



A 3.5/OGL ADVENTURE FOR LEVEL 11

D3

THE DEMON WITHIN



BY STEPHEN S. GREER AND TIM HITCHCOCK

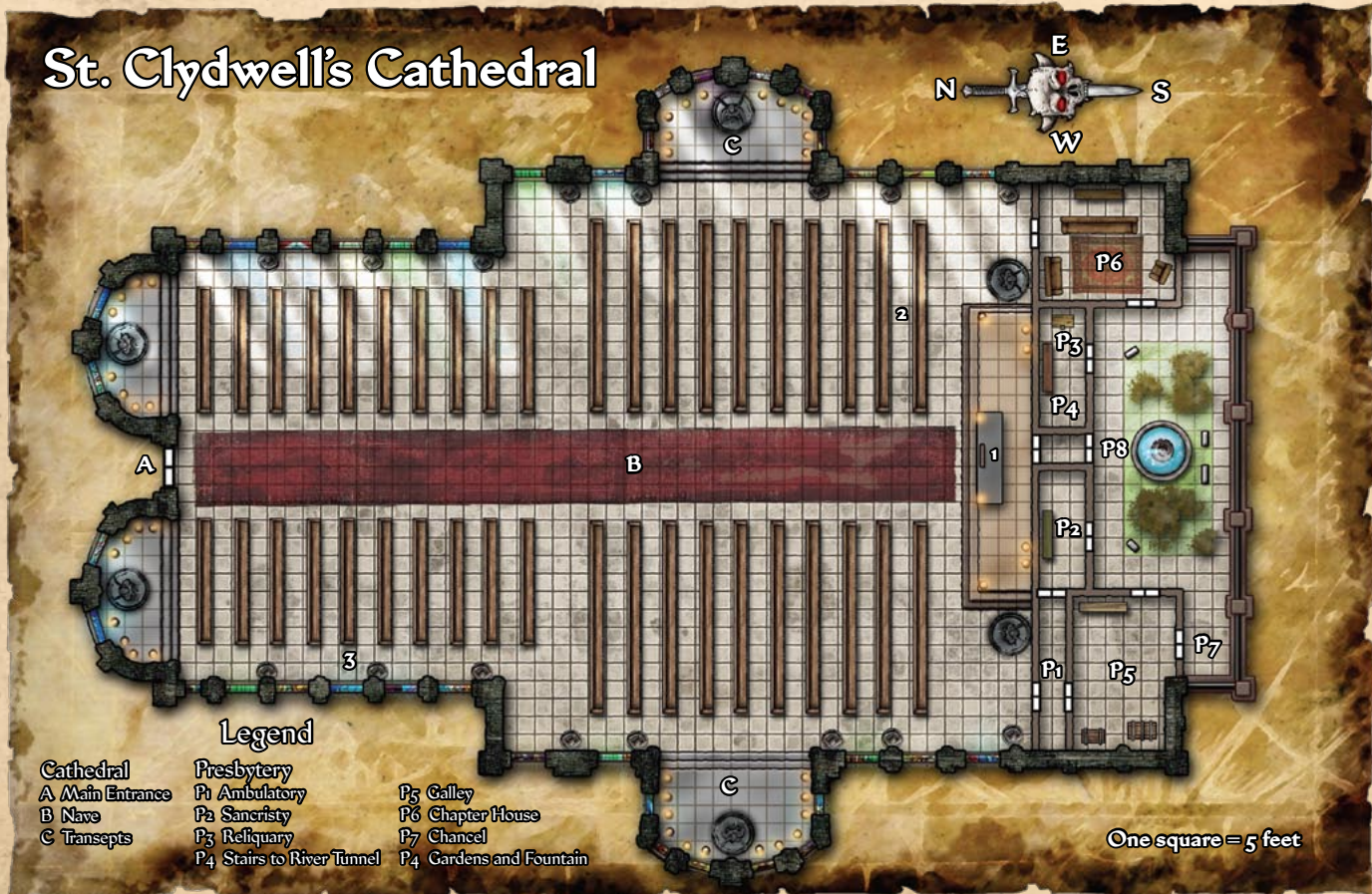
GAMEMASTERY

MODULE

Clydwell Keep



St. Clydwell's Cathedral



Legend

- | | | |
|------------------|---------------------------|-------------------------|
| Cathedral | Presbytery | P5 Galley |
| A Main Entrance | P1 Ambulatory | P6 Chapter House |
| B Nave | P2 Sanctistry | P7 Chancel |
| C Transepts | P3 Reliquary | P4 Gardens and Fountain |
| | P4 Stairs to River Tunnel | |

One square = 5 feet



THE DEMON WITHIN

GAMEMASTERY MODULE D3 DUNGEON ADVENTURE

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D3: The Demon Within is a GameMastery Module designed for four 11th-level characters. By the end of this module, characters should reach 13th level. This module is designed for play in the *Pathfinder Chronicles*™ campaign setting, but can easily be adapted for use with any world. This module is compliant with the Open Game License (OGL) and is suitable for use with the world's most popular fantasy roleplaying game.

The OGL can be found on page 31 of this product.

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Along the border of the Worldwound, a string of fortresses named for generals lost in the crusades looks out over the twisted geography across the river. These fortresses house battle-hardened warriors, who frequently switch between defending Mendev from rapacious hellspawn emerging from the Worldwound and conducting suicide missions into the heart of the chaos in attempts to stem it at its source.

One of the Mendevians' better-kept secrets is the power that allows them keep the demons from slipping over the border between the fortresses and completely overrunning their land. Each fortress along the border houses a powerful wardstone, forged in the hectic days of the First Crusade. These wardstones are the keys to the survival of the crusader theocracy, and thus, the keys to its downfall. The lynchpin of the wardstones' power lies within the greatest of the Mendevian fortresses: Clydwell Keep, guarded by the mysterious Order of Holy Sentinels. Within this bastion of holy power lies the *Demonscope*, a powerful artifact responsible for maintaining the strength of the wardstones and keeping the demons at bay. For this reason, Clydwell Keep is the key to the defense of the entire border. As long as it stands, Mendev is safe from the marauding hordes to the west. But should it ever fall, the crusader state is doomed.



THE PATHFINDER CHRONICLES

Adventure Background

Holton Albright is one of three knights ordained to a sacred fraternity of paladins called the Order of Holy Sentinels. Through sacred rituals, these knights are consecrated at birth to protect and maintain the magical effects of a powerful artifact called the *Demonscope*, providing the energy and guidance it needs to maintain a series of magical *wardstones* that hedges out an entire nation of demons from the lands of Mendev. Members of the order are raised from birth to watch over the artifact.

Holton Albright memorized the prayers, incantations, rituals, and other secrets of controlling the *Demonscope*, but within his heart he never felt the devotion of his peers and repeatedly questioned his faith. Beneath the façade of strength and character, fear and weakness ruled the young paladin. The order appointed him as one of the new Holy Sentinels and forced him to pit his will against a demonic essence trapped within the *Demonscope*, which he believed he could not defeat. To him, failure was an absolute certainty. For years, Holton lived in fear of what might happen if his impure spirit was discovered and his shortcomings publicly exposed. That fear became so strong that he was willing to go to almost any length to hide it.

The evening prior to his appointment into the order of Holy Sentinels, a demon known as a son of perdition appeared to Holton disguised as the angel of Saint Clydwell. It

convinced Holton that those who claimed to follow the teachings of Iomedae had perverted her words and Saint Clydwell had chosen Holton to correct them. The crafty demon convinced Holton that the *Demonscope* was an evil tool and the root of the problem. By shattering at least one of the control shards upon the Anvil of Gravehearst, Holton could end the long chain of misguided traditions and the heart of the corruption of his order.

Holton fervently embraced the demon's honeyed lies and followed its instructions. Instead of presenting himself at Saint Clydwell's Grand Temple in Kenabres on the day of his inauguration, he snuck down to the *Demonscope* chamber, snatched the control shard from the aged Holy Sentinel on duty, and fled through a secret passage out of the keep. This was the cue the demons waited for, and with it they launched their attack on the keep and the grand temple. As Holton snuck across the bailey, he watched in horror as demons assaulted the keep, spilled over its walls, and appeared in the sky overhead. It was then that the false Saint Clydwell revealed its true nature to Holton and laughed at his folly.

Holton finally realized the betrayal. Cursing himself a fool, he raced back to the *Demonscope* chamber to replace the shard, but found the way hopelessly blocked by demonic invaders. More demons hemmed him in from behind. With no other choice, he fled deeper into the dungeons and hid in one

of the cells, afraid of the eternal punishment awaiting him for his misguided actions and feeling powerless to make things right.

The situation within the keep became a battle of attrition. Only the fading power of the control shards resonating in the *Demonscope* keeps the remaining magical protections intact. As the magical barrier weakens, more demons slip through the holes sporadically forming in it. When the power finally fades, nothing can prevent the demons from overrunning the entire keep, the nation of Mendev, and beyond.

Adventure Summary

The PCs attend the Holy Inauguration in Kenabres as guests of honor and witness a demonic slaughter in what is intended to be a sacred ceremony. They learn that Clydwell Keep is besieged by a large force of demons and are asked to aid the knights before it and the *Demonscope* are lost to the fiends.

The PCs use a secret tunnel to enter Clydwell Keep via the mausoleum beneath the keep's chapel. Once inside the mausoleum PCs find subtle clues among the statuary to help them restore the *Demonscope* shards later in the adventure. Stairs lead up to the chapel, but as the PCs ascend they pick up an unwelcome addition to their numbers. A quasit rogue begins tailing the PCs, eventually becoming a real nuisance if not discovered. Inside the chapel, the PCs face a demon-possessed officer and several babaus.

Once they leave the chapel, the characters are free to explore the rest of the fortress, but the keep is where they must go in order to restore the *Demonscope* and protect it from the invaders.

Stairs from the keep descend to the dungeon, which is the current battlefield, as the last vestiges of the keep's defenders struggle to keep the invaders away from the *Demonscope*. Zombie paladins dangle from ropes along the staircase, dretches and babaus torment their knightly prisoners in the dungeon's cell blocks, and a group of succubi corners Sir Holton Albright inside a warded chamber they cannot enter. Rescuing Holton allows the PCs to learn the reason behind the demonic invasion and its target. Holton has the missing shard from the *Demonscope* the PCs need to restore in order to save the fortress.

Descending to the lower dungeon level, the PCs find their way to the *Demonscope* blocked by a demon knight, a demonling nabasu, and its

ghoulish minions. Within the Heart Chamber, the PCs find that the terrible balor imprisoned in the *Demonscope* has created several false shards to confuse those who attempt to correct the situation. As the PCs unravel the puzzle, the demon within the artifact begins to break free. The PCs must fend off the attacks of the enraged demon and restore the shards before the demon escapes and consumes the PCs, along with the rest of the fortress.

Introduction

At the edge of the Worldwound, overlooking the Bitter River, stands Clydwell Keep, a fortress of light on the border of a blighted land. For more than a century, holy champions from all corners of the known world have taken up the crusade against Abyssal monstrosities lurking within the Worldwound. The blood of countless martyrs and crusaders anoints the stones of this legendary keep—a testimony to the sacrifices made to protect Golarion from the hordes of the Abyss.

Standing but a few miles distant, the town of Kenabres bolsters the keep's defenders by continually providing two important commodities: weapons capable of slaying demons and the soldiers to use them.

Today marks an important occasion in Kenabres, for today a young man is to be consecrated to the sacred Order of Holy Sentinels. Dignitaries, soldiers, merchants, zealots, and other invitees gather from far and wide to witness the ceremony, a renewal of the pledge of protection and a reminder of the sacrifices of those who came before.

This adventure begins when the PCs attend the consecration ceremony for Holton Albright, the newest Holy Sentinel. The PCs could be at the ceremony for any number of reasons. Three examples follow.

If the PCs encountered problems with demons in past adventures or need to consult a specialist about demons, they might be in Kenabres seeking counsel from the town's resident demonologist, Kutholiam Vuere. They might also have some interest in purchasing a copy of his book, *Vuere's Demonic Taxonomy*.

If you run a political campaign that involves the PCs as representatives, emissaries, or even members of ruling houses, the characters might be in Kenabres to attend the inauguration in a formal capacity of goodwill between nations. Their involvement in aiding the soldiers of Clydwell Keep might have

important political significance—perhaps even providing military support from an allied nation.

If you have the luxury of preparing for this adventure early in a campaign, the PCs might know Holton Albright. The PCs, as friends, receive invitations to witness Holton's inauguration in Kenabres.

PART ONE: INAUGURATION DAY

Whatever way you get the PCs to Kenabres, they are present to witness the inauguration of Sir Holton Albright, the Fiendslayer, a holy champion of the highest caliber and first heir to the Order of Holy Sentinels. As emissaries, friends, or respected heroes, the PCs are invited to attend the ceremony at Saint Clydwell's Grand Temple.

A great stone building marked by a narrow steeple shingled with green copper stands near the center of the town. Saint Clydwell was a holy warrior of Iomedae who sacrificed himself to seal the Abyssal hordes within an earthly prison. One of Saint Clydwell's greatest acts during life was the imprisonment of a powerful demon within an artifact known as the *Demonscope*, transforming it into a potent scrying device and focus for a chain of magical *wardstones*. Only the constant struggle of generations of heroes has kept the demon imprisoned within the *Demonscope* and the chain of *wardstones* active. Holton Albright is one such sentinel.

Inauguration (EL 13)

A long line of gleaming, armored knights trails through the cloisters and towering doorways of Saint Clydwell's Grand Temple. The throng moves slowly but with determined excitement. One of its own is scheduled to ascend to near-sainthood, as the responsibility of the *Demonscope* is passed from one generation to the next.

Inside, robed acolytes usher congregants into rows of rosewood pews, the flaking lacquer worn clean and rubbed smooth paying tribute to the congregation's frequent attendance. As the seats fill, the crowd becomes a mix of knights and priests, nobles and dignitaries, all of whom seem socially significant. The PCs are assigned seats near the back of the grand temple. Other, more important guests, religious officials, and local heroes are seated closer to the front, as befit their stations.



Snoozing in Church

The service is described as boring to lower the players' suspicions. Its lack of detail might perturb players expecting their skill checks to reveal more thorough information. For this reason, I deliberately left out text for the speaking priest, to prevent players from becoming sidetracked by an accidental red herring. Instead, I suggest choosing a poem in a foreign language and singing/chanting it as if you were a cleric performing an actual service. It's a little freaky, but effective. Should players insist on interpreting the service with skill checks, you can simply reiterate that it's a boring service typical for the appointment of a new religious officer and should be over in a few hours. Your players might even decide that their characters fall asleep during the service (which is helpful and speeds things up drastically, while allowing you to establish the overall mood).

—Tim Hitchcock

The grand temple is magnificent. High above, vaulted ceilings form a cracked ribcage draped in shadow and resonant echoes. Along the perimeter rise curved timber beams thick with detailed carvings, leafy furls, and symmetrical clubs. Around the perimeter, marked by tiered rows of amber-glowing candles, tall stained-glass windows set in leaden frames depict the major accomplishments of Saint Clydwell's life.

At the far end of the chamber, a raised dais supports a long marble altar fronted by a pulpit and a gold-leafed reliquary. Flanking the altar stand two exquisitely carved massive wooden statues of Saint Clydwell. The once-bright colors of the oil paints covering the statues have faded and dulled with time. The saint is depicted at the time of his ascension, with a crown of light on his head and feathered wings sprouting from his back as he prepares to fly toward the heavens.

Moments later, a few minor priests enter and make final preparations at the altar for the approaching ceremony, while more robed acolytes pace the outer aisles, chanting and swinging censers in smoky jasmine trails.

The PCs may make Knowledge (nobility and royalty) or Knowledge (religion) checks to identify important people you wish to have in attendance.

After the crowd settles, high priest Nestrin Alodae enters, addresses the crowd, and begins the ceremonial service. The inaugural ceremony is a long, drawn-out affair. An elaborate introduction filled with superfluous aggrandizing of various religious and political attendees drags on for almost an hour, as each pledges fealties and oaths to the protection of Kenabres and Clydwell Keep. Several members of the audience do their best not to yawn or roll their eyes as pompous statesmen step forth, swearing more of the half-fulfilled promises they make every year. The ceremony is capped by a long chant that Nestrin intones in Celestial.

At the height of the ceremony, the high priest calls forth the heir apparent. The paladin steps from the shadows behind the pulpit, his eyes deepened with sleepless rings, dark smears against his sallow complexion, and he appears ill and agitated.

Unbeknownst to Holton, while he is at this very moment attempting to sneak out of Clydwell Keep with one of the control shards, a glabrezu disguised with *polymorph* takes the place of the young paladin. A demonic strike force that painstakingly slipped through holes in the weakening barrier over the past few days awaits the glabrezu's signal to attack, targeting the assembled guests and military leaders. The loss of leadership and general confusion the attack creates should slow any aid long enough for the demons to completely overrun the grand temple.

The PCs may take part in any of the following encounters once the triggering event occurs. Each encounter is marked on the grand temple map. After reading the read-aloud text for area 1, allow the PCs to each take a standard action before reading the read-aloud sections for the other encounter areas. There are nearly 200 people in the chapel when the demons attack, most of them noncombatant adepts and aristocrats. There are several powerful paladins, fighters, and other soldiers present, but most of them are initially trapped behind the masses of fleeing spectators. By the third or fourth round, the area around the invading demons is mostly clear, and these reinforcements move in to engage whatever demons the PCs ignore. Assume that after 10 rounds, if the PCs cannot finish off all the demons, the

other fighters present take care of them.

Note that the grand temple along with the nation of Mendev and the corrupted Worldwound are within the protective magical aura created by the *Demonscope*. This aura prevents any form of extraplanar travel or summoning within a 250-mile radius. (Treat this effect as a *dimensional lock* spell that cannot be dispelled.) As the power of the artifact wanes, however, it becomes more unreliable. Each time a creature attempts to use a spell or ability that would normally be blocked by *dimensional lock*, there is a 15% chance that the ability works normally. See Appendix 3 for more information on the *Demonscope*, its history, and its effects.

1. The Demon at the Pulpit (EL 13)

When the venerable high priest Nestrin Alodae lays his aged hand on Sir Holton's shoulder and begins uttering the words of consecration, the young paladin convulses wildly. An inhuman groan erupts from his distended mouth, transforming into a wolfish howl. The old priest shrinks from the man as he transforms into a towering creature with a broad muscular body, four arms—two of which end in huge pincers—and a wolf-like head topped with long, twisted horns.

Creature: The glabrezu that until this moment was impersonating Holton Albright reveals its true, horrid nature. Its transformation signals the attack on this gathering by a small demonic strike force.

GLABREZU CR 13
hp 174; MM 43

TACTICS

During Combat As it transforms into demonic form, the glabrezu blasts the high priest with *power word stun*. It takes a full round of attacks on the cleric on the following round, and proceeds to rip him apart. Once it kills the priest, it casts *confusion* on the crowd, followed by *reverse gravity* on the area immediately in front of the dais (the vaulted ceiling is 50 feet high), while it smashes apart the statue of St. Clydwell and defiles the altar. If swarmed by opponents, it casts *chaos hammer* on its assailants before continuing its attack.

