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SWORD SORCERY

ABERRATIONS

by Casey W. Christofferson

A d20 adventure for 4 to 6 characters of 6th to 8th level

NECROMANCER GAMES™

THIRD EDITION RULES, FIRST EDITION FEEL

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ABERRATIONS

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Special Thanks:

Casey would like to thank Bill for the late night calls and the extra help, Clark for the faith, Kathy for the patience, Kevin Walker and Scott Greene for the nasty, nasty monsters.

Product Update Password for **Aberrations**: Tentacle

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PRINTED IN CANADA

Introduction

Aberrations is an adventure into horror and madness for characters of 5th through 8th level. The adventure begins with the PCs' arrival in the mysterious Moon Fog Hills, where the land and people are beset by twisted hordes of Aberrations. As clues are uncovered and mysteries revealed, the adventurers find themselves inexorably drawn towards the source of terror, the Mathen Estate. Here they face the final showdown against the abominable spawn of Madrana Mathen and the true, mysterious patriarch of the Mathen family.

Adventure Background

The Moon Fog Hills and the surrounding environs have long been known as places of strange occurrences and wild tales of horror, murder and death. Here Wynston Mathen carved a holding from the very wilderness granted to him as a wedding gift from King Yurid. A silver mine was established, and the great campaigner and his retainers contested frequently with tribes of orcs and trolls within the holding, driving these dangerous foes from the land with sword and torch. Eventually a manor keep and the beginnings of a castle were built for Lord Wynston's growing family. Hearty frontiersmen and trained miners came from all parts to settle in the mining village of Malthlyn, to live and ply their trade for good wages and hard honest work.

Then tragedy struck. A cave-in befell the mine, killing many of the miners. That same day Wynston Mathen, in a fit of homicidal rage, slew most of his own family—only his wife and two of his children survived the butchery. It was even whispered by few that the words "not of my flesh" were smeared in blood upon the walls of the family chapel where most of the victims were found.

The Mathen survivors were raised by their mother's family, and throughout the years came back and attempted to finance rebuilding the estate and opening the mines again. Villagers in Malthlyn came and went, some lived by prospecting, others by trapping and hunting, and some just went away. Later, farmers came to the area, which was still dangerous but relatively free of hostile humanoids, and did their best to make profitable lives for themselves.

Recently a new generation of Mathens came from Bard's Gate with a contract to supply silver to metal dealers in the glittering city of trade and craft. The mines were reopened shortly, and a new treasure was discovered: mithril. Hearing of this, miners flocked to the area and sent a request for guards to keep peace in the region. However, it is said that none of the guards ever reached their destination. Miners began disappearing, and it was whispered that some new evil stalked the Moon Fog Hills.

The PCs arrive shortly after a second rash of disappearances in the area. A strange discoloration of light has stretched itself from the area of the Mistwood Mines across the sky. Many remaining

locals are frightened, and word has spread that several farmsteads along the frontier have been destroyed. The locals fear that the kindly new masters of the Mathen estate have become victims of the obvious curse over the land, and prepare themselves to flee, or hold out in the village of Malthlyn. Malthlyn is now an armed camp, but how long it can hold out to these strange assaults that appear to come from the air, the land, and beneath the earth is anyone's guess. Servants of Tsathogga, it seems, are behind it all, but for what purpose? The PCs must explore the Moon Fog Hills, uncover the source of these strange, otherworldly aberrations and put an end to the machinations of the twisted Mathen family once and for all.

Module Overview

Aberrations features extensive wilderness areas, caverns, and abandoned mines, as well as a large fully detailed manor house and grounds. *Aberrations* uses numerous plot and story devices to keep your PCs on their toes, hopefully frightening them out of their minds for many gaming sessions.

Aberrations is a free-form adventure, rather than a linear room-to-room crawl, with hints and clues as to the nature of the horrible secrets behind the large numbers of aberrant beasts. These hidden clues connect like thin strands leading to a final confrontation with the Mathen family. *Aberrations* is arranged in five parts, although these parts are playable in any order they are encountered by the PCs. Similar to an absurdist play, the first part is the beginning and the fifth part may be considered an end. The middle parts, however, can be run in any order.

The different parts of this module are arranged by their level of difficulty and their importance to the development of the overall story. For example, **Part 1** is the "easiest" of the areas and details various wilderness locations in and around the Moon Fog Hills and the Mistwood. Also found in **Part 1** is the hamlet of Malthlyn which, depending on the PCs' actions, may serve as their home base. Alternately, if the PCs should forgo visiting Malthlyn until sometime later in the adventure, the PCs may return only to find that it is in ruins.

Parts 2, 3 and 4 feature detailed descriptions of the Mistwood Mines, the Carrion Moth Caverns containing the obelisks of Chaos, and the Mathen estate, respectively. **Part 5** may be used as a final battle between the PCs and the masters of the aberrations, or as a secret entrance into the Mathen estate.

Notes for the DM

This module requires the use of the *PHB*, the *MM*, and the *DMG*. It is strongly suggested that you take extra time in reading this module and familiarizing yourself with the many non-player character (NPCs) included in this module. The more that you, the DM,



understand the motivations of the NPCs, especially the Mathen family and their cohorts, the richer the playing experience is for everyone.

Necromancer Games adventures are extremely challenging, and this module is no exception. A pervasive sense of danger heightens the overall seriousness and excitement level for the players and the DM. Several of the encounters and traps within these pages could prove fatal for the PCs should they rush headlong into encounters, or fail to take the time to ask questions and look for clues.

For this reason, the adventuring PCs, as always, should have at least one cleric. Due to different wilderness locations and terrain, it may be helpful for the PCs to include at least one ranger or druid in the group or some other character with the Track feat, and skilled in Wilderness Lore. Second, the PC group needs at least one rogue character with at least 8 ranks of Disable Device and Search to help them past some of the more difficult areas of the dungeon, cavern, and mansion. Having the capacity amongst the PCs to cast at least 3rd level divine and arcane spells is suggested. The PCs would be well advised to round out their ranks with one or two decent fighter classes. Characters with high Knowledge skills ability and ability with Decipher Script skill are always helpful. As the adventure progresses through its different **Parts**, the PCs should grow in experience and power to match the increasing difficulty of encounters they face.

Adventure Summary

The adventure begins when the PCs first arrive in the area of the Mistwood Hills. Here they find many beleaguered farmers and former mine workers who have encountered giants, trolls, and worse. As the PCs explore the area, they discover clues that eventually lead them to the Mistwood Mines, a silver and mithril mine that has become the base of operations of the beautiful and twisted Mildridge Mathen. After the PCs defeat Mildridge and her Tsathar allies, they are faced with a choice of exploring the Carrion Moth Caverns or heading on to the Mathen Estate.

Should the PCs choose to explore the Carrion Moth Caverns, they encounter Fluoplilth, a mind flayer in the service of the Mathen family and follower of Tsathogga. If the heroes defeat this deadly foe, they find themselves in possession of the *Ethereal Diadem*, a powerful magic item that allows them to disable the Obelisks of Chaos and the *heteroclitc portal*.

Eventually all roads lead to the Mathen Estate, where the descendants of Madrana Mathen serve their true father, a shapeless spawn of the dread god Tsathogga himself. The Mathen Estate is fraught with perils large and small, from deadly traps to the eerie games of the Mathen "children." As the ambitions of the Mathen family are revealed to the PCs, a striking realization comes to them. The Mathens seek to trap every creature in their path and transform them into aberrant slaves. With this chaotic

army at their command, the Mathens intend to send a tide of tentacle-waving horrors across the lands. That is, of course, unless the PCs can dig deep and find it within themselves to stop the Mathens from acting out their fell designs.

Beginning the Adventure

Various hooks can be used to get the PCs involved in this adventure. What follows below are several different proposed scenarios for involving the party in the adventure.

A Contact from Unusual Sources

A merchants' magistrate, recently reviewing mining contracts in the town or city the party uses as its base of operations, visits the PCs. She is concerned that the investors in a mine have complained that they have not received their contracted amount of ore in almost two months. A previous dispatch of Waymarch cavalymen has not yet returned from its expedition, and concerns of financial failure are mounting. The merchants' representative offers to pay expeditionary expenses out of her own pocket to send the PCs to find out what has happened with the Mistwoods Mine. If fears of foul play are realized, the PCs are authorized to exterminate any threats. The mine must be opened and the ore must ship!

Refugees

Recently a group of refugees has arrived from the area surrounding the village of Malthlyn. The refugees speak of misshapen beasts attacking their homes and making off with their livestock. City officials in Bard's Gate have sent a detachment of Farseeker's Rangers and Waymarch cavalry to investigate, but have not heard back from them. The worst is suspected. Officials from the city/temple/rangers come to visit key party members, asking them to investigate as a favor. The visitor had a relative in the detachment and would have news for good or ill about the fate of their kinsman. This visitor plays on the characters' personal friendships and compassion to get them on the trail.

On the Road

The simplest of all ways to get the adventurers involved is the "Road Trip" scenario. In this, the party is simply traveling from one completed adventure en route to some other location. Perhaps they are traveling from Fairhill to Bard's Gate, and happen across the Moon Fog Hills, where they come across the Barnaby farm.

Part I: Dangers Bizarre and Foul, The Wilderness

The Hollow Road

The Hollow Road is a wide cart trail that leads from the hamlet of Malthlyn to civilization. Decades ago the Hollow road was used to haul ore from the Mistwood Mine to more civilized areas.

The Moon Fog Hills

The wilderness area known as the Moon Fog Hills is a place of great natural resources and great dangers. The Moon Fog Hills garner their name from the strange environmental phenomenon known as the moon fog, a strange iridescence that rises from the misty treetops at night, reflecting the light of the moon. Various dwarves, half-elves, and humans have populated these odd hills for hundreds of years. Despite the threat of humanoid attacks by roving bands of orcs and goblins, the greatest danger has always come from trolls and other strange creatures that populate the Mistwoods.

The Mistwoods

The Mistwoods are a gnarled and twisted hardwood forest that blankets the slopes of the Moon Fog Hills. Although not yet clear-cut by farmers and settlers that live in the foothills, it is said that the trees of the Mistwoods seem to speak to one another through the rustling of their leaves. Three overgrown trails slice through the Mistwoods offering the safest means of passage. The Old Forest Road circles around the forest in a meandering path. Most often used by woodsmen and hunters, the Old Forest Road is not generally considered safe by the locals of the foothills and the hamlet of Malthlyn. The Mine Trail Road winds up to the Mistwood Mine from Malthlyn, forking northwards after a few miles to join the Mathen Road. The Mathen Road is another narrow trail with the ruts of wagons that does not look as if it has seen much recent use.

The Mistwoods are unusually silent and spooky. The DM should play up their innate creepiness and talk about the strange atmospheric quality. During the daylight, things close-up seem hyper-focused, while things at a distance of greater than 200 feet appear to be shimmering out of focus, somewhat like a mirage. The sky has a strange lurid coloration throughout the area of the Mistwoods and the Moon Fog Hills. An obscuring mist clouds the hills from the view of folk living in the lowlands at night, giving a luminescent glow on moonlit evenings.

The Foothills

Refer to **Map 1: The Moon Fog Hills**. The locals refer to the grading slopes of the Moon Fog Hills as the foothills. Dwelling in hunters' shacks and private farms, the inhabitants of the foothills are a hearty band of folk willing to brave the dangers of trolls and the strange phenomenon of the mists. The rich flow of silver and rumors of mithril brought many of the inhabitants here, but it was the furs of the forest and rich hearty soils of the foothills that kept them here.

Random Encounters

Roll 1d20 for every mile that the party travels and consult the following list. For monsters' statistics, refer to the **MM**, or the **Monster Appendix** at the end of this module.

d20	Encounter
1.	2d4 Worgs
2.	Refugees; 1d6 commoners fleeing for safety, mumbling about giants, "tentacles", and the "night murmurs;" they offer no more information other than to warn the players away from the Moon Fog Hills area.
3.	2d6 orcs, 3rd level barbarian leader
4.	1d4 ogres
5.	1d4 slime crawlers*
6.	2d4 stirges
7.	grey render
8.	1d4 trolls
9.	1d6 carrion moths (night time only, if daytime roll again)*
10.	1d3 aberrant giants*
11-20.	No encounter

*Slime Crawlers and carrion moths are found in the **Tome of Horrors** by **Necromancer Games**. For convenience, they are also detailed in the **Monster Appendix** at the end of this module.

A. The Barnaby Farm (EL7)

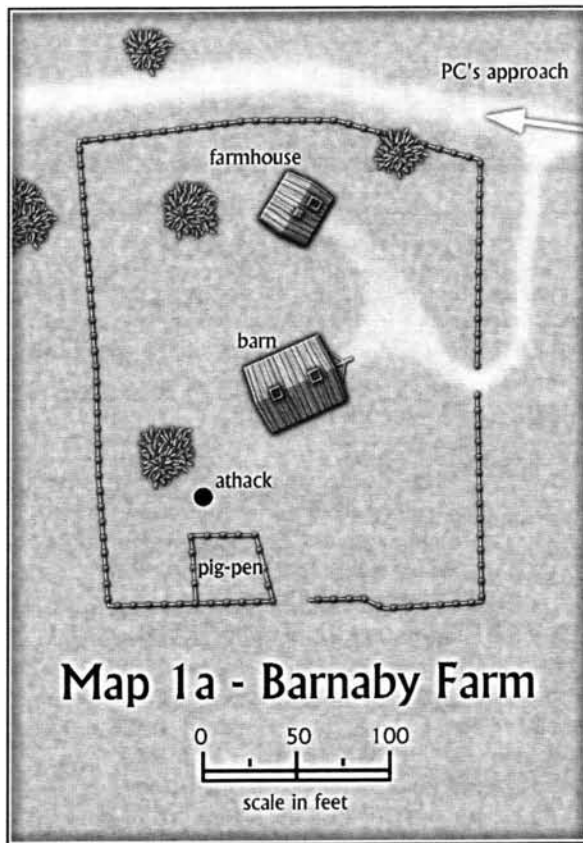
As the PCs come down the Hollow Road that leads to Malthlyn, have them roll Spot and Listen checks (DC20); PCs making successful checks notice smoke coming from a nearby farm and hear the bemoaning wails of someone in danger. Upon closer observation, the PCs notice a large, foul-looking giant with a human form grasped in one of his three huge fists.

BooGak the Athach: CR 7; hp 142; attacks with 2 huge clubs; see "Athach" in the **MM**.

Possessions: Huge clubs (x3).

Treasure: BooGak carries 953 gp in a pouch at his belt.

Tactics: BooGak kills Barnaby by hurling him through the barn wall in 3 rounds. By consulting the maps, the DM may decide that PCs going at a full run to the farm get within sight of the athach threatening the farm family. BooGak is allowed a Spot and Listen check, opposed by the PCs' Move Silently skill and Hide skill checks, to see if he notices the PCs approaching him with haste. Remember that a running PCs suffer a -20 penalty to Move Silently and Hide checks although the effects of a *silence* spell will hide the noise of such movement. PCs making a successful Spot check (DC



15) notice the wriggling form of Farmer Barnaby grasped in one of BooGak's great fists and must make some quick decisions or BooGak throws Farmer Barnaby at the approaching PCs on the following round, rather than hurling him at the barn.

Parties that approach with stealth may arrive just in time to see BooGak throw Farmer Barnaby through the wall of his barn. Consult the map and

determine the PCs' speed to see how long it takes them to reach BooGak and Barnaby. As BooGak enters combat, he leans his head back to laugh at the farmer's terrified family.

As soon as BooGak sees the approaching, armed hero types, he begins to grab Farmer Barnaby's hogs and throw them at the PCs like boulders (1d8+8 points of damage at up to 5 range bands [20 ft.] away), up to 5 range bands in distance. When the PCs approach to melee range he flails out with a pair of greatclubs, making Grab attacks with his third hand. Anyone caught in BooGak's free hand becomes his next missile weapon to be used against spell casters and archers, using similar damage and range stats as with the hogs.

Refer to map 1A: **Barnaby Farm**, for help in running this encounter.

Concluding the Fight

If Barnaby Is Saved: If the PCs manage to defeat BooGak before he slays Farmer Barnaby, the farmer is grateful and gives the PCs a quiver of 20 +1 arrows. He warns the PCs that the giant beast that they just killed is one of many strange creatures responsible for marauding through the area since the cursed Mistwood mines were re-opened. He next tells them that the locals have heard a strange murmuring at night, and some farmers have even fought off strange tentacled beasts with their pitchforks. He thanks the PCs again and loads his family on a wagon, turning his back on his farmstead and heading off to join other refugees, having had quite enough of the area's strangeness.

If Barnaby Dies: If Barnaby dies, the PCs find themselves saddled with the Widow Barnaby and the Barnaby children. Tim and Winni are two precocious children that seem to



have no concept of danger or personal safety. The Widow is a plain-faced woman with a bonnet over her mouse-brown hair. She bawls and pleads for the PCs to take her to the village of Malthlyn for protection since her husband is now gone and there is no one to protect her. She fusses and bustles about, filling a wagon full of belongings from the house, such as a rocking chair, holy books, chests of clothes and food in glass jars. The children harass the PCs as the widow insists that they round up as many of the farm's surviving animals as they can.

After all the chickens, hogs, an old bony cow, and an ox are gathered up, the family is ready to go. If the PCs play along with the widow and escort her and her belongings to Malthlyn, award the players experience as if they had defeated a CR 4 encounter.

B. Abandoned Farmsteads

Many of the surrounding farmsteads lie vacant and in ruins, their fields left untended, with great holes smashed in the farm buildings. Searching the area around these farms (Search check [DC 20]) shows tracks of some sort of beast with huge, misshapen feet that even rangers do not recognize as a creature with which they are familiar.

C. The Hamlet of Malthlyn

The Hamlet of Malthlyn lies in the southwestern corner of the Moon Fog Hills region. Malthlyn was once a trading post and mining camp. Malthlyn eventually grew to include several shrines to various gods, as well as a roadhouse, saloon, sheriff's post, and a farmers' market. Malthlyn has recently become transformed into an armed camp. A hastily erected 10-foot-tall palisade wall of sharpened timbers surrounded by pointed stakes welcomes weary travelers to this once quiet and peaceful little hamlet. For details regarding the lay of the land, consult **Map 1c: Malthlyn**.

Malthlyn (Hamlet): Conventional; AI CG; 74 gp limit; Assets 1036 gp; Population 278; Mixed (human 70%, dwarf 15%, elf 5%, half-elf 5%, Halfling 2%, Gnome 2%, half-orc 1%).

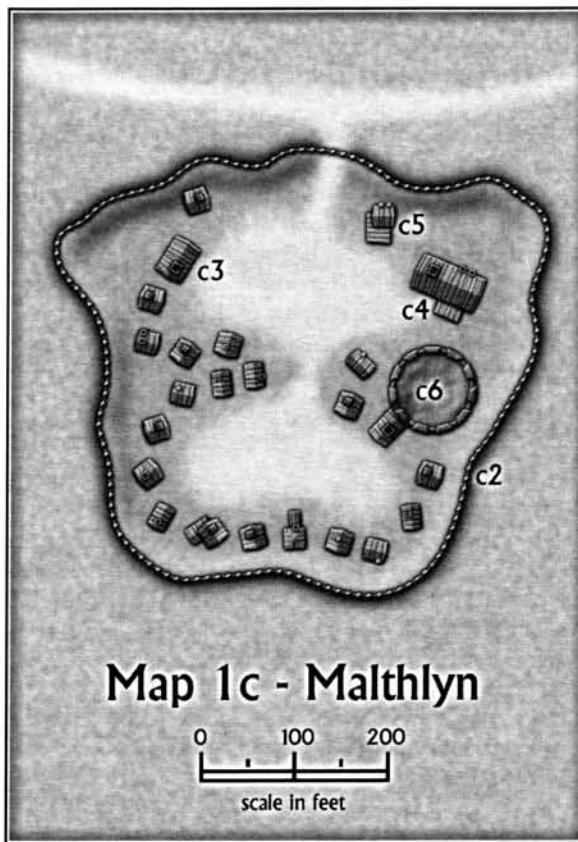
Authority Figures: Cignor, male human Ftr3 (Acting Sheriff); Thungor, male half-orc Clr3/Bbn1.

Others: Local militia, War 1 (x15); Exp1 (x8); Rog1 (x4); Brd1 (x1); Wiz1 (x1); Com1 (x248).

Notes: The village militia is working rotating shifts, as Cignor and Thungor take turns with patrols, checking the perimeter of the palisade. Commoners who have fled their farmsteads and come to the village are working in double shifts to reinforce the walls. Being miners at heart, they have begun to tunnel beneath the existing buildings for protection at night when the carrion moths come to call.

The recent incursions of aberrant giants, trolls, orcs, and the carrion moth have driven the once hard-working folk of the lowlands into something of a panic. As the PCs approach, they are met by a band of warriors bearing spears and shortbows. Cignor, the acting sheriff of Malthlyn, leads them.

Cignor, Male Human Ftr3: CR 3; SZ M (5 ft., 5 in. tall); HD 3d10+9; hp 33; Init +4 (Improved Initiative); Spd 30 ft.; AC 15 (+4 armor, +1 shield); Atk +6 melee (1d6+2, halfspear, crit x3), +5 melee (1D8+2, battleaxe, crit x3), or +4 ranged (1d6+2, halfspear, crit x3, range 20 ft.); AL NG;



SV Fort +6, Ref +3, Will +1; Str 15, Dex 11, Con 16, Int 10, Wis 10, Cha 7.

Languages: Common.

