gas spore's infestation.

When the victim's Constitution is reduced to 0, it dies. Its body immediately dissolves into a formless mush that transforms into 1d4 Small gas spores over the course of 1 minute. Each Small gas spore has 1 Hit Die. These gas spores grow rapidly, gaining 1 Hit Die

per minute until they reach their maximum size (10 Hit Dice).

Beholders, beholderkin, and creatures with beholder grafts are immune to gas spore infestation, and gas spores know intrinsically to ignore such creatures.

All-Around Vision (Ex): A gas spore can see in all directions at once. Because of this, it gains a +4 racial bonus on Search and Spot checks, and it cannot be flanked.

Beholder Camouflage (Ex): A gas spore's appearance is so clever that it gains a +20 racial bonus on Disguise checks to appear as a beholder.

Flight (Ex): A gas spore's body is naturally buoyant. This buoyancy allows it to fly at a speed of 20 feet. This buoyancy also grants it a permanent feather fall effect (as the spell) with personal range.

True Strike (Su): Once per day, a pseudonatural creature can gain a +20 insight bonus on a single attack roll. In addition, the creature suffers no miss chance against a target that has concealment or total concealment when making this attack.

Alternate Form (Su): As a standard action, a pseudonatural creature can take the form of a grotesque, tentacled mass (or another appropriately gruesome form, as determined by the DM). Despite the alien appearance, its abilities remain unchanged. Other creatures receive a -1 morale penalty on their attack rolls against a pseudonatural creature when it is in this alternate form.

Physical Description: a bulbous body with a large central eye glowing with a purple iris. Smaller eyes are attached to writhing tentacles atop the orb-like body. A large mouth filled with sharp teeth oozes green saliva.

Pseudonatural Dragonne (21 HD): CR 14; Huge Outsider; HD 21d10+126; hp 241; Init +5; Spd 40 ft., fly 30 ft. (poor); AC 20 (-2 size, +2 Dex, +10 natural), touch 10, flat-footed 18; BAB/Grp: +21/+38; Atk: +28 melee (3d6+9, bite); Full Atk: +28 melee (3d6+9, bite) and +23 melee (2d6+4, 2 claws); Space/Reach 15 ft./10 ft.; SA Pounce, roar, *true strike*; SQ Darkvision 60 ft., low-light vision, scent, acid and electricity resistance 15, DR 10/magic; SR 25; AL N; SV Fort +14, Ref +10, Will +6; Str 28, Dex 14, Con 22, Int 6, Wis 12, Cha 12.

Skills and Feats: Listen +17, Spot +17; Blind-Fight, Cleave, Combat Reflexes, Hover, Improved Bull Rush, Improved Initiative, Power Attack, Track.

Pounce (Ex): If a dragonne charges, it can make a full attack in the same round.

Roar (Su): A dragonne can loose a devastating roar every 1d4 rounds. All creatures except dragonnes within 120 feet must succeed on a DC 21 Will save or become fatigued. Those within 30 feet who fail their

saves become exhausted. The save DC is Charisma-based.

True Strike (Su): Once per day, a pseudonatural creature can gain a +20 insight bonus on a single attack roll. In addition, the creature suffers no miss chance against a target that has concealment or total concealment when making this attack.

Alternate Form (Su): As a standard action, a pseudonatural creature can take the form of a grotesque, tentacled mass (or another appropriately gruesome form, as determined by the DM). Despite the alien appearance, its abilities remain unchanged. Other creatures receive a -1 morale penalty on their attack rolls against a pseudonatural creature when it is in this alternate form.

New Monsters

From *Libris Mortis*:

ANGEL OF DECAY

Large Undead

Hit Dice: 26d12 plus 29 (198 hp)

Initiative: +6

Speed: 30 ft. (6 squares), fly 50 ft. (poor)

Armor Class: 28 (-1 size, +2 Dex, +13 natural, +4 deflection), touch 15, flat-footed 26

Base Attack/Grapple: +13/+30

Attack: Claw +21 melee (2d6+18)*

Full Attack: 2 claws +20 melee (2d6+18) plus 2 wing slams +15 melee (1d6+11) plus rotting touch

Space/Reach: 10 ft./10 ft.

Special Attacks: Rotting aura, rotting touch

Special Qualities: Damage reduction 10/adamantine and magic, darkvision 60 ft., spell resistance 24, undead traits, unholy grace

Saves: Fort +14, Ref +18, Will +26

Abilities: Str 37, Dex 14, Con -, Int 20, Wis 20; Cha 18

Skills: Concentration +29, Diplomacy +6, Hide +18, Knowledge (arcana) +29, Listen +29, Move Silently +26, Search +29, Sense Motive +29; Spellcraft +31, Spot +29, Survival +5 (+7 following tracks)

Feats: Cleave, Combat Reflexes, Great Fortitude, Improved Initiative, Improved Toughness**, Iron Will, Lightning Reflexes, Power Attack, Toughness

Environment: Any land and underground

Organization: Solitary

Challenge Rating: 15

Treasure: Standard

Alignment: Always chaotic evil

Advancement: 27-36 HD (Large); 37-63 HD (Huge)

Level Adjustment: -

*Includes adjustments for Power Attack feat.

**New feat

A repulsive, extremely tall, humanlike creature with long, rotting wings and peeling flesh, this monstrosity continually

sheds rivulets of filth and decay, creating a pool of rot in which it stands.

A mockery of a true angel, an angel of decay may appear similar to an angelic outsider only by happenstance, not design. It is an undead creature that is powered by decay.

When a healthy creature softens, crumbles, and liquefies in death, an indefinable essence wafts away like putrid steam off stagnant beach sand. This decomposing flesh radiates an essential energy in its dissipation, and an angel of decay can extract the power resident therein.

An angel of decay stands about 9 feet tall and weighs between 500 and 700 pounds.

Angels of decay speak Common and Abyssal.

COMBAT

An angel of decay prefers to wade into combat, literally, since when it touches down, it produces a constantly renewing pool of liquid corruption.

An angel of decay normally attacks using its Power Attack feat, taking a -5 penalty on its attack rolls and gaining a +5 bonus on damage rolls.

Rotting Aura (Su): When the creature is not flying, rivulets of vile corruption stream from an angel of decay's body, constantly regenerating and renewing a pool of odiferous rot all around the creature.

An angel of decay's pool of rot is a 15-foot-radius spread. Any corporeal creature standing on the ground within that area must make a DC 27 Reflex saving throw each round or take 5d6 points of damage (half that on a successful save) as its flesh begins to succumb to decay. The creature must also succeed on a subsequent DC 27 Will saving throw (regardless of whether it succeeds on the first save) or be nauseated for 1 round.

In each round that a creature takes damage from an angel of decay's rotting aura, the angel of decay heals 5 points of damage per victim.

Rotting Touch (Su): An angel of decay that hits a single foe with more than one attacks in a round rots its opponent's flesh. This effect automatically deals an extra 1d6+6 points of damage and heals the angel of decay of 5 points of damage.

Unholy Grace (Su): An angel of decay adds its Charisma modifier as a bonus on all its saving throws and as a deflection bonus to its Armor Class. (The statistics block already reflects these bonuses.)

From *Libris Mortis*:

EVOLVED UNDEAD

An evolved undead is an undead whose body is flushed with more negative energy than normal due to an exceptionally long lifetime. Any undead may gain this template, and in doing so, it retains all its previous abilities, but becomes more powerful than before.

When an intelligent undead creature survives for 100 years or more (or when the DM decides to create an undead monster with a twist), there is a 1% chance that its connection to the Negative Energy Plane grows more mature. When this "evolution" occurs, the undead gains this template. Each additional 100 years of existence affords an additional 1% chance of a more mature connection, plus an additional 1% chance for each previous evolution. For example, if an undead creature's connection to the Negative Energy Plane evolved three times previously, it has a 4% chance to gain one more step of maturation the next time its age requires an evolution check. Every step of evolution means that the evolved undead template can be applied again to the undead creature (setting this template apart from most other templates, which can be applied only once).

SAMPLE EVOLVED UNDEAD

This example uses a wraith as the base creature.

Evolved Wraith

Medium Undead (Incorporeal)

Hit Dice: 5d12 (32 hp)

Initiative: +7

Speed: Fly 60 ft. (12 squares) (good)

Armor Class: 16 (+3 Dex, +3 deflection), touch 16, flat-footed 13 Base Attack/Grapple: +2/

Attack: Incorporeal touch +5 melee (1d4 plus 1d6 Constitution drain)

Full Attack: Incorporeal touch +5 melee (1d4 plus 1d6 Constitution drain)

Space/Reach: 5 ft./5 ft.

Special Attacks: Constitution drain, create spawn

Special Qualities: Darkvision 60 ft., daylight powerlessness, fast healing 3, incorporeal traits, spell-like ability, undead traits, unnatural aura, +2 turn resistance

Saves: Fort +1, Ref +4, Will +6

Abilities: Str -, Dex 16, Con -, 14, Wis 14, Cha 17

Skills: Diplomacy +6, Hide +11, Intimidate +10, Listen +12, Search +10, Sense Motive +8, Spot +12, Survival +2 (+4 following tracks)

Feats: Alertness, Blind-Fight, Combat Reflexes, Improved Initiative

Environment: Any

Organization: Solitary, gang (2-5), or pack (6-11)

Challenge Rating: 6

Treasure: None

Alignment: Always lawful evil

Advancement: 6-10 HD (Medium)

Level Adjustment: -

COMBAT

An evolved wraith attacks just like a normal wraith, with a few extra abilities.

Constitution Drain (Su): Living creatures hit by an evolved wraith's incorporeal touch attack must succeed on a DC 15 Fortitude save or take 1d6 points of Constitution drain. The save DC is Charisma-based. On each such successful attack, the wraith gains 5 temporary hit points that last for up to 1 hour.

Create Spawn (Su): Any humanoid slain by an evolved wraith becomes a wraith in 1d4 rounds. Its body remains intact and inanimate, but its spirit is torn free from its corpse and transformed. Spawn are under the command of the wraith that created them and remain enslaved until its death. They do not possess any of the abilities they had in life.

Daylight Powerlessness (Ex): Evolved wraiths are utterly powerless in natural sunlight (not merely a daylight spell) and flee from it.

Fast Healing (Ex): An evolved wraith heals 3 points of damage each round so long as it has at least 1 hit point.

Spell-Like Ability: 1/day-haste (self only). Caster level 5th.

Unnatural Aura (Su): Animals, whether wild or domesticated, can sense the unnatural presence of an evolved wraith at a distance of 30 feet. They will not willingly approach nearer than that and panic if forced to do so; they remain panicked as long as they are within that range.

CREATING AN EVOLVED UNDEAD

"Evolved undead" is an acquired template that can be added to any undead with an intelligence score (referred to hereafter as the base creature). An evolved undead uses all the base creature's statistics and special abilities except as noted here. This template does not alter the creature's type.

Note: Unlike most templates, an evolved undead can potentially acquire this template more than once, evolving more with each application.

Armor Class: The base creature's natural armor bonus improves by 1. If the creature is incorporeal, its deflection bonus to AC improves by 1.

Special Attacks: An evolved undead retains all the special attacks of the base creature and gains one spell-like ability from the following list. You can choose this ability from the list below, or roll randomly. The spell-like ability gained herein can be used once per day. If the undead already has the indicated ability, it gains another use; if it already has the ability as an at-will ability, choose another ability. The spell-like ability has a caster level equal to the evolved undead's HD (if the caster level is too low to cast the spell in question, choose another). The save DCs are Charisma-based:

d12 Spell-Like Ability

- | | |
|----|----------------------|
| 1 | circle of death |
| 2 | cloudkill |
| 3 | cone of cold |
| 4 | confusion |
| 5 | contagion |
| 6 | creeping doom |
| 7 | greater dispel magic |
| 8 | greater invisibility |
| 9 | haste |
| 10 | hold monster |
| 11 | see invisibility |
| 12 | unholy blight |

Special Qualities: An evolved undead retains all the special qualities of the base creature and gains the one described below.

Fast Healing (Ex): An evolved undead heals 3 points of damage each round so long as it has at least 1 hit point.

Abilities: An evolved corporeal undead gains +2 Strength and +2 Charisma. An evolved incorporeal creature gains only +2 Charisma.

Organization: An evolved undead usually becomes a leader among those of its base kind.

Challenge Rating: Same as the base creature +1.

Level Adjustment: Same as the base creature +1.

From *Libris Mortis*:

QUELL

Medium Undead (Incorporeal)

Hit Dice: 5d12 (32 hp)

Initiative: +7

Speed: Fly 60 ft. (12 squares) (good)

Armor Class: 15 (+3 Dex, +2 deflection), touch 15, flat-footed 12

Base Attack/Grapple: +2/-

Attack: Incorporeal touch +5 melee (1d4)

Full Attack: Incorporeal touch +5 melee (1d4)

Space/Reach: 5 ft./5 ft.