Morale The glabrezu does as much damage as possible, showing no mercy and fighting to the death. It is aware that it has been asked to perform a suicide attack, which if executed

properly results in a reward when it reforms on the Abyss.

2. The Dretch Mob (EL 10)

Thick curtains to the side of the dais violently part and a screaming mass of small, pot-bellied fiends with long drooping ears and gangly arms ending in sharp claws spills into the grand temple. They swarm, with gnashing teeth and slashing claws, toward a group of foreign dignitaries.

Creatures: The dretches attack the nearest mortals. The unfortunate victims are honored guests from the neighboring kingdom of Brevoy.

DRETCH (12) CR 2
hp 13; MM 42

TACTICS

During Combat The dretches attack anyone they can reach. They gang-tackle single opponents and savage victims with their claws and teeth. They cast *scare* on foes who deal damage to them and surround themselves with *stinking clouds*.

Morale The dretches fight to the death to take as many mortal lives as possible before they are slain.

3. Vrocks at the Window (EL 11)

A stained-glass window depicting Saint Clydwell commanding a succubus to her knees suddenly shatters as large, vulture-like demons drop to the grand temple floor and snap at the air with their sharp beaks.

Creatures: These two vrocks hide behind the angelic statuary lining the eaves of the grand temple until they receive the telepathic signal to attack. They flap down from concealment and crash through the nearest window to join the highly anticipated slaughter.

VROCK (2) CR 9
hp 115; MM 48

TACTICS

Before Combat The vrocks have cast *heroism* before crashing through the window, granting them a +2 bonus on attack rolls, saving throws, and skill checks.

During Combat The vrocks immediately use their stunning screeches. They cast *mirror image* and infect adjacent foes with spores,

then bite and claw their opponents.

Morale The vrock fights to the death.

Following the Battle

Bloodstains, twitching corpses, and the remains of demons lying on the smooth flagstones—hissing, bubbling, and convulsing—mar the beauty and sanctity of Saint Clydwell’s Grand Temple. A shocked silence fills the hallowed hall.

Running footsteps from behind the raised dais precede the arrival of a bloodied soldier, who stops as he enters the grand temple and stares at the carnage. In a strangled voice barely more than a whisper, he says, “Clydwell Keep has fallen!”

Following this grave pronouncement, the grand temple fills with shouts, curses, and the babble of suggestions, plans, and orders. The characters may take part in the overall

discussion, but before things get too out of hand, Kanebres’s official demonologist, **Kutholiam Vuere** (CN Male human cleric 7/lorekeeper 4), a priest and sage obsessed with the Worldwound, pulls the PCs aside and speaks to them quietly.

“Judging by your quick reaction and competence in the battle against the demons, you have twice the courage and four times the brains of anyone else in this room. These fools will stand around and debate the particulars of the assault and the significance of the fall of Clydwell Keep until you’re all as old as me, but the truth is, we don’t have the time. If there’s any chance of salvaging this situation we have to act now, before the Demonscope is destroyed and the rest of the wardstones fail.”

Kutholiam is something of a hermit, a consummate sage with salt and pepper

hair and a neatly trimmed, iron-gray beard, dressed in ceremonial attire and smelling of pine needles and incense. He spends his days privately dissecting and categorizing Abyssal specimens recovered from demonic encounters. His crowning accomplishment is a text called *Vuere’s Demonic Taxonomy*. After his brief speech to the PCs, he looks at them expectantly and can answer any of the following questions.

How did the demons get into this holy place? “The line of wardstones has weakened these past few days. That’s why this ceremony was being performed. Sir Holton was the replacement for the Holy Sentinel that recently retired.”

What’s a Holy Sentinel? “The Order of Holy Sentinels is a group of specially consecrated knights that monitors the *Demonscope*. They watch for demonic activity near Clydwell Keep. Only the strongest souls are ordained

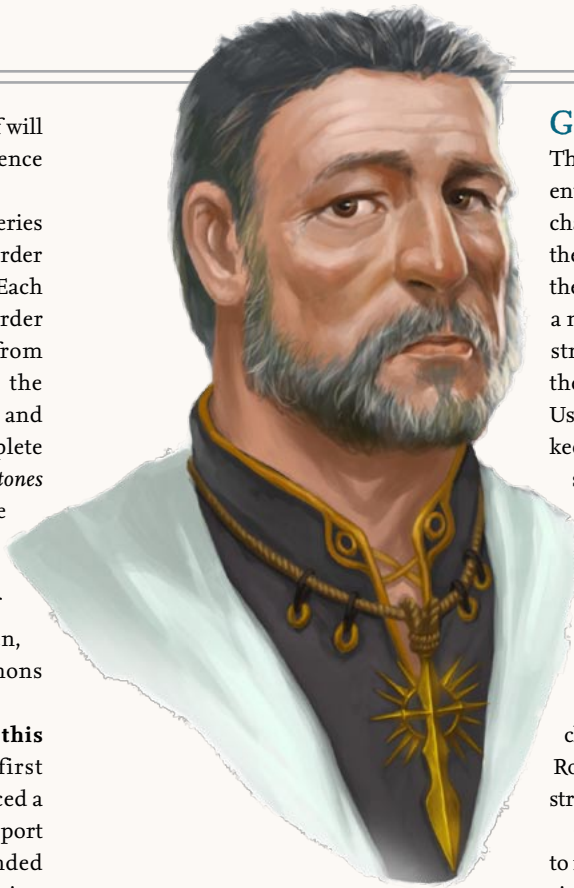


to this calling, as it takes great strength of will to operate the artifact and resist the essence it contains.”

What are the wardstones? “They are a series of powerful magical relics that line the border between Mendev and the Worldwound. Each of the great barrier forts along the border contains one. They prevent demons from crossing the border. The power of the wardstones comes from the *Demonscope* and the trapped essence, but without a complete triumvirate of Holy Sentinels, the wardstones are weakening. Even at its strongest, there are gaps in the line that weaker demons can sometimes pass through because they don’t radiate a very strong aura of evil. However, as the wardstones weaken, holes form where more powerful demons can slip past.”

What is the *Demonscope* and this “essence”? “When Saint Clydwell first arrived in Mendev from the south, he faced a massive legion of demons who could teleport into the heart of the most heavily defended fortress, preventing his men from having any place to recover from their wounds or recuperate from the rigors of battle. It was impossible to contain the demons, and he knew defeat was inevitable unless he could create some sort of safe zone. To deal with this problem, he created a powerful artifact from the essence of a captured demon. Ironically, it is that evil essence that enables us to use the *Demonscope* to detect other demons and prevent them from teleporting past our defenses. It has been invaluable in helping us stay a step ahead of them. But the strength of the artifact might be its downfall. There has always been the chance that one of the Holy Sentinels would not be up to the challenge of confronting the demon, and I suspect that is what has happened now. Some weak-willed fool has allowed the beast to corrupt the vessel, and now it is beginning to fail.”

How can the demons be stopped? “We need to act quickly to strengthen the *Demonscope* and prevent the demons from reaching it. According to the soldiers, there are pockets of resistance preventing the demons from completely overrunning the keep, but they are cut off from each other, making it difficult for them to coordinate their efforts. With the magical protections fading, greater numbers of demons are teleporting into the keep, but not so many that it’s impossible to retake



Kutholiam

it—at least not yet. With the *Demonscope* back up to strength, the demons already there will be easier to deal with. The problem is that those sneaky bastards tricked us by diverting a large company of soldiers to the north. As it turns out, it was a false alarm—one I’m sure the demons engineered to keep us shorthanded.”

What can we do to help? “There’s a secret tunnel to the keep. A small strike force like yourselves could accomplish more than a larger group of soldiers and probably do it a lot quicker. I can take you to the entrance if you’ll help.”

If the PCs bring it up, a quick job of equipping the party with weapons and items good for fighting demons is not out of the question with a successful DC 25 Diplomacy check. Low-powered cold steel weapons, holy water, and healing and protective potions are available for the asking, but avoid letting this devolve into a shopping spree. This can also serve as material recompense for the PCs’ efforts if they need it. Other rewards, assuming the PCs succeed, might include goods and services the artificers in Kenabres can craft.

Getting to the Keep

The rest of this adventure assumes the PCs enter the keep via the secret passage under the chapel. Although your players might develop their own strategy, it is the wisest way to enter the keep. Adventurers using stealth possess a number of advantages, whereas an obvious strike from land or air foolishly mobilizes the entire force of demons against them. Using spells like *invisibility* to approach the keep is a poor tactic, since many demons can see invisible opponents and are expecting this type of strategy, which Kutholiam readily points out.

PART TWO: AFTERMATH

Clydwell Keep sits atop an underground tributary of the Bitter River. It flows through a channel beneath Kenabres and cascades down Rock Raven Cliffs to the south into smaller streams that empty into Dragonfly Marsh.

Clydwell Keep’s designers had the foresight to include an escape route through the narrow river tunnel beneath it. It was widened and excavated as necessary. Kenabres grew out of an armed camp of reserves a few miles from the keep around a natural cave opening down to the river tunnel. After Kenabres expanded into a large town, the grand temple was built over the tunnel entrance to hide its existence from regular townsfolk.

When the keep fell, a few knights managed to escape into the tunnel and guard the secret passage (see area R2) while a messenger ran to Kenabres. The Kenabres end of the tunnel terminates at a staircase up to storage rooms under Saint Clydwell’s Grand Temple. Kutholiam leads the PCs there when they are ready to go.

R1. The Tunnel

The roughhewn, lichen- and moss-covered tunnel walls average twenty feet in width. A stream of fast-moving water flows along a natural channel in the rock down the center of the tunnel. Lanterns hanging from hooks in the fifteen-foot ceiling provide ample light to see by. Statues of armored warriors stand silent vigil in niches in the wall, their shadowed faces bearing stern and grim expressions.

Assuming no special modes of travel, it takes the PCs less than an hour to reach the end of the tunnel.

R2. Demons at the Door (EL 10)

The tunnel terminates at a wide staircase carved from the stone. The stream flows into a smaller tunnel blocked by an iron grate that allows water through, but little else.

Several dead soldiers atop the landing lie in pools of blood, their flesh covered in dozens of wounds. Three more wounded soldiers desperately brace their bodies against a heavy oaken door as something batters it from the other side.

Inhumanly long clawed fingers emerge from under the door, probing around as if searching for something. One of the soldiers slams the edge of his gore-spattered sword down on the probing digits, slicing them off. From the other side of the door comes an otherworldly screech of pain like a chorus of squealing pigs. The severed fingers transform into large bloated maggots, writhing on the ground, which the soldier promptly squashes under his boot.

This door marks the tunnel side of the secret passage from the mausoleum. The other side is disguised as a large wood and stone symbol of Iomedae in relief. The three survivors (LG Male human paladin 2) of the group that made it here are wounded, fatigued, and unable to hold the door much longer. They offer hopeful cheers when they see the PCs.

Magically Treated Oak Door: Hardness 10, hp 90 (currently 71), break DC 43, Open Lock 40.

Creatures: A few dretches spied the soldiers sneaking into the chapel and chased them into the mausoleum. The dretches were too late to stop the paladins from escaping through the secret door, and in their frustration, the dretches have clawed, rammed, and gnawed at it obsessively. One of them recently went for help from one of the bigger demons. It avoided the vicious babaus in area M5 and found help from a war-trained balban maliciously destroying the furnishings in the chapel. Spoiling for a fight, the behemoth followed the lesser demons down to area M1.

When the PCs arrive, give them a moment to talk to the soldiers. The arrival of the balban is heralded by a tremendous heave of the door.

A balban is a squat, pot-bellied creature that stands about 12 feet tall. It has massive arms, thick legs, and a head like that of a trunkless, tuskless elephant. Four great backward curving horns sprout from behind its coal-black eyes. Its skin is slate gray, with darker areas on its underbelly and back. A violet tongue lolls from its mouth, dribbling saliva and gastric juices.

The PCs have 3 rounds to prepare for what's coming through the door. The soldiers fall back to take up positions to support them.

ELITE BALBAN

CR 9

Tome of Horrors III 39

CE Large outsider (chaotic, evil, extraplanar)

Init +2; **Senses** darkvision 60 ft.; Listen +15,

Spot +15

DEFENSE

AC 24, touch 12, flat-footed 21

(+3 Dex, +12 natural, -1 size)

hp 112 (9d8+72)

Fort +14, **Ref** +9, **Will** +9

DR 10/good; **Immune** electricity, poison; **Resist** acid 10, cold 10, fire 10; **SR** 16

OFFENSE

Spd 40 ft.

Melee 2 slams +19 (2d6+10) and

bite +13 (1d8+5)

Space 10 ft.; **Reach** 10 ft.

Special Attacks double damage against objects, improved grab, pound (2d8+15), trample (2d8+15)

Spell-Like Abilities (CL 10th)

At will—*cause fear* (DC 11), *darkness*, *greater dispel magic*, *greater teleport* (self plus 50 pounds of objects only), *see invisibility*

TACTICS

Before Combat The balban always has *see invisibility* active. It casts *darkness* to give itself concealment.

During Combat The balban tramples anyone in its path as it plows through the doorway and down the stairs. It then attacks the nearest opponent and pounds if it establishes a grapple. If the victim gets free, the balban tramples again, then grabs a new victim to pound.

Morale The balban flees if reduced to less than 10 hp, using its *cause fear* ability to aid its escape.

STATISTICS

Str 31, **Dex** 17, **Con** 26, **Int** 6, **Wis** 16, **Cha** 10

Base Atk +9; **Grp** +23

Feats Awesome Blow, Improved Bull Rush, Power Attack, Weapon Focus (slam)

Skills Jump +26, Knowledge (the planes) +10, Listen +15, Search +10, Spot +15, Survival +15 (+17 on other planes or following tracks)

Languages Abyssal, *telepathy* 100 ft.

SQ outsider traits

SPECIAL ABILITIES

Double Damage against Objects (Ex) A balban's powerful fists are particularly effective against objects. A balban that attacks an

object or structure deals double damage.

Improved Grab (Ex) To use this ability, a balban must hit with a slam attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the check, it establishes a hold and can pound.

Pound (Ex) A balban that makes a successful grapple check against a foe one or more sizes smaller than itself can smash the opponent into the ground, walls, nearby trees, or other solid objects as a standard action. This deals 2d8+15 points of bludgeoning damage to the victim. Further, the victim must succeed on a DC 24 Fortitude save or be stunned for 1 round. A balban can perform this action once per round as long as it maintains a grapple. The save DC is Strength-based.

Trample (Ex) Reflex DC 24 half. The save DC is Strength-based.

DRETCH (6)

CR 2

hp 13; MM 42

TACTICS

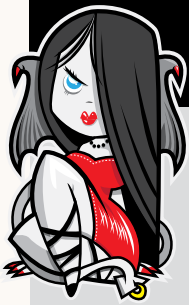
During Combat The dretches swarm through the open portal behind the balban, using their *stinking clouds* to weaken the fighting abilities of their opponents. They gang up on single opponents whenever possible.

Morale The dretches fight to the death.

Treasure: Each paladin is armed with a +1 cold steel longsword and 4 vials of holy water. If the PCs need the weapons or holy water, the paladins hand over the gear and wish them Iomedae's speed before heading for reinforcements in Kenabres.

The Mausoleum

The priests of Clydwell Keep chose the earth beneath their humble chapel as the most logical place to honor and bury the remains of their dead. Dubbed Martyr's Rest, the small mausoleum consists of a series of chambers connected by labyrinthine passages chiseled from the surrounding bedrock. Ashes of fallen knights and priests are laid to rest behind 3-foot-diameter plugs of marble and weathered copper that bear their names and titles. The priests burn their dead to protect them from the machinations of necromancers. Marble and copper centerpieces mark the larger chambers, each depicting one of the keep's champions. The metalwork has weathered, creating tear-



Designer Notes

Dropping the Hint

While the names and titles of the statues might seem innocuous, they provide perceptive players with crucial clues for restoring the *Demonscope*. The adventure can be solved without the clues, but players gain a real sense of reward when they feel like they've unraveled a great mystery.

If your players charge through (or past) these rooms quickly, you might want to emphasize the nameplates a little more to draw their attention to them. Perhaps have them glow softly as the PCs enter the chambers. Likewise, if you're one of those GMs who hates to read modules before you run them, consider this a heads-up that the names are important.

—Tim Hitchcock

like streaks of bluish-green that stain the surrounding stone.

M1. Secret Keep Exit

An angelic marble statue in plate mail and wielding an enormous maul stands silent vigil at the center of the room. A rough-hewn tunnel exits the room to the east.

The secret door out to the river tunnel is disguised as a wood-and-stone symbol of Iomedae in relief (Search DC 30). In Celestial, the statue's plaque reads, "St. Clydwell—Patron of Vigilance."

M2. Headless Saint

The head of the marble centerpiece watching over this room is dashed to rubble. Several of the copper plugs in the walls have been torn loose, spilling ash onto the floor.

Demonic tracks are plainly visible in the ashes on the floor. A DC 12 Knowledge (the planes) or a DC 20 Search check (with the Track feat) identifies them as dretch prints. In Celestial, the statue's plaque reads, "Guenarog—Sentinel of Valor."



One square = 5 feet

M3. Armed Saint (EL 10)

A marble-and-copper statue of a saint in plate mail holds a longsword in his right hand. His other, raised above his head palm up, holds a brass orb covered in studs.

The object in the statue's hand is a *faith orb* (see Appendix 3). Any non-good creature that removes it is subjected to a *geas* spell, heightened to 9th level, that compels the creature to report the attempted theft at the keep, immediately.

HEIGHTENED GEAS TRAP CR 10
Type magical; **Search** DC 34; **Disable Device** DC 34

EFFECTS

Trigger touch; **Reset** none

Effect spell (heightened *geas* [affected creature must report the attempted theft at the keep], 17th-level cleric, DC 24 Will negates)

M4. The Weathered King

A marble statue of a man on a throne stands watch over this chamber. Tear-like stains run down his face from the copper crown fused to his head. The passage to the south is choked with rubble.

In Celestial, the statue's plaque reads, "Naimar—Sentinel of Truth."


M5. Cavalry Shrine (EL 11)

The western wall of this chamber lies smashed to rubble, spilling into the adjacent corridor. A



Frqazzikal

Designer Notes



A Fly in the Ointment
Using Frqazzikal as a foil can be a lot of fun for you as the GM, but it might not be as much fun for your players. When using the quasit as a spy, pay attention to how your players respond to his deviousness. If things start to move past the point of mild annoyance and puzzled paranoia to aggravation and flaring tempers, then maybe it's time to let the other shoe drop by letting the quasit "slip up" and allow the PCs to notice him. Frqazzikal can add an element of roleplaying to the adventure if captured that can be just as rewarding as using the quasit as a spy.
—Steve Greer

statue of a mounted knight, horse rearing and lance pointed up, has been defaced with blood and excrement. The body of a young soldier is impaled on the lance. Another grouping of statuary depicts three priests standing back-to-back in a circle, arms locked together. It is similarly defaced and thick iron spikes have been hammered into their eyes, creating a spider-web pattern of cracks marring their noble faces.

In Celestial, the mounted statue's plaque reads, "Arymril—Sentinel of Sacrifice." The three priests' plaque reads, "Amrith, Kaspin, and Trebin—Disciples of St. Clydwell."