Skills: Climb +5, Craft (weaponsmith) +6, Handle Animal +1, Listen +2, Spot +2, Swim -2. **Feats:** Alertness, Improved Initiative, Lightning Reflexes, Track, Weapon Focus (halfspear).

Possessions: Chainshirt, battle axe, halfspear, small steel shield.

Human War1 (10): CR 1/2; SZ M (5 ft., 3 in. tall); HD 1d8+1; hp 9; Init +0; Spd 20 ft. (base 30 ft.); AC 14 (+4 armor); Atk +1 melee (1d8 longsword, crit 19-20) or +1 ranged; AL NE; SV Fort +3, Ref +0, Will +0; Str 11, Dex 11, Con 12, Int 12, Wis 10, Cha 10.

Languages: Common, Elven.

Skills: Handle Animal +4, Heal +2, Intimidate +4, Listen +2, Ride +4, Spot +2. **Feats:** Alertness, Weapon Focus (longspear).

Possessions: Longspear, longsword, scale mail.

Cignor, the acting chief constable of Malthlyn, greets the adventurers from the wall with more than a little trepidation, having become chief constable when Chief Constable Roarch never came back from an inspection of the mines. He questions the adventurers at length as to their purposes.

If the PCs bring the Widow Barnaby with them, Cignor is free with what information he has about the strange goings-on in the Moon Fog Hills. He tells the PCs that Chief Constable Roarch left the hamlet shortly after the palisade was built to go in search of Visthis, the local ranger. Akomi, the priestess of Freya, left with him, and neither has been seen since. Cignor has no knowledge of any armed forces being sent to the aid of the folk of the Moon

Fog, however he has seen the destruction that giants and other strange creatures have wreaked upon farmsteads of that region. He tells the adventurers that the Mathen family lived upon a great estate to the north of the mines in years past. Mr. Mathen and his wife have come to the village on a few occasions with their servants and family guards. On such visits, the Mathens were kind and gregarious as they gathered supplies for remodeling their estate to the north. Inhabitants of Malthlyn recall that Mr. Mathen was quite friendly, being rather refined in a genteel country way. His wife was very much a city woman and found little to impress her in the quiet hamlet. It is suspected that since neither they nor their servants have been seen since shortly before the disappearance of the miners, and that they too have fallen to the horrors that have been visited upon the folk of the Moon Fog Hills.

C.2 The Palisade

The crude palisade is a 10-foot-high wall of wooden beams, with an earthen rampart built up behind it that offers a view of the outlying area and one-half cover to those that stand the watch. This translates to a +4 bonus to AC and a +2 bonus to Reflex saves for the defenders of the palisade wall. The wall is guarded by 2d4 commoners and 1d4 warriors, armed with longswords, crossbows and handaxes. It is from the palisade that Cignor hails the PCs as they approach the first time.

C.3 Shrine of Freya

The currently abandoned shrine of Freya was home to Akomi, priestess of Freya, until she departed with Constable Roarch about a week ago, never to be seen again. A successful Search check (DC 18) reveals: 2 scrolls of *remove paralysis*, 3 vials of holy water, and two potions of *cure light wounds*. There is also a golden holy symbol of Freya worth 100 gp, but removing it from the shrine brings the wrath of Freya upon any but her followers or priestesses. The *Curse of Freya* brings with it the following penalties: -4 to all Wilderness Lore checks, -4 to Hide and Move Silently in the wilderness, and double the number of random encounters the individual faces while in the wilds. A PC stealing from the temple suffers this curse until they return the holy symbol to the shrine, and beg the forgiveness of Freya. This likely involves a quest in Freya's name whose nature is decided on by the DM in order to remove the curse.

C.4 Ore Road Inn

Zedanar, known to many as simply "Zed," manages this quiet inn. He charges average prices for food and drink. He has seen strange signs and portents of late, and believes the Mistwood Mine to be under a terrible curse. If asked about the odd occurrences, he mentions that he has heard tales told of slippery trails along the Old Ore Road, as if some oil or clear slime had been placed as a pitfall or trap. He knows that the first group of new miners went to the Mistwood Mine about three months ago with high hopes, however, he has not seen any of them again. The construction of the palisade was done with haste shortly after the disappearance of the miners. Roarch left the hamlet just as it was finished, with the priestess of Freya in tow. Zed, like many of the other folk of Malthlyn, thinks that the Mathen

family must have been killed, as their proximity to the mines would make it impossible to escape from the twisted giants and strange creatures of the hills and forests.

Zedanar (N male dwarf Ftr2/Exp1; Appraise +4, Profession [Miner] +4, Profession [Innkeeper] +4)

C.5 Shrine of Stryme

Stryme, the God of strength, is much revered by the hearty inhabitants of these parts. Thungor is the keeper of this small combination shrine and smithy, making horse-shoes, as well as repairing farm and mining equipment. All that Thungor really knows about what is going on is that he was asked by Roarch to help Cignor protect the hamlet while he and Akomi were out looking for their old friend Visthis and investigating the disappearances at the mines.

Thungor, Male Half-Orc Clr3 (Stryme)/Bbn1: CR 4; SZ M (6 ft., 2 in. tall); HD 3d8+6 plus 1d12+2; hp 39; Init +1 (Dex); Spd 40 ft.; AC 15 (+1 Dex); Atk +9 melee (1d8+4, masterwork warhammer, crit x3) or +4 ranged; SA rage (1/day), turn undead; SQ domain abilities, spontaneous casting; AL NG; SV Fort +7, Ref +2, Will +5; Str 18, Dex 13, Con 14, Int 10, Wis 14, Cha 13.

Languages: Common, Orc.

Skills: Concentrate +3, Climb +4, Craft (blacksmith) +5, Jump +4, Listen +3, Search +2, Spellcraft +2, Spot +2, Swim -1. *Feats:* Blind-Fight, Weapon Focus (warhammer).

Divine Spells (4/3/2): 0—cure minor wounds, detect magic, guidance, resistance; 1st—cure light wounds, divine favor, shield of faith; 2nd—hold person, spiritual weapon.

Domain Spells (Strength, Good): 1st—protection from evil; 2nd—bull's strength.

Domain Abilities: Thungor casts good spells at +1 caster level. Once per day, Thungor has the ability to perform a feat of strength, giving him a +3 strength bonus, which lasts for 1 round.

Possessions: Chain shirt, masterwork warhammer.

C.6 Village Stores (EL 3)

The largest building in Malthlyn is a communal warehouse used by the locals of the area for food storage. Here they keep grains, potatoes, turnips and carrots throughout the winter months. Each of the local farmers leaves a portion of his crops at the village stores when he comes to market, to protect them in the event of a famine. Hidden within the food stores are 3 **slime crawlers** that attack anyone who searches through the contents of the warehouse.

Slime Crawlers (3): CR 1; hp 5 each; see the **Monster Appendix**.

DM Notes

If the PCs turn north along any of the roads to investigate further before proceeding to the village of Malthlyn and attempt to return later, they find the village a smoking pile of rubble. By that time, the Malthlyn has fallen to a combined assault of aberrant giants and a swarm of carrion moths.

The defenders felled several of the moths before succumbing to capture or death at the hands of the giants. Spaces where the carrion moths died have left several areas that

grow strange black toadstools in a 30-foot spread. The toadstools are poisonous (Fortitude save [DC18], 1d6 Con/1d6 Con) if eaten. Succeeding in the initial save does not mean the individual is in the clear; on the contrary, the character is affected as if by a *nightmare* spell for 1d6+3 hours, even if they are awake. The toadstools are the cruel side effect of the rapidly decomposing carrion moth. The mushrooms are filled with the memories of the dead victims, which the moths and their carrion brood have feasted on throughout the permutations of the creatures' existence.

Footprints of giants and trolls trample over one another in an orgy of destruction and dread violence. The only survivor is a horribly wounded old man named Jamal, who keeps repeating the word "tentacles" over and over again before he dies. In the event that the PCs save the old man with magical ministrations, a Healing check (DC 15), or commune with him after death via *speak with dead* - he points off to the northeast, in the direction of Area I: Carrion Moth Caverns. Jamal has little other information to offer the party and seeks only to get as far away from the Moon Fog hills as he can.

Carrion moths fly over the village almost every night. Because of this, livestock is now being kept indoors and the conditions are crowded, and could be considered poor at best for all involved. If the PCs spend the evening in Malthlyn, stage an attack with the carrion moths as a way to introduce the PCs to this horrid new enemy. For more information on the carrion moth or aberrant giants, see the **Monster Appendix** at the end of this module.

D. Gruesome Discovery (EL7)

As the PCs cross this area of the Mistwood forest along the Old Forest Road, have them roll Spot checks (DC 22). PCs making successful Spot checks notice some glinting to the west of the road. A search check in the area of the glinting (DC 20) uncovers the remains of a campsite, as well as various badges and insignia indicating soldiers of the Duke of Waymarch. A more intensive Search check (DC 25) uncovers pieces of limbs and various weapons amongst the leaves and foliage of the wood. PCs making successful Search rolls of (DC 28) or higher discover a pair of rabbit-fur slippers and some strips of pink cloth lying in a patch of toadstools. As the PCs search the area, a pair of trolls creeps up on them, having noticed their smell. Allow the PCs a Listen check opposed to the Trolls' Move Silent check to notice the trolls' approach. The trolls, at Mildridge's behest, have been ordered to kill any adventurer or soldiering types they encounter.

Trolls (2): CR 5; hp 68 each; see the **MM**.

Treasure: Fuzzy boots of elvenkind, 80 gp (on trolls), 3 longswords, 1 large steel shield.

E. The Woodcutter's Shack (EL2, 5, and 8)

This shack, nestled in the wooded hills northeast of the hidden carrion moth lair, is the cabin of Visthis the Woodsmen. A large woodpile is out behind the cabin. The cabin appears to be abandoned. The PCs notice that the sky surrounding the area's taller hills has a strange shimmering luminescence about it, especially in the location of the Mistwood Mine. Colors seem brighter than normal and, at



the same time, things close to them appear to be intensely focused, while objects more than 300 yards away flicker like a mirage. A Spot check (DC 18) reveals two large patches of toadstools near the front of the cabin. A PC making a successful Spot check (DC 22) notices some movement off behind the hanging front door. When the PCs enter the cabin, they see that it is a small one-room affair with a stone fireplace and a single bed.

A **slime crawler** attacks the first person to enter the room. Attacked PCs must make a Reflex save (DC 14) or fall down from the greater than usual slime trail the creature has left on everything in the cabin. For more information on the slime crawler, see the **Monster Appendix**.

Slime Crawler, Advanced: CR 2; SZ M Aberration; HD 2d8+2; hp 11; Init +2 (Dex); Spd 20 ft. Climb 10 ft.; AC 15 (+2 Dex, +3 natural); Atk +2 melee (1d2+1 [x4], tentacles) and -3 melee (1d2, bite); SA improved grab (grapple +2), constrict (1d2+1); SQ scent, slippery; AL N; SV Fort +1, Ref +2, Will +4; Str 12, Dex 14, Con 12, Int 1, Wis 12, Cha 6.

Skills: Climb +4, Escape Artist +14, Listen +3, Spot +3.
Feats: Alertness.

Tactics: The slime crawler is currently hanging on the ceiling and lashes out with its tentacles, seeking to grab and constrict whomever it can get before moving to the other side of the bed and scurrying down its hole. The hole is 3 feet wide and can only be easily accessed by a character of size small or smaller. Creatures of Medium-size or larger slide within the hole and become trapped about 10 feet under the floor of the cabin. PCs trapped in the hole must roll an Escape Artist check (DC 20) or become helplessly trapped, requiring the help of others digging them out to be freed. The slime crawler seeks to slip down its hole and strangle its victim

before taking them to feed the smaller ones that live amongst the woodpile out back of the cabin.

Contents of the Cabin

The body of Visthis the ranger lies strangled and blackened in a pool of slime. He was killed by the large slime crawler that burst through the floor of his cabin. The body, like everything else within the cabin, is coated extensively in the slime creature's trail, and has the effect of a *grease* spell on it (Reflex save [DC 14] to avoid falling). Searching the room requires multiple Reflex saves, just as fighting the slime crawler. The slime can be cleansed with a simple *clean* spell, or by washing with vinegar, wine or any other alcohol. One gallon of wine cleans a 10 square foot area, or half of the cabin.

Treasure: masterwork healers kit, masterwork chainshirt, mighty (+2 Str) composite longbow, +1 *battle* Axe, and 20 +1 *arrows*. Hanging from the back of the door is a +1 *keen handaxe*. A locked iron box (Open Locks [DC 24], Hardness 10, hp 15, Break [DC 28]) contains 200 gp, 3 *potions of antidote*, and the Journal of Visthis the Woodsman.

Journal of Visthis

The First Entry: Miners have finally re-opened the old Mistwood mines, and Mathens once again occupy the Mathen Estate. I fear what they may find in those mines.

Second Entry: I have met Squire Mathen and his wife in Malthlyn. They seem to be amicable folks, although they know nothing about mining.

Third Entry: Slew a horrid crime against nature in the woods, and have seen sign of trolls and giants of late. Word from town is that the miners have not been seen in weeks and there is a horrid buzzing that was heard over the Mathen estate. Screams were heard and folks fear the worst. It seems that the curse upon the Mathen family still looms even over their grandchildren.

Fourth Entry: I have become a virtual prisoner in this shack. The horrid buzzing comes every night now. Had I not come to my senses, the foul moth creatures would have slain me for sure. Luckily my bow was handy and I was able to take one of them down before fleeing for cover within my cabin. As it died, it burst with the most foul of stench unimaginable, turning out my stomach's contents. The next morning I found a patch of toadstools where the body of the beast had been.

Fifth Entry: Again they came for me, buzzing and twittering in the night, but I was ready for them this time, and another fell to my bow. I don't know how long I will last out here alone, perhaps I should try to make a break for Malthlyn. Perhaps Akomi and Roarch will have some answers or at very least they will lend some strength.

The Wood Pile (EL 5)

Hidden in the woodpile are 4 **slime crawlers**. Anyone making a successful Spot check (DC 20) notices a slight oily residue upon the wood, alerting them to the crawlers. They latch onto anyone who reaches into the woodpile.

Slime Crawlers (4): CR 1; hp 5 each; see the **Monster Appendix**.

Spending the Night

Should the PCs decide to spend the night within Visthis's shack, they are attacked around midnight by 3 **carriion moths** (EL 8).

Carriion Moths (3): CR 5; hp 32 each; see the **Monster Appendix**.

Tactics: The carriion moths fly in low over the trees, their eerie wail heard long before they are actually sighted. They use their tentacles on unconfused individuals and attempt to grab light-weight individuals to fly into the air with and drop, before dragging any bodies away to **Area I. Carriion Moth Caverns**. The moths flee to their caverns if they take too much damage, or should one of their numbers fall.

F. The Fork (EL 8)

This fork in the road, where a steep dirt trail leads on to the Mathen Estate in the north, turns upwards to the twisting Mine Road. Attacking anyone approaching on the trail are 2 **Aberrant giants**, beginning by springing a rolling log trap upon them.

Aberrant Giants (2): CR 5; hp 60 each; see the **Monster Appendix**.

Possessions: Huge greatclub, large hide armor. The Aberrant giants also have 506 gp between them in greasy leather sacks that are tucked into their belts.

Log Trap (CR 4): No attack roll necessary (5d6 points of damage); Reflex save (DC 22) avoids; Search (DC 25); Disable Device (DC 20); Note: Effects a 30-foot wide swath from point of origin, rolling for 60 feet; the trap may only be disarmed if the PCs uses stealth in approaching the area where the aberrant giants are set to trigger it and are able to disarm the trap unseen.

Tactics: After the log trap is sprung, the giants rush down the hill, hammering at the disoriented PCs members. If they become too injured, they attempt to flee to their campsite near the Mistwood Mines.

G. Orc Scout Camp and Stirge Nest (EL 10 when fought together)

Orc Camp (EL 7)

Hidden in this broad stretch of wood is an orc scouting camp. The orcs are being paid off by Mildridge to stir up any trouble they can. Little do the orcs know, but when Mildridge is finished with them, she is going to feed them to her newest aberrant creations.

The campsite is small, with no more than 10 **orcs** present at any one time, with the rest out scouting and looting the abandoned farmhouses. The orcs steer clear of the aberrant giants and trolls that guard the outside of the mine area, and have great fear of traveling further north into the hills or angering the other members of the Mathen family. The orcs are aware of the stirge nest to the east of them. An ointment made for them by Mildridge keeps the stirges completely at bay.

Rot-Tusk, Male Orc Bbn 4: CR 4; SZM (5 ft., 10 in. tall); HD 4d12+4; hp 47; Init +0; Spd 30 ft. (base 40 ft.); AC 15 (+5 armor); Attack +9 melee (1d12+7, greataxe, crit x3), +9 melee (1d10+7, glaive, crit x3), or +4 ranged (1d8+3, mighty composite longbow, crit x3, range 110 ft.); SA rage (2/day); SQ darkvision (60 ft.),

Stirge Repellent

The applied stirge repellent causes any stirge within 10 ft of the user to make a Fortitude save (DC 18). A failed Fortitude save means that the stirge has become so disgusted with the odor coming from their intended target that the stirge avoids that creature choosing other better smelling targets instead. Stirge repellent lasts for 1d4 hours per application.

Stirge repellent is an alchemical, fluid based material that is crafted by distilling the sap of a treant into an alcohol, and mixing it with the blood of a stirge. To successfully craft this admixture, a PC with the Alchemy skill would first need to collect a minimum of eight fluid ounces of both stirge blood and treant sap. Following the craft rules from the *PHB* the PC must make a successful Alchemy check (DC 25). A successful check means that the Alchemist has crafted a vial containing 8 doses of the repellent.

Stirge Repellent is worth 100 gp per vial.

light sensitivity, uncanny dodge (Dex bonus to AC); ALCE; SV Fort +5, Ref +1, Will +2; Str 21, Dex 10, Con 12, Int 13, Wis 12, Cha 7.

Languages: Abyssal, Orc.

Skills: Climb +2, Handle Animal +5, Hide +2, Jump +3, Listen +3, Move Silently -2, Ride +7, Spot +3, Swim -2, Wilderness Lore +6. *Feats:* Alertness, Run.

Possessions: Breastplate, glaive, greataxe, mighty (+3 Str) composite longbow, 20 gp, 3 doses *stirge repellent*, 20 arrows.

Lice-Feathers, Female Orc Rgr3: CR 3; SZ M (4 ft., 11 in. tall); HD 3d10+6; hp 21; Init +7 (Dex, Improved Initiative); Spd 30 ft.; AC 16 (+3 Dex, +3 armor); Atk +4 melee (1d8+3, battleaxe, crit x3) and +4 melee (1d6+1, sickle, off-hand), or +6 melee (1d8+4, battle axe, crit x3), +6 melee (1d6+3, sickle), or +6 ranged (1d8+2, mighty composite longbow, crit x3, range 110 ft.); SA favored enemy (humanoids [Human] +1); ALCE; SV Fort +5, Ref +4, Will +2; Str 16, Dex 17, Con 15, Int 7, Wis 12, Cha 12.

Languages: Orc.

Skills: Craft (bow making) +3, Heal +3, Listen +1, Move Silently +6, Spot +1, Wilderness Lore +3. *Feats:* [Ambidexterity], Combat Reflexes, Improved Initiative, [Track], [Two-Weapon Fighting].

Possessions: Mighty (+2 Str) composite longbow, studded leather, 20 arrows, battle axe, sickle, 3 doses of *stirge repellent*, 50gp.

Orcs (10): CR 1/2; hp 4 each; AC 13 (+3 hide armor); Atk +3 melee (1d12+3, greataxe, crit x3), +1 ranged (1d6+2, javelin, range 30 ft.), or +1 ranged (1d6, shortbow, crit x3, range 60 ft.); see the **MM**.

Possessions: Shortbow, 20 arrows, greataxe, hide armor, 3 javelins.

Tactics: The orcs, led by Rot-Tusk, and his lieutenant Lice-Feathers, attempt to order their band to disperse and harass the PCs with ranged weapons. If they seem to be more than a match for this band of orcs, they move and fire continuously, leading the PCs towards the stirge nest. Here the orcs allow the nasty bloodsuckers to finish off the PCs while they continue to fire with arrows.

Stirge Nest (EL9)

Located in a hollow amongst the southern wooded area of the forest is a large nest of stirges. The stirges feed on anything that they can sink their needle like beaks into.

Stirges (20): CR 1; hp 5 each; see the **MM**.

H. Mistwood Mine

The Mistwood Mine is covered in detail in **Chapter 2: Deepening Madness**.

I. Carrion Moth Caverns

Hidden deep within this cavern complex are the black Obelisks of Chaos. This cavern complex is the source of the carrion moths and their foul larvae, the carrion crawler. The Obelisks of Chaos are covered in further detail in **Part 3: Obelisks of Chaos**.

J. Mathen Family Estate

The Mathen Estate is detailed fully in **Part 4: A Family Affair**.

Part 2: Deepening Madness

Eventually the PCs are likely to search the mines and the surrounding area, to find clues that explain the strange creatures and goings-on of the Moon Fog Hills and the Mistwoods. All signs point to the mines and their recent opening as a source of great evil. This chapter describes the wilderness surrounding the mines, as well as the mines themselves. The mines are the hidden location of the laboratory of Mildridge Mathen, although the fact that she is a Mathen does not become apparent to the PCs completely until **Part 4: A Family Affair**.