Special Attacks: Coupled intercession, intercession

Special Qualities: Darkvision 60 ft., daylight powerlessness, incorporeal traits, undead traits, +4 turn resistance

Saves: Fort +1, Ref +4, Will +6

Abilities: Str-, Dex 16, Con-, Int 14, Wis 14, Cha 15

Skills: Diplomacy +6, Hide +11, Intimidate +10, Listen +12, Search +10, Sense Motive +8, Spot +12, Survival +2 (+4 following tracks)

Feats: Alertness, Combat Reflexes, Improved Initiative

Environment: Any

Organization: Solitary or pair

Challenge Rating: 3

Treasure: None

Alignment: Always lawful evil

Advancement: 6-10 HD (Medium)

Level Adjustment: -

Two fiery green eyes glare from a shrouded, half real visage of this vaguely humanoid shade. Either it is dressed in robes, or its ectoplasmic flesh is naturally loose and flowing. Dark symbols hang in the air just above and about its form, free-standing glyphs that viscerally demonstrate the creature's anathema to all things divine.

Quells are incorporeal creatures of malevolence and the night. They despise all living things, as well as the light that nurtures them, but the urge that truly drives them is their hatred of those who serve deities.

If they could, quells would commit deicide, though of course such actions are far beyond a quell's power. However, while a quell cannot directly affect a

deity, it does have a power over the connection between a deity and its followers.

Because of their powers, quells are sought out by bands of more powerful undead or necromancers. A quell is about as tall as a human, and is weightless.

Quells speak Common and Infernal.

COMBAT

Quells are poor combatants. Their power lies in their ability to break connections between clerics and their deities.

Coupled Intercession (Su): Whenever a quell takes a standard action to aid another quell in an intercession attempt, the effective cleric level of the quell increases by 1. Several quells could all take standard actions to aid a single quell's intercession attempt, each increasing the effective cleric level of the intercession attempt.

Daylight Powerlessness (Ex): Quells are utterly powerless in natural sunlight (not merely a daylight spell) and flee from it.

Intercession (Su): A quell can cut divine spellcasters off from their source of power. To do so, the quell makes a turning check as if it were a cleric of a level equal to the quell's Hit Dice (5th level). The result indicates the highest-level divine spellcasters the quell can cut off from their deity. The turning damage result indicates the maximum total Hit Dice of divine spellcasters within 60 feet the ability can affect. The quell's intercession affects the closest divine spellcasters it can affect first. Normally, affected divine spellcasters cannot turn undead or cast divine spells for 1 minute; however, if the quell has twice as many HD as the spellcaster has divine levels, the divine spellcaster loses the ability to cast divine spells for 24 hours. If the quell attacks an affected divine spellcaster in any way, or the affected spellcaster receives an atonement spell, the intercession ends. The quell's allies and other creatures can attack the divine spellcaster without breaking the intercession. A quell can use this ability a number of times per day equal to 3 + its Charisma modifier (five times for a typical creature).

From Libris Mortis:

REVIVED FOSSIL

Revived fossils are the remains of animals or monsters that were preserved in a petrified state. Fossils are found encased in stone or other geological deposits, but revived fossils are the freed and animated remains of the dead. They are mindless automatons that obey the orders of their evil masters.

A revived fossil does only what it is ordered to do. It can draw no conclusions of its own and takes no initiative. Because of this limitation, its instructions must always be simple, such as "Kill anyone who walks down this road." A revived fossil attacks until destroyed, for that is what it was created to do.

Revived fossils cannot be created with the animate dead spell, but instead are created through special necromantic rituals that vary depending on the fossil to be revived.

SAMPLE REVIVED FOSSIL

This example uses a megaraptor as the base creature.

Revived Fossil Megaraptor

Huge Undead (Augmented Animal)

Hit Dice: 8d12+40 (92 hp)

Initiative: +1

Speed: 60 ft. (12 squares)

Armor Class: 27 (-2 size, +1 Dex, +18 natural), touch 9, flatfooted 26

Base Attack/Grapple: +4/+17

Attack: Talons +7 melee (2d10+5)

Full Attack: Talons +7 melee (2d10+5) and 2 foreclaws +2 melee (1d4+2) and bite +2 melee (2d6+2)

Space/Reach: 15 ft./10 ft.

Special Attacks: -

Special Qualities: Bonus hit points, damage reduction 10/adamantine, darkvision 60 ft., immunity to cold, undead traits

Saves: Fort +2, Ref +3, Will +6

Abilities: Str 21, Dex 13, Con-, Int-, Wis 10, Cha 1

Skills: -

Feats: Combat Reflexes

Environment: Warm forests

Organization: Solitary, pair, or pack (3-6)

Challenge Rating: 9

Treasure: None

Alignment: Always neutral evil

Advancement: 9-16 HD (Huge); 17-24 HD (Gargantuan)

Level Adjustment: -

A vicious-looking creature of petrified bones, still partially imprisoned in stone, lumbers forward.

COMBAT

A revived fossil megaraptor uses its talons and foreclaws to shred prey.

CREATING A REVIVED FOSSIL

"Revived fossil" is an acquired template that can be added to any corporeal creature (other than an undead) that has a skeletal system (referred to hereafter as the base creature).

A revived fossil has all the base creature's statistics and special abilities except as noted here.

Size and Type: The creature's type changes to undead. It retains any subtype except for alignment subtypes (such as good) and subtypes that indicate kind (such as goblinoid or reptilian). It also gains the augmented subtype.

Hit Dice: Drop any Hit Dice gained from experience and raise remaining Hit Dice to d12s.

Speed: Winged revived fossils can't use their wings to fly. If the base creature flew magically, so can the revived fossil.

Armor Class: Natural armor bonus changes to a number based on the revived fossil's size:

Size	Bonus
Diminutive, Fine, Tiny	+6
Small	+9
Medium	+12
Large	+15
Huge	+18
Gargantuan	+24
Colossal	+30

Attacks: A revived fossil retains all the natural weapons, manufactured weapon attacks, and weapon proficiencies of the base creature, except for attacks that can't work without flesh (such as a mind flayer's tentacle attacks). A creature with hands gains one claw attack per hand; a revived fossil can strike with each of its claw attacks at its full attack bonus. A revived fossil's base attack bonus is equal to 1/2 its Hit Dice.

Damage: Natural and manufactured weapons deal damage normally. A claw attack deals damage depending on the revived fossil's size. (If the base creature already had claw or talon attacks, use whichever damage value is higher.)

Size	Damage
Diminutive or Fine	1d3
Tiny	1d4
Small	1d8
Medium	2d6
Large	2d8
Huge	2d10
Gargantuan	2d12
Colossal	2d20

Special Attacks: A revived fossil retains none of the base creature's special attacks.

Special Qualities: A revived fossil loses most special qualities of the base creature, though it retains any extraordinary special qualities that improve its melee or ranged attacks. A revived fossil also gains the following special qualities.

Bonus Hit Points: Because its body is a mass of stone, a revived fossil is hard to destroy. It gains bonus hit points based on size, as shown on the following table.

Size	Bonus Hit Points
Diminutive, Fine, Tiny	-
Small	10
Medium	20
Large	30
Huge	40
Gargantuan	60
Colossal	80

Damage Reduction 10/Adamantine: Revived fossils are similar to animated stone statues.

Immunity to Cold (Ex): Revived fossils are not affected by cold.

Saves: Base save bonuses are Fort +1/3 HD, Ref +1/3 HD, and Will +1/2 HD + 2.

Abilities: A revived fossil's Dexterity decreases by 2, it has no Constitution or intelligence score, its Wisdom changes to 10, and its Charisma changes to 1.

Skills: A revived fossil has no skills.

Feats: A revived fossil loses all feats of the base creature but gains Combat Reflexes.

Environment: Any, usually same as base creature.

Organization: Any.

Challenge Rating: Same as base creature +3.

Treasure: None.

Alignment: Always neutral evil.

Advancement: As base creature (or - if the base creature advances by character class).

Level Adjustment: -.

From *Libris Mortis*:

SLAUGHTER WIGHT

Medium Undead

Hit Dice: 18d12+18 (135 hp)

Initiative: +9

Speed: 30 ft. (6 squares)

Armor Class: 19 (+5 Dex, +4 natural), touch 15, flat-footed 14

Base Attack/Grapple: +9/+16

Attack: Slam +11 melee (1d8+15/17-20 plus energy drain)*

Full Attack: Slam +11 melee (1d8+15/17-20 plus energy drain)*

Space/Reach: 5 ft./5 ft.

Special Attacks: Create spawn, energy drain

Special Qualities: Augmented critical, darkvision 60 ft., inescapable craving, undead traits

Saves: Fort +6, Ref +11, Will +11

Abilities: Str 24, Dex 21, Con -, Int 11, Wis 10, Cha 16

Skills: Climb +17, Hide +22, Listen +15, Move Silently +22, Spot +19, Swim +13

Feats: Daunting Presence**, Death Master**, Eviscerator**, Improved Critical, Improved Initiative, Improved Toughness**, Power Attack

Environment: Any

Organization: Solitary, gang (2-4), or death squad (5-10)

Challenge Rating: 8

Treasure: Standard

Alignment: Always chaotic evil

Advancement: 19-21 HD (Medium); 22-28 HD (Large)

Level Adjustment: -

*Includes adjustments for Power Attack feat.

**New feats described in Chapter 2.

A slender, wiry corpse moves toward you, supernatural agility obvious in its motions. Its leathery, desiccated flesh ripples across its body, tolerant of the creature's quick movements despite being lifeless parchment.

Slaughter wights are undead that have been specially touched by dark gods, endowing them with a vicious hatred of life that goes beyond that of simple walking dead. A slaughter wight's appearance is an exaggerated and horrifying effigy of the form it had in life.

Though sometimes found lurking in barrows, more often slaughter wights skulk through the night time streets of large cities seeking to fulfil an order or contract on a living human target. After all, slaughter wights make exceptional assassins.

A slaughter wight is about the height and weight of a human.

Slaughter wights speak Common.

COMBAT

Slaughter wights are deadly combatants, not only because of their supernaturally strong blows and ability to drain life from their foes, but also because of their special knowledge that allows them to deal and master death (see feats).

A slaughter wight normally attacks using its Power Attack feat, taking a -5 penalty on its attack rolls and gaining a +5 bonus on damage rolls.

Augmented Critical (Ex): A slaughter wight is so practiced at dealing death that it has learned the trick of better aiming its blows to deal maximum damage. Coupled with its Improved Critical feat, a slaughter wight's threat range for its slam attack is 17-20.

Create Spawn (Su): Any humanoid slain by a slaughter wight becomes a normal wight in 1d4 rounds. Spawn created by a slaughter wight are under its command and remain enslaved until their master's destruction. They have the statistics of normal wights (see Monster Manual, page 255) and do not retain any of the abilities they had in life.

Sometimes a newly created spawn becomes a slaughter wight instead of a mere wight, though the wiles of the dark gods determine such instances (that is, the DM decides when this occurs).

Energy Drain (Su): A living creature hit by a slaughter wight's slam attack gains one negative level. Removing the negative level requires a DC 21 Fortitude save. The save DC is Charisma-based. When a slaughter wight bestows a negative level on a victim, it gains 5 temporary hit points (10 on a critical hit). These temporary hit points last for up to 1 hour.

Inescapable Craving: A slaughter wight has an inescapable craving (see the Undead Metabolism section in Chapter 1) for life force, which it satisfies by using its energy drain attack.

From *Monster Manual II*:

ELEMENTAL WEIRD

Earth Weird

Large Elemental (Earth)

Hit Dice: 15d8+45 (112 hp)

Initiative: +6

Speed: 30 ft., burrow 30 ft.



Armor Class: 15 (-1 size, +2 Dex, +4 natural), touch 11, flat-footed 13

Attack: Slam +15 melee (2d6+7)

Full Attack: Slam +15/+10/+5 melee (2d6+7)

Space/Reach: 10 ft./10 ft.

Special Attacks: Elemental command, spells

Special Qualities: DR 10/magic, earth mastery, earth pool, elemental traits, prescience, regeneration 10, SR 25, tremorsense

Saves: Fort +14, Ref +9, Will +11

Abilities: Str 21, Dex 14, Con 17, Int 20, Wis 23, Cha 22

Skills: Concentration +10, Diplomacy +17, Intimidate +15, Knowledge (any three) +12, Listen +8, Sense Motive +13, Spot +8

Feats: Alertness, Dodge, Empower Spell, Great Fortitude, Improved Initiative, Lightning Reflexes, Maximize Spell

Environment: Any land or underground, or appropriate element

Organization: Solitary, pair, or charm (3-4)

Challenge Rating: 12

Treasure: Double standard

Alignment: Usually neutral

Advancement: 16-30 HD (Large); 31-45 HD (Huge)

Weirds are cryptic beings of elemental force who are powerful in the art of divination. They are oracles, soothsayers, and seers of knowledge past, present, and future. Each weird is composed of material from one of the four elements (air, earth, fire, or water) and has special knowledge of the particular aspect of fate with which its element is associated (see below). These creatures dwell in remote or hidden locations on the

Material Plane—a fact that makes travel difficult for those seeking their counsel.