Creatures: A group of 5 babaus are adding to the horrific defilement. The impaled soldier was caught trying to flee to area **M1**.

BABAU (5) **CR 6**
hp 66; MM 42

TACTICS

Before Combat The babaus have *see invisibility* active. Prior to closing with enemies, they cast *darkness*.

During Combat The babaus flank opponents for sneak attacks. They use *dispel magic* to "power down" opponents with obvious magical effects on them.

Morale The babaus flee to the chapel if more than two of them are killed.

Development: If *Speak with Dead* is cast on the young soldier, PCs can discover his name was Galdrick. The memories imprinted on his remains provide details about the layout of the keep and the horrible desecration of the chapel above.

M6. The Healer

This chamber is untouched by demonic hands. Its centerpiece, carved from the surrounding bedrock, depicts an angelic woman cradling a wounded knight, wiping his face with a cloth.

In Celestial, the statue's plaque reads, "St. Cayr Astil—Patron of Mercy." A DC 20 Search of the statue reveals small runes engraved into it. A DC 18 Spellcraft check identifies them as a permanent *cure serious wounds*. Any good creature that touches the statue gains the benefits of a maximized *cure serious wounds* if injured (39 points, CL 15th). The statue cannot be removed from the room without destroying its magic. There is no limit to the amount of times its magic can be used each day. The statue has Hardness 8 and 540 hp.

M7. Entrance Hall (EL 10)

Suits of bronze plate mail stand silent vigil to each side of this passage. Each holds an

antique glaive. Stairs exit the chamber through the east wall, climbing upward.

Both the armor and weaponry are costume display pieces and would hold up pitifully in real combat.

Creature: A quasit rogue named Frqazzikal hides invisibly inside the helmet of the northeast suit of armor. He watches the PCs, and if they don't notice him he decides to follow them. Frqazzikal knows the positions of most of the demons in the keep, and he flies ahead of the characters as they near encounter areas to alert the demons there, giving away plans, identifying spellcasters and particularly tough characters, and generally causing trouble.

FRQAZZIKAL **CR 10**

Male quasit rogue 8
MM 46
CE Tiny outsider (chaotic, evil, extraplanar)
Init +12; **Senses** darkvision 60 ft.; Listen +11, Spot +10

DEFENSE

AC 23, touch 20, flat-footed 15 (+8 Dex, +3 natural, +2 size)
hp 67 (11 HD; 3d8+8d6+22); fast healing 2
Fort +7, **Ref** +17, **Will** +5
Defensive Abilities evasion, improved uncanny dodge; **DR** 5/cold iron or good; **Immune** poison; **Resist** fire 10

OFFENSE

Spd 20 ft., fly 50 ft. (perfect)

Melee 2 claws +19 (1d3 plus poison) and bite +14 (1d4)

Ranged +1 repeating heavy crossbow +20/+15 (1d4+1/19–20 plus poison)

Space 1–1/2 ft.; **Reach** 0 ft.

Special Attacks sneak attack +4d6, poison (DC 15)

Spell-Like Abilities (CL 6th)

At will—*detect good*, *detect magic*, *invisibility* (self only)

1/day—*cause fear* (as the spell, except its area is a 30-foot-radius burst centered on Frqazzikal, DC 13)

1/week—*commune* (6 questions, CL 12th)

TACTICS

Before Combat Frqazzikal stays invisible at all times, yet still takes care to continue hiding whenever possible, using walls, doors, furniture, and whatever available for cover. He uses his *detect magic* and *detect good* extensively to identify the strength and magic type of his opponents' gear, and to identify good opponents (who are vulnerable to the spell-like abilities of some of the greater demons).

During Combat If he can attack the PCs without giving himself away, he snipes at them from concealment with his crossbow or uses his *wand of grease* to coat opponents' weapons or make the ground under their feet slippery.

Morale The quasit has no interest in a straight-up fight, preferring to make trouble for the PCs. If cornered, he bargains for his life.

STATISTICS

Str 10, **Dex** 26, **Con** 14, **Int** 10, **Wis** 8, **Cha** 14

Base Atk +9; **Grp** +1

Feats Exotic Weapon Proficiency (repeating heavy crossbow), Improved Initiative, Stealthy, Weapon Finesse

Skills Bluff +13, Craft (trapmaking) +5, Diplomacy +9, Disable Device +15, Disguise +7 (+9 when acting), Escape Artist +18, Hide +29, Intimidate +9, Knowledge (local) +11, Listen +11, Move Silently +21, Search +11, Sleight of Hand +15, Spellcraft +9, Spot +10, Use Magic Device +12 (+14 when using scrolls)

Languages Abyssal, Common

SQ alternate form, outsider traits, trap sense +2, trapfinding

Combat Gear *wand of grease* (25 charges); **Other Gear** masterwork thieves' tools, +1 repeating heavy crossbow and 20 poisoned bolts, *ring of Dexterity* +4 (as gloves), pouch full of

silver holy symbols of lomedae looted from corpses (11 total)

SPECIAL ABILITIES

Alternate Form (Su) Frqazzikal can assume other forms at will as a standard action.

This ability functions as a *polymorph* spell cast on Frqazzikal (caster level 12th), except that Frqazzikal does not regain hit points for changing form and he can assume only one or two forms no larger than Medium. Frqazzikal can assume the form of a bat or a mastiff.

Poison (Ex) Injury Fort DC 15; initial 1d4 Dex and secondary 2d4 Dex. Frqazzikal coated all of his crossbow bolts with his poison.

Development: If the PCs capture or corner Frqazzikal, the quasit volunteers to provide useful information about the demons in the keep if they let him live. He offers to use his *commune* ability on their behalf as a last resort.

C1. The Desecrated Chapel (EL 8 and 14)

The sliding panel opens behind a large tapestry hanging in a plain wood-paneled room filled with priestly robes and accoutrements. Stairs climb to a door behind a dark curtain. A pool of blood flows slowly from beneath a different plain wooden door on the ground level.

Both doors are unlocked, but the bodies of several slain paladins block the one at the top of the stairs. A DC 18 Strength check is needed to open it without first moving the bodies (which takes 1d4 minutes). Both passages lead to the main chapel.

The keep's chapel is ripe with the stench of unspeakable carnage. Human bodies stripped naked, their flesh marred with dozens of puncture wounds swollen into purplish oozing welts, lie propped against the doors. Gore spatters the floor, benches, and wall-panels painted with life-size portraits of saints. At various heights, dozens more corpses spiked to the high rafters leak ichorous stains down upon the deadpan portraits, anointing them in blood. Behind the pulpit, a staircase ascends in a steep curve to a choir loft.

The three naked corpses were Knights of the Circle, low-level paladins under the command of Sir Calain. A DC 15 Heal check identifies the signs of poison in the puncture wounds.

When the PCs enter the chapel, the fluctuating power of the *Demonscope* weakens for several minutes. The PCs notice a subtle ripple in the air with a DC 20 Spot check. The other creatures in the room immediately recognize the signs of the extraplanar barrier falling. For the next few minutes the *dimensional anchor* effect blanketing the keep is absent in the chapel.

Creatures: A wild-eyed knight wearing plate mail and bearing the crest of Saint Clydwell stands at the pulpit. His flesh quivers and twitches of its own accord as he brandishes a heavy tower shield that a young man is cruelly nailed to. This is Sir Calain, a paladin corrupted by the demonic influence of the son of perdition possessing him. When the demons attacked the keep, Sir Calain and his men were brutally beat down and tortured. During a break in the torture, the son of perdition appeared as an angel and promised aid if the captain allowed it to temporarily share his body. The knight now realizes his grave error, but the demon is in control. Three babau underlings lurk in the shadows disguised as corpses nailed to the stairwell walls.

BABAU (3)**CR 6**

hp 66; **MM** 42

TACTICS

Before Combat The babaus use *Disguise* to camouflage themselves (DC 21 Spot) and always have *see invisibility* active. They coated their claws with large scorpion venom (DMG 297). Unless identified, the demons wait until Sir Calain topples the barricade before dropping on flat-footed opponents to make sneak attacks.

During Combat The demons cast *darkness* for its concealment benefits and flank individual opponents, whittling down enemies one at a time.

Morale The babaus fight to the death.

SIR CALAIN**CR 7**

Male human paladin 7 (possessed)

LG medium humanoid

Init +1; **Senses** Listen –3, Spot –3

Aura good, courage (+4)

DEFENSE

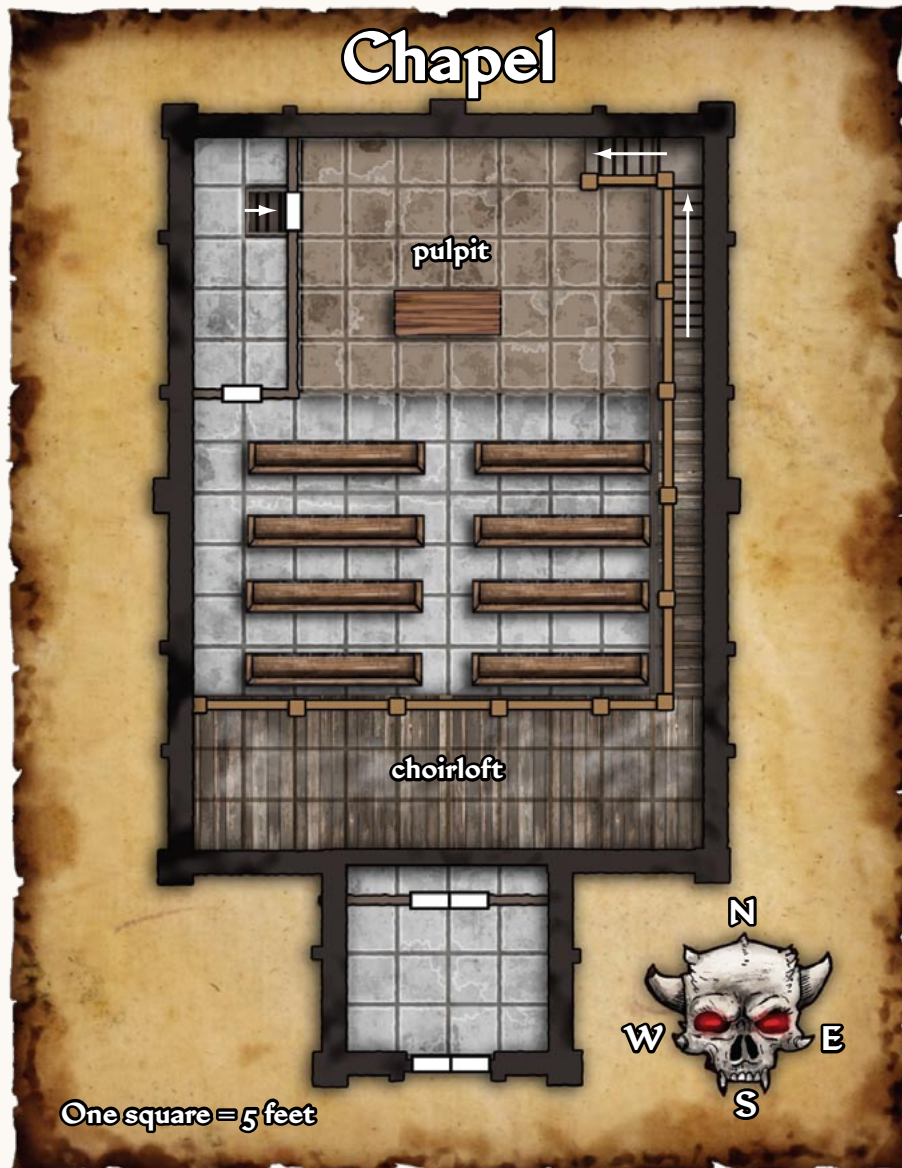
AC 23, touch 11, flat-footed 22

(+8 armor, +1 Dex, +4 shield)


hp 64 (7d10+14)

Fort +7, **Ref** +4, **Will** +1; divine grace

Immune fear, disease



Designer Notes



Keep 'Em Going
 A combat-heavy adventure like this one can be very taxing. Providing a means of never-ending healing gives the characters a chance to take on more encounters than normal and allows you to push them to retake the keep before the forces of evil mobilize against them. Keep in mind that many of the demons lurking in Clydwell Keep are moving around, too. There is a chance that each time the PCs come back to area M6, the demons found it and are trying to defile it. Protecting this room is a fun way to test your players' resourcefulness.

—Steve Greer

Base Atk +7; **Grp** +10
Feats Blind Fight, Cleave, Power Attack, Tower Shield Proficiency
Skills Concentration +5, Diplomacy +11, Handle Animal +3, Heal +3, Intimidate +8, Knowledge (nobility and royalty) +5, Knowledge (religion) +7, Profession (soldier) +3, Ride +4, Search +3, Spellcraft +2
Languages Abyssal, Celestial, Common
SQ divine grace, divine health, special mount
Combat Gear *potion of cure moderate wounds* (4); **Other Gear** +1 *cold iron longsword*, masterwork full plate, masterwork tower shield, silver holy symbol of Iomedae

SON OF PERDITION **CR 12**
hp 126; see Appendix 2

TACTICS
During Combat The son of perdition uses its *touch of the damned* to weaken a single opponent it assumes has the strongest will until it can make a possession attempt. It speaks of vile things it plans to do to its opponents as it fights.
Morale The son of perdition withdraws from combat if reduced to half its hit points. It follows the PCs, unseen, until it sees an opportunity to strike again.

Treasure: Much of what the dead paladins wore or carried is ruined. With a DC 25 Search

OFFENSE

Spd 30 ft.
Melee +1 *cold iron longsword* +12/+7 (1d8+4/19–20/x2)
Space 5 ft.; **Reach** 5 ft.
Special Attacks *smite evil* 2/day (+1 atk, +7 dmg), turn undead 3/day (+2, 2d5+5, 4th)
Spell-Like Abilities (CL 7th)
 At will—*detect evil*
 1/week—*remove disease*

TACTICS

Before Combat As soon as he spots the characters, Sir Calain flees up the choir loft stairs. He positions himself behind his barricade and waits until the PCs approach before he kicks it down on them. Sir Calain carries a tower shield, upon which he nailed

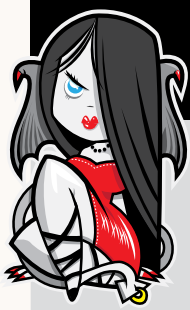
his squire, Aluxar. Squire Aluxar isn't dead (although he's close to it). Sir Calain uses him as a living shield.

During Combat Sir Calain does his best to hold the stairwell from the choir loft, blocking as much of the entrance as he can with his tower shield while reminding attackers that the young squire nailed to the shield is still alive. If Aluxar dies, Calain throws the shield down the steps and uses his sword two-handed.

Morale The son of perdition in Sir Calain forces him to fight to the death. If, however, the demon is driven from his body, the paladin falls to the floor weeping.

STATISTICS

Str 16, **Dex** 12, **Con** 14, **Int** 14, **Wis** 3 (normally 10), **Cha** 12.



Designer Notes

Sons of Perdition

In real-world religion, a Son of Perdition is attributed to an Antichrist or Devil's Advocate. It is also used to describe rebellious angels who were cast out of Heaven or men and women who have experienced heavenly manifestations and powerful spiritual epiphanies and willfully turned away from or denied them.

Using such powerful real-world symbolism in an adventure pitting ultimate evil and corruption against paragons of virtue can add an easily recognized demonic flavor to this adventure. This helps create a desperate kind of mood, in which the players have something real with which to judge these villains.

—Steve Greer

of the chapel, the PCs locate a suit of *+1 mithral full plate* and a *water scorpion* (see Appendix 3).

The Baileys and Keep Grounds

Clydwell Keep occupies a hill of jagged stone overlooking the Bitter River, where its defenders can watch the western border of Mendev for demons. The grounds are made up of a lower and upper bailey, the latter being where the keep is located. A 30-foot-high curtain wall surrounds the entire structure, rising in places atop the steep cliffs along the western side of the hill. Several stout towers, each rising 20 feet higher than the walls, appear at regular intervals. Rocky cliffs form secondary lines of defense. Both the outer curtain walls and the cliffs have permanent *grease* effects in certain places that make them high-impossible for most invaders to climb.

B1. Lower Bailey

A cobbled stone ramp winds its way from a recessed area in the cliffs, under a tall rampart, down to a narrow bailey between the eastern wall and natural cliff formations. The bailey continues to the north and southwest, where stone buildings nestle in the shadows of the cliffs and the thirty-foot-high curtain wall surrounding the keep's eastern perimeter.

The ramp connects the lower bailey to the upper bailey via area **B9**.

B2. Upper Bailey (EL 11)

The upper bailey is strewn with fly-covered corpses lying in drying pools of blood and viscera. A portion of the western wall is blasted inward. Fragments of the wall are scattered around the area, and some of the larger pieces have done significant damage to a few of the buildings. Beyond the gaping hole, a blasted, twisted landscape is barely visible through the haze that hangs over the river. The surrounding towers look down upon the carnage with darkened windows, while the keep looms quietly on the other side of the cobblestone expanse.

A DC 20 Search of the bodies reveals that many of them died from severe blunt trauma. Large bricks near their corpses are matted with dried blood.

Creatures: Two vrocks hide atop the southwest tower. The PCs notice them with DC 21 Spot checks. The vrocks took 10 on their Hide checks as they watched for enemies. Many of the 300-pound bricks near the ruined western wall are the perfect weight and size for use as heavy artillery with *telekinesis* without giving away the demons' position. The vrocks have already used them to great effect, as evidenced by the bodies smashed to bloody pulps.

VROCK (2)

CR 9

hp 115; MM 48

TACTICS

Before Combat The vrocks cast *heroism*.

During Combat The demons pick out random PCs to hurl bricks at with *telekinesis*. The vrocks make ranged attack rolls with the bricks (+15 while *heroism* is active) and deal 12d6 points of damage if they hit. If the vrocks are forced into melee combat, they prefer to fight in the upper bailey, where they have a lot of room to move around. They each cast *mirror image* and use their stunning screech and spores, mixed with their claws and bite attacks.

Morale These vrocks are cowardly, dirty fighters. If they don't feel like they have the upper hand, they flee to the keep roof and call for reinforcements from their ilk at area **K4**.

Treasure: There are seven *+1 cold iron long-swords* scattered around the bailey, mostly

near the corpses. With a DC 15 Spot check, the PCs also notice that one of the bodies still clutches a *faith orb* (see Appendix 3) with a stiff finger resting atop the triggering stud—killed before he could depress it. The rest of the soldiers' gear is ruined.

B3. Barracks

These buildings are identical. They serve as barracks for the keep's soldiers. Demons ransacked most of them. The soldiers bunking here are dead or hiding out in more fortified areas.

B4. The Gate (EL 11)

Two colossal statues flank an impressive drawbridge and portcullis. They stand nearly fifty feet tall. Their heads form flat battlements surrounded by crown-like crenellations, providing anyone standing there a commanding view of the surrounding area.

Outside the eastern walls, a deep earthen trench is filled with cold iron spikes. A 20-foot-long magically treated wood and iron drawbridge is normally down, spanning the gap, while an iron portcullis blocks the huge eastern entrance. Since the demons overran the keep, however, the drawbridge is up.