I. Outside the Mine

As the PCs approach the mine, they see a pair of steel rails forking off to the north and northwest. These tracks once rounded the side of the hill to the northwest. Directly ahead, the tracks pass straight through a thorn bush. Brush and shrubbery partially conceal the main mine entrance, which is noticed with a successful Spot check (DC 16).

iA: Main Mine Entrance

The main entrance to the mines is cavern-like. The cavern is timbered, and the unused cart track down its center descends into darkness.

iB: Northwestern Rails

These narrow rails end in a confusion of overgrown weeds and broken metal tracks. A successful Spot check (DC 22) reveals several large footprints around the area. A Wilderness Lore check (DC 24) indicates that the footprints are those of giants and trolls. Characters with the Track feat may easily follow these footprints along a narrow trail that curves around the hill to the northwest leading to Area 3.

iC: Hidden Trail

This trail sneaks partway around the mine hill, ending in a 15-foot-high cliff at Area 1D. Noticing the trail requires a successful Spot check (DC 20), as it is heavily shrouded in brush and thorns.

iD: The Ledges

This connecting series of rock ledges leads to Area 4. The four cliffs leading to each ledge are very steep and require a successful Climb check (DC 24) to negotiate. An individual falling while climbing the cliff is in danger of sliding off the steep slope of the hill to the east unless they make a Reflex save (DC 15). Falling characters take 7d6 points of damage and find themselves at the bottom of the hill. Belaying while climbing the cliff face reduces the difficulty of the effort, as does the possibility of stronger members pulling weaker members up the cliffs on ropes. The narrow ledges between the four cliffs are steep and require a successful Climb check (DC 12) to negotiate. Eventually the ledges and cliffs lead to a natural staircase that takes the PCs to Area 4.

2. Landslide Trap (EL 4)

The aberrant giants and trolls have set a landslide trap to cause havoc and close off the back approach to their camp.

Wandering Monsters

Roll for wandering monsters once for every 15 minutes the PCs spend searching outside the mine. A roll of 1 on a 1d6 indicates a random encounter. Roll 1d12 on the wandering monster table below, referring to the **Monster Appendix** at the end of this module or the **MM** for monster statistics.

1d12	Encounter
1.	1d4 worgs
2.	1d2 trolls
3.	2d6 orcs
4.	1d4 ogres
5.	1d2 slime crawlers*
6.	2d4 stirges
7.	1d4 carrion moths (night only, if daytime, roll again)*
8.	Aberrant Villager**
9-12:	No encounter

*Slime Crawlers and carrion moths are found in the **Tome of Horrors** by Necromancer Games. For convenience, they are also detailed in the **Monster Appendix** at the end of this module.

** Aberrant Villagers are the unfortunate side effects of the Mathen family's dabbling with the *heteroclite portal* and the Obelisks of Chaos.

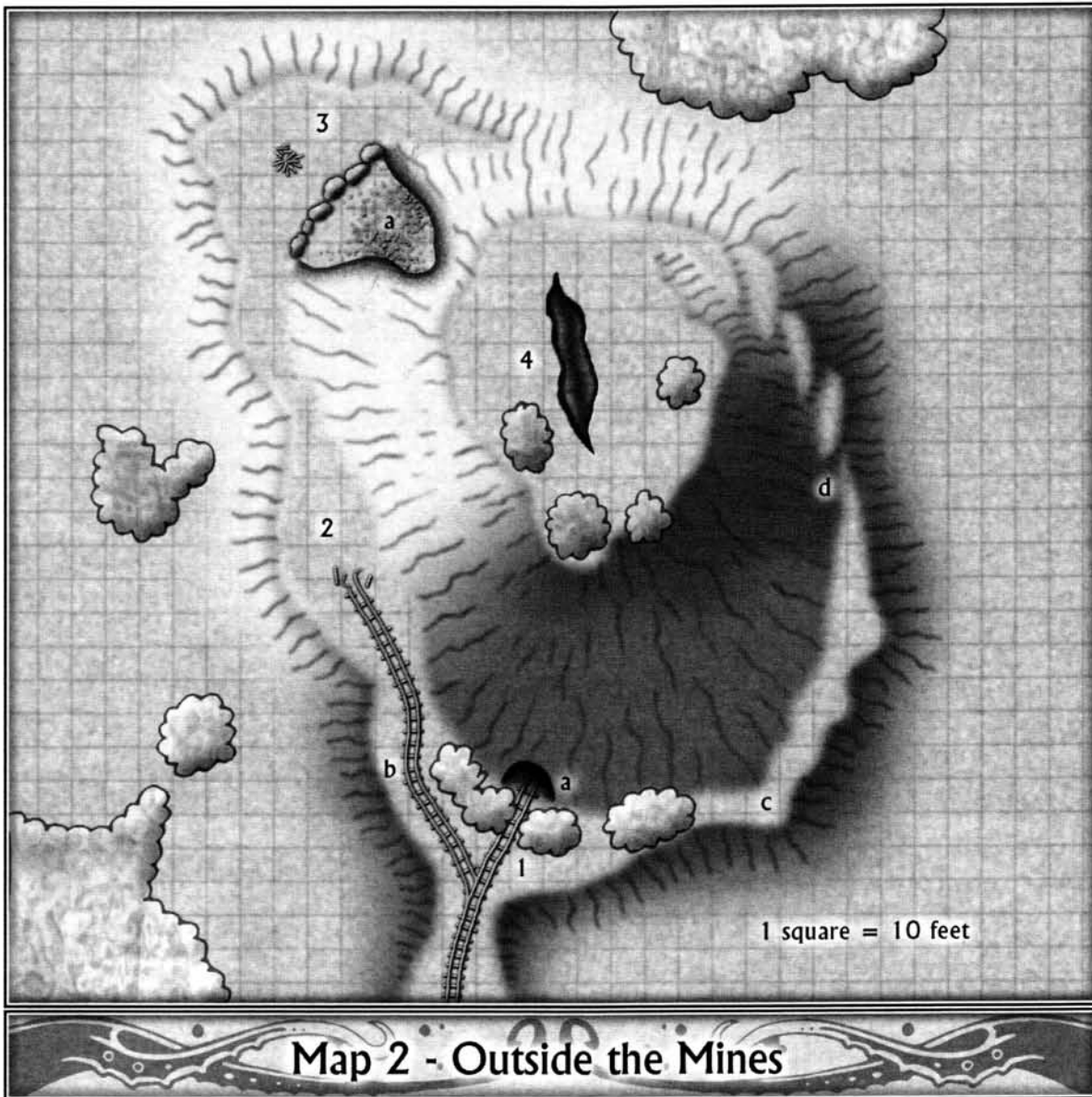
Villagers, Aberrant Human Com1 (4): CR 1; SZ M; HD 1d4; hp 3; Init +1 (Dex); Spd 30 ft.; AC 15 (+1 Dex, +4 natural); Atk +3 melee{+3 str} (1d6+3 [x2], claws); SQ uncanny dodge (Can't be flanked); AL N; SV Fort +0, Ref +1{+1 dex}, Will +2{+2 wis}; Str 17, Dex 12, Con 11, Int 8, Wis 14, Cha 15.

Skills: Listen +2, Profession (Miner or Farmer) +8, Ride +5, Spot +2. **Feats:** Run, Skill Focus (Profession).

Sliding Earth Trap (CR 4): No attack roll necessary (5d6 points of damage); Reflex save (DC 20) for half; Search (DC 20); Disable Device (DC 20); *Note:* Individuals failing their Reflex save suffer an additional 4d6 points of falling damage; further, there is a 50% chance that they are buried alive, 10-feet-beneath the surface. If trapped PCs are not dug out within 5 minutes they begin to suffocate as per the DMG. Triggering the trap alerts the giants and trolls in Area 3.

3. Giant and Troll Lair (EL 10)

The wide ledge halts at a flat platformlike area. To the right of the PCs, a bolder blocks a collapsed mine entrance. Several aberrant giants and trolls mill about the area, as something boils on a cook fire. There are always **3 aberrant giants** and **2 trolls** present here. If the PCs have set off the landslide trap, the creatures are prepared for the PCs and attack immediately. If the PCs successfully disabled the trap, or avoided it, the trolls and giants are sitting around a large kettle cooking over a log fire, boiling the body of a farmer that was given to them by Mildridge. They are arguing over what is best to serve with "Humie." Make Listen checks for the



Map 2 - Outside the Mines

creatures, opposed by the PC's Move Silently skill, to determine whether or not they hear the heroes' approach.

Aberrant Giants (3): CR 5; hp 60 each; see the **Monster Appendix**.

Possessions: Huge greatclub, large hide armor.

Trolls (2): CR 5; hp 68 each; see the **MM**.

Tactics: If the giants and trolls are caught by surprise, the trolls move to engage the most heavily armored opponents while the giants hurl large halfspears at the less-armored individuals. The tactics are similar if the PCs have set off the trap, however the trolls seek to hide, attacking with surprise, springing on the first two PCs that pass into their area.

Note: If the giants and trolls are defeated at their lair, there are no more random encounters with either group in this area.

3A: Collapsed Mine Entrance

The collapsed mine entrance is now used by the trolls and giants as a sleeping quarters. Large rounded stones block this old mine entrance and require a Strength check (DC 24) to

move out of the way. Within the dank chamber beyond are several piles of rank animal skins and the creatures' individual treasures in small piles. At the rear of the cavern is what was once a mineshaft, now completely filled with rubble from a mining accident that resulted in a major cave-in. Spells such as *move earth*, *disintegrate*, and *dig* open a steep shaft that leads to **Mistwood Mine, Area 4**. Climbing down the shaft is difficult, requiring a successful Climb check (DC 25), however it could be descended by ropes (DC 20), or with magic. Searching the creatures' belongings (DC 16) reveals the following treasures and bits of wealth.

Treasure: Four rotting sacks contain 100 gp each, as well as some rotten pieces of humanoid flesh, a pouch full of teeth, and a 5-gallon jug of whiskey. A +2 *heavy mace* lies in a corner, used to prop up a cook pot.

4. Hilltop and Natural Chimney (EL 6)

Although the hill that the mine is located beneath is relatively steep and requires strenuous scaling to surmount,



the top of the hill is gentle and almost flat. A few scrawny trees dot the top of the hill, and there is a 20-foot-wide fissure near the center of the hilltop. Anyone looking into the fissure can make Spot and Listen checks (DC 25). Those passing the check notice a murmuring noise, followed by piercing screams that appear to be about 80 feet below. Alternately, those passing the Spot check notice flashes of light at an undetermined distance.

Firing a weapon at the light, or dropping an item down the hole, immediately alerts Mildridge to the presence of intruders. For Mildridge's statistics, refer to area **2-12A: Mildridge's Laboratory**.

Tactics: If Mildridge is alerted to the PCs' presence, she charges herself up with *protection from arrows*, *endure elements (fire)*, *invisibility*, *shield*, *detect thoughts*, and *fly*. She then flies out of the fissure and casts *charm person* on one of the PCs. She tends to pick a rogue, barbarian, or fighter as the target of this spell, using that character to chase off the other party members while she concentrates on mages and clerics from the air. Fighting outside the confines of her laboratory, Mildridge thinks nothing of using *fireball* spells on the PCs. Adding a few monsters, usually a fiendish carrion crawler, to the combat by use of her *wand of summon monster V* is another favored tactic of hers. When her spells are depleted, she attacks with her bow, aiming for lightly armored opponents.

The Mistwood Mine

Notes On Corridors and Chambers

The corridors within the Mistwood Mine turn and curve upon themselves in a loose spiral. The mine gradually deepens by a depth of 2 feet for every 10 feet traveled. The air within the mine is damp and averages a cool 50 degrees, with water temperatures being somewhat warmer due to natural hot springs, averaging about 88 degrees. The heat from the water and the chill of the air creates an obscuring mist effect, similar to the spell *obscuring mist* in chambers with watery areas. The mist extends over the water and 15 feet beyond any area with open water.

2-1. Main Mineshaft

The mine entrance is dark, with a damp smell exuding from its depths. The walls of the mine are rough-cut, following along where the ore veins once lined the walls. The mineshaft descends gradually at a level of about 2 feet for every 10 feet of distance traveled; a dwarf or someone with the Profession (mining) skill notices this descent immediately. The handcart tracks run for about 30 feet into the mine before finally ending.

2-1A: Choker Alcoves (EL 4)

Two chokers have taken up residence in alcoves about 10 feet off the ground to either side of the mineshaft, about 20 feet inside the entrance of the mine. Anyone making a

ABERRATIONS

successful Spot check (DC 25) notices the alcoves, although the 2 **chokers** remain hidden deeply with the alcoves and remain so until someone climbs up into their lair.

Chokers (2): CR 2; hp 18 each; see the **MM**.

Tactics: If the PCs look too tough for the chokers, the chokers remain hidden and crawl along the ceiling of the mine, hiding behind the PCs. Before they attack, the chokers wait for the PCs to stop for a rest, or for when the PCs are in the midst of a fight with some of the other aberrations and beasts of the inner mine. Allow the PCs opposed Listen and Spot rolls to notice if they are being followed. Cowardly and craven, the chokers seek the smallest, weakest party member to grapple in their choking tentacles and drag off toward their alcoves to feast.

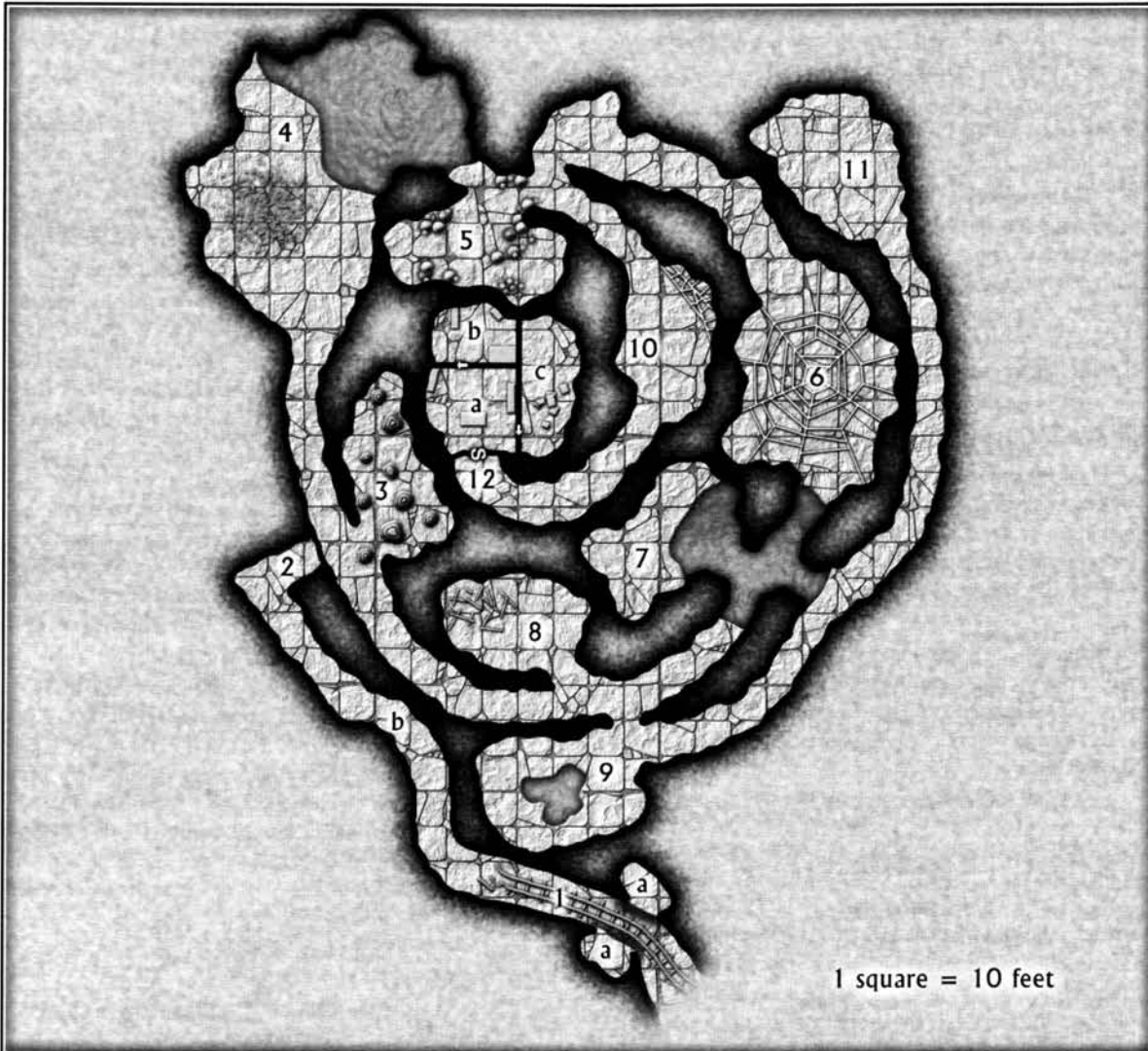
Treasure: Hidden within the alcoves are several trinkets that the chokers have gathered from the miners and others that have had the misfortune of entering the caverns. To find the treasure, one must make a successful Climb check (DC 18) to get into the alcoves and sift through the debris, finding the chokers hoard if a Search Check (DC 15) is made. The

Wandering Monsters

Roll for random encounters on a 1d10 for every 10 minutes the PCs spend within the Mistwood Mine. Refer to the Appendix at the end of this module or the **MM** for monster statistics.

1d10	Encounter
1.	1d4 carrion crawlers
2.	1d4 grick
3.	gelatinous cube
4.	1d4 large monstrous spiders
5.	1d2 ettercaps
6.	1d6 skeletons
7.	1d4 slime crawlers*
8.	rust monster
9-10.	No encounter

*Slime Crawlers are found in the *Tome of Horrors* by Necromancer Games. For convenience, they are also detailed in the **Monster Appendix** at the end of this module.



Map 2.1 - The Mistwood Mines



chokers have gathered 126 gp and a masterwork suit of studded leather (halfling size).

2-1B: The Brown Mold Patch (EL 2)

A large patch of brown mold spans across the floor here for about fifteen feet.

Brown Mold (CR 2): Brown mold feeds on warmth, drawing heat from anything around it. This 8-foot wide 15-foot long patch, radiates an aura of cold. Living creatures within 5 feet of the mold take 3d6 points of cold subdual damage. Fire brought within 5 feet of the mold causes it to instantly double in size. Cold damage, such as from a *cone of cold*, instantly destroys it.

2-2. Miners' Remains (EL 7)

The long corridor of the mineshaft ends in an elbow curve, with a bricked-up wall that faces to the northeast. Anyone making a successful Search check (DC 15) locates several pickaxes and other miners' tools, as well as an arm bone and pieces of backbone amongst the debris from a shattered mine cart.

Searching the bricked-up wall reveals that the job was done rather hastily; the stones have not been mortared (Hardness 5, hp 20). Breaking the wall down reveals a north-to-south shaft with a cavern beyond. Waiting behind the bricked up wall is 3 **carriion crawlers**.

Carriion Crawler (3): CR 4; hp 19 each; see the MM.

2-3. Cavern of the Gricks (EL 9)

This cavern is filled with stalagmites and stalactites that reach to each other from floor to ceiling. A strange chirping fills the air. The PCs' light sources illuminate dozens of waving tentacles and multifaceted eyes. A rasping of scales upon damp stone fills the air as several sinuous bodies turn upon the heroes.

The cavern is crawling with **gricks** of various sizes that immediately attack anyone that enters the chamber. They are hanging from ceilings and slithering amongst the many stalagmites.

Gricks (8): CR 3; hp 9 each; see the MM.

Tactics: The gricks attack mindlessly and pursue any who flee the chamber, at least as far as Area 2-4 if the PCs turn northwards, and at least as far as Area 2-7 if the PCs turn southeast.

2-4: Refuse Pile and Steaming Pool (EL 8)

The corridor opens into a large cavernous chamber, one roughly 50 feet wide, with a depth concealed by a steaming mist cloud that hides the far end of the cave.

A large pile of bones and filth lies just inside the opening of this chamber. Hiding within this pile is a **huge otyugh** that acts as a guardian for this area of the mines. A successful Spot check (DC 20) reveals a shaft in the ceiling above the refuse pile that leads to the collapsed mine entrance described in Area 3-A.

At the northern end of the chamber is a pool shrouded in steaming mist. The pool is almost equal in size to the dry half of the chamber. It has a depth of 10 feet at the edge and 30 feet towards the center. The water within the pool is warm but not hot. The pool is shallow towards the eastern side of the cavern and opens into more tunnels leading towards Area 2-5.

Currently residing within the pool are 3 **tsathar scourges** and a **tsathar filth-priest** of Tsathogga, a special envoy to the Mathen family from the Temple of the Frog, detailed in module **D1: The Tomb of Absythor** by **Necromancer Games**. The tsathar are currently helping Mildridge and her foul sister Mimi with their diabolical experimentation.

The froglike tsathar are interested in the Mathen's experiments with the Obelisks of Chaos and the *heteroclyte portal*. Tsathogga is the father of filth and nameless, misshapen horrors. It is in the interest of the temple of Tsathogga for the Mathens to be successful in their attempts to transform all beings into mindless aberrations. The Mathens have always been devout followers of Tsathogga, their twisted lineage having made them perfect spies for the priesthood of Tsathogga for generations.

Huge Otyugh: CR 5; SZ H Aberration; HD 10d8+30; hp 85; Init +3 (Dex, Improved Initiative); Spd 20 ft.; AC 18 (-2 size, -1 Dex, +11 natural); Atk +9 melee (1d8+4 [x2], tentacle rakes) and +4 melee (1d6+4, bite plus disease); Face/Reach 10 ft. x 10 ft./15 ft. (25 ft. with tentacle); SA constrict (1d8+4), disease, improved grab (grapple +17); SQ scent; AL N; SV Fort +6 (+3 aberration HD, +3 con); Ref +2; Will +8; Str 19, Dex 8, Con 17, Int 5, Wis 12, Cha 6.