The upper body of a weird always resembles that of a beautiful female humanoid. The lower half may be either humanoid or a serpentine column. A weird rises from a pool of the appropriate element, which it can never leave.

A weird can divine information that could change the very course of history. It has its finger on the pulse of fate and knows exactly where possible courses of action might lead. Like most seers, an elemental weird never provides a clear, concise prophecy. Some of the message may seem forthright, but some is always confusing or just difficult to decipher because the listener does not have enough information to understand the weird's meaning. Though its messages can be misinterpreted, a weird's warnings and advice are never wrong. Its counsel is seldom free, however, so anyone beseeching a weird had best bring offerings or be prepared to undertake a quest of vital importance to the creature.

A weird can communicate with any creature that has a language.

COMBAT

Elemental weirds do not fight if they can avoid it. If they must fight, they begin by summoning elementals to defend them. If any other elementals are present (regardless of type), the weird attempts to gain control of them and turn them against its foes. Meanwhile, the weird remains in the center of its pool, using divination magic to foresee possible consequences of the battle and acting accordingly.

If forced into melee, a weird uses its reach to lash out at nearby foes. If seriously threatened, a weird retreats back to its plane of origin.

Elemental Command (Su): A weird can attempt to gain control over any elemental within 100 feet regardless of the latter's elemental type. The elemental must make a successful Will save (DC 23) or succumb to the weird's control. An elemental that saves against this attack is immune to that weird's elemental command ability for 24 hours. There is no limit to the number of elementals that a weird can control.

Once under the weird's control, an elemental serves the weird until either it or the weird dies, until the weird dismisses it, or until the duration of its summoning expires. It obeys the weird explicitly, even if ordered to attack the being who originally summoned it. The weird does not need to concentrate to maintain control over any elemental it commands.

Elemental Pool (Su): Each weird dwells within a large pool (at least 20 feet across and 40 feet deep) filled with the purest form of its element. The pool is always secured to a flat surface (floor, wall, or ceiling; see

individual entries for possible orientations) such that its depth forms a hollow within that surface. The surface must have sufficient depth to accommodate the pool. An elemental pool can also exist as a separate area inside a larger volume of the same element; for example, a water weird's pool might be situated at the bottom of an ocean or lake.

The base of the pool contains a portal to the weird's native plane. Three times per day, the weird can summon forth 2d4 huge elementals, 1d2 greater elementals, or 1 elder elemental through this portal. Any nonelemental creature entering a pool without the weird's permission must succeed at a Fortitude save (DC 20) each round or be irrevocably transformed into the elemental material of the pool. Creatures granted access to the pool by the weird are not subject to transformation. However, creatures allowed to enter a pool must still provide their own protection from the elemental material, as well as the means to breathe and move within that environment. Otherwise, they suffer the effects given in the individual entry.

A weird is physically tied to its pool and cannot leave except to return to its native plane through the portal. A weird may rise up to height of 10 feet above the surface of its pool, but the lower part of its body must always remain in contact with the elemental material. Once a weird exits the pool for its native plane, the portal closes, and the pool loses its special effects.

Elemental Traits (Ex): An elemental weird is immune to poison, sleep, paralysis, and stunning. It is not subject to critical hits or flanking, and it cannot be raised or resurrected. The creature also has darkvision (60-foot range).

Precience (Su): At will and as a free action, a weird can duplicate the effect of any of the following divination spells: *analyze dweomer, clairaudience/clairvoyance, contact other plane, detect thoughts, discern location, find the path, foresight, greater scrying, legend lore, locate creature, locate object, tongues, true seeing, vision*. Caster level 18th; save DC 16 + spell level.

EARTH WEIRD

Earth weirds are foretellers of death and doom. They can pronounce an individual's impending fate or warn of a coming apocalypse. They are also prognosticators of wealth and fortune, foreseeing who shall succeed or fail in the pursuit of material possessions. An earth weird's pool is often situated at the base of a mountain or deep underground. An earth weird's upper body resembles that of a beautiful human woman. The creature has sparkling gemstones for eyes and hair the brown color of earth, streaked with veins of gold and silver. The lower body is a shifting column of stone and dirt that connects to the earth pool.

Spells: An earth weird can cast arcane spells and divine spells from the Earth and Destruction domains

as an 18th-level sorcerer (spells known 9/5/5/4/4/4/3/3/2/1; spells/day 6/8/8/7/7/7/7/6/5/3; save DC 16 + spell level).

Earth Mastery (Ex): An earth weird gains a +1 bonus on attack and damage rolls if its foe is touching the ground.

Earth Pool: This pool is filled with churning mud, rocks, and earth. Every creature within it (except the earth weird) takes 4d8 points of damage per round from the ever-grinding earth. In addition, creatures entering the pool suffocate if they do not have a way to breathe and are entombed (unable to move) if they cannot burrow. An earth weird's pool may be affixed only to a horizontal surface, and it may appear only in a right side up position (such as in the floor of a cavern).

Tremorsense (Ex): An earth weird can automatically sense the location of anything within 60 feet that is in contact with the ground.

WEIRD SOCIETY

All weirds, regardless of their elemental subtypes, are connected to each other in fundamental ways. They share a unique, secret bond that is evidenced in their level of cooperation. A weird that cannot provide the desired knowledge to a supplicant usually guides him or her to another weird for better counsel. Weirds of different elements often place their pools close to one another to broaden the range of divination services available to supplicants in an area.

Weirds are strongly linked to the Material Plane. They have all chosen to leave their native planes and serve as diviners for the humanoid races. Though they are bound to their pools, weirds can interact with other races through mortal agents that specialize in divination magic.

From *Monster Manual II*:

KAORTI

Medium-Size Outsider (Evil, Extraplanar)

Hit Dice: 2d8 (9 hp)

Initiative: +2

Speed: 30 ft.

AC: 18 (+2 Dex, +2 natural, +4 resin scale armor), touch 12, flat-footed 16

Base Attack/Grapple: +2/+0

Attack: Bite +1 melee, or ribbon dagger +4 melee, or darts +4 ranged

Full Attack: Bite +1 melee, or ribbon dagger +4 melee, or darts +4 ranged

Damage: Bite 1d6-2, ribbon dagger 1d4-2/x4, darts 1d4-2

Space/Reach: 5 ft./5 ft.

Special Attacks: Spell-like abilities, vile transformation

Special Qualities: Material vulnerability, outsider traits, poison immunity

Saves: Fort +3, Ref +5, Will +3

Abilities: Str 7, Dex 14, Con 11, Int 14, Wis 11, Cha 16

Skills: Concentration +5, Craft (any two) +7, Heal +13, Intimidate +8, Knowledge (arcana) +7, Knowledge (the planes) +7, Spellcraft +9 (+11 decipher spells on scrolls), Survival +5 (+7 on other planes), Use Magical Device +7 (+9 scrolls)

Feats: Exotic Weapon Proficiency (ribbon dagger) (B), Weapon Finesse

Climate/Terrain: Any nonnatural (Far Realm)

Organization: Solitary, patrol (2-9), cyst pilgrimage (10-20 plus 1-3 kaorti thralls), or cyst (21-60 plus 10-20 thralls and 1 skybleeder per 15 kaortis)

Challenge Rating: 1

Treasure: Standard, items only

Alignment: Usually neutral evil

Advancement: By character class

Level Adjustment: +2

Agés ago, a group of curious wizards sought to pierce the boundaries of known existence and penetrate to a distant dimension on the other side of reality. This region, known to scholars as the Far Realm, is a realm of madness and nightmare. The explorers felt confident of their abilities and only intended to stay

for a few hours. Unfortunately, their confidence was misplaced. Not moments after their arrival in the Far Realm, they were absorbed by a nameless entity. The explorers transformed into terrible natives of the Far Realm, becoming the first kaortis.

The explorers went mad and forgot all they knew of the Material Plane. The gateway between the Far Realm and the Material Plane disturbed them. The newly formed kaortis acted without thought, travelling back through the portal to destroy it. Doing so removed the source of pain in the Far Realm, but it stranded the kaortis on the Material Plane—a realm now deadly to the very fabric of their being. Many of the new kaortis succumbed before they succeeded in encysting themselves within the secluded wizard's school from which they had set out. From that first cyst, the kaortis have spread out to menace the world.

Humanoid in shape, a kaorti must dress in form-fitting armor made of thick resins and tissues grown and cultivated by kaorti alchemists whenever one ventures from its cyst. A kaorti in a resin suit looks like an emaciated human with elongated arms and legs. It has three long fingers and a long thumb on each hand, and its motions are slithery and undulant. Its bulbous head is affixed to its body by a long neck. A kaorti's face almost always remains hidden behind windings of resin.

Outside its resin suit, a kaorti is decidedly nonhuman in appearance. Its skin, brownish green in color swirled with livid pinks and reds and purples, seems to be almost transparent and liquid as it slithers and runs over the creature's visible entrails. A kaorti's fingers are little more than boneless tendrils. Its face looks like that of a melted spider. Its palms constantly secrete a thick, green resin that can be crafted by kaorti "smiths" into weapons or armor or reinforcements for their lairs. The average kaorti is 7 feet tall and weighs 100 pounds.

Kaortis speak their own guttural language and have picked up smatterings of many other languages during the interrogation of prisoners. Most kaortis can speak Common and Sylvan.

Kaortis prefer to use magic against their enemies, while their transformed minions and thugs engage in melee. When magic fails, a kaorti tries to fight with ranged weapons if it can; kaorti are proficient with all simple ranged weapons as well as with shuriken. A kaorti caught in melee combat usually flees in an attempt to regain the needed distance for its spells and ranged attacks.

Kaorti can be summoned using a *summon monster II* spell.

Spell-Like Abilities: 1/day – *alter self*, *color spray*, *feather fall*, *ray of enfeeblement*, *reduce*, *spider climb*. Caster level 2nd; save DC 14 + spell level.

Vile Transformation (Su): A kaorti can infuse any living creature with otherworldly essence from the Far Realm, permanently transforming the target into a mockery of its previous form. This process takes 8 hours, during which time the kaorti's jaws must be locked onto the victim, who must be either willing or helpless for the duration. After 8 hours, the victim must make a Fortitude save (DC 11). Failure indicates that the victim transforms into a kaorti (if the victim was a humanoid), or into a kaorti thrall. If the victim succeeds at the save, the kaorti can attempt the transformation again; each additional attempt to transform a victim increases the save DC by +1.

Creatures transformed into kaortis retain any class abilities and modify their ability scores as follows: Str -4, Dex +4, Int +4, Cha +6. They become neutral evil and embrace the racial ethos of the kaortis. They gain all of the other abilities and disadvantages of a standard kaorti. This transformation is the only way the kaorti can propagate their kind.

A victim transformed into a kaorti thrall gains the fiendish creature template, except that instead of gaining the smite good special attack, it gains the ability to cast true strike on itself once per day.

Material Vulnerability (Ex): The Material Plane is painful to an unprotected kaorti. An unprotected kaorti must make a Fortitude save each hour (DC 15, +1 per previous check) or take 1d6 points of subdual damage and become fatigued. The fatigued condition persists until the kaorti recovers all the subdual damage it took from its exposure to the Material Plane. If a kaorti is rendered unconscious through the accumulation of subdual damage (from this ability or from any other source), the Material Plane environs begin to deal normal damage at the same rate (Fort save negates; save DC continues to increase per check as stated above). A kaorti wearing a resin suit, or a kaorti inside a cyst, is protected from the effects of the Material Plane.

Outsider Traits: Kaortis have darkvision (60-foot range), and they cannot be raised or resurrected (though a wish or miracle spell can restore life).

Skills: Kaortis have a +8 racial bonus on Heal checks.

KAORTI SOCIETY

Kaortis live in remote regions, dwelling in captured forts, monasteries, or mines. They quickly coat the entirety of their lairs with the same resin they build their weapons and armor from, protecting themselves from the deleterious influence of the Material Plane. These lairs are known as kaorti cysts.

Kaortis have little interest in idle pastimes. They are consumed with one overriding goal: to pervert the natural world and feed it into the Far Realm. The kaortis understand that realization of this goal is likely centuries away, and may well be impossible. Nevertheless, they are dedicated to this goal,

transforming one creature at a time if that's what it takes.

Kaorti greatly respect and admire arcane magic. Sorcerers and wizards are often found as leaders in kaorti cysts. These leaders are charged with expanding the race's territories and making sure the cyst is well defended. This leaves the bulk of a kaorti cyst's population free to work on the transformation of creatures into kaorti or thralls. Nonhumanoid victims that are transformed into thralls make up the bulk of a kaorti cyst's defenses.