A building adjacent to the wall to the side of the entrance serves as the mechanism room for operating the portcullis and drawbridge. The machinery requires a DC 12 Strength check to operate.

Magically Treated Wood and Iron Drawbridge: Hardness 10; hp 300, resist fire 10; Break DC 50; Climb DC 20.

Iron Portcullis: Hardness 10; hp 60, Break DC 25.

Creatures: Two very bored war-trained balbans perform guard duty at the gate. They keep themselves occupied with a gruesome game, in which they throw a pair of human corpses against the wall as hard as they can. Whichever one of them gets the most bits of flesh to stick to the wall wins.

ELITE BALBAN (2)

CR 9

hp 112; see page 8

TACTICS

Before Combat The balbans always have *see invisibility* active. They cast *darkness* prior to a fight to give themselves concealment.

During Combat The balbans trample tightly grouped opponents first. They then focus



on the nearest opponent to slam, grab, and pound. They use *greater dispel magic* on enemies with obvious magical auras or effects if they can't reach any opponents with a single move action.

Morale The balbans retreat into one of the two towers flanking the entrance if reduced below 25 hit points.

Treasure: The balbans are using their gut-splattering game to see who gets the glowing +1 cold iron holy greatsword a ranking officer carried. At the moment, it is propped against a nearby wall. It's a nonsensical game, since the winner simply gets to shatter the blade into pieces, but the demons need something to entertain themselves.

B5. The Towers of Saint Clydwell (EL 12 and 11)

A smashed wooden door at the base of this statue-shaped tower lies across the threshold. Beyond, stairs ascend around the interior walls.

Each of the towers keyed to this location are identical colossal effigies of Saint Clydwell. The interiors contain stairs that ascend to landings level with the curtain wall ramparts. More stairs then ascend up to the tops of the statues' heads, where a massive supply of arrows and longbows, iron kettles, braziers full of coal, barrels of oil, and ballistae wait to defend the keep's entrance. The tall crenellations give the statues the appearance of wearing crowns and provide cover against opponents level with the tower tops or lower.

Creatures: A team of eight dretches, two babaus, and a lesser nabasu occupies the tower battlements. Their attentions are focused on Kenabres to the east, from which they anticipate the arrival of reinforcements. They occasionally watch the keep grounds for activity from soldiers trying to escape or come to the aid of their comrades.

BABAUS (2) **CR 6**
hp 66 each; MM 40

TACTICS

Before Combat The babaus always have *see invisibility* active.

During Combat They wait for opponents to come to them, flanking the stairwell entrance to sneak attack climbing enemies. The babaus work in tandem to set up flanking positions, to deal extra sneak attack damage as much as possible. The babaus pepper flying opponents with *dispel magic* to put them back on the ground or use the ballistae against them (DMG 100).

Morale If the babaus are reduced to less than 15 hit points, they seek a means of escape and flee to the keep to report the presence of the PCs. If cornered, they fight to the death.

DRETCHES (8) **CR 2**
hp 13 each; MM 42

TACTICS

During Combat The dretches attempt to lure the PCs into the traps they prepared for invaders (see below), but if that fails, and the other demons force them into melee, they simply mob the closest target. If any of the PCs succumb to the nabasu's paralysis aura, the dretches hurl their foes off the ramparts and into the spiked moat below.

Morale The dretches fight until killed.

LESSER NABASU CR 9

CE Medium outsider (chaotic, evil, extraplanar)
Tome of Horrors 83

Init +5; **Senses** darkvision 60 ft.; Listen +16, Spot +16

Aura paralysis (10-ft. radius, DC 15)

DEFENSE

AC 23, touch 11, flat-footed 22
(+1 Dex, +12 natural)

hp 46 (7d8+14)

Fort +7 **Ref** +6 **Will** +7

DR 5/good **Immune** electricity, poison **Resist** acid 20, cold 20, fire 20 **SR** 21

OFFENSE

Spd 30 ft., fly 40 ft. (average)

Melee 2 claws +11 (1d4+4) and bite +9 (1d6+2)

Special Attacks ethereal jaunt, feed, *summon ghosts*

Spell-Like Abilities (CL 12th)

at will—*deeper darkness*

1/day—*death gaze* (functions as *finger of death*, DC 18)

TACTICS

Before Combat The nabasu hides until something comes within range of its *death gaze*.

During Combat The nabasu opens with its *death gaze* ability and then moves in to expose as many foes as possible to its paralysis aura. It allows the dretches to deal with any paralyzed opponents, and it attempts to close with spellcasters, although it does not allow itself to be drawn too far away from the gate.

Morale The nabasu knows the *dimensional lock* effect around the keep is fading, so if things appear to be going badly, it attempts to use its ethereal jaunt ability to escape, even though it knows its chances of success are poor.

STATISTICS

Str 19, **Dex** 13, **Con** 14, **Int** 14, **Wis** 14, **Cha** 13

Base Atk +7; **Grp** +11

Feats Improved Initiative, Multiattack, Power Attack

Skills Climb +11, Escape Artist +9, Hide +9, Intimidate +10, Jump +13, Knowledge (arcana) +7, Listen +16, Move Silently +7, Spot +16

Languages Abyssal, Common, Dwarven, Goblin **SQ** telepathy

SPECIAL ABILITIES

Feed (Su) When a nabasu slays a humanoid opponent, it can feed on the corpse, devouring both flesh and life force, as a full round action. For every 8 HD a nabasu consumes, it gains 1 HD. Feeding destroys the victim's body and prevents any form of resurrection that requires

part of the corpse. A *wish*, *miracle*, or *true resurrection* spell can restore a devoured victim to life, but there is a 50% chance that even such powerful magic fails.

Paralysis Aura (Su) As a free action, a nabasu can create an aura of paralysis in a 10-foot radius. The effect is otherwise similar to a *ghoul touch* spell cast by a 12th-level sorcerer (DC 15). A creature that successfully saves against a nabasu's paralysis aura is immune to the effect for 24 hours. Other demons are not affected by the aura.

Ethereal Jaunt (Su) Twice per day, a nabasu can shift from the Material Plane to the Ethereal Plane as part of any move-equivalent action and shift back again as a free action. It can remain on the Ethereal Plane for 1 round before returning to the Material Plane. This ability is otherwise identical to an *ethereal jaunt* spell cast by a 12th-level sorcerer.

Summon Ghosts (Sp) Once per day, a nabasu can summon 1d6 ghosts.

Telepathy (Su) A nabasu can communicate with any creature within 100 feet that has a language.

Trap: The demons have punched makeshift murder holes into the tower tops to defend them against enemies climbing the interior stairwells. In preference to hot oil, the babaus have had the dretches drain the blood from dead soldiers and heat it in the kettles. The demons pour the hot blood through the murder holes on enemies who attempt to climb the stairs. Once they use up the blood, they use oil from the barrels. There is enough liquid here to fill the kettles six times.

In addition, both teams of demons have a single *shadow urn* (see Appendix) they hurl down at opponents on the round after pouring hot blood.

BOILING BLOOD TRAP CR 10

Type mechanical; **Search** –; **Disable Device** –

EFFECTS

Trigger dretches emptying kettle; **Reset** manual boiling blood (10d6 fire, Reflex DC 28 half); multiple targets (all targets in stairwell)

Treasure: One of the babaus proudly wears a red-and-black checkered *cloak of resistance* +5 it looted from a dead captain. There are barrels of hundreds of cold-iron-tipped arrows and several masterwork bows atop each of the towers. Of the 20 ballista bolts kept on each tower, the northernmost tower has a single *ballista bolt of lightning* mixed with the others. It functions like a *javelin of lightning*.

Development: If the demons on the northern tower resort to using the ballista, there is a 1 in 20 chance that each bolt they use is the *ballista bolt of lightning*. The chance increases by 1 with each new bolt used. The cold iron spikes down in the moat are filthy with years of grime, dirt, and rust. If any PCs are hurled onto them, use the stats for a CR 10 poisoned spiked pit trap (DMG 74).

If the PCs are spotted in the lower bailey, the babaus fire the ballista at them. They otherwise let the demons below take care of the intruders.

B6. Smithy

This building is relatively untouched. It contains a large forge and numerous unfinished items.

Treasure: A suit of masterwork full plate decorated with rampant griffons lies on the work bench with the tools being used to finish the decorative etching lying beside it. A DC 25 Search check of the smithy turns up a +1 *holy morningstar*.

B7. Stables (EL 11)

This long building is an obvious stable. The carcasses of half-eaten horses litter the cobbled stone bailey near the large open doors. The sounds of panicked whickering, heavy thuds, and splintering wood come from within.

The stables became a buffet line for many of the demons that made it down to this area.



Although demons have no need for sustenance, they take great pleasure in slaughtering and consuming these noble equines.

Creatures: A heavy warhorse named Thunderhoof remains in the stable, infested with hundreds of vicious little demons called chatterers. The chatterer swarms vie for control of Thunderhoof's actions, causing the warhorse to bite itself, buck and kick, swat with its tail, snort, whicker, and pummel itself against its stall. A moment after the PCs arrive, Thunderhoof breaks free of his stall and trots out into the bailey. A chorus of tiny voices in numerous different languages issues from the horse's mouth. The PCs are bound to understand one or two of the languages, which exclaim, "Look! New flesh!"

The diminutive demons burst from the horse and race toward the PCs, leaping, jumping, and crawling over one another to get to them.

CHATTERER SWARMS (3) **CR 8**
hp 66 each; see Appendix 2

TACTICS

During Combat The chatterer swarms attack the nearest character. Once they infest a host, they command him to attack nearby allies, hurl away his weapons, sing, slap himself in the face, eat something repulsive (like horse dung), and so on.

Morale The chatterers are voracious little creatures that know no fear. They fight to the death.

B8. Well

The well descends 30 feet to an underground river. It has a permanent *purify food and drink* effect on it (CL 15th) that ensures the water drawn from it is never contaminated.

B9. Upper Bailey Entrance

This recessed chamber carved out of the cliff face below the upper bailey curtain wall serves as a receiving room for supplies and visitors. Normally, soldiers here screen visitors before allowing them to enter the upper bailey. At the moment, it is empty. Two corridors branch off from the main room to the north and south. Each is blocked by a magically treated iron door that enters the bottom of the central towers. Stairs inside the towers ascend to doors out to the upper bailey. They continue upward to the ramparts and the tower battlements.

Magically Treated Iron Door: Hardness 20; hp 120; Break DC 48; Open Lock DC 40.

B10. Ramparts (EL Variable)

Stairs ascend the inner walls up to the crenellated ramparts. The walls are 10 feet wide. The crenellations provide cover against creatures at the same level as the ramparts and improved cover against attacks from below. The towers are accessed from the ramparts through magically treated wooden doors.

Magically Treated Wooden Door: Hardness 10; hp 90; Break DC 43; Open Lock 40.

Creatures: If the PCs explore the ramparts, there is a 25% chance of encountering a company of 1d6+1 babaus hiding in the shadows of the crenellations.

B11. Watchtowers (EL Variable)

These towers are similar in layout to area B5, although not in the likenesses of saints.

Creatures: Except for the tower occupied by the vrock (see B2), each time the PCs enter one of the towers, roll d% with the following results: 01–25, a group of 2d6 dretches searches for hidden soldiers; 26–50, 2d6+3 soldiers have barricaded themselves in (LG male and female human paladin 2); 51–100, the tower is empty except for a few human and demonic corpses. If the PCs encounter soldiers, one of them has a *water scorpion* (see Appendix 3) and can be convinced to loan it to the PCs with a DC 25 Diplomacy check.

B12. Latrines (EL 9)

This roofless stone building is divided into small waist-high stalls, each with a long, angled hole that stinks of excrement.

Creatures: Two gangs of dretches run hooting and howling through the stalls. When they spot the PCs, they attack with their claws and teeth.

DRETCHES (12) **CR 2**
hp 13; MM 42

TACTICS

During Combat On the first round, the dretches lob handfuls of filth from the latrine at the PCs (ranged touch attack). This filth deals no damage, but exposes the PCs to filth fever (DMG 292). The dretches cast *stinking cloud* and close for melee. They try to pin a single opponent and throw him into the nearest latrine hole.

Morale After more than half their numbers are slain, the dretches flee to the nearest allies.

B13. Bath House

This squat stone building contains several open baths—each with several pounds of soap and a towel.

B14. The Shadow Cloister (EL 10)

Every so often, the door to this cloister cautiously creaks open, allowing a trio of bumbling dretches to sneak and slobber their way cautiously out into the bailey. All bear large clay urns and, staggering beneath their bulk, the dretches scuttle across the yard to place them near the southeast tower to be hoisted up to the battlements. When the dretches finish, they scurry back to the cloister (there are 4 *shadow urns* already there when the PCs arrive here).

If the PCs investigate the interior of the building, read or paraphrase the following.

Darkness swims and seeps through piles of smashed and splintered furniture pushed to the walls, silhouetted into shadows that seem to form an eerie jagged landscape by the faint trickles of light that creep from windows deliberately darkened with thick blankets. A large rune formed from chips and dust of bone covers the floor. In the center, an hourglass hangs suspended on metal chains over a large clay urn. Dust and ash leak slowly into the urn. Behind the hourglass, a large iron cauldron hangs over a bed of coals that glows with a deep crimson light that illuminates nothing. The black liquid in the cauldron bubbles slowly, and smoke rises from its surface.

A pile of six small sacks rests against one of the walls among the wreckage. Each sack is filled with ash. They are the charred remains of paladins stolen from the mausoleum.

Creatures: Four wild-eyed demons struggle to seal clay urns using goat skins and hot pitch under the direction of a twisted tiefling arcanist named Raxius. Raxius is using an accursed minor artifact known as an *hourglass of shadows* (see Appendix 3) to create shadows from the ashes of the fallen paladins that her dretch henchmen brought her.

Raxius is an attractive woman with long brown hair tied back in an elaborate headdress and flashing green eyes. She has light pink skin, just slightly too red to be human, a long leathery tail, and short vestigial wings that sprout from her bare shoulders. Her skeleton minion accompanies her at all times.

DRETCHES (4) **CR 2**
hp 13; MM 42

TACTICS

During Combat The dretches immediately charge intruders. The smallest one brandishes a hot pitch stick like a club (melee +4, pitch stick, 1d6+1 plus 1d2 fire). The others reach into the nearby pitch bucket and throw wads of hot pitch (ranged +2, pitch wad, 1d3 fire). Their fire resistance protects them from damage.

Morale The dretches fight to the death.

RAXIUS MALGORIAN **CR 9**

Female tiefling variant necromancer 8
CE Medium outsider (native)

Init +1; **Senses** Darkvision 60 ft.; Listen +2, Spot +2

DEFENSE

AC 17, touch 11, flat-footed 16
(+4 armor, +1 Dex, +2 natural)

hp 21 (34 with *false life*) (8d4)

Fort +2, **Ref** +3, **Will** +8; +2 vs. disease, paralysis, poison, sleep, and stunning

DR 10/adamantine (*stoneskin*) **Resist** cold 5, electricity 5, fire 5

OFFENSE

Spd 30 ft.

Melee +1 *spear* +6 (1d8+2)

Ranged +1 *spear* +6 (1d8+2)

Spell-Like Abilities (CL 8th)

At will—*darkness*

Spells Prepared (CL 8th, +5 melee touch, +5 ranged touch)

4th—*dimension door*, *fear* (DC 19), *stoneskin**

3rd—*gaseous form*, *magic circle against good*, empowered *ray of enfeeblement*, *vampiric touch*

2nd—*blindness/deafness* (DC 17), *command undead*, *false life**, *ghoul touch* (DC 17)

1st—*comprehend languages*, *mage armor**, *magic missile* (2), *shield*

0—*arcane mark*, *detect magic*, *message*, *read magic*

Prohibited Schools: enchantment and illusion
*already cast

TACTICS

Before Combat Raxius cast *mage armor*, *stoneskin*, and *false life* when she arrived at the keep, shortly after the demonic invasion. Her *stoneskin* lasts 80 minutes, so if the PCs took a long time getting here, it might have worn off.

During Combat Raxius casts *shield* as soon as she spots the PCs. When combat begins, she casts *fear* and commands her skeletal minion to attack whoever is left behind. She

targets the most heavily armored opponents with an empowered *ray of enfeeblement* and spellcasters with her remaining ranged attack spells, saving touch spells for attackers who get past her skeleton.

Morale If reduced to 10 hp or less Raxius casts *gaseous form* and flees to seek reinforcements.

Base Statistics AC 13 without *mage armor*.

STATISTICS

Str 12, **Dex** 13, **Con** 10, **Int** 18, **Wis** 14, **Cha** 10

Base Atk +4; **Grp** +5

Feats Empower Spell, Scribe Scroll, Spell Focus (necromancy)

Skills Bluff +7, Concentration +11, Craft (alchemy) +8, Decipher Script +6, Hide +8, Knowledge (arcana) +8, Knowledge (history) +6, Knowledge (nature) +6, Knowledge (religion) +8, Knowledge (the planes) +8, Spellcraft +15

Languages Common, Infernal

Combat Gear *potion of acid resistance*, *potion of lesser restoration* (4), *scroll of lightning bolt*; **Other Gear** +2 *amulet of natural armor*, +1 *shortspear*

Spellbook As above plus 0—all except enchantment and illusion; 1st—*alarm*, *cause fear*, *enlarge person*, *expeditious retreat*, *feather fall*, *grease*; 2nd—*command undead*, *glitterdust*, *scare*; 3rd—*dispel magic*, *stinking cloud*, *halt undead*, 4th—*animate dead*

SPECIAL ABILITIES

Enhanced Undead (Ex) Any undead Raxius creates gain a +4 enhancement to Strength and Dexterity and +2 hp per HD. This replaces her bonus spells for being a specialist necromancer.

Skeletal Minion Instead of a familiar, Raxius is served by a skeletal minion.

Undead Apotheosis (Ex) Raxius gains a +2 on saving throws against disease, paralysis, poison, sleep, and stun. This replaces Raxius's bonus feat at 5th level.

SKELETAL MINION **CR —**

NE Medium undead

Init +6; **Senses** darkvision 60 ft.; Listen +0, Spot +0

DEFENSE

AC 18, touch 12, flat-footed 16
(+2 Dex, +6 natural)

hp 52 (8d12)

Fort +2, **Ref** +4, **Will** +8; undead traits

Immune cold

DR 5/bludgeoning

OFFENSE

Spd 30 ft.

Melee 2 claws +6 (1d4+2)

Space 5 ft.; **Reach** 5 ft.

TACTICS

During Combat The skeleton minion acts as commanded by its master, rushing in to attack PCs and prevent them from getting to Raxius so she can continue to cast spells.

Morale The skeletal minion fights until destroyed.

STATISTICS

Str 15, **Dex** 15, **Con** —, **Int** —, **Wis** 10, **Cha** 1

Base Atk +4; **Grp** +6

Feats Improved Initiative

Treasure: A silver *ring of counterspells* forged with the holy symbol of St. Clydwell sits at the bottom of one of the sacks. The *hourglass of shadows* is also quite valuable, but it is a morally questionable item to own or sell for good-aligned characters. The 500-pound artifact is unwieldy and difficult to move. Once moved, its attunement goes off kilter, requiring a successful DC 30 Spellcraft or Use Magic Device check to realign. This check takes 10 minutes. The hourglass does not function unless properly aligned.