Skills: Hide +5*, Listen +8, Spot +1; **Feats:** Alertness, Improved Initiative.

Floth, Tsathar Filth Priest Clr5 (Tsathogga): CR 6; SZ M Monstrous Humanoid; HD 2d8+4 plus 5d8+10; hp 45; Init +7 (Dex, Improved Initiative); Spd 30 ft., swim 30 ft.; AC 22 (+4 natural, +3 Dex, +4 armor, +1 shield); Atk +8 melee (1d6+3, +1 *halfspear*, crit x3), +8 melee (1d4+2, *keen kadri*, crit 15-20), +8

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ranged (special, net, range 10 ft.), +9 ranged (1d6+3, +1 *halfspear*, crit x3, range 20 ft.), or +7 melee (1d6+2 [x2], claws) and +2 melee (1d3+1, bite); SA leap (30 ft. horizontal or 10 ft. vertical, allows claw and bite or weapon attack and charge); SQ amphibious, darkvision (90 ft.), implant, light blindness, scent, slimy, summon slaad; AL CE; SV Fort +6, Ref +7, Will +10; Str 14, Dex 16, Con 14, Int 12, Wis 16, Cha 12.

Skills: Animal Empathy +5, Climb +5, Concentration +6, Handle Animal +5, Hide +6, Jump +8, Knowledge (arcana) +2, Knowledge (religion) +3, Listen +5, Move Silently +4, Search +2, Speak Language (1), Spellcraft +2, Spot +5, Swim +6. **Feats:** Alertness, Brew Potion, Improved Initiative, Weapon Finesse (kukri).

Unholy Spells (5/4/3/2): 0—cure minor wounds, detect magic, guidance, read magic, resistance; 1st—bane, command, cure light wounds, curse water; 2nd—bull's strength, death knell, speak with animals; 3rd—dispel magic; summon monster III.

Domain Spells (Destruction/Water): 1st—obscuring mist; 2nd—shatter; 3rd—contagion.

Domain Abilities: Filth-priests may use Unholy smite once per day, with a +4 to attack and +5 damage. Filth-priests can turn fire creatures and command water creatures (including monstrous frogs) as a cleric turns or commands undead up to three times per day + Cha modifier.

Languages: Abyssal, Slaad, Tsathar, Undercommon.

Possessions: +1 studded leather armor (made from giant dire frog hide), a small wooden shield, a +1 *halfspear*, a net, a keen kukri, a soapstone symbol of Tsathogga, three potions of *cure light wounds*, *arcane scroll (summon monster III)*.

Tsathar Scourges (3): CR 2; SZ M Monstrous Humanoid; HD 4d8+8; hp 26; Init +6 (Dex, Improved Initiative); Spd 30 ft. swim, 30 ft.; AC 19 (+4 natural, +2 dex, +3 armor); Atk +6 melee (1d8+3 shortspear, crit x3), +6 melee (1d4+2 kukri, crit 18-20), +6 ranged (1d6+2 javelin, range 30 ft.), +6 ranged (1d8+2, shortspear, crit x3, range 20 ft.), or +6 melee (1d6+2[x2], claws) and +1 melee (1d3+1, bite); SA leap (30 ft. horizontal, 10 ft. vertical, allows claw and bite or weapon attack and charge); SQ amphibious, darkvision (90 ft.), implant, light blindness, scent, slimy; AL CE; SV Fort +3, Ref +7, Will +6; Str 14, Dex 14, Con 14, Int 12, Wis 14, Cha 14.

Skills: Animal Empathy +8, Climb +5, Handle Animal +12, Hide +5, Jump +8, Listen +6, Move Silently +3, Search +2, Spot +3, Swim +6. **Feats:** Alertness, Improved Initiative, Skill Focus (Handle Animal).

Languages: Abyssal, Tsathar.

Possessions: Shortspear, 3 javelins, a kukri, a badge of station, studded leather armor (made from giant dire frog hide).

Tactics: If the PCs approach the refuse pile, the otyugh snakes its tentacles out and attempts to grab and constrict with its great strength. The Tsathar scourges hurl javelins at the PCs while partially submerged in the pool and hidden by the obscuring mist. The pool gives the Tsathar 50% cover and a bonus of +4 to their AC and +3 to Reflex saves. The Tsathar filth-priest casts *bane*, *monster summoning III* (killer frog), *bull's strength*, and dispels any magical effects the PCs may have upon themselves with *dispel magic*. He uses his scroll as well as his memorized summoning spell, and does not hesitate to summon a **red slaad** to his aid. If the PCs are sneaky and attempt to stay close to the edges of the cave and thus avoid the pile of refuse, a pair of Tsathar attempt to grab the first person that looks into the pool, pulling them

underwater and dragging them off to Mildridge's secret laboratory. This means that Mildridge is now alerted to the PCs' presence. The surviving Tsathar help her prepare a counter assault upon the PCs somewhere in the corridor outside Area 10.

Summoned Monsters: The tsathar may summon the following monsters:

Slaad, Red: CR 7; SZ L Outsider (Chaotic); HD 7d8+21; hp 56; Init +1 (Dex); Spd 30 ft.; AC 16 (-1 size, +1 Dex, +6 natural); Atk +10 melee (2d8+4, bite), +8 melee (1d4+2 [x2], claws plus implant); Reach 10 ft.; SA implant (Fortitude save DC 17), pounce, stunning croak (20 ft., Fortitude save DC 16, stun 1d3 rounds), summon slaad; SQ fast healing (5), resistances (5: acid, cold, electricity, fire, sonic); AL CN; SV Fort +8, Ref +6, Will +3; Str 19, Dex 13, Con 17, Int 6, Wis 6, Cha 8.

Skills: Climb +14, Jump +14, Listen +6, Move Silently +5, Spot +8. **Feats:** Dodge, Multiattack.

Killer Frog: CR 3; SZ M Animal; HD 5d8+15; hp 40; Init +7 (Dex, Improved Initiative); Spd 40 ft., swim 20 ft.; AC 18 (+5 natural, +3 Dex); Atk +6 melee (1d6+2 [x2], claws) and +6 melee (1d6+1, bite); SA leap (40 ft. horizontal, 15 ft. vertical as charge attack), improved trip, rake (additional x2 attacks +8 melee, 1d6 +1 damage each, against tripped opponents); SQ darkvision (60 ft.); AL NE; SV Fort +7, Ref +7, Will +3; Str 14, Dex 16, Con 16, Int 4, Wis 14, Cha 11.

Skills: Hide +9*, Listen +6, Spot +6, Swim +8. **Feats:** Improved Initiative, Weapon Finesse (claws), Weapon Focus (bite). *Due to their coloration, killer frogs receive a +4 racial bonus to hide checks.

Treasure: Amongst the pile of filth is a set of +2 *full plate*. Hidden at the bottom of the pool are: 2,300 gp in coins, a *potion of charisma*, a *potion of swimming*, two water proof scroll cases containing two arcane scrolls (*lightning bolt*, caster level 5) and (*shield*, caster level 1), and a *wand of cure light wounds* (10 charges, caster level 1).

2-5. Howling Fungi (EL7)

This cavern is filled with large subterranean fungi. The 6 **shrieker fungi** glow and quiver, emitting howling shrieks. The fungi nearest the party attacks with their long tentacles, revealing themselves as 2 **violet fungi**.

Fungus, Violet (2): CR 3; hp 15 each; see the MM.

Fungus, Shrieker (6): CR 1; hp 11 each; see the MM.

Tactics: The violet fungi lash out repeatedly at the nearest party members as the shriekers begin their wail. The shriekers' wail alerts the ettercaps in Area 2-10 and automatically creates an encounter on the Random Encounter Table that arrives within 1d3 rounds.

2-6. Webbed Chamber (EL6)

The floor is littered with the bones and husks of many creatures. Glints of metal and other substances flash and twinkle at the PCs as their light touches it. Anyone making a successful Spot check (DC 20) notices the huge web that hangs from the ceiling about 20 feet above the floor of the chamber.

Hanging from the 20-foot-high ceiling of this chamber is thick webbing of the 4 **large poisonous spiders** that live here. Every 15 feet within the chamber are single strands of web that the spiders use to hunt with. Touching one of these highly resilient strands requires a Reflex save (DC 16) to avoid becoming attached to the

web. PCs becoming entangled within the webs (DR 5/fire, hp 12) must make a successful Escape Artist check (DC 26) or a Break check (DC 32) to escape.

Monstrous Spiders, Large (4): CR 2; hp 22 each; see the MM.

Tactics: The spiders hold their attack until someone touches one of their strands, or until someone attempts to burn the webbing. After trapping the smallest party members, the spiders concentrate on the larger food.

2-7: Submerged Corridors and Cavern (EL3)

The corridors in this area are narrow and partially submerged in warm spring water. The narrow opening that enters into the chamber is also partially submerged in water. Five feet above the floor of the cave there is a shelf of stone. Hidden beneath the surface of the water wedged into the entrance is a **gelatinous cube**.

Ooze, Gelatinous Cube: CR 3; hp 58; see the MM.

Tactics: The cube is completely submerged, giving it 100% concealment from anyone that is not actually under the water and observing the distortions its membrane creates. The cube waits for individuals to swim or wade into it, engulfing them completely. This tactic should work fairly well for it, as it is possible that at least three such individuals may be trapped before anyone realizes what is going on. Anyone at the rear of the party making a successful Spot check (DC 25) notices that the forward members of the group seem to have gotten stuck.

Treasure: A Search check beneath the water (DC 10) reveals a rich deposit of mithril ore lining the bottom of the cavern. The ore nets approximately 200 pounds of the very precious metal, valued at close to 20,000 gp if mined, smelted and processed.

2-8: Carrion Crawler Nest (EL9)

This chamber is somewhat rounded and shows signs of having been mined at some point in the past, judging from piles of stones and other debris that lie in heaps within the room. Several broken pushcarts rest alongside the bones of dead miners.

Mildridge has brought a nest of **6 carrion crawlers** (the young form of the carrion moth) here from the carrion moth lair located in **Part 3: The Obelisks of Chaos**.

Carrion Crawlers (6): CR 4; hp 19 each; see the MM.

Tactics: The carrion crawlers within this room hang on the walls and ceilings, racing across the floor as soon as light comes within 20 feet of the entrance to the cave.

Treasure: 10 lbs. of mithril ore in 100 lbs. of unrefined stone.

2-9: Ooze Cavern (EL4)

The cavern is damp and cold, with water dripping from the ceiling into a large silvery pool in the center of the chamber. The silvery pool is actually a **gray ooze**, and requires a Spot check (DC 15) to recognize it for what it really is.

Ooze, Gray: CR 4; hp 26; see the MM.

Tactics: The ooze waits for individuals to investigate the silvery luminescence of the pool before flowing out along the floor, dissolving everything in its path. The ooze has been feeding on ore deposits within the mine, leaving little in its wake.

2-10: Cavern of the Ettercaps

Curving corridors from the north and south open into this deep cavern. The cave is cool and narrow, having a dank odor of slowly rotting flesh. Anyone making a successful Spot check (DC 15) notices two bodies wrapped tightly in webs along the eastern wall.

2-10-A: Ettercap Web (EL7)

Three ettercaps have placed a thick, sticky web along the floor here in a 10-foot-wide, 20-foot-long patch. A PC making a successful Spot check (DC 20) notices it; otherwise creatures attempting to pass through it become stuck and unable to move. The web has 6 hp per 10 foot section, requires an Escape Artist check (DC 20) to evade, or a Strength check (DC 25) to burst. Hiding within the shadows of this cavern are the ettercaps.

Ettercap (3): CR 4; hp 27 each; see the MM.

Tactics: If the shriekers or the Tsathar alerts the ettercaps, they are waiting with to assault the PCs as soon as the heroes discover the trap placed at the northern entrance. If the shriekers have not been alerted, the ettercaps take their actions as soon as the trap is set off. They attempt to bind as many PCs as they can in the first round, using their web spinnerets. As soon as the PCs are trapped, the ettercaps and Tsathar warrior(s) move in to attack. If Mildridge is present, she disrupts the PCs with her spells, supporting the ettercaps and Tsathar with spells to enhance their abilities in combat.

Mildridge has all of her defensive spells in use. She attacks using *charm person* on any warrior-types, and *magic missiles* on rogues. She finishes combat by firing magic arrows at her opponents. If the fight goes against her side, she flees to Area 12-B, collects her books, and flies off to **Part 3: The Obelisks of Chaos**.

Treasure: The bodies of three miners are bound in thick webs along the eastern wall; skins blackened from poison and completely drained of fluids. The corpse of Akomi, the priestess of Freya from Malthlyn, is also here. Her body still wears a +2 *chain shirt*, +1 *buckler*, silver holy symbol of Freya, +1 *longsword*, and a bone scroll case that contains a divine scroll of *cure moderate wounds* (CL4). The miners each have 10 lbs. of unrefined mithril ore (1 pound of mithril per miner if refined).

2-11: Lair of the Gibbering Moulder (EL8)

At the end of this long curving corridor is a 25-foot-wide, 40-foot-deep cavern. The cave is lair to a **large gibbering moulder**.

Large Gibbering Moulder: CR 8; SZ L Aberation; HD 10d8+30; hp 92; Init +0; Spd 10 ft., swim 20 ft.; AC 20 (-1 size, +11 natural); Atk +11 melee (1d2+6 [x6], bite); Reach 10 ft.; SA blood drain (1 Con/round), engulf, gibbering (60 ft., confusion 1d2 rounds, Will save DC 16), ground manipulation, improved grab (grapple +16), spittle (60 ft., blinded 1d3 rounds, Fort save DC 18); SQ amorphous; ALN; SV Fort +6, Ref +3, Will +5; Str 18, Dex 11, Con 16, Int 4, Wis 13, Cha 13.

Skills: Listen +14, Spot +18. **Feats:** Combat Reflexes, Weapon Focus (bite).

Tactics: The gibbering moulder hides within the chamber, sliding behind the PCs as soon as they enter. It begins by using its ground manipulation ability to mire the party members, then

moves to attack one slow-moving character after another. There is no treasure within this cavern, as the moulder devours everything.

2-12: Mildridge's Chambers (EL5)

The cavern beyond the lair of the ettercaps narrows to an un-worked stone wall. Searching the wall (DC 20) reveals a push-plate that is obviously a secret door. The secret door is trapped with a *polymorph other* spell placed here by Mildridge's sister, Mimi. Touching the secret door without uttering the passwords "In the Slimes of Tsathogga Transformed!" sets off the trap.

Arcane Locked Secret Door: Spot (DC 20); Hardness 8; 60 hp; Open Lock (DC 35); Break (DC 38).

Polymorph Other Trap (CR 5): No attack roll necessary (*polymorph other* to Grick); Fortitude save (DC 21); Search (DC 29); Disable Device (DC 29). *Note:* Character is transformed into a grick.

2-12A: Mildridge's Laboratory (EL8)

Beyond the secret door is a chamber with doors in the center of the north and eastern walls. In the center of the chamber, what once must have been a human male is strapped to a stone slab, his arms viciously sawed off and replaced with thick roping tentacles that thrash to and fro of their own accord. One of the victim's eyes has been removed and replaced with a multifaceted eye like that of a giant fly. A pair of horrid pinchers juts through his cheeks. The creature's human eye turns to the PCs pleadingly.

This horrid abomination is all that remains of Captain Roarch, chief constable of Malthlyn. Mildridge also is here, unless she was encountered previously.

Mildridge, Female Human Wiz6: CR 6; SZ M (4 ft., 11 in. tall); HD 6d4+6; hp 24; Init +2 (Dex); Spd 30ft.; AC 17 (+2 Dex, +2 Ring, +3 Bracers); Atk +1 melee, or +7 ranged (1d8, +1 longbow w/+1 arrows, crit x3, range 100ft.); SQ summon familiar; AL CE; SV Fort +3, Ref +4, Will +10; Str 7, Dex 15, Con 12, Int 16, Wis 16, Cha 14.

Skills: Climb +0, Concentration +10, Forgery +5, Hide +3, Innuendo +3, Knowledge (aberrations) +12, Listen +4, Move Silently +3, Scry +12, Spellcraft +12, Spot +4. *Feats:* Craft Wand, Iron Will, Martial Weapon Proficiency (longbow), Point Blank Shot, Quicken spell, Scribe Scroll.

Arcane Spells Known (Prepared Per Day: 4/4/4/3; base DC 13 + spell level): 0—all, memorizing: *daze, detect magic, ray of frost* (x2); 1st—*charm person, change self, chill touch, identify, magic missile, mount, nystal's magic aura, resist elements, shield, silent image*; 2nd—*blur, detect thoughts, flaming sphere, invisibility, protection from arrows, knock, mirror image, summon monster II, web, whispering wind*; 3rd—*clairaudience/clairvoyance, fireball, fly, haste, hold person, illusory script*. **Note:** italicized spells have been memorized.

Languages: Abyssal, Common, and Infernal.

Possessions: +3 bracers of armor, +2 ring of protection, amulet of shielding (20 charges), 2 potions of cats grace, wand of summon monster V (aberrations only, 20 charges), +1 longbow, 20 +1 arrows, ring of charm monsters (aberrations only, Clr9, 10 charges)

Mildridge is a cruel yet beautiful woman with a dominant look and the style to match. Her long black hair draping down her back, she fights with a cruelty equaled only by the evil of her



experiments. She does not use her *fireball* within her laboratory, as the notes and experiments she has been working on in conjunction with her sister Mimi are reaching a breakthrough, and she doesn't want to destroy them.

Through her studies, Mildridge has learned the secret incantations that activate the Obelisks of Chaos in the caverns east of the mine. With Fluoplith as guardian of the *ethereal diadem*, Mildridge and her aberrant allies have succeeded in keeping the carrion moth in its adult form indefinitely. The Obelisks of Chaos have a secondary effect of generating a field of chaos that powers the *heteroclite portal*.

As Mimi and Mildridge unlock the secrets of the Obelisks and the *heteroclite portal*, they hope to create a virtually unlimited army of beings with aberrant powers. As the sisters' knowledge grows, they hope to further enslave their creations, dedicating these unfortunate thralls to the mighty Tsathogga.

Much of this information is held within her notes and secret diaries that are hidden in Area 2-12B. Mildridge's diaries and notes are covered with *illusory script*. Mildridge has made it a point to leave her sister's name out of the notes, on the off chance that they are discovered.

Roarch, Male Human/Abomination Ftr6: CR 7; SZM (5 ft., 1 in. tall); HD 6d10+6; hp 50; Init +6 (Dex, Improved initiative); Spd 30 ft.; AC 17 (+2 Dex, +5 natural); Atk +9 melee (1d8+3 [x2], tentacles plus grab) and +4 melee (1d6+1, bite), or +9/+4 melee or +8/+3 ranged; SA constrict (2d8+6), improved grab (grapple +9); SQ uncanny dodge (can't be flanked); ALCN; SV Fort +6, Ref +4, Will +0; Str 16, Dex 15, Con 13, Int 13, Wis 12 (6 w/near madness), Cha 4.

Skills: Climb +12, Craft (bow maker) +6, Jump +11, Knowledge (Mistwood Hills) +3, Listen -2, Profession (Sheriff) +1, Spot -2, Swim +10. **Feats:** Alertness, Blind-Fight, Expertise, Improved Grab, Improved Initiative, Improved Unarmed Strike, Leadership, Weapon Focus (longsword), Weapon Focus (shortbow).

SA—Constrict (Ex): When Roarch successfully hits a creature of medium size or smaller he can grab and constrict it, for 2d8+6 points of damage per round.

SQ—Uncanny Dodge (Ex): Due to Roarch's multifaceted insect eye, he cannot be flanked as he can see three quarters around his head.

Languages: Sylvan, Common.

Roarch is near madness from the experimentation that Mildridge has put him through. The Tsathar priest, Floth, heals Roarch regularly, so that the experiments may continue. If the PCs descend the natural chimney from the outside of the mine and take Mildridge by surprise, or fire an arrow into the shaft (possibly hitting Roarch by accident), she charms Roarch using her ring, then releases him to hold the PCs off while she prepares her defenses.

If any villagers from Malthlyn are present with the PCs, they instantly recognize Roarch, despite the horrors that have befallen him. There are two possible ways of healing Roarch of this wretched transformation. Gaining control of the *heteroclite portal*

in Mimi Mathen's laboratory and reversing the process removes the aberrant taint upon his flesh, allowing a *heal* spell to cure him of his madness and physical deformities. Also, cutting the tentacles, eyes and pincers from Roarch, followed by a *heal* spell cure him of all injuries and madness. This second option deals 1d4 points of temporary Constitution damage to Roarch per surgery, with the pincers, tentacles and eyes each requiring a different surgery. Performing such surgeries require the successful use of Heal skill (DC 29) to perform each operation successfully. Failure deals 2d4 points of temporary Constitution damage, as Roarch slips into shock.

Should Roarch be restored, he recalls little of what happened to Akomi and himself. He remembers coming into the mines, and somehow being separated from Akomi. He occasionally has flashbacks when he remembers being placed within a platinum hoop, and feeling as if he were not in his body as waves of chaotic energy rushed over him. He also recalls a child sawing his arms off without anesthetic before he blacked out from the pain.