When a cyst's population reaches about five dozen kaortis, approximately two dozen of them strike out into the world to seek a place to build a new cyst. A few old cysts have ceased to calve off pilgrimages; the kaortis of these cysts work to perfect new thrall races designed to function on the Material Plane without danger. The skybleeder and the rukanyr (both described later in the *Fiend Folio*) are perhaps the most successful of these creations so far.

Prisoners taken by kaortis are fed and made comfortable by their captors, but only as long as the kaortis think that their captives have vital information about the outer world to impart. Once a prisoner is deemed to have divulged all pertinent information, he is quickly scheduled for transformation.

Kaortis encountered outside a cyst are either pilgrims looking for a new cyst site, spies gathering information about the neighboring lands, or a small band charged with seeking out new victims for transformation. Kaortis make full use of their alter self ability to infiltrate villages and cities.

KAORTI ITEMS

Kaorti devices are made from resins secreted by the creatures' palms. The resin is shaped while fresh, and then (if appropriate) alchemically treated to maintain its flexibility.

The principal use for kaorti resin is to create a cyst, a space enclosed by walls of resin. Within such a space, kaortis are protected from the harmful effects of the Material Plane. A kaorti can produce roughly 1 cubic foot of resin each day, enough to coat 10 square feet of surface to a depth of 1 inch. It takes a kaorti about 1 hour to produce and apply this much resin. The substance dries to a rigid covering 1 hour after being applied. Walls and doors encrusted with this resin have their hardness increased by 2.

Untreated kaorti resin lasts for only about 500 days before crumbling to shards, so kaortis constantly maintain the walls of their cysts. A single kaorti can keep a 40-foot-square room 10 feet high covered in resin by spending 1 hour a day maintaining its cyst.

Resin Suit: A kaorti resin suit consists of thin straps of alchemically treated resin that are wrapped

around the body fully, similar to a mummy's bandages. A resin suit is light armor with the following properties: +4 armor bonus, +3 maximum Dex bonus, -4 armor check penalty, 25% arcane spell failure chance. Creatures other than kaortis can wear resin suits, but the resin causes most humanoids to break out in hives. In addition to its armor qualities, a kaorti resin suit protects a creature on the Material Plane from the effects of the environment.

Resin suits are costly and time-consuming to make; ordinary kaorti (those with 1 HD) are only rarely allowed to use them as a result.

Cost: 250 gp. Weight: 20 lb.

Ribbon Dagger: A ribbon dagger is a Small exotic weapon crafted from alchemically treated kaorti resin. It consists of a resin handle to which is affixed a 1-foot-long flexible strip of resin. This ribbon of resin is razor-sharp and deals 1d4 points of damage on a hit with a critical multiplier of x4. The ribbon can wrap around objects with ease; disarm attacks made with a ribbon dagger gain a +2 bonus.

Cost: 50 gp. Weight: 1 lb.

KAORTI CHARACTERS

A small number of kaortis turn rogue and abandon their native cysts. These characters have resisted the psychological transformation into kaorti, and struggle to survive in a hostile world.

Kaortis have a natural predisposition to become sorcerers. Kaorti sorcerers generally become the leaders of a kaorti cyst. Kaorti wizards do not keep ordinary spellbooks; they record their spells on long strips of resin that are hung from the ceiling in the kaorti's lair. Kaorti wizards or sorcerers never summon animal familiars. Most nonspellcasting kaortis are rogues, although fighter kaortis are not unheard of. Kaortis only rarely become barbarians, and no instance of a divine spellcaster kaorti has been recorded.

Sorcerer is a kaorti's favored class. Because of its special abilities, a kaorti PC's effective character level (ECL) is equal to its class level + 4. Thus, a 1st-level kaorti sorcerer has an ECL of 5 and is the equivalent of a 5th-level character.

From *Lords of Madness*:

PSEUDONATURAL CREATURE

Past the timeless eons that lie between the stars, pseudonatural creatures dwell beyond the planes as we know them, nestled in far realms of insanity. When summoned to the Material Plane, they often take on the form and abilities of familiar creatures, though they are more gruesome in appearance than their earthly counterparts. Alternatively, they might appear in a manner more consistent with their origins, manifesting as masses of writhing tentacles or other even more terrible-looking forms.

CREATING A PSEUDONATURAL CREATURE

"Pseudonatural" is an acquired template that can be added to any corporeal creature (referred to hereafter as the base creature).

A pseudonatural creature uses all the base creature's statistics and abilities except as noted here. Even though the creature's type changes, do not recalculate Hit Dice, base attack bonus, or skill points.

Size and Type: The creature's type changes to outsider. Size is unchanged.

Special Attacks: A pseudonatural creature retains all the special attacks of the base creature and also gains the following attack.

True Strike (Su): Once per day, a pseudonatural creature can gain a +20 insight bonus on a single attack roll. In addition, the creature suffers no miss chance against a target that has concealment or total concealment when making this attack.

Special Qualities: A pseudonatural creature retains all the special qualities of the base creature and also gains the following special qualities.

Resistance (Ex): A pseudonatural creature has resistance to acid and electricity based on the base creature's Hit Dice (see the table below).

Damage Reduction (Ex): A pseudonatural creature gains damage reduction based on the base creature's Hit Dice (see the table below).

		Acid, Electricity	
Hit Dice		Resistance	DR
1-3		5	-
4-7		5	5/magic
8-11	10		5/magic
12 or more		15	10/magic

Alternate Form (Su): As a standard action, a pseudonatural creature can take the form of a

grotesque, tentacled mass (or another appropriately gruesome form, as determined by the DM). Despite the alien appearance, its abilities remain unchanged. Other creatures receive a -1 morale penalty on their attack rolls against a pseudonatural creature when it is in this alternate form.

Spell Resistance (Ex): A pseudonatural creature gains spell resistance equal to 10 + the base creature's HD (maximum 25).

Abilities: Same as the base creature, but intelligence is at least 3.

Environment: Any land and underground.

Challenge Rating: Up to 3 HD, as base creature; 4 HD to 11 HD, as base creature +1; 12 or more HD, as base creature +2.

From *Lords of Madness*:

GAS SPORE

Large Plant

Hit Dice: 10d8-30 (15 hp)

Initiative: -3

Speed: 5 ft. (1 square), fly 20 ft. (poor)

Armor Class: 6 (-1 size, -3 Dex), touch 6, flat-footed 6

Base Attack/Grapple: +7/+14

Attack: Slam +9 melee (1d6+4 and spores)

Full Attack: Slam +9 melee (1d6+4 and spores)

Space/Reach: 10 ft./5 ft.

Special Attacks: Death throes, infestation

Special Qualities: All-around vision, beholder camouflage, flight, low light vision

Saves: Fort +4, Ref +0, Will +3

Abilities: Str 16, Dex 4, Con 4, Int -, Wis 10, Cha 1

Skills: Disguise -5 (+15 imitating beholders), Search +4, Spot +4

Feats: -

Environment: Cold hills

Organization: Solitary, pair, or cluster (3-6)

Challenge Rating: 3

Treasure: Spores; see text

Alignment: Always neutral

Advancement: -

Level Adjustment: -

A bulbous body floats toward you. It has a central, unblinking eye, and a large maw filled with daggerlike teeth. Smaller eyes, attached to wriggling stalks, sprout from the top of the orb-like body.

The gas spore is a highly specialized form of plant life originally created by ancient beholder mages. Since then, these prolific creatures have spread far and wide.

While a gas spore resembles a beholder in appearance, it is in fact a form of fungus. The creature is hollow, filled with a large volume of spores under terrific pressure.

A gas spore is typically about 8 feet across but weighs only 50 pounds.

COMBAT

Gas spores are mindless, but far from harmless. When they sense a nearby creature, they immediately approach and attempt to infest the creature with spores. A gas spore attacks by slamming into a creature with its body. Upon contacting a target, thousands of tiny filaments lash at the creature's flesh and infest it with spores. As mindless creatures, gas spores pursue their selected target relentlessly until slain or until the target escapes beyond their range of sight. Even then, a gas spore continues to drift lazily in the direction it last saw its target.

Death Throes (Ex): A gas spore reduced to 0 or fewer hit points immediately explodes in a powerful burst of spores and foul-smelling gas. This blast affects all creatures in a 10-foot radius, dealing them 6d6 points of sonic damage and exposing them to the spores (see infestation, below). A DC 12 Reflex save halves the damage. The save DC is Constitution-based. The spores are dispersed in this explosion and cannot be harvested thereafter.

Infestation (Ex): Any living nonplant creature that is damaged by a gas spore's slam attack or its death throes must immediately succeed on a DC 12 Fortitude save or become infested with spores. An infested creature takes 1d4 points of Constitution damage upon becoming infested and an additional 1d4 points of Constitution damage every hour that follows as the spores rapidly grow and consume flesh. The save DC is Constitution-based.

These spores are similar to poison, and anything that delays, neutralizes, or prevents poisoning has a similar effect on the spores. Creatures immune to extra damage from

critical hits or immune to poison are immune to a gas spore's infestation.

When the victim's Constitution is reduced to 0, it dies. Its body immediately dissolves into a formless mush that transforms into 1d4 Small gas spores over the course of 1 minute. Each Small gas spore has 1 Hit Die. These gas spores grow rapidly, gaining 1 Hit Die per minute until they reach their maximum size (10 Hit Dice).

Beholders, beholderkin, and creatures with beholder grafts are immune to gas spore infestation, and gas spores know intrinsically to ignore such creatures.

All-Around Vision (Ex): A gas spore can see in all directions at once. Because of this, it gains a +4 racial



bonus on Search and Spot checks, and it cannot be flanked.

Beholder Camouflage (Ex): A gas spore's appearance is so clever that it gains a +20 racial bonus on Disguise checks to appear as a beholder.

Flight (Ex): A gas spore's body is naturally buoyant. This buoyancy allows it to fly at a speed of 20 feet. This buoyancy also grants it a permanent feather fall effect (as the spell) with personal range.

HARVESTING GAS SPORES

A typical gas spore yields 1d4 doses of usable gas spore powder with a DC 20 Craft (alchemy) check; failure by 5 or more results in the gas spore's explosion and the destruction of its supply of spores (and possible infestation of the harvester). Gas spore powder is a dangerous poison that costs 500 gp per dose. Anyone who dies of this poison quickly deteriorates into 1d4 Small gas spores as detailed above under the creature's infestation attack.

Poison (Ex): Contact, Fortitude DC 12, initial and secondary damage 1d4 Con.

NEW RULES

NEW FEATS (all from Libris Mortis)

IMPROVED PARALYSIS [MONSTROUS]

You are better at paralyzing your victims.

Prerequisites: Undead type, paralysis special ability, Ability Focus (paralysis).

Benefit: When your natural attacks threaten to paralyze your foe, add a +4 bonus to the save DC.

IMPROVED TOUGHNESS [GENERAL]

You are significantly tougher than normal.

Prerequisite: Base Fortitude save bonus +2.

Benefit: You gain a number of hit points equal to your current Hit Dice. Each time you gain a Hit Die (such as by gaining a level), you gain 1 additional hit point. If you lose a Hit Die (such as by losing a level), you lose 1 hit point permanently.

POSITIVE ENERGY RESISTANCE [MONSTROUS]

You are resilient to the damage dealt by positive energy effects.

Prerequisite: Undead type.

Benefit: You gain resistance 10 against positive energy effects, such as *cure* spells.

NEW SPELLS

From *Complete Arcane*:

RECIPROCAL GYRE

Abjuration

Level: Sorcerer/wizard 5

Components: V, S, M

Casting Time: 1 standard action

Range: Medium (100 ft. + 10 ft./level)

Target: One creature or object

Duration: Instantaneous

Saving Throw: Will half, then Fortitude negates; see text

Spell Resistance: No

You manipulate the magical aura of a creature or object, creating a damaging feedback reaction of arcane power. The target takes 1d6 points of damage per spell level of each functioning spell or spell-like ability currently affecting it (maximum 25d6). For example, a creature who is *hasted* (3rd level), *flying* (3rd level), and protected by a *stoneskin* (4th level wizard version) takes 10d6 points of damage (Will save for half). In addition, any creature that fails its save must then succeed on a Fortitude save or be dazed for 1d6 rounds.

Only spells specifically targeted on the creature in question can be used to create the backlash of a *reciprocal gyre*, so spells that affect an area (such as *invisibility sphere* and *solid fog*) can't be used to deal reciprocal damage to creatures within their area. Likewise, persistent or continuous effects from magic items can't be used to deal reciprocal damage, but targeted spell effects can be – for example, the magic of a *cloak of resistance* can't be used by *reciprocal gyre*, but a spell cast by a *wand of invisibility* could be.