B15. Infirmary (EL 11)

This small building is crammed with dozens of bloodstained cots. Shelves, workbenches, and large tables around the perimeter overflow with medical journals, tools, and bandages. Others hold jars filled with ointments, salves, poultices, and tonics. Hanging from the rafters is the naked body of a human, bound and masked. His gruesomely pallid flesh has been bled dry by hundreds of leeches, which still cling to him.

Creatures: Six babaus are torturing a captured priest. They have him bound to a table and are about to saw off one of his legs. As soon as they detect intruders, the largest angrily jams a scalpel into their prisoner, killing him and signaling the others to attack.

BABAU (6) **CR 6**

hp 66; MM 40

TACTICS

Before Combat The babaus have *see invisibility* active. They immediately cast *darkness* and split apart, moving toward the perimeter of the room and climbing on shelves to gain bonuses for higher ground while others crouch behind cots to hide.

During Combat As soon as they can flank

opponents or have effectively hidden, the babaus make sneak attacks and continue to flank with one another to deal sneak attack damage whenever possible.

Morale If the babaus are reduced to 15 or fewer hit points, they seek a means of escape and flee to the keep to report the presence of the PCs. If cornered, they fight to the death.

K1. The Keep (EL 9)

This single huge open room is strewn with nearly a dozen slaughtered paladins and the carcasses of slain demons. The dark marble floors are slick

with pools of blood and viscera. Hanging from the ceiling, a magnificent collection of antlers with flames flickering from their tips brightly illuminates the room. Several marble statues are knocked over and broken. The wall tapestries hang in shreds. A long winding staircase coils upward along the outside walls. Beneath one section of the stairs, a gigantic hole in the wall, where a pair of smashed doors once hung, reveals a darkened staircase leading down.

The stairs lead to area D1.

Trap: The rope supporting the antler chandelier is badly damaged (a DC 30 Spot

check recognizes this). There is a 20% chance each time a PC walks under it that the rope snaps. If Frqazzikal from area M8 is spying on the PCs, his devious mind immediately recognizes that the chandelier is perfect to drop on the characters. In this case, he greases the floor immediately under it, which imposes a –2 penalty on Reflex saves to avoid being crushed, and waits for PCs to walk under it before gnawing through the last strands of rope.

ANTLER CHANDELIER CR 9
Type mechanical; Search DC 25; Disable Device DC 28

EFFECTS

Trigger location; **Reset** repair

Effect antler chandelier (12d6 bludgeoning and piercing, DC 25 Reflex avoids); multiple targets (all targets in 4 adjacent 5-ft. squares)

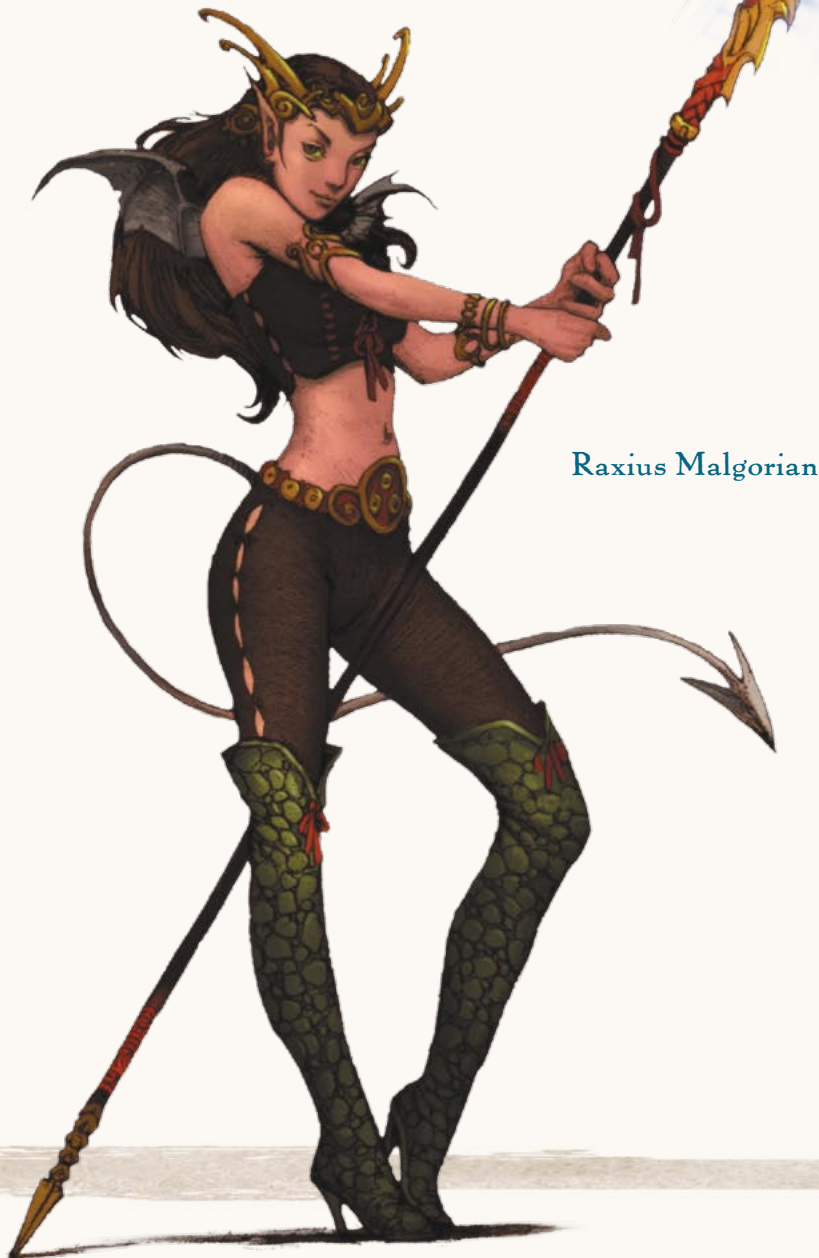
K2. The Supper Party (EL 11)

As the PCs approach this room they smell roasting meat. With a DC 10 Listen check, the characters hear the guttural whoops and hacking laughter of demonic revelers. The sounds and smells are clearly coming from behind the closed door to this room.

When the PCs investigate, read or paraphrase the following.

Considering the level of devastation present in the rest of the fortress, this room remains remarkably intact. The tapestries hang undisturbed on walls still mostly free of blood spatters and gore. The furniture is intact, and nothing looks looted or defiled. Apparently, the demons that invaded this room had other things on their mind besides destruction. Resting on the massive banquet table is a nightmarish feast. Although little remains of the meal, the bloody scraps of cracked and mashed human bones and organs make what happened here perfectly clear.

Creatures: A rowdy band of cocksure demons fills the keep's lavish banquet hall, drinking and gorging themselves on the keep's stores of food and wine. Having reveled their way through almost the entirety of the castle's vintage wines, they punch and gouge each other, laughing uproariously whenever one of them vomits or spills wine. Eagerly, they dip their matted claws into bowls filled with an ichorous gruel, consuming it with sloppy dribbles. At the end of the table sits a bloated toad-faced demon wearing a crooked crown and thick gaudy ropes of jeweled necklaces. As



soon as they are interrupted, the big demon at the end of the table retreats as he alternately barks commands and takes massive swigs from a wooden tankard. The remaining demons rush recklessly into attack.

HEZROU **CR 11**
hp 138; MM 44

TACTICS

During Combat The hezrou uses improved grab to snatch any enemy approaching him, biting the individual the next round. If it can remain out of the fight, the hezrou uses its spell-like abilities, starting with *chaos hammer*. It follows these maneuvers with *blasphemy* and *unholy blight*. After that, it closes for melee.

Morale The hezrou loves to fight, but if it drops to 30 hp, it attempts to escape using *gaseous form*.

DRETCHES (6) **CR 2**
hp 13; MM 42

TACTICS

During Combat The dretches rush the characters, trying to swarm and grapple them, following physical attacks with *stinking cloud*.

Morale The demons fight to the death.

Developments: The gaudy necklaces about the big demon's neck are worth a total of 8,000 gp. With a DC 20 Knowledge (nobility and royalty) check, the PCs recognize the signets and jewelry associated with one of the royal families of Sarkoris, a nation wholly lost to the Worldwound.

K3. Dead Snipers

This room is packed with barrels of bolts, loaded crossbows, and crossbow mounts placed before arrow slits in the walls and leveled at the horizon. Upon the floor lie the corpses of four dretches, each riddled with bolts.

These stupid dretches killed each other while playing with loaded weapons.

K4. The Lookout (EL 13)

Once an elaborate lookout, the top floor of the tower boasted windows on all four sides fitted with spyglasses, all of which now lie smashed along with the furniture. Amid the wreckage lie several dozen oversized map cases. Most are snapped in half, their contents shredded, although three remain intact: a

map of Varisia, a map of Numeria, and a map of Mendev. Each exquisitely rendered 5-foot-square map is worth 500 gp.

A ladder in the far corner leads to a closed hatch to the roof. A DC 10 Listen check reveals the sounds of clawing and scraping from the roof overhead.

If the PCs climb the ladder and open the hatch, read or paraphrase the following.

The hatch opens to the shattered remains of the iron-framed roof. Jagged shards of copper shingles tear at the sky, peeled back from the roof supports like blades. Strewn about the broken rafters dangle dozens of eviscerated corpses, cracked and broken like lost dolls, half-devoured and smeared with feathers and dung.

Creatures: At any given time, there are 1d3+2 vrocks roosting here atop the roof. Fortunately, they don't care to squeeze through the hatch. Should a PC open it, the vrocks use their *telekinesis* to pull the character through and tear him to ribbons.

VROCK **CR 9**
hp 115; MM 48

TACTICS

Before Combat The vrocks cast *heroism* on themselves.

During Combat If enough vrocks are on the roof, some of them cast *mirror image* and start a dance of ruin, while the others use *telekinesis* to disarm opponents, then stunning screech to weaken opponents, before closing for combat.

Morale The vrocks fly to the closest tower if reduced to fewer than half their hit points. If close enough, they use *telekinesis* from long range to pelt their opponents with anything nearby or push them off the top of the keep.

PART THREE : REDEMPTION

The dungeon levels below Clydwell Keep were built to hold prisoners, an arsenal of demon-fighting weapons and other supplies, and to safeguard the *Demonscope*. The passages are crudely cut directly into the surrounding strata and shored with iron and timber framing. Cellblocks and other rooms are finished in phyllite slabs, giving them the appearance of wrinkled silk. Torch sconces jut from the walls every 20 feet or so. All the torches are extinguished and there is no light in the passages. All the

doors are iron-bound hemlock and are usually kept locked.

Iron-bound Hemlock Doors: 3 in. thick; Hardness 5; hp 45; Break DC 24; Open Lock DC 30.

Reinforced Stone Walls: 3 feet thick; Hardness 8; hp 600; Break DC 50; Climb DC 22.

D1. Stairs (EL 4)

Suspended by the nooses around their necks, six bodies hang gutted from the stairwell ceiling and walls, their flesh branded with dark demonic runes and their eyes plucked out.

This stairwell connects the upper dungeon to the ground floor of the keep (area K1).

Creatures: The hanging bodies are paladin zombies. They are not particularly threatening, but they are coated with sassone leaf residue (DMG 297).

HUMAN PALADIN ZOMBIE (6) **CR 1/2**
hp 16; AC 19 (full plate); MM 266

TACTICS

During Combat The zombies remain still until any non-demons are at the halfway point of the stairs, at which point they start punching opponents and thrashing about, smearing their poison-coated bodies against as many targets as possible.

Morale The zombies fight until destroyed.

D2. The Prisoner (EL 8)

This large room appears to be a storage area of some sort. Grain, timber, and other supplies are strewn everywhere. A passage exits the room to the south. It appears to have been inexpertly widened recently, giving it the appearance of a roughhewn tunnel.

Creatures: A pair of babaus is dragging a badly bruised knight, manacled by her bleeding ankles to a thick chain, across the room. The demons cackle and spit at her as she staggers along the passage floor, moaning in pain and drooling blood. They are taking her toward the cells to the west. As soon as they detect intruders, they shriek for aid, bringing any unoccupied dretches from area D3 running to join battle in this room in 2 rounds.

BABAU (2) **CR 6**
hp 66; MM 40

TACTICS

Before Combat The babaus are preoccupied with tormenting their captive and relatively easy to track or surprise. If not stopped, they head directly to the cellblocks to add their captive to the growing number of imprisoned paladins.

During Combat The babaus immediately reel in their hostage and threaten her life, demanding any assailants drop their weapons. Those foolish enough to listen to them are instructed to drop to the floor and wait. The babaus then call for reinforcements, who arrive from area **D3** with chains and manacles in 2 rounds.

Morale If the characters attack, the babaus slash the prisoner, then fling her to the floor and attempt to flee, seeking the babau hunting party or other reinforcements.

Development: The young knight, Sir Ivellyn Swainhart, wears a necklace that functions as a key that opens and locks most of the doors in the dungeon (but not the doors in **D6** or **D7**). She was guarding the prisoners in the dungeon before the attack. When the demons arrived, she ran to warn the Holy Sentinels in area **D9**, but found the door in **D7** already sealed. She was trapped by the advancing demons and quickly captured. She doesn't know where the Holy Sentinels are, but she can give the PCs an idea of the dungeon layout.

A DC 10 Search reveals dozens of demon tracks of various sizes crisscrossing the floor. A DC 10 Listen check is enough to hear the pained moaning of dozens of voices echoing from the western passage.

D3. Cellblocks (EL 11)

Rows of small, iron-barred cells line the walls, while two more rows of cells sit back-to-back running down the center of the room. Many of the bars splay outward, torn and twisted to form larger cells. Within the cells, half-starved warriors, their bodies covered with lesions, pitifully scratch at the stone floor.

Creatures: Guarded by three small patrols of dretches, dead and dying knights fill the caged pits. These foul demons march through the corridors, spitting on their prisoners or just poking with their claws.

DRETCH (4)
hp 13; MM 42

CR 2

TACTICS

Before Combat As soon as the dretches spot intruders, they rake their claws across the iron cell bars, resulting in a grating screech that alerts the remaining patrols in the area of an attack.

During Combat The dretches gang up on the nearest opponents until reinforcements arrive. The secondary patrols cast *stinking cloud* before joining the fray.

Morale The dretches fight to the death.

Development: Each cell holds 1d4 dead knights and 1d4 living ones (male human warrior 1 or paladin 1). Of those still alive, only half are conscious and all are badly wounded, exhausted and unequipped. The demons dragged the soldiers here after they were taken prisoner in the battle for the keep. None of them have any clear idea about what is going on.

D3a. The Mad Knight (EL 11)

Within this cell, a badly lacerated man convulses and froths at the mouth. Simultaneously babbling in several different voices, he tears with his nails at tattoos that mark him as a member of the Holy Sentinels. A second occupant lies in a puddle of blood, his eyes open and staring—obviously dead.


Creature: This is the Holy Sentinel **Sir Jormal of Etyiranne** (LG Male human paladin 11). He is currently possessed by a mob of chatterers. The corpse is a paladin previously slain by the demons. If released, Sir Jormal attacks randomly, grasping his longsword by its blade like a club and failing wildly until subdued. If left in his cell, he thrashes about, eventually impaling himself on one of the jagged rusty bars jutting from the cell wall. As soon as he dies, three chatterer swarms erupt from his flesh.

CHATTERER SWARM (3) **CR 8**
hp 66 each; see Appendix 2

TACTICS

Before Combat Once Sir Jormal is dead, the chatterers leave his body and seek a new host. They are small enough to fit between the cell bars with ease.

During Combat The chatterer swarms attack the nearest target they see. Once they infest a host, they make it drop its weapons and run through the cellblocks screaming to alert other nearby demons.



Designer Notes

The Ripple Effect
As described in area **C1**, occasional gaps in the pervasive *dimensional lock* effect are visible as ripples in the air (Spot DC 20). As the PCs progress through the dungeon, repeat the same ripple effect with greater frequency to impress upon them the imminent collapse of the keep's magical defenses if they fail to restore the *Demonscope*. Don't be afraid to have demons suddenly pop into the keep via teleportation during those ripples, but keep the fights easy and short so the PCs don't have to waste valuable resources on them.

—Steve Greer

Morale The chatterers fight to the death.

SIR JORMAL, HOLY SENTINEL **CR 10**

Male human paladin 10
LG Medium humanoid
Init -1; **Senses** Listen +5, Spot +5
Aura courage, good

DEFENSE

AC 23, touch 9, flat-footed 23
(+10 armor, -1 Dex, +4 shield)

hp 70 (10d10+10)

Fort +12, **Ref** +6, **Will** +12

Immune disease, fear

OFFENSE

Spd 20 ft.

Melee +1 holy cold iron longsword (wielded as a club) +6/+1 (1d4) or

Melee +1 holy cold iron longsword +12/+7 (1d8+1/19–20 plus holy)

Special Attacks lay on hands 40 hp/day (5 remaining), smite evil 3/day (+4 attack, +10 damage, 1 use remaining), turn undead 7/day (+6, 2d6+11, 7th)

Spell-Like Abilities

At will—*detect evil*

2/week—*remove disease*

Spells Prepared (CL 5th)

2nd—*bull's strength**, *shield other*

1st—*bless weapon**, *protection from evil**

*already cast

TACTICS

During Combat If rescued, Sir Jormal fights to the best of his ability.

Morale Sir Jormal fights to the death.

STATISTICS

Str 10, **Dex** 8, **Con** 12, **Int** 14, **Wis** 16, **Cha** 18

Base Atk +10; **Grp** +10

Feats Alertness, Improved Initiative, Iron Will, Negotiator, Weapon Focus (longsword)

Skills Concentration +14, Diplomacy +23, Knowledge (nobility and royalty) +15, Knowledge (religion) +15, Sense Motive +18

Languages Abyssal, Celestial, Common

SQ divine grace, divine health, special mount (already summoned and dismissed for the day)

Gear *cloak of Charisma* +2, +2 *full plate*, +2 *heavy steel shield*, +1 *holy cold iron longsword*, *periapt of Wisdom* +2

Development: If the demons are exorcised or Sir Jormal is otherwise divested of the chatterers, he tells the PCs that the *Demonscope* is weakening and will soon fail if one of the three control shards, polished bones of dead saints, is not replaced. When he left Sir Ellord in area **D10**, his fellow Holy Sentinel was holding his own against the entity in the artifact while Sir Jormal searched for the third shard that Sir Holton absconded with. He had just learned from one of his fellows that Sir Holton was spotted near the scroll room (area **D6**), but Sir Jormal was captured before he could get there. As long as none of the PCs detect as evil, the paladin reveals how to enter the chamber and takes the PCs there.

D3b. Pudding Pit (EL 7)

The pit in this room drops ten feet before disappearing into complete darkness. Horrid screams of unearthly pain rise from its depths.

Creature: It's a 20-foot drop to the bottom of this hastily dug pit, although a black pudding occupies the bottom 10 feet. It waits at the bottom and hungrily dissolves everything the demons throw down to it. The dretches take great joy in dropping young knights into the hole and listening to their screams as the creature melts the skin from their bones.