2-12B: Mildridge's Bedchamber (EL4)

Behind the northern door is a simply adorned bedchamber with a desk and a bookcase filled with ancient tomes and texts. The room has an irregular shape, being partially carved from natural rock with stone walls to the south and east. The bed stands in the southeastern corner of the room, and looks as if it is seldom made, let alone slept in. A successful Search check (DC 25) of the bookcases reveals a secret latch. The latch is trapped.

Fireball Trap (CR 4): No attack roll necessary (6d6 fireball); Reflex save (DC 19) for half damage; Search (DC 28); Disable Device (DC 28).

The latch opens a small safe containing Mildridge's spellbooks, as well as her most private documents. Included is a map to the Obelisks of Chaos and mention of a magical item held for her by someone named **Fluoplith**. The notes also speak of a magical item procured by Mildridge with the help of an unknown wizard and a being known as **Tril Oolzi**. The magic item is called a *heteroclite portal*. This device allegedly traps the weird energies of the Obelisks to transform living beings into aberrations.

2-12C: Treasure Horde? (EL4)

The western door from Area 2-12A opens into a chamber containing a large chest, several small boxes, and several items near the small boxes. Searching the items on the floor reveals several of the smaller locked boxes (Open Locks DC 20) are filled with coins. The large box is actually Mildridge's pet **mimic**. The mimic attempts to devour anyone who touches it.

Mimic: CR 4; hp 56; see the MM.

Treasure: amongst the small boxes are a +3 *large wooden shield*, a +1 *full plate*, a +2 *chain shirt*, and 2,000 gp. The money and magic items are used by Mildridge as payoffs for the various mercenary humanoids and giants whom she employs to keep folk away from the mines.

Secret Doors: A successful Search check (DC 20) reveals a secret door (Hardness 8, 60 hp) that leads through miles of subterranean tunnels until finally coming out at the illusionary wall at **Area 3-7B: Upper Chamber and Obelisk**.

Part 3: Obelisks of Chaos

The hidden caverns deep within the Moon Fog Hills hide the center of the Mathen family's power and interests in the area. The Carrion Moth Caverns contain black alien Obelisks that grant those with the strength dominion over aberrations. These aberrations, when properly bred and mastered, could lead to the ultimate spread of chaos and destruction in the name of the dread Tathogga.

The Obelisks of Chaos have remained hidden in these natural caverns within the Moon Fog Hills since time immemorial. The Obelisks were placed here by powers and intelligences beyond the comprehension of mere mortal beings. Their strange pulsing generates a trans-dimensional rift in space and time that is noted in the odd atmospheric qualities surrounding the Moon Fog Hills. The PCs may discover the *ethereal diadem* within these caverns, hidden in the lair of **Fluoplilth** the mind flayer. The party may also encounter each Obelisk's guardian as well as other aberrant intelligences that the Mathens have gathered to their banner.

The party may discover the hidden caverns by careful searching of the wilderness area, or through the hidden entrances from the Mathen Dungeon and the Laboratory of Mildridge.

Carrion Moth Caverns (EL 9)

The Carrion Moth Caverns are the hiding place of several ancient Obelisks of Chaos. Mildridge has learned how to use these strange black stones to harness wild eldritch powers involving the breeding and control of aberrant creatures.

The entrance from outside the cave looks like a black maw in the earth. A stench like death fills the air like. Approaching the cavern, the PCs must make Fortitude saves (DC 15) or be nauseated and take a -2 circumstance penalty to all attacks, saves, and skill check rolls for 2d12 minutes. As the party approaches, **4 carrion moths** flutter out from the cavern mouth. The locust-like whine of their wings fills the air as tentacles writhe forth, pincers click and snap. Maddened by the smell of the heroes, they attack.

Carrion Moths (4): CR 5; hp 32 each; see the **Monster Appendix**.

Cavern Mouth

The cavern mouth is strewn with bones and fungal growth. The fungus gives off a strange iridescence. Anyone making a successful Search check (DC 20) discovers a 30-foot-deep shaft at the back of the cave that drops off into an S-shaped tunnel below. PCs searching the back of the cavern that fail the Search check must make a Reflex Save (DC 20) or fall 30 feet to the first bend of the S-shaped tunnel below, taking 3d6 points of damage. A Climb check (DC 20) is required to reach the first bend in the S curve. The second bend of the S curve is exactly like the first, requiring the same Search checks and climb rolls to negotiate. After the PCs have climbed down the second

Dwarven Waraxe, Cursed, Berserking

This axe appears in every way and performs in every test as a +2 *dwarven waraxe*. As soon as combat is engaged, the wielder of this weapon goes into a berserker fit (gaining all the benefits and penalties of a barbarian rage). She attacks the nearest creature to her and continues to fight until everything within 30 feet of her is dead or unconscious.

Caster Level: 9th (3rd for *Vangal's rage**); **Prerequisites:** Craft Magical Arms and Armor, *feeblemind*, *Vangal's rage**; **Market Price:** 20,330 gp.

* *Vangal's rage* appears in **Rituals & Relics** by Sword and Sorcery Studios.

shaft, they find themselves in Area 3-9. Consult **Map 3: Carrion Moth Caverns** for a visual guide to the S curve.

Treasure: A successful Search check (DC 25) finds several items strewn amongst the skeletons within the cavern: 413 sp, 120 gp, *bracers of archery*, and a +2 *dwarven waraxe, cursed, berserking*.

3-1: First Obelisk (EL 6)

A narrow winding shaft leads to this small cavern. Dominating the interior of this cavern is a large black pulsing Obelisk. As the PCs watch, they notice that the Obelisk seems to reflect starlight, though the true sky is blocked by the 35-foot-high cavern ceiling. The Obelisk itself stands about 15 feet high and is 3 feet thick at the base.

Making a successful Search check (DC 25) or casting *detect magic* on the Obelisk, reveals a finely drawn magical script written in an unknown arcane tongue. A successful Spellcraft check (DC 25) indicates powerful abjuration magic.

Wandering Monsters

Roll 1d12 for every mile that the party travels and consult the following list. For monsters statistics, refer to the **MM**, or the **Appendix** at the end of this module.

1d12	Encounter
1.	1d4 gricks
2.	1d4 carrion crawlers
3.	rust monster
4.	umber hulk
5.	1d4 carrion moths*
6.	cloak
8-12.	No encounter.

*Carrion moths can be found in the **Tome of Horrors** by **Necromancer Games**. For convenience, they are also detailed in the **Monster Appendix** at the end of this module.



Obelisk: 3 ft. thick; Hardness 8; hp 250; Break (DC 50); Damage Reduction (50/+2). Any striking object must be of +2 or better enchantment to scratch the Obelisk. Striking the Obelisk unleashes a **will-o'-wisp** to protect the Obelisk. This Obelisk is enchanted with a *magical circle against law*. The Obelisk generates an extra-planar field that traps lawful beings. Whenever a being of a lawful alignment steps within 10 feet of the Obelisk, the *magical circle against law* activates, trapping the lawful being inside the circle. The Obelisk cannot be permanently dispelled, although *dispel magic* or *break enchantment* (DC 25) dampens the effect of the circle against law for 1d4 hours, allowing lawful PCs to escape the circle. The only way to destroy the Obelisk is through inflicting massive damage from a +2 or better magic item, or by use of the *ethereal diadem* in the possession of Fluoplilth in Area 3-6.

Will-o'-wisp: CR 6; hp 45; see the MM.

3-2: Narrow Corridor to Concealed Entrance (EL 9)

This narrow corridor is approximately 160-feet long. Air wafting from the southeast carries the foul, rotten stench of decaying flesh. The ceiling above is roughly 12 feet high and slick with moisture, with an almost slime-like feel to it. Climbing the walls and ceiling of the narrow corridor are hidden **6 carrion crawlers**.

Carrion Crawler (6): CR 4; hp 19 each; see the MM.

Tactics: The carrion crawlers remain hidden until the party passes beneath them, reaching out to rake them with

tentacles until all are paralyzed. The carrion crawlers then drag the paralyzed bodies to Area 7, climbing across the ceiling to avoid the chuul in Area 3.

The concealed door is made of a membranous resin excreted by the carrion crawlers. The resin is gray in color, and from a distance appears to be part of the cavern wall itself. A Spot check (DC 20) reveals it for what it is. The membrane is easily cut with any edged item. Individuals walking into the membrane must make a Reflex save (DC 14) or become stuck as if by a *web* spell.

3-3: Main Cavern (EL 9)

The cavern is almost completely pitch black and is eerily silent but for a low roaring that comes from the southeast. The main chamber of the cavern is huge, scattered with stalactites and stalagmites along its uneven floor, allowing only 2/3 standard movement rate for bipedal creatures. The eerie silence is occasionally broken by strange flapping noises and the sounds of dripping water. Hiding amongst the cracks and crags is Fluoplilth's pet **chuul**. The creature hides here amongst the rocks occasionally feasting upon carrion crawlers or Mildridge's failed experiments. Also in the cavern is **Fluoplilth the Mind Flayer**.

Entrances and Exits: As the central shaft in the cavern complex, there are other cavern entrances to the northeast, northwest, and southeast, leading to the strange planer Obelisks.

Secret Doors: A successful Search check (DC 25) of the southwestern corner of the cavern reveals a secret door coated with some sort of excreted slime. The passage beyond leads several miles

underground to Area 5-6b. A Search check (DC 22) of the center of the western wall uncovers a secret door that leads to Area 3-6.

Chuul: CR 7; hp 99; see the **MM**.

Fluoplilth the Mind Flayer: CR 8; hp 48; see the **MM**.

Tactics: The chuul hides carefully amongst the crags and stalagmites, waiting for an opportunity to attack anyone carrying light sources that comes down the cavern. Guided by Fluoplilth the Mind Flayer, the chuul fights intelligently. The chuul seeks lightly armored individuals to paralyze first. It then turns on heavily armored ones whom it attacks and devours. If the chuul is reduced to less than 50% of his hit points, Fluoplilth comes to its rescue using *plane shift* to move into the cavern behind the party and hit them with his *mind blast*. If the mind flayer continues to use *plane shift* and *mind blast* against the party each round thereafter until it has decimated the group, is killed, or chased away.

Note: Allow the party members to make a Scry check (DC 20), succeeding means they determine the location where the mind flayer appears each round, as it is reading their thoughts they may detect his presence and have a chance to hold an action. For example, the party wizard makes his saving throw against the *mind blast*, and feels the presence of Fluoplilth. Using his Scry check, he rolls a 25, beating the DC of the Scry check by 5, and intuitively senses where Fluoplilth appears next. If all of the PCs succumb to the *mind blast*, the flayer eats the brain of the most intelligent member of the party and keeps the least intelligent member as a thrall. He hands the others over as prisoners to the Mathen family at their estate to be interrogated and eventually transformed into abominations.

3-4: The Underground River

The roaring noise becomes louder as the party turns to the southeast. An underground river sluices off from north to south. Its current is dark and looks quite strong. The path along the water's edge curves to the southwest where a strange luminescence reflects off the water.

Entering the water for a casual swim is dangerous. Anyone doing so must make a Swim check (DC 25) to make it back to the stone shore. PCs who fail their swim check are pulled down the river by the current and lost forever in the cavern's deep subterranean bowels. PCs using spells such as *water breathing*, or a *ring of swimming*, may survive the current. Such daring exploration deals 5d6 points of buffeting damage, however, as stones carried by the current pummel any PC brave enough to explore the depths of the subterranean river. Such explorations discover that the river merely pours into a subterranean lake several miles beneath the surface. The lake is home to **Tril Oolzi the Aboleth**, detailed in **Area 3-8**.

Treasure: Succeeding at a Search check (DC 30) of the bottom of the lake reveals 6,000 sp, a *rod of flame extinguishing*, and a *glove of storing* hidden under a stone.

3-5: Cavern of the Second Obelisk (EL 10)

The eerie light grows as the PCs approach the cavern. The floor of the cavern is covered with large, luminescent, blue-capped mushrooms. The most dominant feature of

the cavern is a 30-foot-tall black Obelisk. The Obelisk seems to come to life as the party approaches, pulsing with an alien heartbeat. An otherworldly intelligence seems to touch the minds of all present.

The blue-capped mushrooms are 20 **azure fungi**, hypnotic in nature, sensing any tremors from movement of animal life forms. The azure fungi spray spores at everything within a 10-foot radius, quickly filling the room and up to 30-feet of the corridor beyond. The azure fungus spores have the following two effects. First, the PCs must make a Fortitude save (DC 19) or fall into a catatonic state for 1d4 rounds. Upon coming out of the stupor, the victim must make a second Fortitude save (DC 19) or believe that their allies have become transformed into giant acid-spitting slugs. The mushroom spore effects last for 2d6 minutes or until dismissed with *delay poison*, *neutralize poison*, or some other form of magical antidote.

Fungi, Azure (20): CR 2; hp 15 each; see the **Monster Appendix**.

The Black Obelisk (EL 8)

Approaching this Obelisk summons a dimensional slug. The only way to destroy the Obelisk is with massive damage from a +2 or better magic item, or use of the *ethereal diadem* in the possession of Fluoplilth in Area 6 of the Carrion Moth Caverns. The blurring aura forms a vortex before the Obelisk as it is approached. There is a loud roaring sound as a dimensional rift appears vomiting forth a **dimensional slug**.

Dimensional Slug: CR 8; hp 66; see the **Monster Appendix**.

Tactics: As the party is overcome with the spores, the dimensional slug appears amongst the mushrooms. The slug is immune to the effects of the mushrooms and begins to spit acid on heavily armored opponents softening them up for a tasty treat. On successive rounds it uses its crush attack to flatten and smother enemies while spewing its acid on foes.

Note: Throwing a bag of salt on the dimensional slug deals 4d6 points of damage per round to the creature, for 1d6 rounds per bag; however, this damage is only counted beyond its damage reduction.

Obelisk: 3 ft. thick; Hardness 8; hp 250; Break (DC 50); Damage Reduction (50/+2).

3-6: Fluoplilth's Lair

Hidden behind the secret door in Area 3 is the lair of Fluoplilth the mind flayer. Several skeletons lie at the door of the room, with circular holes sawed into the base of their skulls. A salty odor fills the air. Beyond the skeletons is a cocoon-like bed of a strange membranous material. A pool filled with a dark murky liquid and a carved stone chair sitting before a large desk, heavily carved and inlaid with gold. There is an odd box sitting upon the desk. The box is intricately carved with a bas-relief device of Tsathogga on the top, yet has no apparent opening.

If Fluoplilth captures an opponent in Area 3, he comes here to feast upon their brains before returning to stalk the rest of the party. If he is hurt badly, he comes here to drink *potions of healing*. Fluoplilth then gathers several of his

items, using his plane shift ability to escape to the Mathen Dungeon. If Mildridge was forced from her laboratory, she is here with Fluoplilth, fully healed and plotting her revenge upon the party.

Treasure: The equipment upon the skeletons by the door has been left untouched by the mind flayer. Fluoplilth has no use for weapons and armor. Among the items are a +1 mithril chain shirt, adamantine breastplate, +2 heavy flail, wand of bull strength (20 charges), masterwork rapier, 20 +1 bolts, masterwork heavy crossbow, 5 potions of cure moderate wounds, and 500 gp. Prying the gold inlay from the chair and desk nets an additional 300 gp.

The strange silver box is *arcane locked*, and trapped with a *polymorph other* trap and a *feblemind* trap.

Polymorph Other Trap (CR 5): No attack roll necessary (turned to a Carrion Crawler); Fortitude save (DC 24); Search (DC 31); Disable Device (DC 31).

Feblemind Trap (CR 8): No attack roll necessary (Feble-minded Target); Will Save (DC 28) negates; Search (DC 33); Disable Device (DC 33).

Note: Both traps are heightened versions of these spells, and both are triggered retributively on any target who attempts to *identify*, or *knock* the box.

A successful Bardic Knowledge or Knowledge (religion) check (DC 28) surmises that an individual drawing the unholy symbol of Tsathogga upon the box opens it instantly. Otherwise the PCs must use *knock*, *dispel magic*, or the box must be disarmed by a clever rogue who can work around the sigils of the *polymorph other* trap as well as the clever runes of the *feblemind* trap with a Disable Device check as listed above. A victim failing both saves believes they are a carrion crawler.

The Ethereal Diadem

The *ethereal diadem* is a strange headpiece crafted with flickering stones and grayish metals of an otherworldly origin. A *legend lore* spell, or a successful Bardic Knowledge or Knowledge (arcana) check (DC 25) indicates that the purpose of the *ethereal diadem* is in focusing one's inner psyche upon the forces of chaos in order to bind and control that chaos. More specifically, the *ethereal diadem* is the key that activates or deactivates the Obelisks of Chaos, focusing their power upon the *heteroclitic portal*.

In order to use the *ethereal diadem* to shut off the flow of chaotic energy emanating from the Obelisks, an arcane spellcaster, or a bard with Use Magic Device skill, must succeed a Charisma Check (DC 20) to focus their willpower upon the Obelisks, willing them to become dormant. Success means the Obelisk is disarmed. Failing the Charisma check requires the user of the *ethereal diadem* to make a Will Save (DC 20) or instantly suffer an alignment change to a chaotic alignment, losing 1d4 points of Intelligence and Wisdom permanently in addition.

Within the box is the *ethereal diadem*, the strange head-dress is used to control the other planar frequencies generated by the black Obelisks.

3-7: Cavern of the Carrion Moths

A greenish glow pours fourth from the mouth of this cavern, as a strange groaning echo fills the entire area with an eerie droning hum. As the PCs' eyes adjust, the light



from lanterns and torches reveal dozens of cocoons. Wriggling things wave their tentacles and turn their faceted eyes to the light as the creatures turn to defend their nest.

3-7A: Lower Chamber and Nests (EL 10, 11 if all attack)

This irregular cavern has a high ceiling. The entire cavern seems to glisten, reflecting a strange green glow from an elevated chamber to the north. Here in the southern half of the cavern, the carrion crawlers hatch into slime crawlers, before making the first of a two-stage metamorphosis, first to carrion crawler, and then to the foul carrion moth. The carrion moths breed and lay their cocoon-like egg sacs, as the slime and carrion crawlers bask in the strange glow of the Obelisk in Area 3-7B.

The floor and walls here swarm with carrion crawlers, slime crawlers, and carrion moths. The aberrant swarm attacks instantly any that threaten their nest.

The wall is 15-foot-high and coated with the slime crawler slime. Climbing the wall requires a Climb check (DC 30), unless the slime is first cleaned away, which lowers the DC to 15.

Slime Crawlers (10): CR 1; hp 5 each; see the **Monster Appendix**.

Carrion Crawlers (6): CR 4; hp 19 each; see the **MM**.

Carrion Moths (6): CR 5; hp 32 each; see the **Monster Appendix**.

Tactics: The entire floor of this area is affected as if by a *grease* spell from the wriggling slime crawlers. The slime crawlers approach the party from the floor, seeking to grab and constrict as many front-line fighters as they can. Carrion crawlers attack from the walls and ceiling at the entrance. Carrion moths are concealed upon the edges of the cave ceiling, and attack only if the egg sacs are damaged with *fireball* or other mass-destruction spells. They prefer to wait until the PCs are paralyzed by their young before dropping down to feast. A *clean** spell clears up a 5-foot by 5-foot patch, while *freedom of movement* or other such spells and magical items allow for unrestricted movement, within the cavern. Without first cleaning it with alcohol or magic, PCs entering the cavern must make a successful Reflex save (DC 14) for every move equivalent action they take.

Note: The cocoons of carrion moths and carrion crawler eggs have an AC of 12 and 15 hit points each. Unless they are utterly destroyed, another carrion crawler and carrion moths hatch from their cocoons and join the fight against the party every 1d4 rounds. There are 10 slime crawler egg sacs, 18 carrion crawler cocoons, and 12 carrion moth cocoons hanging from the ceiling.

* *Clean* appears in **Rituals & Relics** by **Sword & Sorcery Studio**.

3-7B Upper Chamber and Obelisk (EL 9)

A 20-foot-tall malachite Obelisk dominates the upper chamber glowing and pulsing with an unholy green light. The Obelisk sits on a small island in the center of a large oval pool of green goop. The pool is 10-foot deep and completely filled with **green slime**.

The malachite Obelisk like the black Obelisks generates an extra-planar field that keeps the **carrion moth** from dying within hours of breeding. The secondary effect of the field increases their growth and breeding rate of the carrion spoor threefold. When the PCs come within 20 feet of the Obelisk, two functions are triggered. The first function is to trigger a *pillar of attraction** that draws whoever is trapped by its power like a giant magnet. A successful Reflex save (DC 17) is required to withstand the pull of the Obelisk and avoid the slime. Individuals failing their Reflex save are pulled at a rate of 10-feet per round towards the pillar. The second effect is to summon an **umber hulk** to defend the Obelisk from assault. The umber hulk is immune to the effects of the attraction.

Pillar of attraction* is a spell detailed in **Rituals & Relics by **Sword & Sorcery Studio**.

Secret Door: An illusionary wall in the center of the eastern wall leads to **Area 2-12C: Treasure Horde**, in Mildridge's laboratory, the Mistwood Mines. The wall must be interacted with to detect requiring a PC to make a successful Search check (DC 20) followed by a successful Will save (DC 13) once the wall is physically interacted with. Mildridge drinks a *potion of cats grace* and hugs the outside wall of the chamber to avoid the effects of the obelisk's pillar of attraction in the event she must come this way to escape.

Green Slime (CR 4): Deals 1d6 points of Constitution damage per round. Green slime does 2d6 points of damage per round to metal and wood. Sunlight, extreme cold or heat, or a *remove disease* spell destroys green slime.

Obelisk: 3 ft. thick; Hardness 8; hp 250; Break (DC 50); Damage Reduction (50/+2).