Material component: A tiny closed loop of copper wire.

NEW PRESTIGE CLASSES

From *Savage Species*:

ILLITHID SAVANT

Mind flayers are connoisseurs of brains, but some take this taste to the next level. The illithid savant is an academic who deals in applied science, acquiring new knowledge from the brains he consumes.

Often an illithid savant specializes in the arcane arts, usually as a wizard since he tends toward scholarly pursuits.

Bards, with their insatiable quest for knowledge, frequently gravitate to this career. Less often, a nonclassed mind flayer stumbles onto the path of the savant through consuming a particularly noteworthy brain.

Illithid savants make excellent support members for just about any group, although they prefer the company of other mind flayers. They usually bring several thralls of desired classes or creature types for consumption as needed. A savant often heads up an inquisition or even a cult to pursue his ends.

Hit Die: d4.

REQUIREMENTS

To qualify to become an illithid savant, a character must fulfil all the following criteria.

Race: Mind flayer.

Skills: Knowledge (arcana) 10 ranks.

Special: Must have consumed the brain of a creature of CR 9 or greater.

CLASS SKILLS

The illithid savant's class skills (and the key ability for each skill) are Bluff (Cha), Concentration (Con), Hide (Dex), Intimidate (Cha), Knowledge (any) (Int), Listen (Wis), Move Silently (Dex), Scry (Int, exclusive skill), Search (Int), Sense Motive (Wis), and Spot (Wis).

Skill Points at Each Level: 2 + Int modifier.

Class Features

All of the following are class features of the illithid savant prestige class.

Weapon and Armor Proficiency: Illithid savants

recall esoteric information from the brains of those he has consumed. Just as with a bardic knowledge check (see Chapter 3 of the Player's Handbook for more on this ability and typical check DCs), the illithid savant adds his level in this prestige class and his intelligence modifier as bonuses on any attempt to learn something unusual.

At 2nd, 5th, and 9th level, the illithid savant can make a special lore check two additional times per day.

Acquire Feat (Ex): At 2nd level, an illithid savant permanently acquires one of the feats of a consumed creature, provided he meets that feat's prerequisites. At 4th, 6th, and 8th level, the illithid savant can acquire and use one additional feat from a consumed brain.

TABLE: THE ILLITHID SAVANT

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+0	+0	+2	Acquire skill 1, lore 2/day
2nd	+1	+0	+0	+3	Acquire feat 1, lore 4/day
3rd	+1	+1	+1	+3	Acquire class feature 1
4th	+2	+1	+1	+4	Acquire skill 2, acquire feat 2
5th	+2	+1	+1	+4	Acquire special attack or special quality 1, lore 6/day
6th	+3	+2	+2	+5	Acquire skill 3, Acquire feat 3
7th	+3	+2	+2	+5	Acquire class feature 2
8th	+4	+2	+2	+6	Acquire skill 4, acquire feat 4
9th	+4	+3	+3	+6	Acquire special attack or special quality 2, lore 8/day
10th	+5	+4	+3	+7	Acquire class feature 3

neither gain nor lose proficiency with any weapons, armor, or shields by gaining levels in this class.

Acquire Skill (Ex): At 1st level, an illithid savant can acquire one skill known by a creature whose brain he has consumed, chosen at the time of consumption. He permanently gains all of the creature's ranks in that skill (but not racial or ability score bonuses to the skill modifier) even if his new total is more ranks than the illithid savant's current character level would normally allow. This skill becomes a class skill for the illithid savant, and he may buy more ranks in the skill if the new ranks do not cause him to exceed his maximum ranks in the skill.

At 4th, 6th, and 8th level, the illithid savant can acquire and use one additional skill from a brain.

Lore (Ex): At 1st level, an illithid savant gains the ability to make a special lore check twice per day to

Acquire Class Feature (Ex): At 3rd level, an illithid savant permanently gains one class feature of a consumed brain's owner, as a character of that creature's level in that class. If the former character was a spellcaster, the illithid savant is able to cast one spell of each level available to the character (if the victim was a wizard, the mind flayer must still consult a spellbook or learn from scrolls), as well as any bonus spells provided by the illithid savant's ability scores. If the illithid savant already has spellcasting levels, these spells are in addition to those granted by the illithid savant's spellcasting class levels.

At 7th level and again at 10th level, the illithid savant can gain another class feature from a consumed brain.

Acquire Special Attack or Special Quality (Ex): At 5th level, the illithid savant permanently gains one special attack or special quality of a consumed brain's

owner. The chosen ability must not rely on a physical feature of the consumed creature, such as a gaze attack, a breath weapon, flight, or a natural attack with an appendage not possessed by the mind flayer. If the ability allows a saving throw, the illithid savant uses his own ability score modifier to determine the DC.

At 9th level, the illithid savant can gain another special attack or special quality from a consumed brain.

From Savage Species:

SURVIVOR

During their adventuring career, heroes-especially monster heroes-may find themselves the victims of mental domination, spells, and special attacks. Monster characters may prove especially vulnerable to magical attacks, given that their saving throws often lag significantly behind those of standard-race characters. For this reason, more than a few heroes set up training programs and academies where a character willingly undergoes a program of pain and torture. The students are subjected to frequent assaults to their bodies with cunning traps that challenge agility, psionic torment through mind-affecting spells and hired nonhumanoids, frequent draining attacks by controlled undead, and steady doses of weak poisons. Those who survive the program emerge a few weeks later-tougher, faster, and less vulnerable to attacks.

A survivor's past may lie in any class, as may his future. All that is required is mental and physical focus.

Hit Die: d6.

REQUIREMENTS

To qualify to become a survivor, a character must fulfil all the following criteria.

Base Save Bonus: Highest base save bonus must be lower than character level.

Special: The path of the survivor requires a concentrated month of study to enter the prestige class. During this month, the character must stay in one place and spend all his waking hours in study, practice, and meditation.

CLASS SKILLS

The survivor can spend his skill points to purchase any skills that any of his previous classes (or his base monster race) have

made available as a class skill (though not exclusive skills), or any skill that is eligible as a cross-class skill. The survivor prestige class does not add new skills to a character's list of class skills.

Skill Points at Each Level: 2 + Int modifier.

CLASS FEATURES

All of the following are class features of the survivor prestige class.

Weapon and Armor Proficiency: A survivor neither gains nor loses proficiency with any weapon, armor, or shields by gaining levels in this class.

Uncanny Dodge (Ex): A survivor gains the ability to react to danger before his senses would normally allow him to do so. He retains his Dexterity bonus to Armor Class (if any) regardless of being caught flat-footed or struck by an invisible attacker (he still loses his Dexterity bonus to Armor Class if immobilized).

At 3rd level, the survivor can no longer be flanked; he can react to opponents on opposite sides of him as easily as he can react to a single attacker. This defense denies rogues the ability to use flank attacks to sneak attack the survivor. The exception to this defense is that a rogue at least four levels higher than the survivor can flank him (and thus sneak attack him).

Evasion (Ex): At 2nd level, a survivor gains evasion. If exposed to any effect that normally allows a character to attempt a Reflex saving throw for half damage (such as a fireball), he takes no damage with a successful saving throw. Evasion can only be used if the survivor wears light armor or no armor.

Improved Evasion (Ex): This ability, gained at 4th level, works like evasion, except that while the survivor still takes no damage on a successful Reflex save against spells such as fireball or a breath weapon, he now takes only half damage on a failed save. The survivor's training allows him to get out of harm's way with incredible speed.

Damage Reduction (Ex): At 5th level, a survivor gains the ability to shrug off 5 points of damage from each blow or attack. Subtract 5 from the damage the survivor takes each time he is dealt damage. Damage

TABLE: THE SURVIVOR

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+2	+2	+2	Uncanny dodge (Dex bonus to AC)
2nd	+0	+3	+3	+3	Evasion
3rd	+0	+3	+3	+3	Uncanny dodge (can't be flanked)
4th	+0	+4	+4	+4	Improved evasion
5th	+0	+4	+4	+4	Damage reduction 5/-

reduction can reduce damage to 0, but not less than 0. This damage reduction stacks with any other damage reduction of the "x/" type (such as the damage reduction that is a class feature of the barbarian).

DUMATHOIN

Keeper of Secrets Under the Mountain, The Silent Keeper, The Mountain Shield

Male Intermediate Dwarven Deity

Symbol: Faceted gem inside a mountain

Alignment: N

Areas of Concern/Portfolio: Buried wealth, ores, gems, mining, exploration

Worshippers: Dwarves, gemsmiths, metal-smiths, miners

Favored Weapons: warhammer (m) or any pick (m)

Domains: Community (Complete Divine), Earth, Knowledge, Oracle (Complete Divine), Protection



Dumathoin (DOO-muh-thoe-in) is the Keeper of Secrets Under the Mountain, and he hides the secrets of the earth until diligent and deserving dwarves are ready to be guided to them. He lays veins of iron, copper, gold silver, and mithral where he feels they will best benefit his followers. He watches over the safety and security of miners of all races.

Dumathoin created a paradise under the Mountains for the dwarves when Moradin named him their protector. He shaped natural caverns of great beauty, studded with rich and beautiful deposits of shining metals and glittering outcroppings of crystalline gems. He was angered when the dwarves began to mine the mountains, destroying the beauty he had created. Dumathoin was pleased, flattered and a little awed however, when he saw the finely crafted items the dwarves produced from the ores they had mined. He no longer objects to tunnelling, mining, or the collecting of treasures underground. The Silent Keeper frowns, however, on clumsy or crude rock-cutting that does not smooth the earth, follow the natural flows, and highlight the individual features of the rocks. Cutting that causes cavern collapses and floodings are even less to his liking and he is openly angered by those who pillage. Pillagers, in Dumathoin's eyes, are beings of all races who take the earth's riches away (in other words, to the surface) for unfair or selfish purposes, taking more than their share and leaving rubble and other messes in their wake.

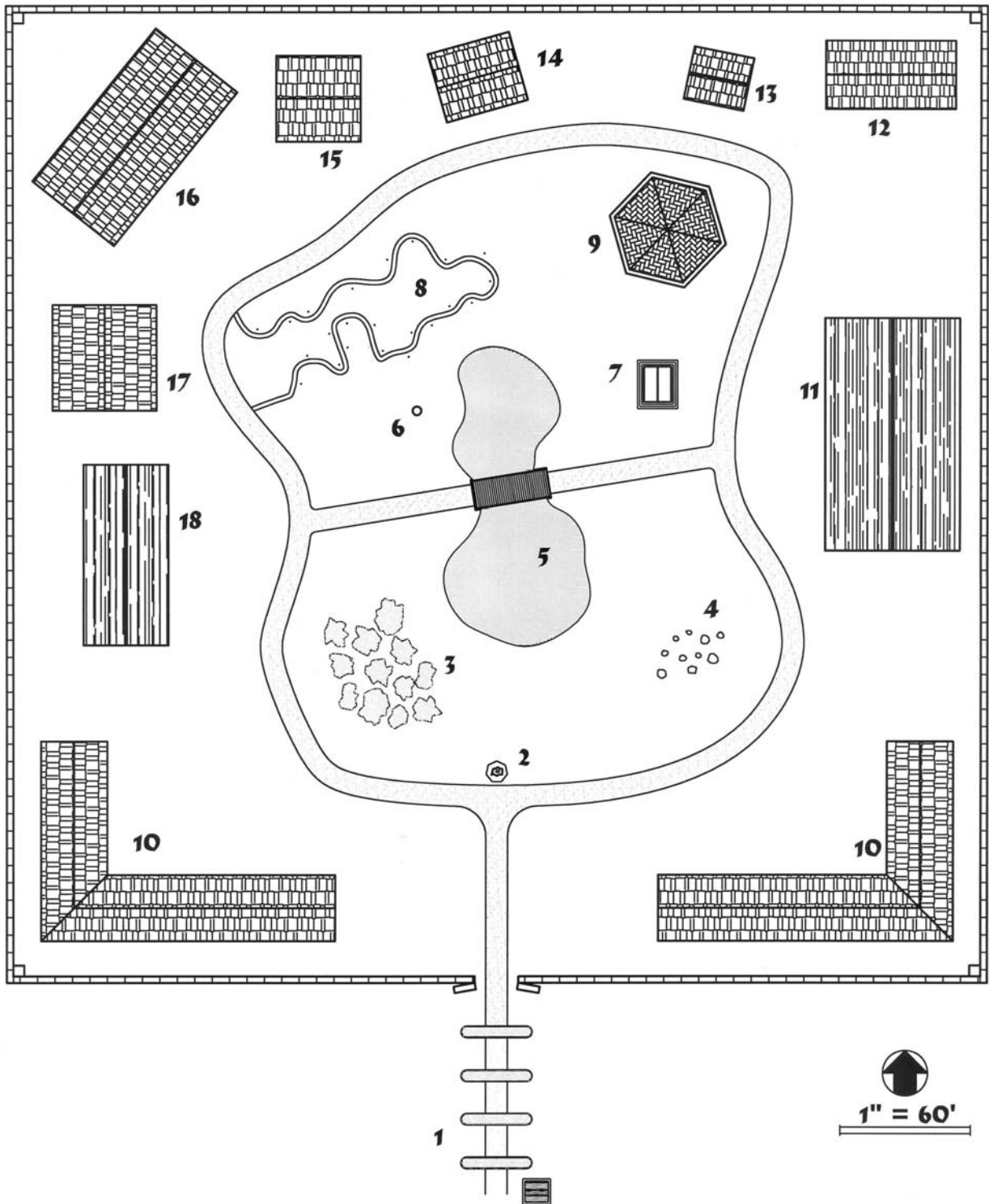
The Silent Keeper never speaks, communicating instead with gestures. He has never been known to do more than grunt or sigh (in exertion or pain) in the presence of mortals. Dumathoin may also set subtle clues as to his purposes and the nature of the world beneath the surface, such that only those with keen

eyes and wits can perceive them. The Keeper has a stolid patience and tolerance (particularly of nondwarves and hasty behavior) lacking in most other dwarven deities. However, he is just as patient and implacable an enemy when angered. Most who offend Dumathoin and realize what they have done set at once to loudly and fervently praying for his forgiveness. They frequently offer to make amends by bringing back gems and metal treasures to the place where they offended him-immediately, if possible, or by a specified time otherwise. If they keep this promise Dumathoin is usually appeased. If they seem forgetful, they had better not ever go near a mountain or cave again!