BLACK PUDDING (1)
hp 115; MM 201

CR 7

D4. Brute Excavation (EL 6)

Something tore savagely through this small chamber, leaving a trail of wreckage that leads to a gaping hole in the floor.

A thick iron hatch in the floor was at one time used to descend a ladder to the lower dungeon and could only be opened by a password. A balban that came through this area tore the metal hatch off and caused a huge explosion when it triggered a trap intended for demons. The combination of the explosion and the balban's destructive ferocity created the gaping hole and damaged the surrounding stonework. Anyone

looking down into the hole can see the dead balban half buried under rubble and the twisted iron ladder.

Collapse (CR 8): The passage and floor surrounding the hole collapses if more than three humanoid sized creatures stand on it at the same time. A round after the floor collapses the weakened floor and walls cave in with a thunderous crash. Use the stats for a tunnel collapse (DMG 66).

D5. False Paladins (EL 11)

This plain corridor ends in a large, iron-bound metal door. Unlike the rest of the dungeon, this corridor seems perfectly normal, without bod-



Sir Jormal

ies or bloodstains. The door itself is closed and unmarked, but otherwise unremarkable.

Creatures: A group of succubi polymorphed into men and donned the accoutrements of Clydwell Keep soldiers. They cannot get past the warded door to reach Holton Albright who has holed up inside, but they are content to lure soldiers skulking around the dungeon into joining their ranks and then having their way with the soldiers. Unless the PCs have been too quiet for the succubi to hear them, the demons feign fear at the PCs' approach.

Succubi (4)
hp 47; MM 47

CR 7

TACTICS

Before Combat When the succubi spot the PCs, the demons wave them over. The succubi lie that they are trying to hole up inside the room, but none of them knows the password to get past the door, being low-ranking soldiers. With all of them working

together using the aid another action, it's a DC 35 Sense Motive to reveal the deception.

During Combat If the demons get into the room, they use *suggestion* to convince the PCs to help them destroy its contents and kill Sir Holton. If unsuccessful, they drop their disguises and do it themselves. They grapple anyone who tries to stop them and then drain energy.

Morale If two of the succubi are killed, their sisters flee.

D6. The Scroll Room (EL 11)

This room is *hallowed* and under the effects of a *screen* that gives the illusion of a small empty room full of dust if a creature is not good. Good creatures see the room as it truly is:

The iron door opens into a small room with bookshelves full of scrolls and tomes, tables covered with more texts, assorted potion bottles with tiny tags hanging from them, a wooden rack with several brass balls cov-

ered in studs, and a pair of iron weapons that resemble crossbows lacking strings sits on a shelf.

The door is made of magically treated 1-inch-thick cold iron with a *forbiddance* effect against chaotic and evil creatures. Only the officers of the keep and the Holy Sentinels know the password to bypass the *forbiddance* and open the door. The door can also be opened with a successful turn attempt against 5 HD.

Magically Treated Cold Iron Doors with Forbiddance: Hardness 20; hp 80; Break DC 45; *forbiddance* (touching door deals 12d6 points of damage to chaotic evil creatures or 6d6 points of damage to chaotic or evil creatures, DC 19 Will half); password or successful turn attempt against 5 HD opens.

Screen: Illusion of empty room if non-good (CL 17th).

Creature: Sir Holton Albright is holed up inside this chamber to make a stand against



the demons. Several tried to get in, but the toughness of the door combined with its formidable ward deterred them all thus far.

SIR HOLTON ALBRIGHT **CR 11**

Male fallen paladin 11

LG Medium humanoid

Init +3; **Senses** Listen +1, Spot +1

DEFENSE

AC 23, touch 9, flat-footed 23

(+10 armor, -1 Dex, +4 shield)

hp 87 (11d10+22)

Fort +9, **Ref** +2, **Will** +4

OFFENSE

Spd 20 ft.

Melee +1 *holy cold iron longsword* +17/+12/+7
(1d8+4/19-20 plus holy)

TACTICS

Before Combat Holton drinks a potion of *owl's wisdom* and *resist fire*.

During Combat As soon as the door opens, Sir Holton hurls a *faith orb* through it. He then fights with his +1 *holy cold iron longsword*.

Morale Sir Holton stops attacking once he sees it isn't demons entering the room. If attacked, he defends himself to the death.

STATISTICS

Str 18, **Dex** 8, **Con** 14, **Int** 10, **Wis** 12, **Cha** 16

Base Atk +11; **Grp** +15

Feats Diehard, Endurance, Improved Initiative, Power Attack, Weapon Focus (longsword)

Skills Concentration +16, Heal +15, Knowledge (nobility and royalty) +5, Knowledge (religion) +6

Languages Common

Combat Gear *faith orb*, *potion of cure moderate wounds* (2), *potion of owl's wisdom*, *potion of resist fire*, *scroll of divine favor*; **Other Gear** *cloak of Charisma* +2, +2 *full plate*, *gauntlets of ogre power*, +2 *heavy steel shield*, +1 *holy cold iron longsword*, ornate reliquary containing a bone shard with the word "Arymriil" inscribed on it in Celestial.

Treasure: This room is full of magic items useful when fighting demons. The bookcase contains the following divine spell scrolls: *bless* (x10), *bless weapon* (x10), *break enchantment* (x2), *dispel chaos* (x3), *dispel evil* (x3), *divine favor* (x10), *greater magic weapon* (x5), *holy sword* (x3), *lesser restoration* (x10), *magic circle against evil* (x5), *magic weapon* (x5), *prayer* (x5), *remove blindness/deafness* (x3), *remove curse* (x3), *remove paralysis* (x5), *resist energy* (acid x2, cold x2, electricity x2, fire x2, sonic x2), and *restoration* (x3). It contains the following arcane scrolls: *banishment* (x1),

dimensional anchor (x5), *dismissal* (x2), *keen edge* (x5), *stoneskin* (x2), and *teleport* (x2). The potions on the table are all labeled in Common: *bull's strength* (x5), *cure light wounds* (x10), *cure moderate wounds* (x8), *cure serious wounds* (x3), *fly* (x2), *haste* (x5), *heroism* (x3), *neutralize poison* (x3), *owl's wisdom* (x5), *protection from evil* (x10), and *shield of faith* +4 (x3). The rack holds 4 *faith orbs*. The two crossbow-like weapons are *water scorpions* (see Appendix 3).

In addition to the magical accoutrements gathered here, numerous texts cover a range of demonology that, if studied for at least 1 hour, provide a +2 circumstance bonus on Knowledge (the planes) checks regarding demons.

Development: Sir Holton is a guilt-ridden wreck of a man. When he realized he was deceived he tried to get back to the Heart Chamber (area D10), but the demons swarming everywhere prevented him from doing so. The group gathered at the entrance to area D9 nearly captured him before he escaped into this room. The arrival of the PCs gives him new hope that he can somehow rectify the terrible mistake he made. Sir Holton, in spite of his fears and self doubts, is still very much a heroic man and gladly joins forces with the party to get down to the *Demonscope* and return his shard to the artifact. If the PCs treat him harshly, he merely says, "I cannot fault your opinion of me. I have made a horrible mistake at the cost of the lives of many friends and allies who were dear to me." He then humbly asks the PCs to help him make things right.

If the PCs agree to help him, he knows every inch and feature of Clydwell Keep and how to get into the Heart Chamber.

Holton carries one of the true shards to the *Demonscope*, a length of bone with runes carved in it in Celestial that read "Arymriil," contained within an ornate reliquary.

Note: The items in this room reflect the keep defenders' dedication to demon slaying and are not truly intended as a treasure haul, although the PCs are well within their right to take a few things that might help them. Holton does nothing to encourage or dissuade the PCs from taking whatever they want from this room.

D7. The Ramming Crew (EL 14)

This room's single most distinguishing feature is a pair of massive metal doors in the southeast corner, carved with the holy symbol of Iomedae.

The doors are closed, although the massive dents, scratches, and claw marks show that they might not remain so for long. The room itself has partially collapsed, and rubble and other refuse litter the floor. Bodies of dead soldiers are here as well, although they are so badly desecrated that they no longer appear human.

This area is the outer sanctum for the *Demonscope*. When it was clear that the demons were winning the battle for the keep, a group of knights rushed to this chamber to hold off the demons. Many men and demons were slain, but in the end the invaders won the day.

Magically Treated Cold Iron Holy Doors: Hardness 20; hp 120 (67 remaining); Break DC 50; *forbiddance* (touching door deals 12d6 points of damage to chaotic evil creatures or 6d6 points of damage to evil or chaotic creatures, DC 19 Will half); password (known only to the Holy Sentinels) or successful turn attempt against 10 HD opens.

Creatures: A lesser nabasu, two demonic knights, and four dretches are the current occupants of the chamber in the aftermath of battle. The demons hammer away at the doors with a battering ram, unable to breach them so far.

DEMONIC KNIGHT **CR 10**

Revised Tome of Horrors 135

CE Medium outsider (chaotic, evil, extraplanar)

Init +5; **Senses** darkvision 60 ft.; Listen +21, Spot +19

DEFENSE

AC 23, touch 10, flat-footed 23

(+7 armor, +6 natural)

hp 85 (9d8+45)

Fort +11, **Ref** +7, **Will** +10

Defensive Abilities Blind-Fight; **DR** 10/cold iron or magic; **SR** 19

OFFENSE

Spd 20 ft. (base 30 ft.)

Melee +1 *anarchic longsword* +17/+12 (1d8+7) or

Melee 2 slams +15 (1d6+6)

Special Attacks breath of unlife (DC 19), create spawn, fear (DC 18), *summon demons*

Spell-Like Abilities (CL 20th)

At will—*detect magic*, *see invisibility*, *wall of ice* (DC 18)

2/day—*dispel magic*

1/day—*fireball* (DC 17), *symbol of fear* (DC 20), *symbol of pain* (DC 19)

TACTICS

Before Combat The demonic knight has *see invisibility* active.

During Combat The demonic knight starts with *symbol of pain*, followed by *symbol of fear*. It then casts *wall of ice* to split the party, moves up to the nearest opponents, and uses its breath of unlife. It thereafter uses its longsword against opponents. If an enemy spellcaster proves problematic, it counterspells the opponent's spells until the demonic knight's *dispel magic* ability is used for the day. It uses its fear ability to divide its enemies or as a means of driving away overpowering opponents.

Morale The death knight uses its fear ability to push away opponents if it thinks it is going to be defeated, but it never retreats.

STATISTICS

Str 22, **Dex** 13, **Con** 20, **Int** 18, **Wis** 18, **Cha** 18

Base Atk +9; **Grp** +15

Feats Blind-Fight, Cleave, Power Attack, Weapon Focus (longsword)

Skills Bluff +16, Climb +11, Concentration +17, Diplomacy +16, Hide +6, Intimidate +16, Knowledge (the planes) +16, Listen +16, Move Silently +6, Search +16, Spellcraft +16, Spot +16

Languages Abyssal, Common, Infernal, Terran, Undercommon

SQ outsider traits

SPECIAL ABILITIES

Breath of Unlife (Su) Once every 1d4 rounds, a demonic knight can exhale a blast of weakening energy in a 10-foot cone. Creatures in the area must succeed on a DC 19 Reflex save or take 2d4 points of Strength damage. A creature reduced to 0 Strength by a demonic knight dies. The save DC is Constitution-based.

Create Spawn (Su) Any humanoid slain by a demonic knight's breath of unlife becomes a greater shadow (MM 221) in 2d4 rounds. These greater shadows attack with 2 incorporeal claws (+10 attack, 1d6 damage) and one incorporeal bite (+5 attack, 1d8 damage), and do not drain Strength or create spawn. Greater shadow spawn are under the command of the demonic knight that created them and remain enslaved until its death. They do not possess any of the abilities they had in life. If you have access to the *Revised Tome of Horrors* use shadow demons instead of greater shadows.

Fear (Su) A demonic knight generates fear with but a word. Those within 30 feet who hear the knight speak must succeed on a DC 18 Will save or become panicked for 2d4 rounds. A creature that makes a successful save is immune to the fear effect of that

demonic knight for one day. The save DC is Charisma-based.

Summon Demons (Sp) Once per day, a demonic knight can attempt to summon 1d4 greater shadows (or shadow demons, if you have access to the *Revised Tome of Horrors*), 2 babaus, or 1 vroock or hezrou with a 50% chance of success. This ability is the equivalent of a 4th-level spell.

DRETCHES (4)

CR 2

hp 13 each; MM 42

TACTICS

During Combat The dretches swarm their enemies and coup de grace paralyzed opponents.

Morale The demons fight to the death.

LESSER NABASU

CR 9

hp 46; see page 15

TACTICS

During Combat The nabasu opens with its death gaze attack, and then enters melee with spellcasters, attempting to destroy them as quickly as possible.

Morale This nabasu fights to the death.

D8. The Great Saint

A wide corridor fitted with smooth white flagstones ends at a large chasm, from which the colossal carving of a gold-flecked stone warrior rises, its hips level with the corridor floor. The stone guardian holds a massive iron shield close to its chest, the symbol of Iomedae glowing on its surface. Its right arm clutches a gargantuan mace with crystals embedded into its massive round head, from which flames magically burn. The numerous flames provide ample illumination and cause the huge sapphire gems set in the stone sentinel's eye sockets to sparkle and reflect the light.

A flat stone ramp spans the deep chasm at an angle so it ascends and stops at the huge metal shield. Faint grooves in the shield outline a pair of doors into the chest of the statue.

This area is the outer sanctum for the *Demonscope*. The massive statue represents the first of the Order of Holy Sentinels, its features neutral enough to encompass all three of the founders. The *Demonscope* is kept in the chamber within the sentinel's hollow chest cavity.

The shield mounted on the statue has a pair of doors built into it that only opens for

a Holy Sentinel or a successful turn attempt against 12 HD. Otherwise, the doors must be battered down. The doors are warded against physical contact by certain creatures.

Magically Treated Cold Iron Holy Doors: Hardness 20; hp 120; Break DC 50; *forbiddance* (touching door deals 12d6 points of damage to chaotic evil creatures or 6d6 points of damage to chaotic or evil creatures, DC 19 Will half); successful turn attempt against 12 HD opens.



Sir Holton

D9. The Heart Chamber

The shield doors swing open, revealing a small dark chamber within the statue's chest. A low-rimmed well sits at the center of the chamber, its depths filled with dark, swirling smoke. The lip of the well is carved with glowing runes separated at equidistant points by three brass plates, each bearing a single rune, mounted above a shallow depression in which blackened bone shards rest inside ornate reliquaries. To either side of the chamber, towering stone tablets in heavy brass frames rest atop wide ledges, their surfaces etched with beautiful, flowing symbols. Curled into a ball in the far corner, a disheveled figure in robes babbles softly as he rocks back and forth. Every so often, he raises his fingers toward the nearby tablet and traces its symbols in the air.

Each of the stone tablets stands 5 feet tall and 3 feet wide and weighs 500 pounds. The low well, the runic plates, and the bone shards in the depressions (except as noted below) are all part of the *Demonscope*. If any of the PCs speak Celestial or cast *comprehend languages*, the tablets read as follows:

First Tablet—*In the name of Iomedae, we surrender all that is of ourselves, all that was and will be.*

Second Tablet—*Through our sacrifice we become one. The darkness will part before us, and all that is hidden shall be revealed.*

Stone Tablets: Hardness 16; hp 120; 500 lb.

The runes covering the circumference of the *Demonscope* are also written in Celestial. The language of angels has many words for courage, honor, self-sacrifice, and goodness. They are all engraved around the artifact's outer rim. In addition, the single runes on each of the brass plates read as follows:

East—*Truth* (associated with Saint Niamar)

Northwest—*Valor* (associated with Saint Guenarog)

Southwest—*Sacrifice* (associated with Saint Arymril)

Creatures: The babbling humanoid in the corner is all that is left of Sir Mikhail Valiant, a Holy Sentinel (LG Male human paladin 11). Unarmored and wide-eyed, he barely notices the characters as they enter, his mind rent to pieces by the powerful demon trapped within the *Demonscope*. The demon toyed with the poor knight for hours, playing tricks on his mind and using illusions and telekinetics to scramble the order of the demon shards and

create illusory versions of Holton's shard to disguise his own corrupted versions. Those trying to decipher Mikhail's pitiful mumbling hear him say, "He shattered us... We were supposed to be three, like the first, like always... I can't. I can't remember the order. It's lost... the order is lost."

In his hands, Sir Valiant clasps three more reliquaries, each containing a polished bone shard. He attacks anyone trying to take them from him while in his present state. His shards are described below.

Sir Mikhail is not alone. Trapped within the *Demonscope* is a powerful balor named Goriath. The demon is desperately attempting to escape the artifact and shortly succeeds if the shards are not restored.

A minute after the PCs enter the chamber, Goriath manages to push one clawed hand and forearm up out of the writhing smoke of the *Demonscope*, but the smoke wraps around

it like tendrils and with a horrible ground-shaking roar, the balor's arm is pulled back inside. This foreshadows Goriath's second, more successful attempt and provides the PCs some time to cast preparatory spells, position themselves tactically, or arrange the shards correctly. Unless the shards are in their proper places, 5 rounds after his arm disappears Goriath heaves his entire upper body up out of the smoke. In this condition, his actions are limited as follows:

- He cannot move from the *Demonscope*.
- He is denied his Dexterity bonus (AC 28).
- Can only take a standard action each round.
- Weaponless, he can only make slam attacks.
- The save DCs against his spell-like abilities are decreased by 4 and he cannot use *blasphemy*, *firestorm*, *implosion*, or *greater teleport*.
- He cannot summon more demons.



Sir Mikhail

Limited the way he is, Goriath remains more than an ample threat. Other than physically battering him back into the *Demonscope*, a successful *banishment*, *dismissal*, or *dispel evil/chaos* forces him back into the artifact for 1d4 hours. Restoring all three shards keeps him there for good.

GORIATH THE BALOR

CR 15

hp 290; MM 40

TACTICS

During Combat In the first round, Goriath attempts to strike or grab any creatures near him and uses his spell-like abilities against opponents out of reach. He uses *telekinesis* to topple the holy tablets onto anyone standing under them, dealing 3d6 points of crushing damage.

Morale If reduced to half his hit points, Goriath lets out a bloodcurdling scream as his half-materialized body swirls into a cyclone of

flames that are quickly sucked back into the *Demonscope*, but until the shards are restored, Goriath gains partial freedom again within 1d4 hours.

SIR MIKHAIL VALIANT, HOLY SENTINEL CR 10

hp 70; see page 20 (Sir Jormal)

TACTICS

During Combat Sir Valiant has his full compliment of paladin abilities, but his mind is crushed. He does nothing but babble unless someone tries to take his shard from him, in which case he draws his +1 *holy cold iron longsword* and attacks savagely.

Morale Sir Valiant fights to the death.

Development: Truth, valor, and sacrifice were virtues the original Holy Sentinels stood for. The *Demonscope* cannot function properly until the shards are placed in the appropriate order. Players who paid close attention to

the statues in the mausoleum can easily determine which shard is associated with each virtue. Otherwise, it requires a DC 25 Knowledge (history) check per shard to recall this information (although trial and error is an acceptable solution in this case as well).