Umbur Hulk: CR 7; hp 68; see the **MM**.

Tactics: The umber hulk, immune to the attraction power of the Obelisk, appears upon the island with the Obelisk and immediately uses its gaze attack to confuse enemies. On the following round the umber hulk burrows under the island, reappearing on the following round in the midst of the PCs along the shore. The umber hulk then attacks individuals that have avoided the power of the *pillar of attraction* effect.

3-8. False Obelisk and Tril Oolzi the Aboleth (EL 7)

An Obelisk seems to pulse with some inner power as it towers 25-feet above the waters of a murky black pool. A narrow walkway leads to the island in the center of the pool.

Hidden at the bottom of this pool is **Tril Oolzi the Aboleth** who has cast an illusion to make it appear as if there is an Obelisk upon a small island in the center of the pool. At the bottom of the pool is an entrance to a deep-water cavern that feeds into the subterranean lake where Tril Oolzi dwells. The aboleth is here at the behest of the Mathens and their dark god Tsathogga.

Tril Oolzi the Aboleth: CR 7; hp 76; see the "Aboleth" entry in the **MM**.

Tactics: The Aboleth waits for scouts and other party members to approach the "Obelisk". As soon as the PCs

begin to plunge into the water, the creature attempts to dominate and enslave the first creature it sees (Will save [DC 17]) commanding them defend Tril Oolzi as he thrashes spellcasters with his tentacles. Anyone falling into the water with the aboleth is subjected to its mucus cloud effect. If Tril Oolzi takes massive damage from the PCs, he squeezes his bloated body down a hole in the bottom of the pool and swims to the underground cavern several miles below the surface.

Treasure: A search of the pool with a successful Search check (DC 20) reveals a +3 *shocking burst scimitar*, a +1 *dagger*, a *wand of dispel magic* (30 charges), and 400 gp.

3-9: Cavern Descent (EL 8)

This seemingly natural stairway descends steeply for 150 feet. It curves west and then turns southwards from the hole in the cavern above. General searching reveals that the area is frequently traveled by creatures with many legs. Hanging from the ceiling here are 3 **cloakers**, waiting for non-moth food (they have tired of the taste).

Cloakers (3): CR 5; hp 48 each; see the MM.

Tactics: The cloakers hide, using their *shadow shift* abilities to conceal themselves along the ceiling. The cloakers then begin to moan. The first cloaker uses the fear effect, the second the unnerve effect, and the third using its nausea effect. On the second round of combat, the cloakers swoop upon the party, one engulfing any victim of the moans as the other two attack the PCs with tail slaps.

Completing this Chapter

If the party is thorough in destroying or disrupting each of the Obelisks of Chaos, the strange magic ceases to generate the field of energy and its odd moon-fog. No more slime crawlers or carrion moths are encountered in the wilderness. Aberrant creatures such as aberrant giants head back to their homes in the mountains, no longer drawn by the power of the energy field. It should be noted that destroying the Obelisks also causes the *heteroclite portal* to cease functioning. This is a dire indication to the Mathens that dangerous foes are in the area. At this point the Mathens are deadlier than normal as they prepare their defenses, masked as they are in the guise of a noble family, trapped by some unknown force within their manor house.

Part 4:

The Mathen Estate

Standing on a clear-cut bluff, within the Mistwood hills, one finds the three-and-a-half-story stone keep which comprises the ancestral home of the Mathen family, founders of the Mistwood Mine and the village of Malthlyn. Unbeknownst to many others, it is also the source of much great evil, as the Mathen family has long been associated with the blackest of witchcraft, demonic union, and the bondage and cavoring of aberrations. Hidden behind their veneer of amicable country gentleness is a history of murder and mayhem.

The Mathens and their retainers are intelligent and organized with a single-minded goal of flooding the world with aberrations in the name of Tsathogga. PCs charging headstrong into the estate with the intent of a commando style assault find the Mathens have established many fail safes to protect against just such an event. When confronted with violence and outnumbered, the Mathens use the twisting corridors and many hidden passages throughout their estate to regroup, separate PCs, and destroy or capture them individually. The Mathens never fight to the death if there is still a chance of escape.

The PCs may be tempted to head for the Mathen Estate upon initially beginning the adventure. A DM should creatively dissuade the PCs from doing so as the PCs likely need to gain some experience before challenging the Mathens in their home. In the event that the DM cannot successfully redirect PCs through clever use of wandering monsters or NPC rumor, the following suggestions are offered to help first focus the PCs on some of the easier challenges in this module.

PCs Travel To The Mathen Estate First

Mr. Tronkley intercepts the PCs approaching the Mathen Estate and takes them to Mr. Deagle, who invites the PCs in to the trophy room where they soon meet Milo Mathen. They tell the PCs that they have been trapped within their house due to attacks by strange creatures and giants. Milo explains that he has a mining contract with powerful businessmen in the city of Bard's Gate and asks that the PCs investigate the Mistwood Mines, offering them 500 gp each if they can clear whatever threat has disrupted the mines as well as getting rid of the giants and trolls. Milo admits to knowledge of the strange flying creatures and has no idea what they are or where they come from, stating that many of his retainers have run off or been killed by the beasts in recent weeks. He claims the miners must have unearthed a nest of the beasts by digging too deeply into new shafts.

In this circumstance, the Mathens are extremely friendly to the PCs and play the part of a trapped aristocratic family who is willing to stick it out against the odds. They are thankful, claiming to have prayed for deliverance from the horrors that seem to be closing in on them.

Milo secretly figures that the trolls and giants are expendable in the greater plan, and uses magical means to communicate to Mildridge that a group of would-be-heroes are on their way. In this circumstance, double the number of trolls and aberrant giants encountered in **Chapter 2**. Have Mildridge and Floth use hit and run attacks on the PCs to wear them down and attack them every time they try to rest.

PCs Arrive At The Manor With No Clue That The Mathens Are The Enemy

In this scenario, the PCs have explored the mines and possibly the carrion moth caverns. They arrive at the Mathen Estate and likely are surprised to find anyone alive. Like the previous scenario, they are first met by Mr. Tronkley and taken to the house before they have a chance to explore the grounds. Mr. Deagle greets the PCs and takes them to the Trophy Room where Milo Mathen soon meets them. Unless Mildridge has survived to warn the Mathens, they may not yet know of the PCs presence. Milo questions the PCs as they certainly question him. Of course, he speaks about attacks upon the estate, missing retainers, and his family being "trapped" within the estate. In this circumstance the PCs may be their own worst enemy as they gladly tell Milo all about their adventures so far. Milo amicably offers the party 500 gp each to escort his family and remaining retainers to Bard's Gate, telling the PCs that the family will be ready to leave in the morning. He invites them for dinner as described in the text of **Dinner with the Mathens**, described in Area 4-4, offering the PCs rooms for the night. The Mathens' intent in this scenario is to ambush and either capture or murder the PCs in their sleep. If Mildridge has survived thus far, she remains hidden within the Temple of Tsathogga during the feast, and the Mathens' have been fully apprised of the powers and tactics the PCs have used in combat thus far.

PCs Come To The Manor For Assault

If the PCs assume that the Mathens are behind the incidents in the surrounding Moon Fog Hills and decide to head there to attack the family the following scenario takes place. The PCs still meet Mr. Tronkley first. If attacked, he defends himself, making a fighting withdrawal to the stables where he frees all of the beasts therein, setting them loose on the Estate property. He uses the secret door to the Temple of Tsathogga and rejoins the rest of the family in the house. The children, Milo and Miya, inform their parents of the attack upon Mr. Tronkley and continue their lookout from the roof, moving between the floors or to Co'Nurgral's lair using their between the walls passages as necessary. Other members of the family go into defender mode, setting the wights, those under the command of Mr. Deagle, loose within the house. Mr. Deagle joins up with Miss Floris, after which they head



outside with the wights through either the back door or the secret passageway to the stables, attempting to sneak up on the PCs from the rear.

Mimi Mathen gathers up her creations from the laboratory, sending them to the first floor along with the gargoyles. Mimi and Milo ambush PCs from the mezzanine on the second floor overlooking the Great Hall using their spells to support the monsters below.

In other words, a low-level party is likely going to be slaughtered if they enter the house by force. Should the PCs attempt to catch the house on fire, the Mathens swarm them with every monster, spell, and weapon in their arsenal.

PCs Arrive After Destroying Or Disabling The Obelisks Of Chaos

If the PCs have destroyed or disabled the Obelisks of Chaos, the Mathens may be ignorant of this fact unless they are told either by the PCs or told by Mildridge in the event of her escape. In this situation, the Mathens receive the PCs warmly, although their intent is now murder. There is no purpose in capturing the PCs to use the *heteroclitic portal* upon, as it no longer functions. Instead the Mathens attempt to kill the PCs in their sleep, or feed them to Co'Nurgral.

Note: Mr. Tronkley patrols the grounds of the Mathen Estate, keeping an eye out for strangers. If the PCs approach the estate using stealth tactics, allow Mr. Tronkley opposed Spot and Listen checks to the PCs Hide and Move Silently checks. Mr. Tronkley is always the first of the

Mathens that PCs come into contact with and he always encourages them to speak with Mr. Deagle at the big house as he feigns ignorance regarding most of the PCs' questions about the area.

The Mathen Estate

The property surrounding the Mathen Estate includes a few outbuildings placed behind the rectangular keep-like structure, making up a barn, outdoor kitchen, servants quarters, and a large overgrown vegetable garden. A 5-foot-high stone wall, closed with a wrought iron fence, surrounds the Mathen estate. Over all of this, the large square keep juts out from the landscape like a broken gray tooth.

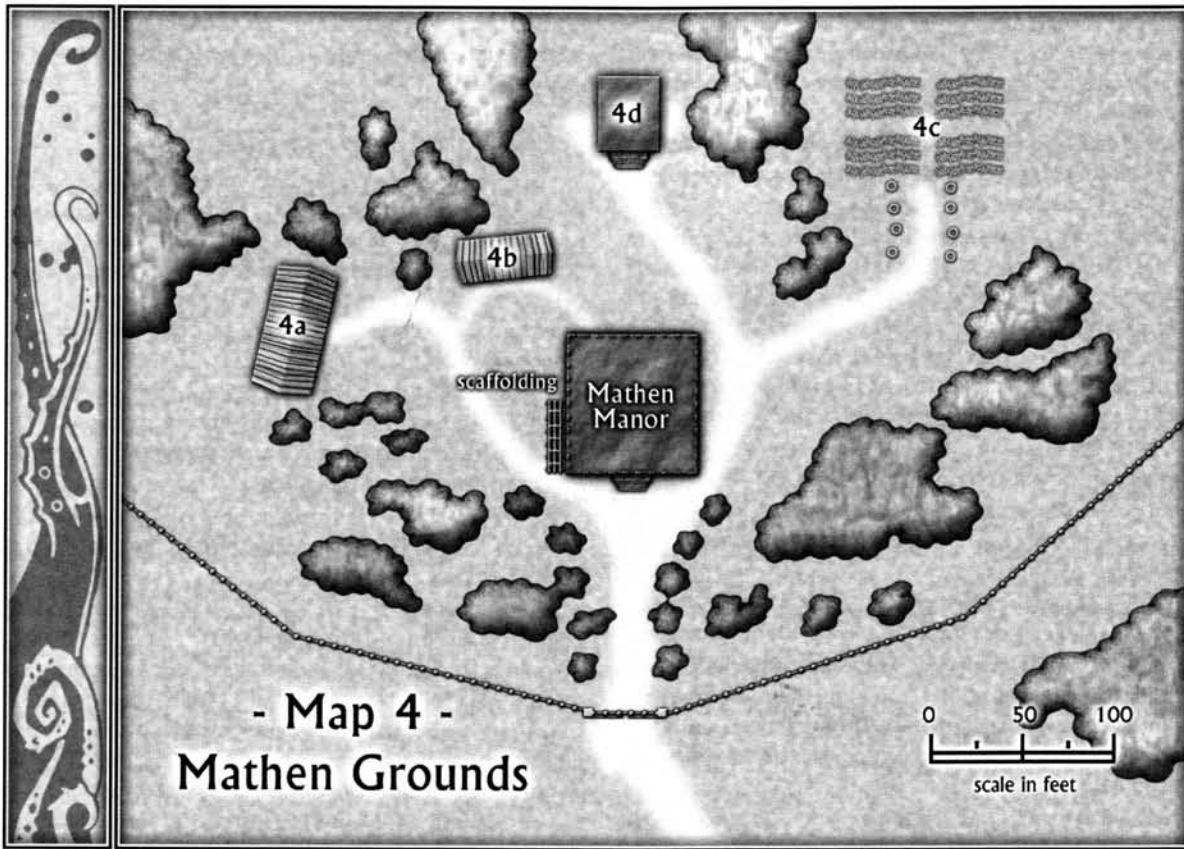
A PC making a successful Spot check (DC 25) notices the windows on the bottom floor of the manor are shuttered, and that these shutters are nailed over with boards.

Mathen Estate: The Grounds

There are several outbuildings on the flat hilltop behind the old Keep that make up the property of the Mathen Estate. These features include the stables, servants' quarters, a garden, and the family mausoleum.

4a: Stables (EL 7)

This medium-sized structure serves as the Mathens' stable. If approaching in the daylight hours, the adventurers are hailed by Mr. Tronkley, who looks them over and asks them their business about the Masters' property. He



- Map 4 -
Mathen Grounds

may decide to look at them threateningly with his pitchfork if he finds it necessary or amusing to do so.

Mr. Tronkley acts honestly enough to the PCs on the surface, but uses his considerable Bluff skill, and his hidden *amulet of undetectable alignment* to mislead the PCs with half-truths.

Mr. Tronkley's statistics are included in the NPC Appendix at the end of this module.

Tactics: Upon the initial encounter with the PCs, Mr. Tronkley only attacks if the PCs are caught within the stables, coming out of the Mathen Family Mausoleum, or if they attack him first. In combat, Mr. Tronkley uses his Spring Attack ability to devastating effect against wizards and heavily armored opponents, getting in their face and then moving away just as quickly. If cornered, he strikes deep blows with his greatsword, power attacking with an average of +4 for each of his swings, raising it or lowering it depending on how easily he is hitting his foe.

What Mr. Tronkley Shares

Mr. Tronkley answers some of the PCs' questions about the Mathen Estate and the Mathen family. Tronkley indicates that Milo Mathen and his wife Mimi have two children, and that strange beasts have of late besieged the home. These bizarre creatures have chased off most of the servants and killed much of the livestock. He suggests that the PCs go up to the Master's home and introduce themselves, hinting that they might help the family escape the horrors of the Mistwoods and return them to Bard's Gate. After the small talk, Mr. Tronkley leads the PCs to the front of the manor house and rings the bell, waiting with them for Mr. Deagle to arrive before disappearing back to the area of the stables.

Stables

The stable doors are good wooden doors, locked with a large masterwork paddle-lock.

Stable Doors: 1 1/2 in. thick; Hardness 5; hp 15; Break (DC 18); Open Locks (DC 24).

The inside of this stable has 6 pens to a side. Straw and hay are piled in the pens. Each pen has a lock on it. A ladder near the center of the stable leads up to the hayloft above, and several sacks and barrels are piled in the center of the barn. Anyone making a successful Spot check (DC 25) notices that the pens are all paddle-locked, and an Appraise check (DC 20) of the locks indicates that they are of masterwork craftsmanship.

Eight of the 12 animal pens have a different aberrant animal experiments that Mimi and Mildridge have committed in the name of their depraved god Tsathogga. Each of the animals has a *permanent image* cast upon it, making it appear as if it were a cow, horse or some other domestic animal, depending on the size of the creature in the pen. Truly, this is an "evil" petting zoo.

The pens are constructed with iron reinforced locked wooden gates unless otherwise noted.

Locked Wooden Gates, Iron Reinforced: 3 in. thick; Hardness 5; hp 30; Break (DC 23), Open Locks (DC 25).

Pen A: Longhorn, the Aberrant Minotaur (EL 5)

This pen is the prison of **Longhorn, the aberrant minotaur**. Longhorn has had an illusion placed upon him by the Mathens that causes him to appear to be a prize bull with a blue ribbon about his neck. In reality, Longhorn's arms have been removed and replaced with jagged ten-

tacles. If the pen is opened to free the beast, Longhorn quickly becomes maddened and attacks. Longhorn is angry at his fate and hates the Mathens passionately, unfortunately the transformation and loss of his arms has made him quite nearly completely psychotic. Longhorn suffers from periods of random actions (as per the spell of the same name).

Long Horn, Aberrant Minotaur: CR 5; SZ L Aberration; HD 6d8+12; hp 39; Init +0; Spd 30 ft.; AC 14 (-1 size, +5 natural); Atk +8 melee (1d6+5 [x2], tentacle plus improved grab) and +3 melee (1d8+2, gore); Reach 10 ft. (15 ft. w/tentacles); SA charge (4d6+6), constrict (1d6+5), improved grab (grapple +13); SQ natural cunning, scent; AL CE; SV Fort +6, Ref +2, Will +2; Str 20, Dex 10, Con 15, Int 7, Wis 5, Cha 8.

Skills: Intimidate +5, Jump +8, Listen +8*, Search +6*, Spot +5*. *Feats:* Great Fortitude, Power Attack. *Minotaur aberrations receive a +4 racial bonus to Listen Search, and Spot.

SA—*Charge (Ex):* A charge made by this creature permits a single gore attack that deals 4d6+6 damage.

SQ—*Natural Cunning (Ex):* By means of their innate cunning and logical ability, minotaur aberrations are immune to maze spells, able to avoid from ever becoming lost, and able to track enemies. Further, they are never caught flat-footed.

SQ—*Improved Grab (Ex):* To use this ability, the minotaur aberration must hit with a tentacle attack. If it gets a hold, it can constrict.

SQ—*Constrict (Ex):* A minotaur aberration deals automatic tentacle damage to an opponent with a successful grapple check.

Pen B: Three Billy Goats Grick (EL 6)

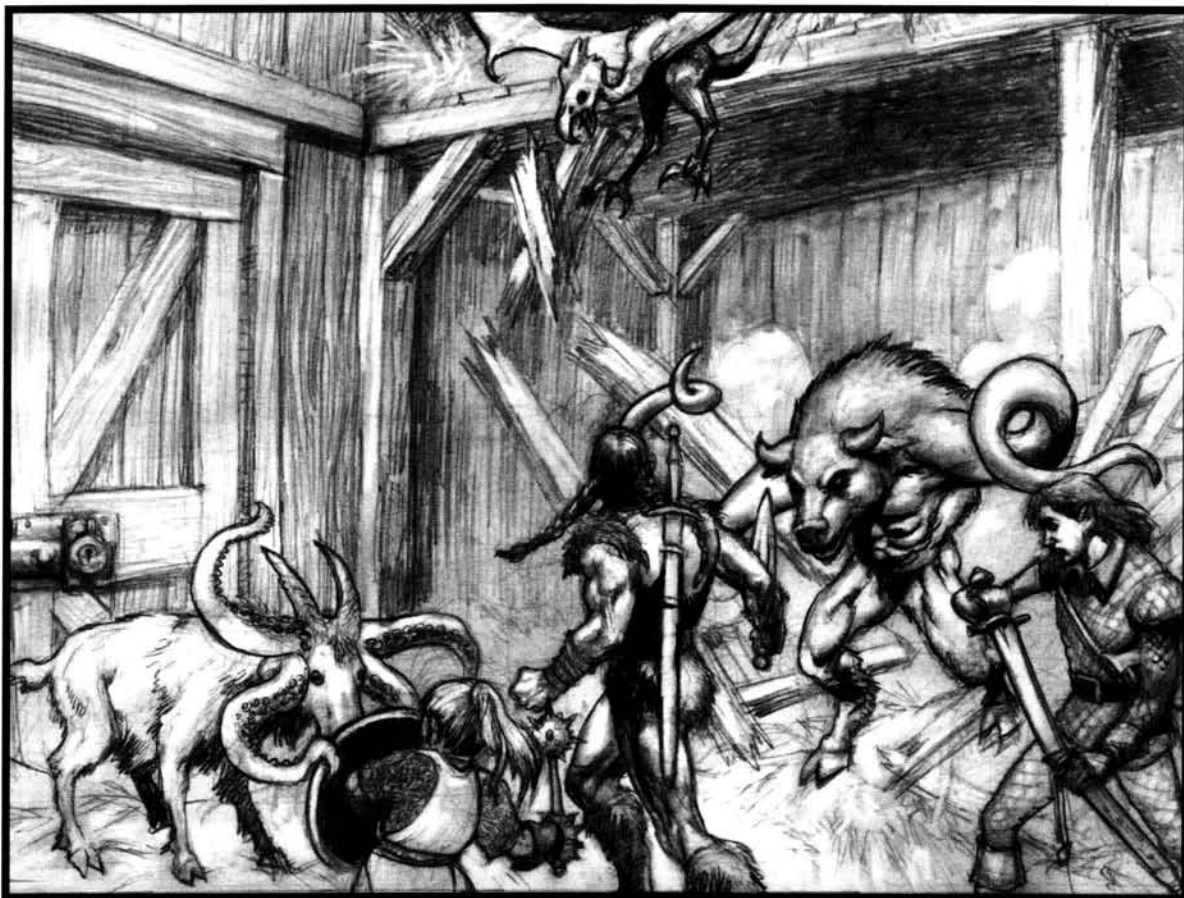
Three billy goats are huddled together in this pen. If their pen is approached and Mr. Tronkley is not present, the goats sprout four tentacles from their shoulders and lash out between the bars to attack, ramming their horned heads against the gate to break it down. These aberrant goats have been crossed with grick, and now have damage reduction (10/+1).