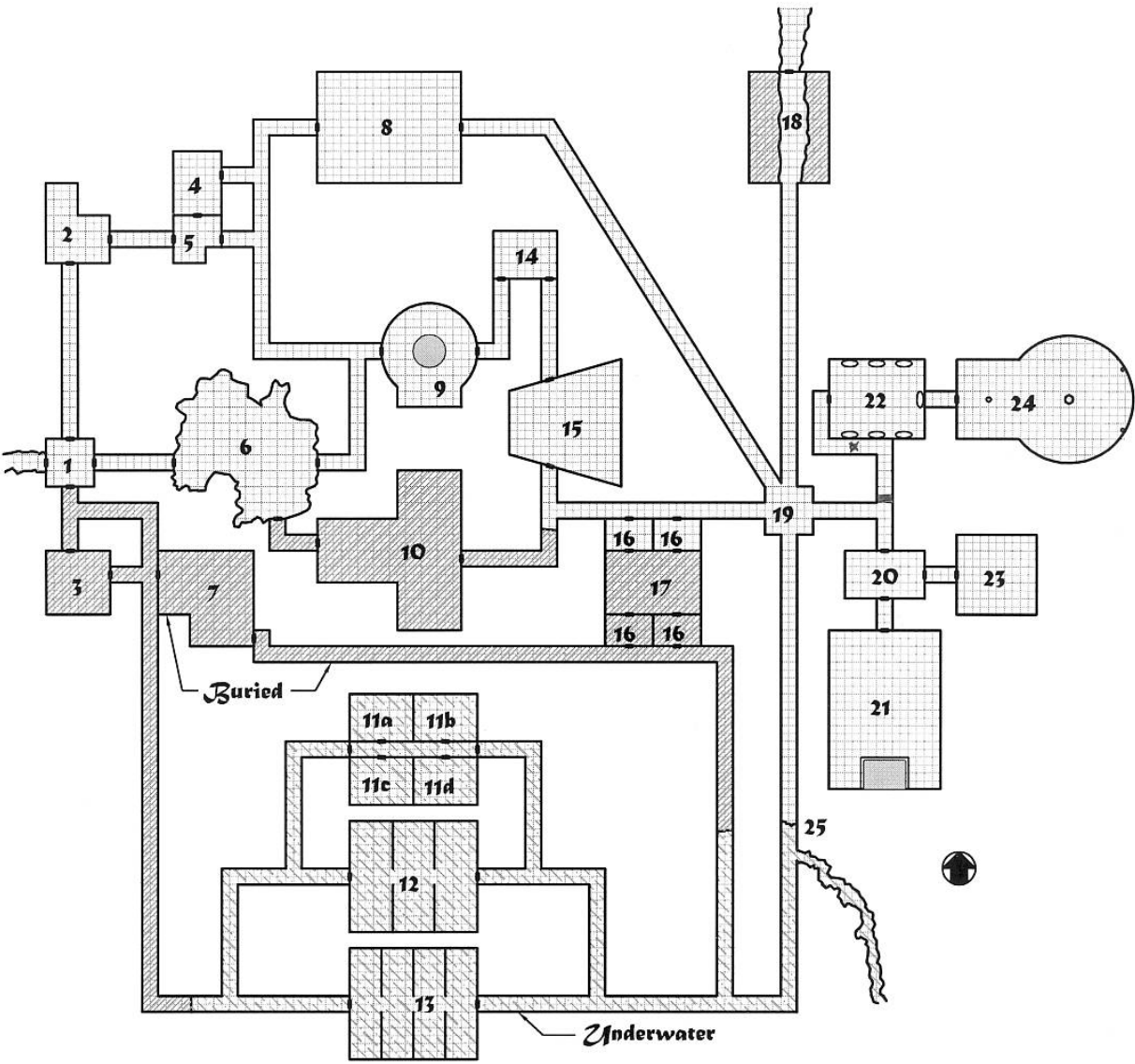
Walk the deep and silent ways of Dumathoin. Seek out the hidden gifts of the Keeper of Secrets Under the Mountain. That which is hidden is precious, and that which is precious shall stay hidden. Seek to enhance the natural beauty of Dumathoin's gifts and go with, not against, the contours of the deeps. Beauty is the discovery and the crafting, not the holding. Keep the places of our dead inviolate and well tended; the noble ancestors of our race will neither be robbed nor moved through the actions of thieves and defilers. Abide not undead creatures, especially those that take the form of dwarves, thus mocking the creation of Moradin.

In addition to protecting dwarven mines, the clergy of Dumathoin seek out new mineral and gem deposits, supervise mining activities to ensure the proper respect is paid to the mountain, and develop strategies to defeat the strange creatures sometimes accidentally exhumed during excavations. Dumathoin's clergy builds underground temples in the deepest caverns, always near an impressive vein of precious metal or a bed of natural gems. Such bounty remains a part of the temple and free from harvest as a testament to the local clan leader's reverence for the Silent Keeper. Clerics pray for spells in the morning. Dumathoin also serves as the dwarves' deity of the dead, and hence his clerics are tasked with disposing of corpses and seeing that their souls pass successfully to the afterworld.

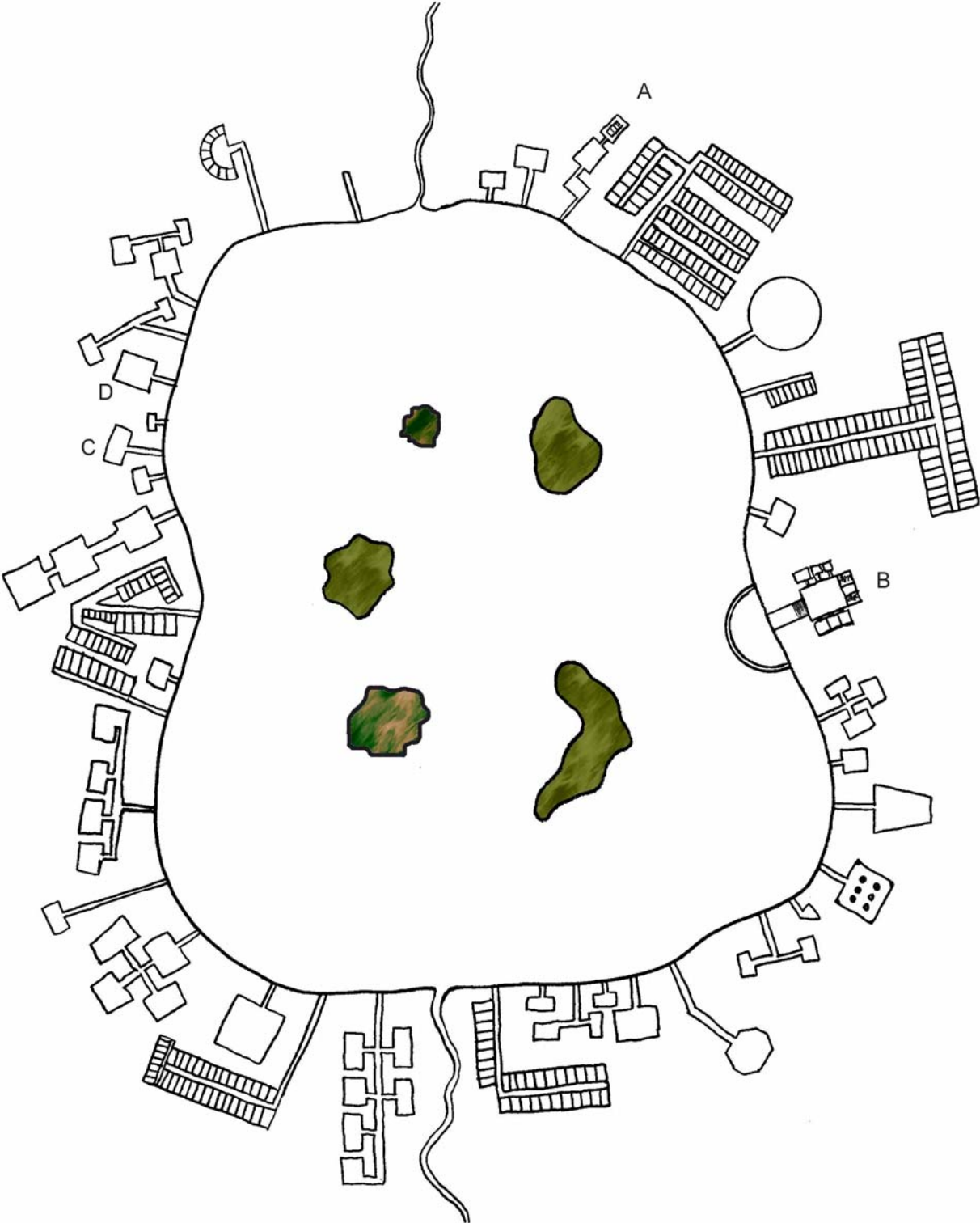
Excerpted from the Living Greyhawk Official Listing of Deities for Use in the Campaign Version 2.0 (2005), Demihuman Deities (1998) by TSR, and various online resources.