Each time a shard is placed in the correct depression (a move action that provokes attacks of opportunity), an explosion of positive energy crackles through the warping air around the *Demonscope*. If Goriath manifested physically, it weakens the balor and imposes a -2 penalty on his attacks, AC, and saving throws. These penalties are cumulative. When the last correct shard is placed, the balor is sucked back into the artifact, which returns to full power.

Of the two bone shards currently in the *Demonscope*, only one is authentic. Runes on the real shard are written in Celestial and read "Niamar." The runes on the fake shard are in Abyssal and read "Goriath."



Optional Climactic Ending

Some GMs prefer dramatic cinematic endings without a lot of loose strings. Knowing what to do with Sir Holton after the dust settles can be problematic. Do you punish him? Execute him? Scold him, then forgive him?

If Holton accompanies the PCs to the *Demonscope* to restore it, have the balor partially materialize as soon as they enter instead of the way it's currently presented. Run the encounter as written thereafter, but try to position Holton in a way that near the climax of the battle, if the PCs succeed in placing all of the shards in their correct depressions, the balor grabs Sir Holton and takes the unfortunate paladin with him as he's sucked back into the artifact.

Of the shards that Saint Valiant holds, only one is real. Both fake shards are carved in Abyssal. One reads "Azog." The other reads "X'arg Esariot." The real shard is written in Celestial and reads "Guenarog."

If the *insanity* effect is removed from Sir Valiant, he aids the PCs in restoring the *Demonscope* to the best of his ability. If they haven't figured it out yet, he explains that without the shard Sir Holton stole, the artifact continues to weaken until it completely gives out in a matter of hours.

CONCLUDING THE ADVENTURE

If the PCs succeed in restoring the *Demonscope*, they are lauded as heroes far and wide and they are given honorary titles such as Demon Slayers and Protectors of the Realm. Statues are sculpted in their honor and proudly displayed in Clydwell Keep. If any of the players is thinking of retiring his character after this adventure, inviting him to take up the noble mantle of Holy Sentinel is a great way to cap off a heroic career.

If the PCs capture Holton rather than ally with him, he is eventually tried, found guilty, and sentenced to death for his role in the betrayal and downfall of Clydwell Keep and the slaughter of its defenders. He resigns himself to his fate and goes to the headsman's axe with as much grace as he can muster, hoping to find redemption in the next life.

If the PCs fail to drive the demon back into the *Demonscope*, Mendev and the rest of the nations bordering The Worldwound face major demon problems in the days to follow. Perhaps the players can engineer some way to hedge in the demons again, such as by traveling to Iz, the very heart of the Worldwound, to seal the planar breach.

Whatever they decide to do, the call for brave heroes to help fight demons is sure to be heard far and wide throughout Golarion.

APPENDIX 1 : KENABRES

Mendev is a land on the brink, constantly on the edge of falling to the hordes of demons waiting on the other side of the Bitter River. It is also sharply divided between the crusaders who came from the south to fight the demons and the indigenous people descended from the barbarians who lived in the northland before the Worldwound came. In theory, the crusaders follow the greatest of their number, the righteous Queen Galfrey, Sword of Iomedae, a Mendev-born Chelaxian trained in the Aldorian battle-arts. In practice, mercenaries and professional soldiers outnumber the pilgrims, and while Galfrey's commanders and armored guardians keep the populace reciting the Acts of Iomedae and focused on rooting out demonic influence in the native underclass, brutality and lawlessness lurk just below the surface.

The uneasiness is worse in the border town of Kenabres, where the charismatic old Iomedae legate Hulmun Shappok has led a zealous pogrom against demon-worshippers since the launch of the Third Crusade in 4665 AR. Hundreds of indigenous Mendevians and pilgrims have burned at the stake since those dark days, and the screaming flames echo the passion of Mendev's most fervent zealots. Galfrey's government does little to halt the torture and extermination, preferring to focus upon military matters in Sarkoris.

Meanwhile, this large town serves as a mustering ground for the knights and priests dedicated to defending Clydwell Keep and as a secondary defense against demonic incursions should the keep ever fall. It is dominated by Saint Clydwell's Grand Temple at its center and is surrounded by the homes and businesses of the crusader upper class. Town leaders spend most of their time occupied with the business of war, and Kenabres boasts some of the finest smiths and alchemists in the north. The native

people now live on the outskirts of town and in the countryside, where their houses, farms, and homesteads remain vulnerable to the marauding bands of demons that sometimes stray over the border. Within these remote communities, far from the light of holy warriors, the ancient ways still run strong in the native people. They have their own ways of dealing with demons, which are not always accepted by the southern paladins.

KENABRES

Size large town (conventional); **AL** LG
GP Limit 3,000 gp; **Assets** 690,000 gp

DEMOGRAPHICS

Population 4,600

Type isolated (human 95%, halfling 3%, half-elf 1%, others 1%)

AUTHORITY FIGURES

Hulmun Shappok (LG male human paladin 4/aristocrat 6), Legate of Kenabraes and commander of the local garrison; **Nestrin Alodae** (LG male venerable human cleric 8), high priest of the church of Iomedae and order of Saint Clydwell; **Eterrius Sunnestier** (LG Male half-elf cleric 7), artificer/demon slayer; **Kutholiam Vuere** (CN male human cleric 7/ loremaster 4), official demonologist

APPENDIX 2 : NEW MONSTERS

Chatterer Swarm

A swarm of thumb-length, frog-shaped creatures rushes forth, each chattering madly in a different language. A mangy coat of black matted bristles covers their warty flesh while their oversized, bloated heads erupt into wide mouths filled with jagged teeth.

CHATTERER SWARM **CR 8**

CE Fine outsider (chaotic, evil)

Init +9; **Senses** darkvision 60 ft. telepathy;

Listen +9, Spot +9

DEFENSE

AC 24, touch 23, flat-footed 19

(Dex +5, natural +1, size +8)

hp 66 (12d8+12)

Fort +9, **Ref** +13, **Will** +11

Immune electricity and poison; **Resist** acid 10, cold 10, fire 10; **SR** 16

Weakness spell vulnerability

OFFENSE

Spd 40 ft.

Melee swarm 3d6

Space 10 ft.; **Reach** 0 ft.

Special Attacks chatter, distraction, flesh burrow

TACTICS

Before Combat Chatterer swarms hide in the shadows, waiting for prey to come to them. They prefer to target clerics, as once they are inside a host, it generally takes a powerful cleric to remove them.

During Combat Chatterer swarms pile on a single target and attempt to burrow into his flesh as soon as possible in order to take over the target's mind.

Morale Once they begin to attack, the chaotic frenzy of the swarm makes the demons unable to judge when to flee.

STATISTICS

Str 1, **Dex** 20, **Con** 13, **Int** 8, **Wis** 12, **Cha** 14

Base Atk +12; **Grp** -7

Feats Ability Focus (chatter), Ability Focus (distraction), Improved Initiative, Iron Will, Track

Skills Concentration +11, Hide +29, Intimidate +12, Knowledge (arcana) +6, Knowledge (history) +6, Knowledge (religion) +6, Knowledge (the planes) +6, Listen +9, Move Silently +13, Spellcraft +9 (+11 deciphering scrolls), Spot +9, Survival +9 (+11 on other planes), Use Magic Device +12 (+14 scrolls)

Languages Abyssal, Aquan, Auran, Celestial, Common, Draconic, Ignan, Infernal, Terran; telepathy 100 ft.

SQ demon traits, swarm traits

SPECIAL ABILITIES

Chatter (Su) Once a chatterer swarm burrows into its host, the swarm telepathically babbles insane commands in a dozen different languages. Horrifically, the host is compelled to bark the commands and statements aloud. In addition, the host's own thoughts are similarly broadcasted. As a result, the host babbles, whines, howls, and speaks in a choir of oft-contradictory voices. Each round, the voices compel the host to perform different actions, such as stick his fingers down his throat and force himself to vomit, gouge his own eyes, bite his flesh, or other semi-harmful and juvenile acts. The host can resist performing the acts with a DC 20 Will save. A swarm that wins

control of the host can also attempt to use the host's charged magic items.

Distraction (Ex) A creature that takes swarm damage must make a DC 19 Fortitude save or be nauseated for 1 round. The save is Constitution-based.

Flesh Burrow (Ex) A chatterer swarm that deals 15 or more points of damage to a single target (either in one round or a series of consecutive rounds) successfully gnaws its way into the victim's flesh and begins wreaking damage upon his mind and body. Each round the swarm remains inside the victim's body, it deals 1d4 point of damage and can attempt to use its chatter ability.

Spell Vulnerability (Su) Certain powerful spells can remove a chatterer swarm from its host, however they must first overcome the demon's spell resistance (SR 16) to have any effect.

A *remove disease* spell cast on the host deals 4d6 points of damage to the swarm but leaves the host unharmed.

A *dispel chaos* or *dispel evil* spell cast on the host forces the swarm to succeed on a Will save or be immediately ejected from the host's body and appear in the nearest open squares.

A *banishment*, *holy word*, or similar spell has the normal chance to return the swarm to its home plane.

ECOLOGY

Environment the Worldwound

Organization solitary or swarm (5-15)

Treasure none

Alignment always chaotic evil

Advancement none

Level Adjustment —

These incessantly chattering tiny demons swarm their target and hungrily gnaw their way into the victim's flesh. There, they invade their host's thoughts with a barrage of suggestive prattle. While not unintelligent, they

rarely agree with each other, and constantly argue over what actions to make their host perform. For this reason, they speak in different languages, hoping to better identify their individuality within the group.

Environment: In the Abyss, chatterers are almost powerless, and are pitifully collected and traded as amusing pets or devoured as snacks. At first opportunity, they hide in the pelts, feathers, and fat rolls of more powerful demons bound for the Material Plane, where they quickly join into swarms and seek to burrow into mortal flesh.

Typical Physical Characteristics: Chatterers are so tiny one might mistake them for some strange type of vermin. They are about 2 inches long, and possess wide mouths filled with needle-like teeth. The creature's body is tiny, with stunted forearms and long, muscular hind-legs that end in webbed claws. Their torsos are oblong, slightly bloated, and covered with thick, bristling spines.

Son of Perdition

This gaunt, hairless humanoid has gray skin and the tattered wings of a raven. Instead of eyes, empty pits of blackness stare from wide eye sockets. Its fingertips are stained black and the air around it ripples with unseen energy.

SON OF PERDITION

CR 13

CE Medium outsider (chaotic, evil, extraplanar, incorporeal)

Init +7; **Senses** darkvision 60 ft.; Listen +18,

Spot +18

Chatterer Swarm



DEFENSE

AC 16, touch 16, flat-footed 13
(+3 deflection, +3 Dex)

hp 126 (12d8+72)

Fort +14, **Ref** +11, **Will** +11

DR 10/good; **Immune** acid, electricity, fire, incorporeal; **Resist** cold 10

OFFENSE

Spd fly 90 ft. (perfect)

Melee incorporeal touch +15 (1d12+3 plus touch of the damned)

Space 5 ft.; **Reach** 5 ft.

Special Attacks possession, spawn son of perdition

Spell-Like Abilities (CL 12th):

At will—*darkness*, *detect good*, *disguise self*
1/day—*mind fog* (DC 18)

TACTICS

Before Combat A son of perdition casts *darkness* to confuse its opponents and conceal the visual effects of the *mind fog* it casts next.

During Combat A son of perdition usually targets the most charismatic or outwardly religious-looking opponent for its touch attack. Once it has dealt enough damage, it attempts to possess the creature and force its victim to perform evil, self-destructive acts.

Morale A son of perdition usually flees from combat or abandons a host if reduced to less than 20 hp.

STATISTICS

Str —, **Dex** 17, **Con** 23, **Int** 16, **Wis** 16, **Cha** 16

Base Atk +12; **Grp** —

Feats Ability Focus (possession), Improved Initiative, Negotiator, Persuasive, Skill Focus (bluff)

Skills Bluff +23, Concentration +21, Diplomacy +24, Disguise +8 (+10 acting), Gather Information +18, Hide +26, Intimidate +22, Knowledge (religion) +18, Listen +18, Move Silently +26, Sense Motive +20, Spot +18; a son of perdition has a +8 racial bonus on Hide checks and Move Silently checks.

Languages Abyssal, Celestial, Common; telepathy 100 ft.

SQ armor of corruption, conceal alignment, natural invisibility, outsider traits

SPECIAL ABILITIES

Armor of Corruption (Ex) A son of perdition is surrounded by a field of force drawn from its own evil essence. This grants the son of perdition a deflection bonus to Armor Class equal to its current Charisma bonus.

Conceal Alignment (Su) A son of perdition's evil aura is undetectable by any means unless

the demon wishes to reveal it. Doing so is a free action. It requires a standard action for the son of perdition to conceal its alignment again.

Natural Invisibility (Su) A son of perdition is naturally invisible but becomes visible when it attacks or if it chooses to reveal itself. It may resume its invisibility as a move action.

Possession (Su) A son of perdition sinfully covets the physical bodies of other creatures. It may forcefully enter the body of any corporeal creature when the damage from the son of perdition's *touch of the damned* ability equals or exceeds the creature's Wisdom score, which it can sense with each successful *touch of the damned* attack. Doing so provokes an attack of opportunity from the creature it is trying to possess and the opponent is entitled to a DC 21 Will save to resist it. If the save succeeds, the son of perdition may not make another possession attempt on that opponent for 24 hours. If the save fails, the son of perdition enters the victim's body and can control its host in the same manner as a *magic jar* spell, with an unlimited duration and no receptacle required. Each day after the first, the possessed creature may attempt to regain control of its body by making an opposed Charisma check. If successful, the victim regains control for the next 24 hours, after which time another opposed roll is made to determine whether the son of perdition or the host asserts control. The possessed creature must repeat the opposed Charisma check every 24 hours until the son of perdition is exorcised from him. A son of perdition can be exorcised with a successful *banishment*, *dismissal*, *dispel evil*, or *holy word*.

Spawn Son of Perdition (Su) Each day a host creature is possessed by a son of perdition and loses the opposed roll for control of its body, the host takes 1 point of Wisdom drain. If the host creature's Wisdom score reaches 0, it dies and its soul becomes a son of perdition. The creature can only be returned to life by casting *dispel evil* on its body, followed by a *true resurrection*.

Touch of the Damned (Su) A son of perdition's incorporeal body is charged with pure evil. When it makes a successful incorporeal touch attack on a corporeal non-demon, the opponent's flesh withers where touched and the son of perdition's unholy taint corrupts the flesh. Each successful hit deals 1d12+3

points of damage and provides the demon with a sense of how vulnerable its opponent is to its *possession* ability. This damage does not heal normally, and the caster of any healing spell must make a DC 20 caster level check in order to heal damage from touch of the damned.

ECOLOGY

Environment the Abyss

Organization solitary or pair

Treasure none

Alignment always chaotic evil

Advancement —

Level Adjustment —

The first sons of perdition came into being when a small group of angels were discovered consorting with temptresses from the Abyss, committing unspeakable carnal acts. Unrepentant of their lasciviousness and rebellious against the laws of the heavens, the angels were banished to the Abyss, their corrupted souls wrenched from their beautiful, perfect bodies. As fallen angels, the sons of perdition lost nearly all of the powers once granted in the heavens. They were embraced by the raw forces of corruption and evil in the Abyss, however, and endowed with new powers that would not only serve their covetous desire to regain physical bodies, but would promote the cause of evil and chaos as well.

Sons of perdition are drawn to beautiful physical specimens of morality and paragons of virtue and righteousness—both qualities they once possessed but now covet and despise at the same time. Sons of perdition seek to corrupt the righteous and possess the bodies of attractive mortals, but when these qualities are lacking in their prey they make do with what they find.

Environment: The sons of perdition gain their power from the very essence of the Abyss, so they are often found wallowing there in their own corruption, seeking opportunities to force the misery of their damnation upon others. They are constantly on the lookout for a means of leaving the Abyss to slake their desire to possess physical bodies in the realm of mortals.

Typical Physical Characteristics: A son of perdition looks like a sickly humanoid with pallid gray skin, the black wings of a molting raven, and empty black pits in place of eyes. Contrary to their names, numerous “daughters” of perdition exist as well. The average son of perdition stands approximately 6 feet tall.

APPENDIX 3: NEW MAGIC ITEMS

The Demoscope

Of all the legends concerning the mysterious origin of the *Demoscope*, perhaps the account documented in the *Scrolls of Llayoen the Blind* are most accurate. Among other tales, the scrolls relate the following information.

When St. Clydwell first arrived in the ruins of what had been Sarkoris, the former champion of Aroden who then followed Iomedae gathered with his disciples and fellow pilgrims in the town of Gravehearst. Although they survived the perilous journey and were at last ready to confront the heart of their remorseless foe, their losses were unspeakable. The lands they had traveled through lay torn and festering beneath tattered shreds of reality. Even as they breathed, ravenous fiends greedily devoured the very essence of the Material Plane.

The great shamans of Gravehearst, which was already on the brink of falling to the demonic hordes, salvaged what little hope they had left and gathered to greet the pilgrims. For months, they had toiled over a powerful scrying device with which they hoped to safeguard their lands. Sculpted from a great onyx orb of pure magic, the device seemed to possess an unearthly sentience, but none among them had the power to awaken it.

When they placed the *Demoscope* before Clydwell, the knight somberly accepted it as his duty that he should claim the artifact and defend it to the death. Then, as his life passed he would allow his essence to enter into the *Demoscope*. Upon his passing, care of the *Demoscope* would pass to his three most loyal disciples: Niamar, Guenarog, and Aymril.

Soon after, Gravehearst also fell to the demons, and true to his word, Clydwell fought to his death. Pitted against a powerful fiend, the two grappled in an epic battle that climaxed with a tremendous explosion that sent a ripple through reality, momentarily banishing the demons from Gravehearst. Thus the salvation of Mendev was born from a union between the ancient barbarian magic and the power of the pilgrims' faith. Unfortunately, the triumph was short-lived, and soon the demon armies returned in force and seized the shattered city.



Son of Perdition

Following Clydwell's death, his disciples carried his ashes and the *Demoscope* to a small fortification known as Corksberg Keep, which they renamed in his honor. There, the trio founded an order of paladins known as the Holy Sentinels to help protect the *Demoscope*. Although the original disciples have long since passed on, the order maintains a strong tradition of appointing new Sentinels in hopes that all remains secured.

THE DEMOSCOPE (MAJOR ARTIFACT)

Aura strong abjuration and divination; **CL** 20th
Slot none; **Price** –

DESCRIPTION

Rising from the floor of the heart chamber is a well of arcane power. Filling the well to within a couple inches of the top is an inky black liquid that drinks in the light. Within this liquid, shadowy landscapes rise and fall sprinkled with dozens of tiny red blips. Evenly spaced around the side of the well are three niches, each containing a bone fragment within an ornate reliquary.

The *Demoscope* serves three crucial

functions. First, it serves as a potent scrying device focused solely on demons. It automatically senses the location of any demon in a 5-mile radius, bypassing any spell resistance they possess. Second, it focuses divine energy to power the *wardstones*, a series of smaller artifacts that together create a physical barrier against demons (see below). Finally, the *Demoscope* creates a massive *dimensional lock* effect that extends in a 250-mile radius around Clydwell Keep. Although this effect does not prevent demons from entering the Worldwound from the Abyss, it does prevent them from teleporting from the Worldwound out into the surrounding lands, and it prevents anyone from teleporting into Mendev. The *Demoscope* serves a vital role in containing the demons in the Worldwound, and preventing them from overrunning Mendev.