Tactics: The billy goats grick begin to break down the gate to their pen, after which they begin running about butting with their horns and slamming any who attempt to flank them with their tentacles.

Pen: 3 in. thick; Hardness 5; hp 15; Break (DC 20); Open Locks (DC 18). This pen has already damaged by the billy goats grick.

Billy Goats Grick (3): CR 3; SZ M Aberration; HD 2d8+4; hp 13; Init +2 (Dex); Spd 40 ft.; AC 16 (+2 Dex, +4 natural); Atk +3 melee (1d4+2 [x4], tentacles), -2 melee (1d6+1, butt), and -2 melee (1d4+1 [x2], hooves); SA charge (2d8+3); SQ damage reduction (10/+1), darkvision (60 ft.), scent; AL NE; SV Fort +2, Ref +2, Will +5; Str 14, Dex 14, Con 15, Int 3, Wis 14, Cha 4.

Skills: Climb +4, Hide +4*, Listen +7, Spot +7. *Feats:* Alertness. * Their coloration affords billy goat gricks a +8 racial bonus to Hide checks when in natural rocky areas.



Pen C: Empty Pen.

This pen is empty and contains nothing of value.

Pen D (EL 9)

This pen houses **6 sows**. These sows, however, have been grafted with the carrion crawler, giving them eyes that glow red in the dark. They have forked tongues and minute horns, with paralyzing tentacles sprouting from their backs.

Carrion Sows (6): CR 3; SZ M Aberration; HD 3d8+9; hp 22; Init +2 (Dex); Spd 40 ft.; AC 18 (+2 Dex, +6 natural); Atk +4 melee (paralysis [x2], tentacle) and -1 melee (1d8+1, gore); SA ferocity, paralysis (Fort save DC 14, 2d6 minutes); SQ scent; AL NE; SV Fort +4, Ref +3, Will +5; Str 15, Dex 15, Con 17, Int 2, Wis 14, Cha 4.

Skills: Climb +10, Listen +9, Spot +7. *Feats:* Alertness.

SA—*Ferocity (Ex):* A tenacious combatant that continues to fight without penalty even while disabled or dying.

Treasure: Hidden in the filth at the bottom of this pen, discovered on a successful Search check (DC 28) is a +2 ring of protection, a *periapt of wound closure*, and 6 gold nuggets worth 15 gold pieces each that are easily recognized as gold teeth. Searching this pen thoroughly covers the searcher in the carrion sows' filth, adding +10 to a monster's Scent checks when tracking this individual, and a -5 circumstance penalty to all of the PC's Charisma-related checks.

Pen E: Empty Pen

This pen is empty and contains nothing of value.

Pen F: Arnie's Pen (EL 8)

This pen is filled with more filth than usual, and the pens to either side of it remain empty, as if the animal handler fears what this creature would do if it were allowed near any other animals. The bars are made from cold wrought iron. A heavy double padlock and cold wrought chain wrap around the gate.

Hidden within a pile of filth is **Arnie the abyssal otyugh boar**. Arnold is a creation that Mimi and Mildridge were quite pleased with, though even they have some reason to fear the creature from time to time, as his rage is unmanageable except within the cold wrought iron pen. Arnold is a dire boar that has been mixed with an otyugh and infused with demonic blood from the Mathen children.

Arnie the Abyssal Otyugh Boar: CR 8; SZ L Aberration; HD 8d8+24; hp 60; Init +0; Spd 40 ft.; AC 17 (-1 size, +8 natural); Atk +13 melee (1d6+8[x2], tentacle plus improved grab) and +8 melee (1d8+4, bite plus disease); Reach 10 ft. (15 ft. tentacles); SA constrict (1d6+8), disease (fever filth, Fort save DC 12), ferocity, improved grab (grapple +18), smite good (1/day, +8 damage vs. good); SQ cold resistance (15), damage reduction (5/+2), darkvision (60 ft.), fire resistance (15), scent; AL NE; SV Fort +5, Ref +2, Will +9; Str 27, Dex 10, Con 17, Int 5, Wis 13, Cha 6.

Skills: Hide +5*, Listen +11, Spot +10. *Feats:* Alertness, Iron Will.* Arnie receives a +4 racial bonus to Hide checks when in its lair, due to his natural coloration.

SA—*Constrict (Ex):* This aberration deals automatic tentacle damage to a Medium-size or smaller opponent with a successful grapple check.

SA—*Disease (Ex):* Filth fever from Arnie's bite (Fortitude save DC 12, incubation period 1d3 days; damage 1d3 temporary Dexterity and 1d3 temporary Constitution).

SA—*Improved Grab (Ex):* To use this ability, a target creature must be hit with a tentacle attack. If it gets a hold, it can constrict.

SQ—*Ferocity (Ex):* A tenacious combatant that continues to fight without penalty even while disabled or dying.

Pen G: Secret Passage

This pen is empty, however thorough investigations of this pen with a successful Search check (DC 25) reveals a secret door in the floor. Opening the secret door exposes a 5-foot-wide, 10-foot-deep pit. A foul stench pours up from the pit, something far worse than anything in the barn does. Climbing down the ladder nailed to the side of the pit leads to **Area 5-6a: Stairway to Stables**.

Pen H: Pen of the Madness Cows (EL 9)

There seems to be nothing more than two ordinary milk cows, which in reality are **2 madness cows**. The cows remain docile until they are approached by anyone other than Mr. Tronkley, in which case they begin spraying acid from their teats and uttering their maddening moo.

Madness Cows (2): CR 7; SZ L Aberration; HD 8d8+24; hp 60; Init +3 (Dex, Improved Init); Spd 30 ft.; AC 16 (-1 size, +3 Dex, +8 natural); Atk +8 melee (1d4+4, bite) or +4 ranged (1d6 [x1d4], udder acid, touch); SA madness mooing (60 ft., Will save DC 14, confusion 1d6 rounds), udder acid; SQ scent; ALCN; SV Fort +7, Ref +1, Will +7; Str 16, Dex 8, Con 17, Int 3, Wis 13, Cha 12.

Skills: Listen +6, Spot +6. *Feats:* Great Fortitude, Improved Initiative.

SA—*Madness Mooing (Su):* As its action, a madness cow can cause confusion by way of its hypnotic mooing. All other creatures other than madness cows within a 60-foot radius of the issuer must succeed at a Will save (DC 15) or be affected by *confusion* as cast by an 8th-level sorcerer for 1d6 rounds. This effect is a mind-affecting, sonic compulsion. Opponents who save successfully cannot be affected by the same madness cow's mooing for 24 hours.

SA—*Udder Acid (Ex):* Instead of using its melee attack, this madness cows may shoot 1d4 small streams of acid per round from its udder at opponents up to 4 times a day before the udder is empty. A madness cow must succeed with a ranged touch attack, causing 1d6 damage for each shot that hits. At times this acid hits a weapon or piece of armor so any opponent must make one Reflex save (DC unimportant) per hit with a natural 1 result indicating that a piece of equipment is hit. Use the system in the DMG for dealing with damage to equipment, however this acid is especially effective versus non-organic objects, so much so that ignoring the first 10 points of hardness and apply the full amount of damage rolled against such items (ex. mainly arms and armor) is appropriate.

Tactics: The madness cows use their mooing attack to disorient any potential threat, then turning to squirt acid from their swollen and bulging udders at any PCs in view.

Pen I: Cow Not Cow (EL7)

Within this pen is **Carlynster the Collector**. Carlynster was a business associate of the Mathens back in Bard's Gate, a curator of rare antiquities. He was invited to the Mathen Estate not long ago to have a look at something they had uncovered in the mines. Carlynster immediately recognized the *ethereal diadem* as an item of great power and value and attempted to steal it. Unfortunately for Carlynster, he was captured by the Mathen children, who decided it might be sporting to turn Carlynster into one of their madness cows with their *wand of polymorph other*, however the result of their action brought forth a very intelligent, but non aberrational cow (although curiously larger than a *polymorph other* normally creates) - not the twisted and depraved madness cow they had hoped for.

Carlynster the Cow, Polymorphed Male Halfling (lightfoot) Rog7: CR 7; SZ L Animal (8 ft. long); HD 7d6; hp 30; Init +0; Spd 40 ft.; AC 13 (-1 size, +4 natural); Atk +8 melee (1d8+6, butt); SA sneak attack (+4d6), stampede; SQ evasion, scent, uncanny dodge (Dex bonus to AC, can't be flanked); AL N; SV Fort +5, Ref +5, Will +4; Str 18, Dex 10, Con 16, Int 18, Wis 15, Cha 10.

Skills: Appraise +5, Balance +8, Climb +12, Decipher Script +6, Disable Device +7*, Gather Information +7, Hide +4, Jump +6, Knowledge (antiquities) +10, Knowledge (religion) +6, Listen +12, Move Silently +17, Open Lock* +8, Picket Pocket +2, Profession (curator) +10, Search +12, Spot +11, Tumble +8, Use Magic Device +9. **Feats:** Dodge, Point Blank Shot, Rapid Shot. Many of Carlynster skills and feats are unavailable to him in his Cow form. * Indicates a -2 penalty is already added in for lacking the proper tools.

Languages: Common, Dwarven, Elven, Halfling.

Carlynster the Not Cow, Male Halfling (lightfoot) Rog7: CR 7; SZ S (3 ft., 2 in. tall); HD 7d6; hp 30; Init +5 (Dex); Spd 20 ft.; AC 16 (+1 size, +5 Dex); Atk +7 melee, or +11 ranged; SV Fort +2, Ref +10, Will +4 SA sneak attack (+4d6); SQ evasion, scent, uncanny dodge (Dex bonus to AC, can't be flanked); AL LN; Str 12, Dex 20, Con 11, Int 18, Wis 15, Cha 11.

Skills: Appraise +5, Balance +13, Climb +11, Decipher Script +6, Disable Device +7*, Gather Information +7, Hide +17, Jump +3, Knowledge (antiquities) +10, Knowledge (religion) +6, Listen +14, Move Silently +17, Open Lock* +13, Picket Pocket +7, Profession (curator) +10, Search +12, Spot +11, Tumble +13, Use Magic Device +9. **Feats:** Dodge, Point Blank Shot, Rapid Shot. * Indicates a -2 penalty is already added in for lacking the proper tools.

Languages: Common, Dwarven, Elven, Halfling.

Tactics: Carlynster is intelligent and tries to do strange tricks to get the PCs to notice him, such as moo twice if they approach a dangerous animal pen, or count the number of PCs members with his hoof. Carlynster also knows the location of the secret door in the empty pad-dock. If changed to his true form, Carlynster offers to join the PCs. Carlynster would like nothing more than to get

a little bit of payback on the Mathens for what he has been through.

Pen J (EL9)

This pen contains two madness cows. These creatures remain docile unless they are bothered, in which case they attack.

Madness Cows (2): 60 hp; see pen H, above.

Pen K

A pair of workhorses is stabled in this large locked pen. There is nothing out of the ordinary about these draft horses - Yet!

Horse, Heavy (2): CR 1; hp 21 each; see the MM.

Pen L: Slaymain's Pen

Cleaner and tidier than the other pens in the bottom of the barn, this is where Slaymain lives. This is the private personal steed of Mr. Tronkley himself. If asked, Mr. Tronkley claims the horse is the personal mount of Milo Mathen.

Slaymain, Heavy War Horse: CR 2; hp 36; see the MM.

Stables-2 Hayloft and Cockatrice Coop

The trapdoor from the floor of the barn to the hayloft is always locked with a masterwork padlock, which requires a successful Open Lock check (DC 25) to open. The loft of the stable is divided into two chambers.

Stable 2-A: Hayloft

The first room of the loft, entered directly from the hatch, is an open area that has slots in the floor for tossing grains and pitching hay to the animals below. The second room appears to be a mesh wire cage with a curtain hung over it, blocking off an area in the back, with a mesh-covered window facing south. Anyone making a successful Listen check (DC 18) notices a strange sound coming from behind the mesh wall, like a cross between a bullfrog and a chicken.

Stable 2-B: Cockatrice Coop (EL7)

Three cockatrices are contained behind the black curtain and mesh wall at the southern end of the loft. Mimi Mathen hasn't yet come up with a way to use the cockatrices in her experiments safely, so has confined them her until she can craft some suit or ointment to protect herself before grafting some of the cockatrices' special qualities to her other creations.

Cockatrices (4): CR 3; hp 27 each; see the MM.

Tactics: If the cockatrices are left alone, they do not molest the PCs in the least. However, if the curtain is pulled, they begin to squawk violently, and there is a 50% chance per round that they jump the chicken wire pad-dock and begin to run free through the loft.

4B: Servants Quarters (EL 6)

Behind the Mathen Manor house is a low, one-story stone building with a thatched roof. This simple stone structure serves as the servants' quarters for the Manor house, though it now houses only Mr. Tronkley. The grounds surrounding the servants quarters are somewhat overgrown with weeds that do not look so much cut and trimmed as beaten down or trampled. The door to the servants quarters' is locked with a masterwork paddle-lock, the door, however, is of poor quality.

Servant Quarter's Door: 1 inch thick; Hardness 5; hp 8; Break (DC 15); Open Locks (DC 23).

If it is evening or after dark, there is a 30% chance that Mr. Tronkley is present in the room, unless of course he has been ordered to do otherwise. He is drinking and sharpening his weapons, polishing his armor, et cetera.

A military-style footlocker within Mr. Tronkley's bedchamber is shoddily packed, however an armorer's rack leaning against the wall bears his full plate armor and his weapons. The locker is trapped and locked.

Locker: 1 1/2 inch thick; Hardness 5; hp 20; Break (DC 23); Open Locks (DC 25). Searching or handling the chest triggers the trap unless it is detected and disabled.

Poison Needle Trap (CR 6): +8 ranged with black lotus poison (Fortitude save DC 20; 3d6 Con/3d6 Con); Search (DC 22); Disable Device (DC 21).

4C: See how the Garden Grows (EL 5)

Large planters filled with murky water are spaced every 10 feet along the cobblestone path in the back of the manor house. The path leads to a weed-filled herb and vegetable garden that shows some signs of recent planting. A scarecrow seems to stare knowingly at all that walk down the path, his arms nailed outstretched to a post.

The lilies are various varieties of the lotus blossom flower, planted here for use in arcane research by Mimi Mathen. She has crafted this scarecrow, binding it with the soul of a murderer to insure its lethality as it keeps watch over her precious crop.

Mimi Mathen grows two different kinds of lotus flower here in the water-filled planters: deadly poisonous black lotus flowers and the psychotropic blue lotus blossom. Other herbs used in alchemy and as material spell components grow within the garden plot. If either the garden or the plants are interfered with, the scarecrow animates and attacks.

Scarecrow: CR 5; hp 27; see the **Monster Appendix**.

Tactics: A scarecrow attempts to charm the most powerful opponent it faces using its gaze attack. If it succeeds, it pummels that foe with its fists until the opponent is dead. It does not completely ignore other combatants however as it uses its gaze attack to charm them so it can deal with them once its primary foe is dead.

Note: The Scarecrow is detailed in the *Tome of Horrors* from **Necromancer Games**. See that entry for more information.

Black Lotus Blossoms (20): Poison; Type Inhaled; Fortitude save (DC 24); failure results in death, even a successful save results in 6 points of temporary Dex drain.

Although very similar in appearance to the more widely found strain of black lotus, this strain has a different effect on those afflicted with its toxin. This variety's blossoms are very dangerous to harvest, however taking the proper precautions, the black lotus blossoms can be distilled down to black lotus extract on a successful Profession (herbalist) check (DC 20). Extract from these blossoms has a value of 1,000 gp per dose on the black market.

Blue Lotus Blossoms (20): Poison (narcotic); Type Inhaled/Ingested; Fortitude save (DC 13); failure causes hallucinations for 1d4+1 hours, inflicts a -4 penalty by the affected vs. illusionary magic and the visions brought on by the poison. Blue lotus offers visions to users that offers divine and arcane spellcasters +3 to their virtual level for the purposes of casting divination spells. PCs making a successful Profession (herbalist) check (DC 20) can harvest blue lotus blossoms. Properly dried and harvested, blue lotus blossoms net 30 gp per dose on the black market, where they are snatched up voraciously by the wealthy and jaded.

Note: Black lotus and blue lotus are detailed in the *Creature Collection* from **Sword & Sorcery Studios**.

4D: Mathen Family Mausoleum (EL 7)

At the very end of the broken cobblestone path, beyond the overgrown weeds, waits the weathered marble tomb of the Mathen family heirs. The bronze portals feature the bas relief sculpture of a young maiden on the left side of the door, and a knight in tabard and archaic plate armor on the right.

A successful Knowledge (history), Knowledge (heraldry), or Bardic Knowledge checks (DC 22) reveals that these are the Lady Madrana and Lord Wynston Mathen, the Matriarch and Patriarch of the Mathen line. An outdated coat of arms emblazons the patriarch's shield.

The bronze doors are locked with a masterwork internal locking mechanism and trapped with a poisoned scything blade trap.

Bronze Doors: 2 in. thick; Hardness 8; hp 50; Break (DC 25); Open Locks (DC 28).

Scything Blade Trap (CR 1): +8 melee (1d8, crit x3); Search (DC 21); Disable Device (DC 20).

A PC making a successful Bardic Lore check (DC 25) or Knowledge (heraldry) check (DC 26) recognizes this coat of arms as being the one originally worn by Count Wynston Mathen over 500 years ago. Legend has it that Count Wynston was awarded this keep by some long-dead king, and that he married one of the royal nieces, but eventually fell into madness upon his return from crusades in the fabled land of Kemit. Some whisper that strange scrolls and occult rituals brought back from those far-off desert sands drove the knight to suicide, while others think perhaps it was the king's niece who changed him through some witchcraft of her own.

A chill as cold as ice escapes the mausoleum as the bronze doors open with a hiss. The interior is freezing cold and very dark. Light reveals 4 statues, one in each corner of the chamber. The room's main features are the two

ornate stone crypts, their heavy marble covers carved in likeness of the lord and lady portrayed upon the bronze doors.

Sepulchral vaults line the walls of the family mausoleum, their bronze covers seemingly having been torn off some time after internment and discarded under several inches of dust on the floor.

Within 3 rounds after the PCs enter the mausoleum, the spectre of Madrana Mathen arrives with the following words:

Those who would interfere with my family's great works will perish! Even in death, our works shall live on. Forever beyond the sands of time, the slime of Tsathogga shall flow and drown the world, transformed in his name be Tsoth Tsathogga. Intruders perish and taste the abyss, brought to you with death's sweet kiss, forever trapped for all time, servant to true death in slime!

With these words, Madrana attacks.

Madrana the Spectre: CR 7; hp 45; see the MM.

As soon as Madrana's spirit is destroyed, another ghostly apparition appears, this one, a knight dressed in archaic armor with chains about his neck, a notched greatsword in his mailed grip. His droning voice calls out:

Bound was I to this place, horrors brought in unholy names. Thought I to trick the fates, to learn the mysteries of the demon gates. To know thy enemy is to know victory. But cursed was the fate set for me. Wed I did to that evil witch. But innocent I was not in all of this, bathed in blood am I for my many lusts. Prophecy told in foreign land, the conqueror shall be the slayer of kin by his own hand. Not all would perish ere mine own fall. I charge you to your ends to slay them all. End this aberrant filth, abominations of demons cursed as they bear my name. Seek ye the blade that bears mine true name, the hilt is here, though its blade could I never tame. Things of chaos that live without law, they were beyond me then, and are so now.

The ghost of Wynston Mathen then disappears within his tomb, allowing the PCs to plunder as much as they can within the tomb.

Treasure: *Hilt of lyrgoz the wicked* (see Area 4-28 for details on the sword *lyrgoz the wicked*); +4 chainmail, +2 large steel shield, 2000 gp.

The Scaffolding

A scaffold stands against the western side of the manor house. The scaffold looks as if it was once used for repairs of the house, but in recent time has gone unused. Anyone making a Climb check (DC 18) may ascend the 45 feet to the roof (Area 4-32). Scaling the scaffold during the daylight hours is not advisable, as the Mathen children are likely to toss crenellation stones down upon the heads of such intruders, dealing 3d6 points of damage on a successful hit, and requiring a Balance check (DC 15 + damage taken from falling stone) to keep from falling to the ground.

Mathen Estate: Mathen Manor House

4-1: Ground Floor Entrance (EL 9)

The front of this structure is old stone, weathered from years of neglect so that many of the facing stones appear cracked, missing some completely. There is the appearance that work has recently begun and was halted, as a scaffold runs along the west side of the house.

Allow the PCs a Spot check (DC 25) as they approach the house, with those making successful rolls noticing someone peering down at them from an upper-story window. Making a result (DC 30) permits the PC to note details of the watcher; it appears to be a human child or halfling.

Ten-foot-wide oaken double doors stand 12-foot-tall, carved ornately with the Mathen family crest and motto. The family shield features a pyramid, an open book, four gemstones under a hill, and a black circle. The bottom-floor windows are boarded up with their shutters closed tight. Patches of toadstools grow in the shadows under the eaves.

Oaken Doors: 4 in. thick; Hardness 5; hp 40; Break (DC 30), Open Locks (impossible, barred).

Doors and Windows:

The doors within the house are bound in bronze and locked with sturdy masterwork locks. The windows on the ground floor are shuttered and nailed shut with stout boards.

Bronze Doors, Locked: 2 in. thick; Hardness 5; hp 18; Break (DC 25); Open Locks (DC 25).