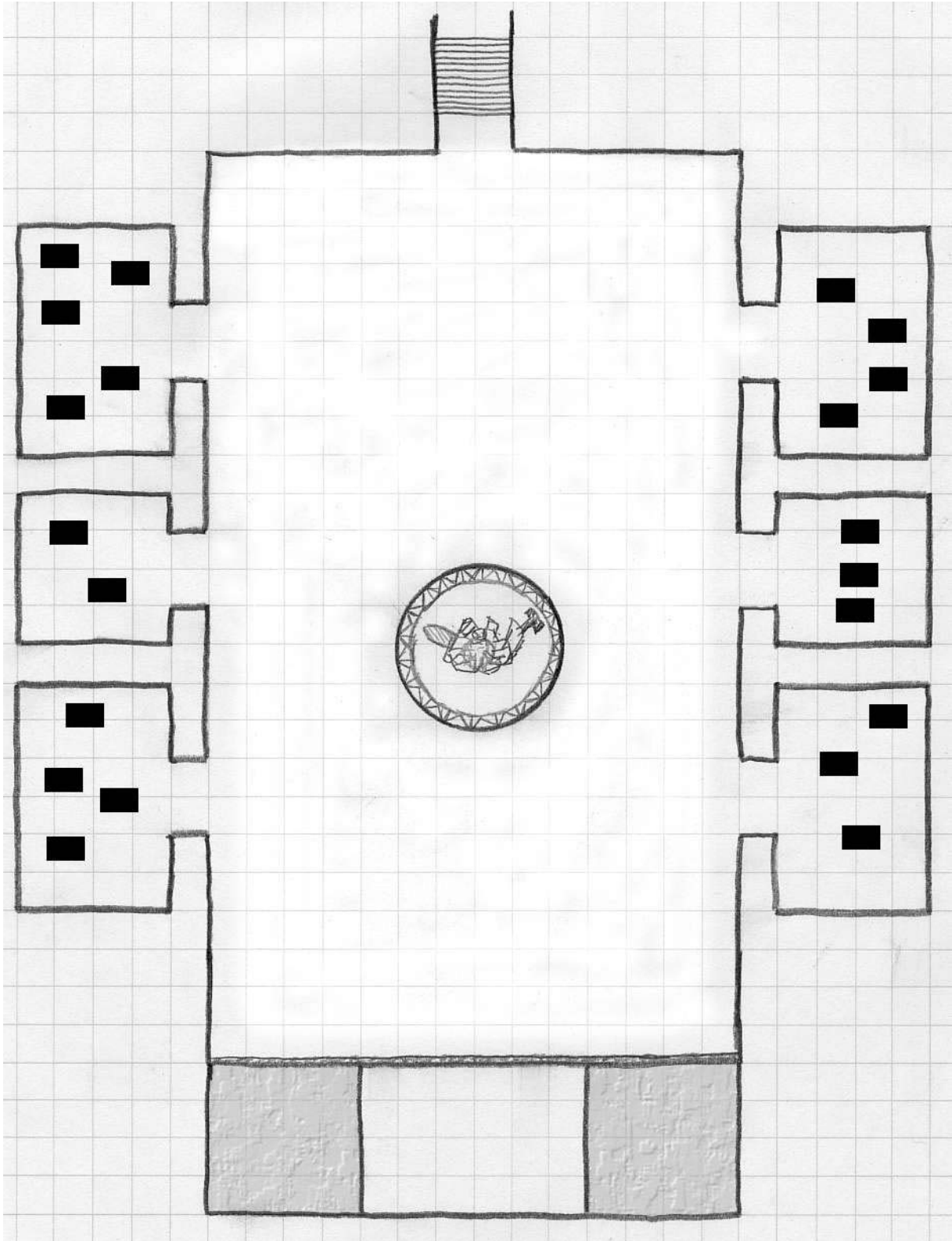
Temple of Dumathoin



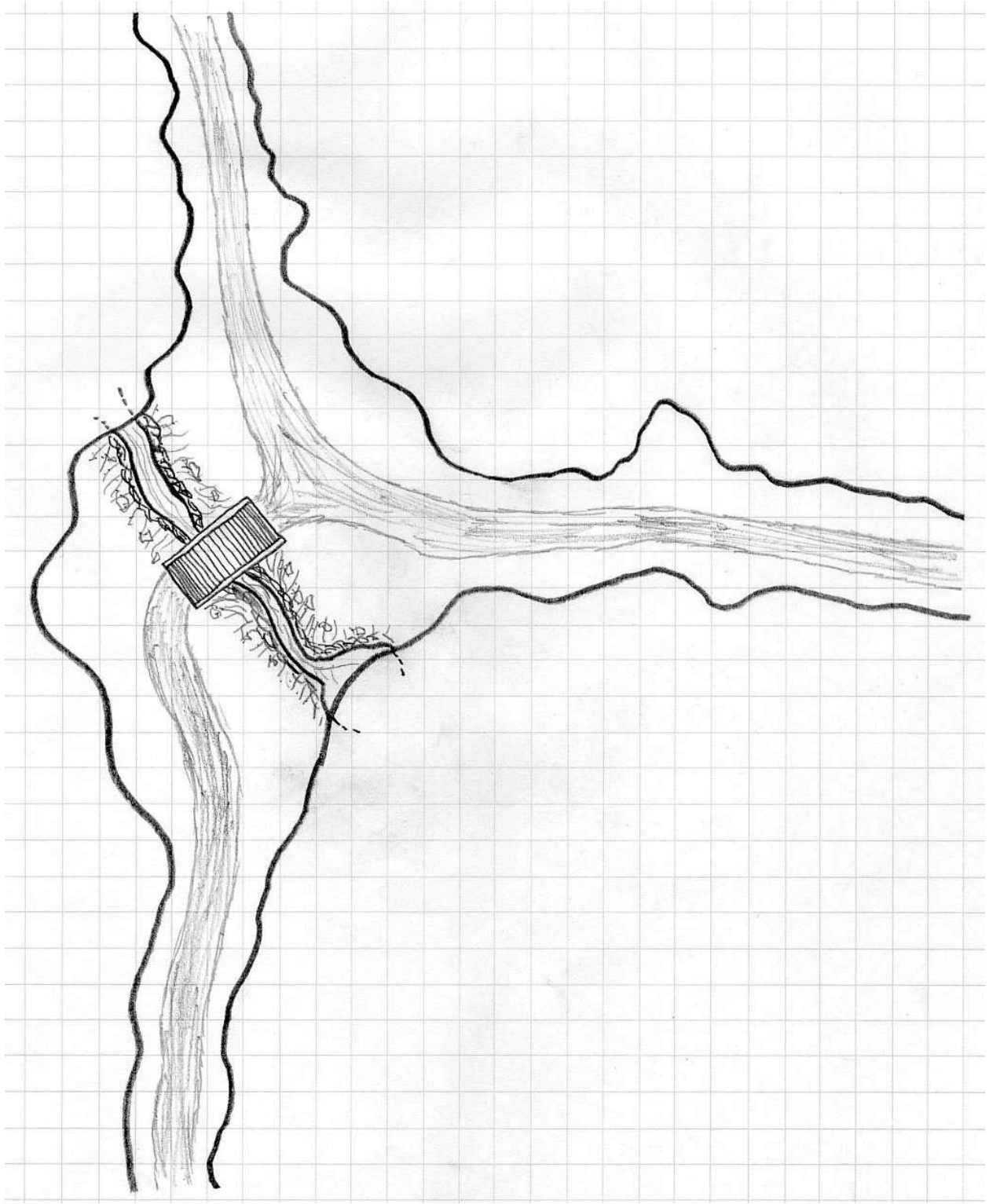
Naguereth



Hall of Kings

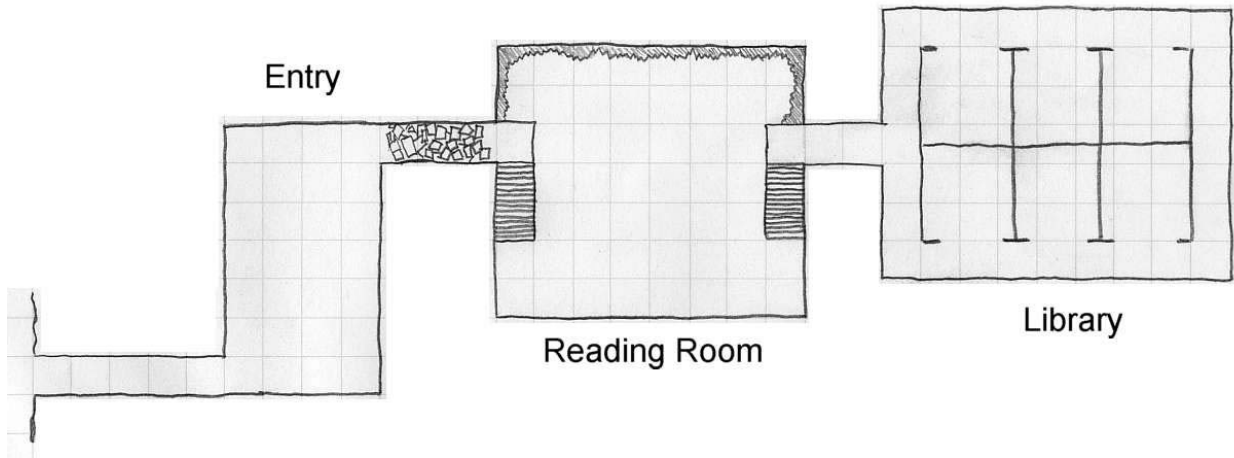


Duergar Outpost

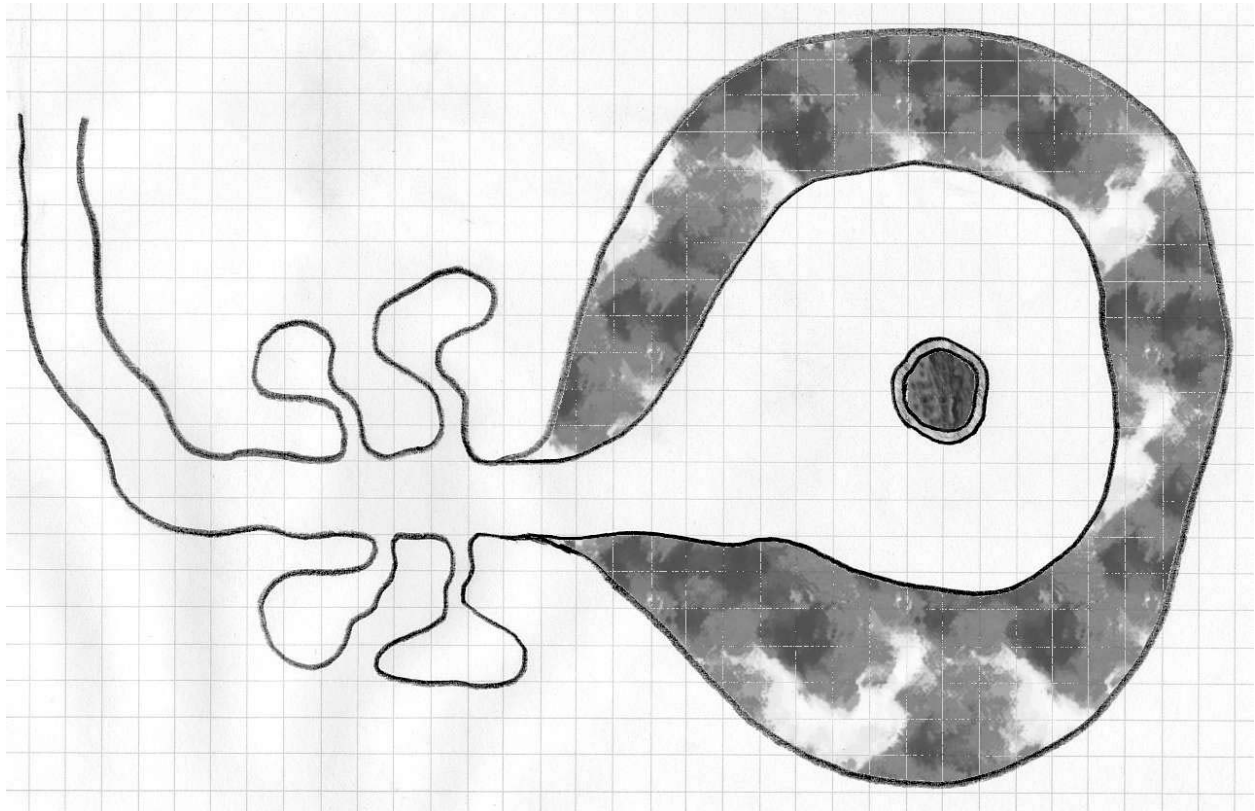


Whurlond Clan Library and Final Encounter

Whurlond Clan Library at Naguereth:

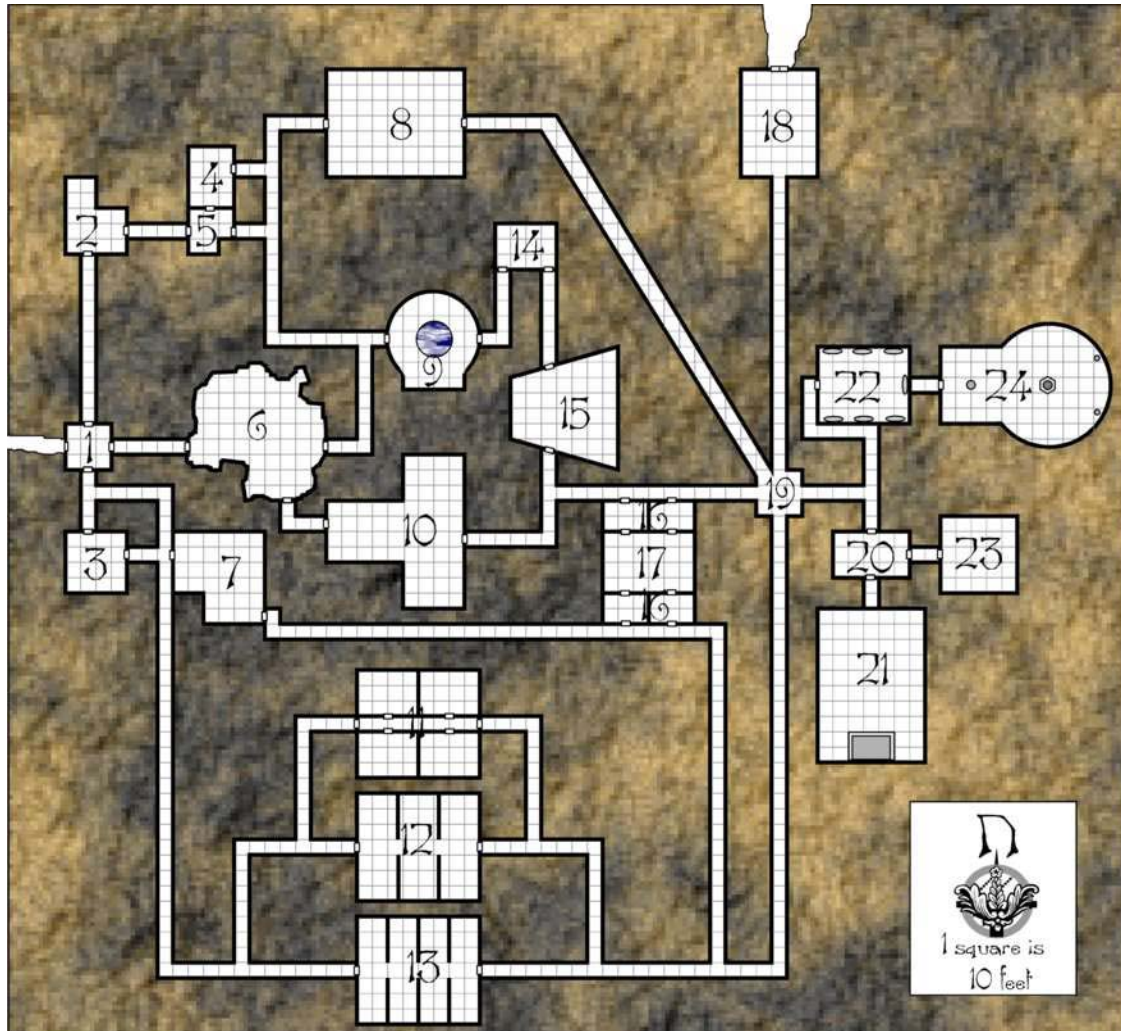


Final Encounter:



Player Handout #1

An old map dating back perhaps 800 years.