ACTIVATION

To safeguard the *Demoscope*, its care passed into the able hands of St. Clydwell's three most powerful disciples. Along the pedestal, three Celestial glyphs allowed them to focus their own power to control the device, each



Faith Orb



Hourglass of Shadows



Water Scorpion

representing the sentinel's personal virtue. Only when all three sentinels were present could the artifact function properly.

When the first of the sentinels died, arcane artificers took the bone from his right forearm and forged it into a magical key to assure the continued activation of the *Demonscope*. Each of the Sentinels passed in turn and from their forearms were carved two more shards. Shards were then passed to new protectors dedicated to safeguarding the people and protecting the *Demonscope*. For years, the shards have been passed down through the order, bestowed upon generations of successors. Each shard is a 6-inch fragment of magically petrified bone, burnished black and polished to a high sheen, and placed within a crystal reliquary. The surface is intricately scrimshawed with sacred blessings dedicated to a specific sentinel. Along the rim of the *Demonscope* pedestal are three sacred glyphs set before three sockets. Carved in Celestial, the three glyphs represent Truth, Valor, and Sacrifice; one for each of the virtues for which the original Holy Sentinels stood: Niamar for Truth, Guenarog for Valor, and Aymrill for Sacrifice.

DESTRUCTION

The *Demonscope* requires constant attention and maintenance in order to function. Powered by a combination of intrinsic magical power and the magical potency of the demon that is imprisoned within it, the artifact requires that a careful balance of power be maintained at all times, and the demon kept in check. It takes the combined efforts of three strong-willed paladins to maintain

control over the demon. If one of them fails, the demon eventually overpowers the other two and begin to corrupt the artifact itself, although this takes several days. The easiest way to destroy the artifact, however, is to remove the bone shards. Without the shards, the paladins are unable to control the demon, and it only takes a few hours for it to break free from its prison.

FAITH ORB

Aura moderate evocation; **CL** 9th

Slot none; **Price** 2,250 gp

DESCRIPTION

This brass orb is a bit larger than a human fist. It is covered with symbols of goodness and law and thick studs. If used as an improvised weapon, it deals 1d6 points of bludgeoning damage and serves as a good weapon for the purpose of overcoming damage reduction. The faith orb is activated when a special stud is depressed (usually marked by a different metal). Activating the orb is a standard action, but the orb may be thrown as a ranged touch attack (10-foot range increment) with the same action that is used to activate it. At the end of the action or when it hits its target (use the chart on PHB 158 to see where it goes if you miss), it triggers a *flame strike* centered on the orb. Creatures caught in the blast area suffer 9d6 damage as the spell, or half with a DC 17 Reflex save. The *faith orb* is consumed in the process.

CONSTRUCTION

Requirements Craft Wondrous Item, *flame strike*; **Cost** 1,125 gp, 45 XP

HOURLASS OF SHADOWS (MINOR ARTIFACT)

Aura strong necromancy; **CL** 17th

Slot none; **Price** —

DESCRIPTION

Created by the demon-hag sorceress Agnok, the *hourglass of shadows* is a foul and cursed artifact capable of grinding goodly souls into malevolent and restless shadows. The unwieldy device weighs as much as two men and rests suspended on an iron stand fitted with pivots that allow its user to rotate a sand-filled central chamber of smoke-colored, etched glass. The foul device transforms the charred remains of mortals into shadows. To operate the device, the owner must place the ashes of the individual into the glass chamber along with a crushed onyx worth 100 gp. After the ashes have flowed through the chamber three times, the contents are emptied into a clay pot filled with grave dirt and brackish water. After 24 hours, this clay pot becomes a *shadow urn*. The hourglass must be carefully aligned before it can be used, which requires a DC 30 Spellcraft check.

DESTRUCTION

The hourglass of shadows is particularly vulnerable to spells with the light descriptor, and if any such spell that is cast on it renders it inoperative for one day per level of the spell. Casting *sunburst* on the *hourglass* at noon on a sunny, cloudless day instantly and permanently renders it completely nonmagical.

SHADOW URN (MINOR ARTIFACT)

Aura strong necromancy; **CL** 17th

Slot none; **Price** —

DESCRIPTION

A *shadow urn* is a simple clay pot that has been imbued with ashes that have passed through the *hourglass of shadows*. When a *shadow urn* is broken, the greater shadow that is contained within is released. This shadow is free-willed, but it generally simply attacks the nearest creature, seeking to sate its hunger for life energy.

DESTRUCTION

A *shadow urn* is consumed when it is used. Each urn contains only one greater shadow. If the urn is broken in an area of full natural sunlight, the shadow within the urn is destroyed instead of being released.

WARDSTONE (MINOR ARTIFACT)

Aura strong abjuration; **CL** 20th

Slot none; **Price** –

DESCRIPTION

The *wardstones* were created after the *Demonscope* was installed in Keneberas. While the *Demonscope* is an incredibly potent artifact, the crusaders soon realized that its effect was too limited to provide protection for all of Mendev. To help extend the reach of the artifact's power, they created the *wardstones*, lesser artifacts that draw power from the *Demonscope*. Together, the *wardstones* create a magical barrier that prevents any creature with the chotic or evil subtype from passing between them. The *wardstones* protect the western border of Mendev from demonic invasion, but they do not extend all the way around the Worldwound.

DESTRUCTION

The *wardstones* draw their power from the *Demonscope*. As long as the *Demonscope* remains intact the *wardstones* cannot be easily destroyed.

WATER SCORPION

Aura faint transmutation; **CL** 1st

Slot none; **Price** 5,360 gp

DESCRIPTION

This wood and iron weapon resembles a light crossbow with a very short prod. The prod itself is non-functional, but provides the *water scorpion* with excellent balance. The *water scorpion* functions as a +1 weapon that magically produces a stream of holy water with a range of 30 feet each time it is fired. The stream strikes its opponent as a ranged touch attack that deals 2d4+1 points of damage to undead and evil outsiders. To other creatures it is harmless. Only one stream might be fired each round, but there are rumors of *water scorpions of speed* created from the original.

Anyone proficient with crossbows may use a *water scorpion* without penalty.

CONSTRUCTION

Requirements Craft Magic Arms and Armor, *bless water*, *create water*, *magic weapon*; **Cost** 2,680 gp, 107 XP.

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Seelah

FEMALE HUMAN PALADIN 11

ALIGN LG INIT +0 SPEED 20 ft.

ABILITIES

18	STR
10	DEX
14	CON
8	INT
14	WIS
16	CHA

DEFENSE

HP 77
AC 25
touch 11, flat-footed 25
Fort +12, Ref +6, Will +8

SQ aura of courage, divine health

OFFENSE

Melee +1 flaming longsword +16/+11/+6 (1d8+4/19–20 plus 1d6 fire)
Ranged +1 composite longbow +11/+6/+1 (1d8+3/x3)
Special Attacks lay on hands, smite evil
 3/day, turn undead 6/day (+5, 2d6+11, 8th)
Spell-like abilities (CL 4th):
 At Will—*detect evil*
 2/week—*remove disease*
Spells Prepared (CL 2nd):
 2nd—*resist energy, shield other*
 1st—*bless weapon, lesser restoration*

SKILLS

Knowledge (religion)	+9
Ride	+10
Sense Motive	+10

FEATS

Mounted Combat, Power Attack, Ride-By Attack, Spirited Charge, Weapon Focus (longsword)



Combat Gear *potion of neutralize poison, wand of cure moderate wounds (50 charges)*; **Other Gear** *cloak of Charisma +4, +1 composite longbow (+4 Str) with 20 arrows, +1 flaming longsword, +2 full plate, gauntlets of ogre power, +2 heavy steel shield, ring of protection +1, silver holy symbol, 43 gp*



Harsk

MALE DWARF RANGER 11

ALIGN LN INIT +9 SPEED 20 ft.

ABILITIES

14	STR
20	DEX
16	CON
10	INT
12	WIS
6	CHA

DEFENSE

HP 86
AC 20
touch 16, flat-footed 15
Fort +12, Ref +14, Will +5 (+2 vs. poison, spells)

SQ animal companion (boar), wild empathy +9

OFFENSE

Melee +1 greataxe +14/+9/+4 (1d12+3/x3)
Ranged +1 shock heavy crossbow +15/+15/+10/+5 (1d10+1/19–20 plus 1d6 electricity) or
Ranged +1 shock heavy crossbow +17/+12/+7 (1d10+1/19–20 plus 1d6 electricity)
Special Attacks favored enemy +4 (giants), +2 (monstrous humanoid), +4 (outsider [evil])
Spells Prepared (CL 5th)
 2nd—*barkskin*
 1st—*entangle* (DC 12), *resist energy*

SKILLS

Heal	+15
Hide	+19
Listen	+15
Move Silently	+19
Spot	+15
Survival	+15

FEATS

Crossbow Mastery, Endurance, Improved Initiative, Point Blank Shot, Precise Shot, Rapid Shot, Rapid Reload, Track



Combat Gear *antitoxin, potion of cure moderate wounds, potion of pass without trace (2), smokestick, tanglefoot bag*; **Other Gear** *backpack, bedroll, cloak of resistance +1, +1 heavy crossbow with 30 bolts, +1 leather armor, mwk greataxe, ration (5), signal whistle, tea pot, 41 gp*



Ezren

MALE HUMAN WIZARD 11

ALIGN NG INIT +3 SPEED 30 ft.

ABILITIES

11	STR
9	DEX
12	CON
22	INT
15	WIS
9	CHA

DEFENSE

HP 40
AC 13
touch 10, flat-footed 13
Fort +6, Ref +2, Will +11

OFFENSE

Melee club +5 (1d6)
Ranged light crossbow +4 (1d8/19–20)
Spells Prepared (CL 11th, +5 ranged touch):
 6th—*disintegrate* (DC 22), *mislead* (DC 22)
 5th—*cone of cold* (DC 21), *wall of force* (2)
 4th—*dimension door* (2), *enervation* (2)
 3rd—*haste* (2), empowered *magic missile*, *fireball* (DC 19), *stinking cloud* (DC 19)
 2nd—*glitterdust* (DC 18, 2), *scorching ray* (2), *web* (DC 18, 2)
 1st—*alarm, magic missile* (3), *shield* (2)
 0—*daze* (DC 13), *detect magic* (2), *light*

SKILLS

Appraise	+9
Concentration	+15
Knowledge (arcana)	+19
Knowledge (geography)	+19
Knowledge (history)	+19
Knowledge (the planes)	+14
Spellcraft	+21

FEATS

Combat Casting, Empower Spell, Great Fortitude, Improved Initiative, Iron Will, Quicken Spell, Scribe Scroll, Weapon Focus (ray)



Combat Gear *potion of cure moderate wounds (2), wand of magic missile (CL 5th, 50 chrgs)*; **Other Gear** *bracers of armor +3, cane, headband of intellect +4, l. crossbow with 20 bolts, metamagic rod of lesser extend, pearl of power 2nd level, ring of protection +1, spellbook, 100 gp pearls (5), 110 gp*



Lem

MALE HALFLING BARD 11

ALIGN CG INIT +3 SPEED 20 ft.

ABILITIES

8	STR
16	DEX
14	CON
12	INT
8	WIS
20	CHA

DEFENSE

HP 63
AC 25
touch 16, flat-footed 22
Fort +6, Ref +11, Will +9 (+2 vs fear)

OFFENSE

Melee +2 short sword +14/+9 (1d4+1/19–20)
Ranged +1 lt crossbow +13 (1d6/19–20)
Special Attacks bardic music 11/day
Spells Known (CL 11th)
 4th (2/day)—*cure crit., dim. door, br. ench.*
 3rd (4/day)—*blink, haste, glibness, see invis.*
 2nd (4/day)—*alter self, cure mod., minor image* (DC 18), *mirror image*
 1st (5/day)—*alarm, cure lt., grease* (DC 16) h. *laughter* (DC 16)
 0 (3/day)—*d. magic, g. sound* (DC 14), *light, message, prestidigitation, s. instrument*

SKILLS

Bardic Knowledge	+12
Bluff	+19
Concentration	+15
Diplomacy	+21
Hide	+13
Move Silently	+13
Perform (wind instruments)	+21
Tumble	+17
Use Magic Device	+19

FEATS

Dodge, Iron Will, Spell Focus (illusion), Weapon Finesse



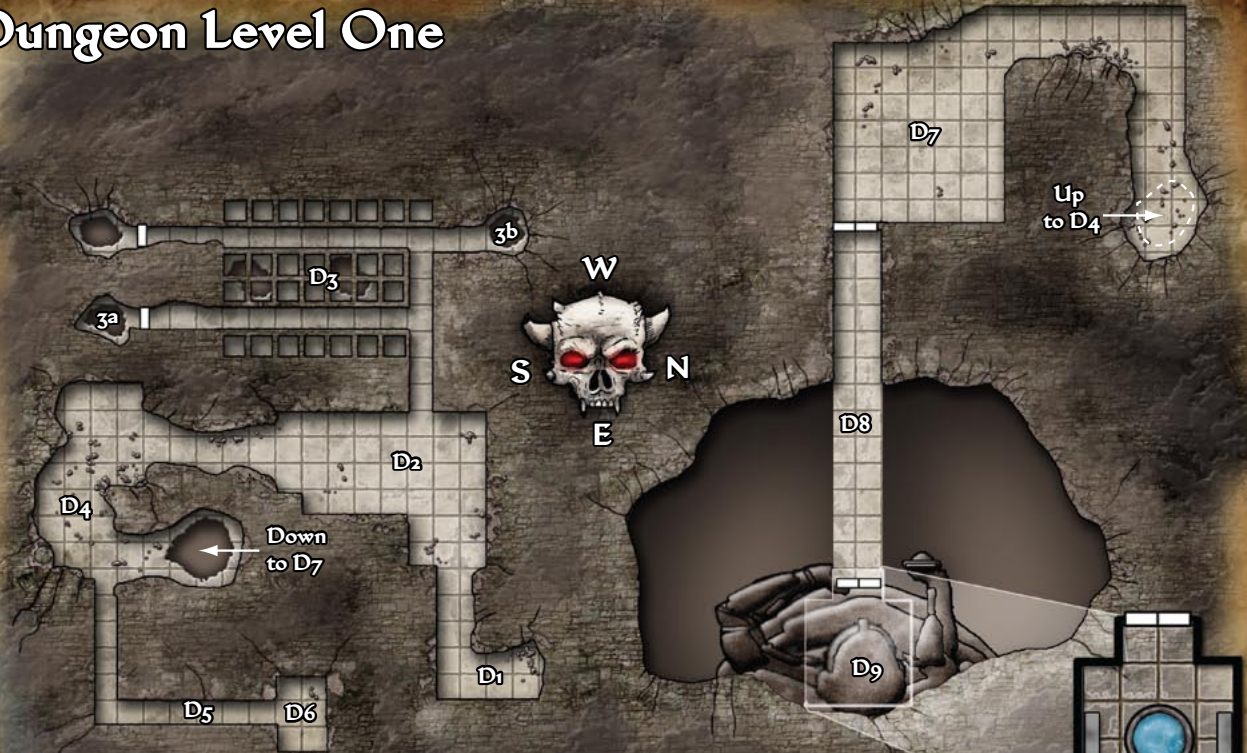
Combat Gear *wand of cure moderate wounds (CL 3rd, 50 chrgs), wand of invisibility (CL 3rd, 25 charges)*; **Other Gear** *+2 buckler, cloak of Charisma +4, +2 chain shirt, mwk flute, +1 lt crossbow w/20 bolts, ring of protection +2, +2 short sword, sunrods (3), 45 gp*

The Keep



One square = 10 feet

Dungeon Level One



One square = 5 feet

Dungeon Level Two



EVERY MAN HAS HIS DEMONS

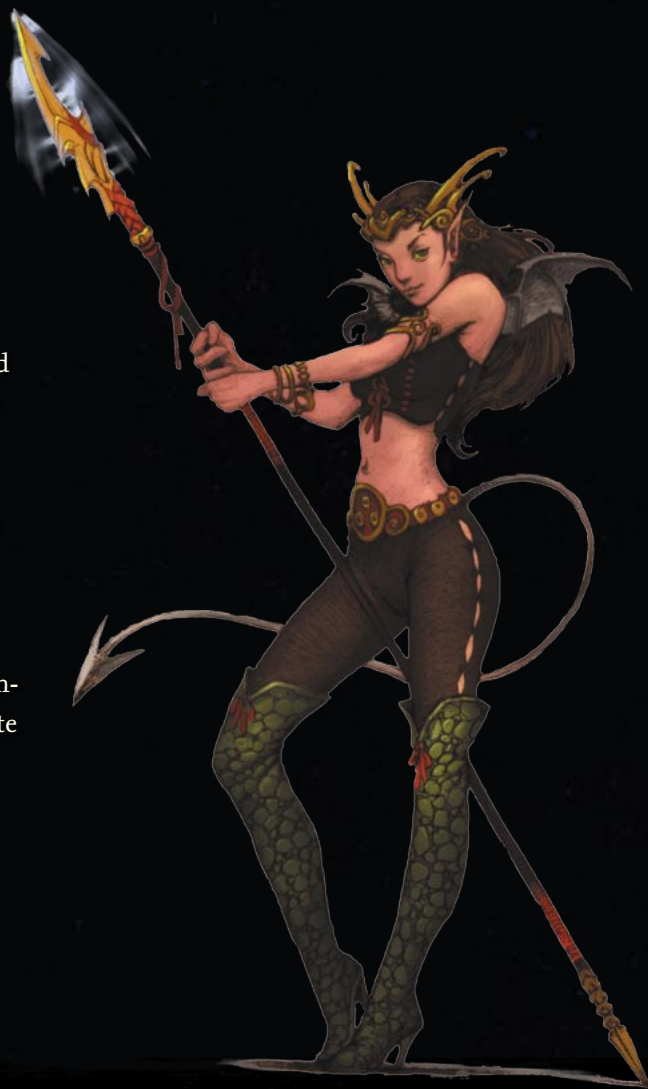
GameMastery Module D3: The Demon Within

For years, the knights of Mendev have held back the evil locked inside the Worldwound, a vast, demon-tainted landscape. Every few years, they anoint a new protector, a sacred guardian charged with pitting his will against the teeming hordes bent on devouring the very souls of the living. This year, something has gone horribly wrong, and now a bloodthirsty demonic army has overrun the ancient fortress, and threatens to pour into the surrounding countryside.

The Demon Within is a dungeon-based adventure for 11th-level characters compatible with the world's most popular fantasy roleplaying game. This adventure includes all the information you need to send your heroes into the belly of a demon-infested keep littered with lone survivors, desperate holdouts, and fallen heroes.

This adventure is set in Mendev, the site of the largest crusade in the *Pathfinder Chronicles™* Campaign Setting, but it can be easily adapted for use in any setting. For more information on this enduring struggle, check out the *Pathfinder Chronicles Gazetteer*.

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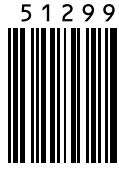


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