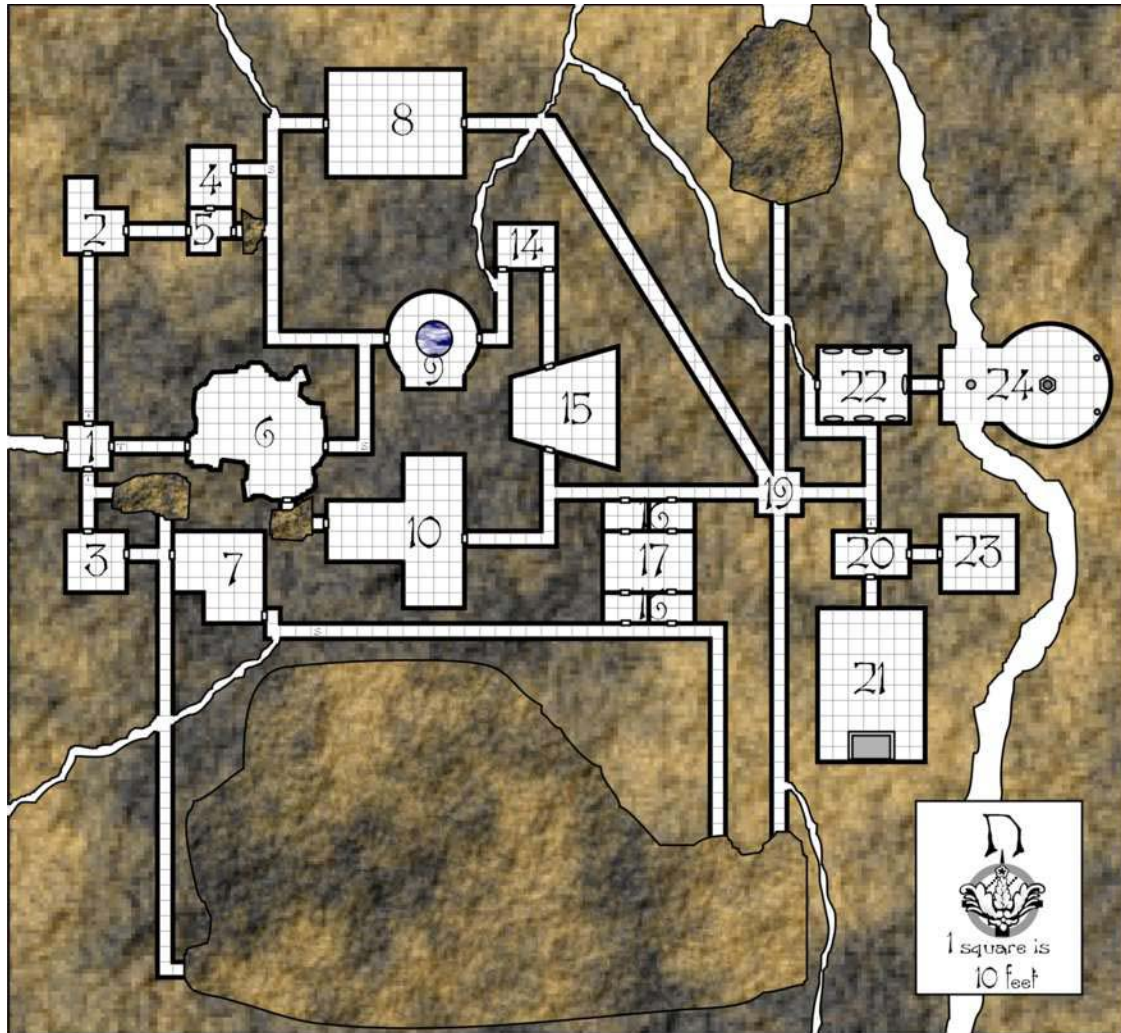
- 1. Auxiliary Entrance
- 2. Cold Storage
- 3. Storage Room
- 4. Kitchen
- 5. Pantry
- 6. Fungus Garden
- 7. Physical Training
- 8. Dining Hall

- 9. Reflecting Pool
- 10. Meditation Room
- 11. High Priests' Quarters
- 12. Priests' Quarters
- 13. Acolytes' Quarters
- 14. Music Room
- 15. Instruction Room
- 16. Wash Rooms

- 17. Sauna
- 18. Main Entrance
- 19. Sculpture Room
- 20. Robe Room
- 21. Main Hall
- 22. Hall of Heroes
- 23. Library
- 24. Status Room

Player Handout #2

A map from previous adventures to the Temple of Dumathoin.



- 1. Auxiliary Entrances
- 2. Cold Storage
- 3. Storage Room
- 4. Kitchen
- 5. Pantry
- 6. Fungus Garden
- 7. Physical Training
- 8. Dining Hall

- 9. Reflecting Pool
- 10. Meditation Room
- 11. High Priests' Quarters*
- 12. Priests' Quarters*
- 13. Acolytes' Quarters*
- 14. Music Room
- 15. Instruction Room
- 16. Wash Rooms

- 17. Sauna
- 18. Main Entrances*
- 19. Sculpture Room
- 20. Robe Room
- 21. Main Hall
- 22. Hall of Heroes
- 23. Library
- 24. Statue Room

- S - shrieker
- T - trap
- * - inaccessible

Player Handout #3

Thinking back upon your visit with The Weird, you find her words echoing in your mind with perfect clarity:

“A time of holy war. A time of death. The plants have bloomed with poisoned flowers. They pursue the friends of stone and those who dwell among the branches into the domain of darkness, where they shall remain for eternity.

“Secrets were left from these ancient times. Those who dwell among the branches are in great peril. The earth is ripped apart. From the wounded soil grows a festering horror. The horror burrows deep, with a touch that corrupts. So long as the ancient knowledge remains, the horror shall spread – into the trees, into the fauna, and soon the horror shall extend beyond the forest.

“The book of glass pages is the vital link to the realm of death and destruction! A journey shall be taken to a place far beyond the ancient temple where the book was found. The friends of stone share the knowledge of the earth. Beyond the buried home of these friends is a place where the primordial blood of the earth roils in a caustic pool. The essence of the beginning of time bubbles forth. Here, the book shall cease to be. Throw the book into this ancient place and with time the earth shall heal. Fail and the wound shall bring destruction to this realm.”

Player Handout #4



Mushroom #1



Mushroom #5



Mushroom #2



Mushroom #6



Mushroom #3



Mushroom #7



Mushroom #4



Mushroom #8

Player Handout #5 – The Journal of Raymius Thilond

The excerpts from this journal all date to CY 488.

Excerpt One

While researching records of dwarven clans in the Rakers dating back nearly a thousand years, I came across a fascinating tale of a group of warriors known as the Stoneshield Guard. Prior to this time, there are many tales of their bravery and valor in defending their mountain homeland. However, all records after approximately CY 411 have indicated them to be traitors who killed their fellow dwarves. Given the time period, I cannot help but suspect it is related to the Invoked Devastation. I am intrigued.

Excerpt Two

I have learned more about this era. Such a time of strife it must have been! I am not quite as sure about the events surrounding the Twin Cataclysms. It seems that a closer temporal and spatial relationship exists between a brief war that erupted between the demi-humans and some strange invading plant creatures.

Excerpt Three

I am quite sure now that I have placed the time frame of the Betrayal of the Stoneshield Guard at the exact time and place of the wars between the plant creatures – called *rex aartuk* – and the dwarf/elf alliance. Surely this cannot be a coincidence. I find it hard to believe that such a noble and proud unit of dwarves would voluntarily kill so many of their brethren. I need to know more about the *rex aartuk*, but unfortunately there seems to be very little record of them.

Excerpt Four

I am saddened to have reached a dead end in my research. I managed to search libraries in Bortrend, Edgefield, and Eastfair with no luck at all. I plan to visit Rel Mord, and of course will search its great annals, but I am skeptical that anything will come of it.

Excerpt Five

Just when I had given up on finding out any more information on the Stoneshield Guard, I had an incredible and strange stroke of luck! While traveling on a lonely road headed to the Kingdom of Nyronnd, I was overtaken by a sudden violent storm. As I rushed to find shelter, I happened upon a strange mansion covered in dark mist. It was surrounded by crazed looking stone gargoyles that I could have sworn were alive. The gray windows of the place reflected back upon me, and I could not make out what lay inside. Despite the weather, I was quite ready to leave this foreboding place, when I was suddenly invited in by a small withered elven man who limped about.

I would later learn that the place I had come to is known as Shroudgate, and the creature inside is called The Spectre. I was very fortunate that he was friendly to me, for I now know that he is a being of great power. Fortunately he has a fondness for learned people such as myself. He asked me all types of questions about the current events in the kingdom. I was happy to tell him anything he wanted to know.

Shroudgate is a bizarre place. Objects such as furniture float about, no doubt controlled by The Spectre. He offered me food and drink that I could not identify; he only said that it was from “another time”. And I noticed that as I spoke with him, an animated pen copied down every word I said into a book that floated nearby.

Eventually the subject of the Stoneshield Guard came up. When I mentioned this, he smiled and told me the secret I had been searching for. The *rex aartuk* were creatures that came from another world. They brought with them many powerful items to aid them in their quest for dominance over the places they came to. The Stoneshield Guard fell victim to an insidious device called a *viticula* necklace. This necklace is made of a thorny parasitic plant. The *viticula* necklace forces the wearer to do the bidding of the *rex aartuk*. The Spectre did not say how the necklaces came to be worn by the elite dwarves, but he doubted it was a voluntary act. Once under the control of the *rex aartuk*, the Stoneshield Guard were forced to kill their brethren, and thus condemning their proud clan to disgrace.

When I left Shroudgate, The Spectre gave me some strange gifts, including an old bottle of wine whose label was written in some form of Middle-Common, and several hourglasses that I have determined to be magical. He also made a cryptic remark—something like “When you reach your road’s end, you may stop walking.” When I left, the skies cleared and the mansion disappeared into thin air. I’m certain that I shall never see this place again.

Excerpt Six

I am still intrigued by the legend of the Stoneshield Guard. The good dwarves of Clan Gilster, from which the Guard hailed, deserve to know what happened. Although the journey will no doubt be difficult, I plan to find the heirs of these

noble people and at least let them know the truth. I have read much about the dangers of the Rakers, and I believe that with some shrewd planning I can avoid trouble.

Excerpt Seven

I have come upon a dreadful place. What I thought would be the dwarven city of Naguereth instead turned out to be a dwarven burial ground. Clearly the libraries of my homeland need to be updated. Worse yet, some calamity has befallen this place – necromancy has been at work. Mindless skeletons created from the remains of countless dwarves who once lay buried here now walk about in this huge cavern. Other undead horrors wisp about as though drawn to this place of death. I do not plan to be here long enough to find out who is responsible for this disaster, but my journey has been far too arduous to not at least look into the fate of Clan Gilster.

Excerpt Eight

I have taken refuge in an empty crypt. Apparently the dwarven family who was laid to rest here was represented by a wolf, because their symbol is found on every sarcophagus in this chamber. On my way into this chamber I finally spotted direct evidence of the Stoneshield Guard – their crypt is nearby. I plan to go there and document what I can before leaving this appalling place. I am burdened by my equipment, so I will hide it here in order to move quickly through the crypts. May Istus guide my destiny.