Nailed Windows: 2 in thick; Hardness 5; hp 15; Break (DC 25).

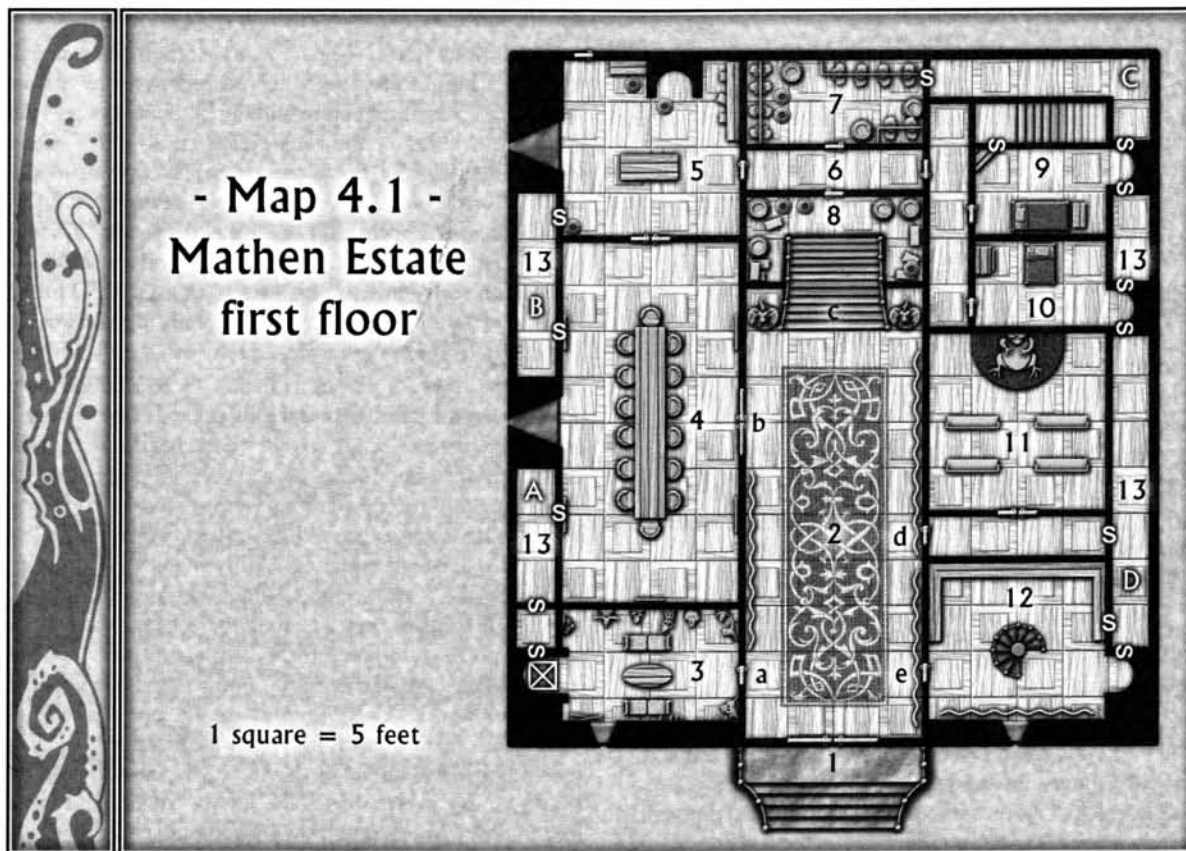
Secret doors are found throughout the manor house as well. Those not having statistics listed in the room description text, conform generally to the statistics below.

Secret Doors, General: 2 in. thick; Hardness 5; hp 20; Search (DC 20); Break (DC 23); Open Lock (DC 25); assume secret doors are not locked or stuck unless noted otherwise.

Several doors are *arcane locked* and have the following statistics:

Arcane Locked Doors: 2 in thick; Hardness 5; hp 20; Break (DC 35).

The windows on the upper levels of the house are narrow, being no more than 5-feet-wide on the inside of the house, and narrowing to 2-feet-wide on the outside of the house, as they were originally arrow slits when the home was built as part of a larger castle some 500 years ago. An especially stoutly built individual such as a half-orc or dwarf would find it impossible to squeeze through one of these windows. Halflings and gnomes can pass into and out of the windows without difficulty.



- Map 4.1 -
Mathen Estate
first floor

1 square = 5 feet

If the PCs knock at the door Mr. Deagle greets them. A high priest of Tsathogga, Mr. Deagle is posing as the Mathen butler. He questions the PCs at length to ascertain their purpose for coming to the estate, all the while gauging their strengths and weaknesses. Should the PCs seem ignorant of the Mathens' true purposes in the region, he allows them entry into the estate and escorts them to Area 4-3, and asks them to wait as he goes to get the master of the house.

Mr. Deagle is a tight-lipped, thin, somewhat dry man in his late thirties. His black hair is close cropped and shot with iron gray. He is not what one would call a conversationalist, leaving the talking to Milo and Mimi.

Mr. Deagle's statistics and description are found in the NPC appendix at the end of this module.

Note: Should the PCs come geared for war against the Mathen family, the Mathens wait in the great hall, Area 4-2, with magical defenses up and spells prepared, using tactics similar to those described elsewhere. See the **Introduction to Chapter 4** for further details on possible Mathen family strategy.

4-2: The Grand Hall (EL 8)

The Grand Hall of the Mathen estate is 40-feet-wide and 90-feet-long, starting at the wide oaken double doors and ending in a broad staircase that leads to the second floor of the estate. A long, intricately woven rug covers much of the polished stone floor, and a brilliant crystal chandelier hangs overhead about 10-feet-down from the ceiling. A banister runs around the circumference of the room, showing the floor of the level above. The high walls are hung with great tapestries woven in gold and silver

thread. Fearsome gargoyles flank the staircase, wings curled about them as they stare sullenly forward into the room.

The first tapestry depicts a knight's travels through a desert land at the head of columns of crusading horsemen, bringing the Will of Muir to the pagan peoples of some distant land. The second tapestry depicts this same knight entering dark ancient temples to unknown gods, great pyramids, and tombs to ancient god kings. The third tapestry depicts his return from this far-off land and his marriage by a great king to one of the king's relatives. Anyone making a successful Bardic Knowledge or Knowledge (history) check (DC 26) recognizes the great knight as Count Wynston Mathen on one of his many crusades. Apparently the Count found some great secrets during his travels and returned to build this place and wed his betrothed.

2a: Southwest

This locked wooden door leads to Area 3-4.

2b: West Center Chamber

Wide oak sliding doors lead to Area 4-4.

2c: North

Dominating the north end of the room is a grand staircase leading to the second floor. The staircase is flanked by 2 **ornately carved gargoyles**, each facing the PCs with a hideous sneer, their eyes seeming to follow the heroes about the room. The gargoyles only become animated if a non-member of the Mathen family or Mathen staff is in the room unattended, and then only after sunset.

Gargoyles (2): CR 4; hp 38 each; see the MM.

2d: East

Behind a great tapestry is this concealed doorway which requires a Spot check (DC 25) or a Search check (DC 20) to find. The door is locked and trapped with a *flesh to stone* spell. The corridor beyond the concealed door leads to Area 4-11. At the end of the hallway is a secret door, requiring a Search check (DC 20) to find. The secret door leads to Area 4-12.

Locked, Trapped Door: 2 in. thick; Hardness 5; hp 18; Break (DC 25); Open Locks (DC 25).

Flesh to Stone Trap (CR 7): No attack roll necessary (turned to stone); Fortitude save (DC 24); Search (DC 31); Disable Device (DC 31).

2e: Southeast

This door is locked and opens to Area 4-11. Anyone other than a Mathen family member or their staff who touches the door sets off the *magic mouth* that shrieks, "Help, help, I'm being robbed!"

Locked Door: 2 in. thick; Hardness 5; hp 18; Break (DC 25); Open Lock (DC 25).

4-3: Trophy Room (EL 7)

The trophy room is gaudily decorated with the trophies of many hunts. Hanging from the walls and stuffed on display racks in a most distasteful manner are the stuffed heads of a basilisk, two girallons, an owlbear, a huge stuffed constrictor snake, dire wolves, and other such beasts. Strange and exotic weapons decorate the walls, suggesting that these were used to bring down the beasts. A dire tiger skin stretches across the floor and a fireplace occupies the western wall. Two overstuffed leopard skin divans in the middle of the room face a polished mahogany coffee table. A giant eagle skull and a stuffed arrowhawk are placed decoratively on the table. PCs examining the stuffed owl bear head over the mantle discover hidden peep holes in its eyes on a successful Search check (DC 30). The basilisk head is trapped with a *flesh to stone* spell, targeting anyone who touches the basilisk head, or any of the weapons or treasures in the room.

Flesh to Stone Trap (CR 7): No attack roll necessary (turned to stone); Fortitude save (DC 24); Search (DC 31); Disable Device (DC 31).

The fireplace grate drops ashes to some unknown destination beneath the home. If investigated closely; anyone making a successful Search check (DC25) notices that the fireplace grate is on a spring hinge that holds up to 200 pounds, before unlatching and dropping the individual below. There is a secret door in the right-hand side of the fireplace that leads back behind the owl-bear head, and a second secret door that leads between the walls of the estate.

Treasure: The stuffed arrowhawk is worth 50 gp to a collector. The dire tiger skin rug is worth approximately 700 gp if someone were able to roll it up and take it with them; although it weighs only 50 pounds, it is quite long and cumbersome. The weapons on the walls include a masterwork net, masterwork javelin, masterwork shortspear, masterwork long spear, masterwork urgrosh, masterwork two-bladed sword, masterwork repeating crossbow.

An Introduction to Milo Mathen

The Trophy Room is where Milo Mathen greets guests to the Mathen Estate. It is Milo's custom to make visitors wait 10 to 15 minutes before making his appearance. This gives the Mathen children time to spy on the guests through the eyes of the owl-bear mounted next to the fireplace on the western wall, checking out their strengths, weaknesses, and intents. They pass this information to Milo using a *message* spell. Milo is a handsome and charismatic man with a lithe build, intelligent eyes, and a broad smile. He looks as though he is equally at home in a laboratory or library, as astride the back of a great warhorse.

Milo portrays himself as a gracious host, thanking the adventurers for arriving, and telling them that his family is grateful to have a rescue party arrive to save them. He tells the PCs that he and his family have been living in fear for some time due to attacks from various strange creatures. Most of the staff has been killed or fled. The family's last attempt to flee to the safety of Malthlyn ended in disaster, as twisted giants and trolls assaulted their group. Fighting for their lives, they fled back to the grounds of the Manor house, and for some reason the giants and trolls did not pursue. Milo suggests that some family protection kept the beasts at bay; perhaps the ghost of his ancient grandfather has something to do with it. Milo indicates that this most recent battle was but a few days ago, and was followed on that evening by strange noises in the night, and large insect like creatures that drew the remainder of the family staff out to their doom as they crossed the threshold of the family property and were snatched into the night. Since this attack, the windows have been barred to protect against the onslaught of the carrion moth.

He insists that the PCs take a room for the evening, as the home has many to spare. He says that by the morning his family and three remaining staff members should then have the bare essentials packed and ready to make an escape of the property. Milo suggests that the PCs go to Bard's Gate with news of the mines failure, and then return later with a stronger force. He indicates that the PCs may be able to help him explain to the mines' creditors the story of the happenings amongst the Mistwoods, thus saving his family's reputation and keeping them from financial ruin. If any suggestions are made that he and his family are behind the horrors of the Mistwood Mines, he becomes mildly offended. Milo offers the theory that some enemy of the Mathen family is trying to defame his family's character. He blames an individual named Bolego Deepdigger, a dwarven metal merchant in Bard's Gate. If things go well during their conversation, Mr. Deagle remains silent, waiting on them for any needs, and to make sure that no one attacks Milo as he works his charms.

Milo asks the PCs to stay the night so that they may all start fresh in the morning, and informs the PCs that dinner is to be served in about an hour, asking them to freshen up from the road and dress to dine with the family for their last time in the Manor.

Note: Milo is lying through his teeth during the entire conversation, and was actually late because he took time to drink a *potion of glibness* before the encounter. He is very slick and convincing, having several ranks of Bluff and

Diplomacy, coupled with a high Charisma and an *amulet of undetectable alignment* bearing the Mathen family crest.

Should Milo be questioned about the freakish animals in the family stable, he remains silent for a moment, and then he and Mr. Deagle, who has waited quietly during the exchange, attack! The Mathen children, who are hiding in the walls, also join the assault, using their magic wands and special abilities through their peepholes. It is the intent of Milo and Mr. Deagle to make a fighting withdrawal from the Trophy Room and lead the party through the various traps in the home, separating the party and exterminating them in small groups if possible.

Milo Mathen's statistics are found in the **NPC Appendix** at the end of this module.

4-4: Dining Hall (EL 3)

The dining hall is dominated by a long oak table. Portraits and mirrors line the western and southern walls. An arrow slit is in the center of the western wall. A pair of double doors in the northern wall leads to the kitchen.

Anyone making a Search check (DC 20) behind two life-sized portraits of Wynston Mathen or Madrana Mathen find secret doors which lead to Area 4-12. The paintings are trapped with a hail of poison needles. A PC may disarm the trap by touching a small skull hidden in the frame of each picture.

Hail of Needles Trap (CR 3): +20 ranged (2d4) and poison (Fortitude save DC 16; 1d4 Con/1d4 Con); Search (DC 22); Disable Device (DC 23).

Treasure: The portraits feature various members of the Mathen family, going back about 500 years. The 10 paintings are all of good or excellent quality and could, potentially fetch between 100 and 200 gp each to a collector.

Dinner with the Mathens

The dining hall is where the Mathen family eats and entertains its infrequent guests. If the PCs have met graciously with Milo and accepted his offer to the dinner, the following actions take place.

Mr. Deagle comes to the PCs' room and announces that dinner is being served shortly, escorting them to the dining hall where they are seated. Momentarily the Mathen family arrives, with Mimi sitting at the south end of the table, and Milo sitting to the north. The children, Miya and Marko, who both appear to be about 10 years old, sit in the southwestern corner of the table, whispering to each other and giggling. Individuals who made their Spot check while approaching the Manor may recognize the profile of Miya as the figure that was observing them from the upper stories of the house.

Miss Floris comes out of the kitchen after a while, as Mr. Deagle serves wine to the guests and the family in turn. Milo introduces his "wife" Mimi, and the couple make small talk about the plans to escape or the portraits of various Mathen family members on the wall.

The meal is served over several courses, including a salad, cold soup, small hens, and a sumptuous "pork roast". The roast, however is not as it appears to be, as it is actually the flesh of villagers and farmers who have been captured by the Mathens over time. There is no real way for the PCs to know

that they are eating human flesh, unless they are cannibalistic and have tasted it before. After the meal, the Mathens answer any other questions the PCs may ask before excusing themselves to go finish their packing and gathering.

Note: Should the party have declined the invitation to dinner, or has already run afoul of the Mathens, this chamber remains empty.

A paladin or lawful good priest, who even unknowingly eats the flesh of another human, suddenly finds his powers fail him upon the next moment that he attempts to use the gifts of his god. He then has to make *atonement* and take up quest to banish this blight from his soul.

4-5: The Kitchen

Miss Floris, with the help of Mr. Deagle, prepares meals here in the Mathen kitchen. The kitchen is filled with pots and pans, as well as many different cooking utensils and knives set into blocks of wood. The kitchen's dominant features are a fireplace near the center of the north wall, cupboards full of dried goods and flatware, and a large work table which could accommodate four cooks at one time working on various projects. Double doors in the south wall lead to the dining hall, and a secret door in the southwestern side of the room leads to Area 4-15. The secret door is locked with *arcane lock* and only those with the password or a *knock* spell may enter its dank channel. A locked doorway to the northwest leads outside, and a door in the southwestern wall leads to Area 4-6.

Treasure: (3) 10 pound sacks of salt, (20) 10 pound sacks of flour, (2) five pound sacks of pepper, 20 gallons of vinegar, 50 pounds of rice, 50 pounds of wheat grain. There are several other items and spices here that are found in the **Equipment** Chapter of the *PHB*.

4-6: Storage Corridor

Locked doors face each other in the storage corridor. The door in the center of the northern wall leads to Area 4-7. The door in the southern wall opens to the storage compartment located beneath the staircase in the grand hall. Locked doors face one another on the eastern and western ends of the corridor.

4-7: Meat Locker

A feast of horror meets the eyes, as rack upon rack of headless, gutted bodies of humans and humanoids hang upon hooks, frozen blue by a sphere of ice suspended from the ceiling. Barrels of frozen entrails and jars of chilled eyeballs line the racks further away from the sphere of ice. A small butcher's table sits in the middle of the room, with an ice-covered cleaver wedged into its scarred surface. The cleaver's handle looks slick with recently frosted blood.

Some of the bodies bear the markings of tattoos, indicating allegiance to the Duke of Waymarch, as well as various mercenary groups. Many show marks that look like sucker marks, the tiny circles pink and the skin frosty and pale. Searching the room reveals nothing of monetary value. However, there is a grate in the floor where blood and fluids are drained from butchered bodies. A steam rises

from this slit, and the foul odor of rotten blood and ancient evil rises from it.

This room could easily be the final resting-place for noble adventurers that are ensnared in the Mathen's evil machinations. Mimi and Mildridge's failed experiments often go to Miss Floris to cook and serve the family as their meal of choice. Milo is a skilled butcher, and often participates in the dismemberment. The blood that pours from these unfortunates runs down a drainpipe under the slits in the floor, to feed the beast under the house. The blood, which pours from the pipe, splatters like falling rain upon the subterranean altar of Tsathogga. Let the horror of the room sink in for the PCs, especially if they partook of the evening meal with the Mathen families special "Pork Roast".

A secret door in the northeastern corner of the meat locker, hidden behind the body of a particularly large specimen, leads to Area 4-13.

4-8: Dried Goods Storage

This small room with a slanted ceiling is directly below the staircase leading to the second floor of the Mathen Estate. The room is used to store roots and vegetables, ale barrels and wine, as well as jars of pickled brains, and salted and cured humanoid flesh that is not kept to be served fresh.

Treasure: The wine stored here is of good to exceptional value; there are 40 bottles of it ranging in value from 1d20 x 10 gp each.

4-9: Mr. Deagle's Quarters (EL 4)

Inside the room is a fireplace in the northwestern wall. There is a small well-made bed with simple coverings. Sitting on the desk is an ornate golden candelabra fitted with 5 black votive candles. On a rack in the northwestern corner are laid out clerical vestments of a swirling violet pattern. A footlocker sits at foot of the bed.

A successful Knowledge (religion) check (DC 20) determines that the clerical vestments hanging from the rack match those worn by filth priests of Tsathogga.

The footlocker is locked and trapped with green slime in a stoneware vial, which breaks open, spilling upon the contents within the chest if not disarmed.

Footlocker: Hardness 5, hp 15, Break (DC 23); Open Lock (DC 20).

Green Slime Trap (CR 4): Search (DC 22), Disable Device (25); deals 1d6 points of temporary Constitution damage per round. Green slime does 2d6 points of damage per round to metal and wood. Green slime is destroyed by sunlight, extreme cold or heat, and a *cure disease* spell. See the DMG for more information on green slime.

Treasure: Within the chest is a *wand of searing light* (24 charges, caster level 6), 2 packets of *dust of appearance*, and a leather pouch with 750 gp, the golden candelabra on the desk is worth 200 gp. Papers inside the drawers mostly detail daily prayers and devotionals to Tsathogga. An individual of lawful good alignment even touching these documents must make a Will save (DC 14), or lose 1d4 temporary Wisdom points as a result of the foulness illustrated upon the scrolls.

Secret Doors: A successful Search check (DC 25) reveals a secret door in the northwestern corner of the room behind the clothing rack that leads to a hallway facing east and west. At the end of the eastern end is a steep wooden staircase that leads to Area 21. There are secret doors located in the northern and southern firewalls of the fireplace leading to Area 13. Crawling up this fireplace leads to the guestroom in Area 4-15.

4-10: Miss Floris's Room (EL 3)

The door to this room is locked with an expert lock and its doorknob is smeared with Sassone leaf residue requiring a PC to make a successful Search check (DC 25) to notice. Touching the doorknob with bare flesh causes the PC subjects her to the trap. Inside the room is a small, halfling-sized bed, a fireplace in the corner of the room, and a halfling-sized bureau. The hardwood bureau is locked. The bureau contains a *viper* that strikes at the first person opening the drawer. The drawers contain several halfling-sized sets of clothing, as well as a pair of small wooden boxes, and a leather pouch.

Door, Expert Lock: 2 in. thick; Hardness 5; hp 18; Break (DC 25), Open Locks (DC 30).

Doorknob Trap (CR 3): No attack roll necessary; Sassone leaf poison (Fortitude save DC 26; 2d12 Con/1d6 Con); Search (DC 25); Disable Device (15).

Hardwood Bureau: 1 in. thick; Hardness 4; hp 10; Break (DC 22); Open Lock (DC 25).

Snake, Medium Viper: CR 1; hp 10; see the MM.

Treasure: The first box contains a rare *Obsidian Whetstone*. This magical sharpening stone doubles the threat range of any blade it sharpens. The weapon stays keen until it strikes its first blow at which time it loses the special property granted by the stone until it is sharpened again. See the sidebar for details. The second locked wooden box contains 5 small vials of deathblade poison. The leather

Obsidian Whetstone

An *obsidian whetstone* appears to be a normal obsidian rock. However, if *detect magic* is cast, the item glows faintly of transmutation magic. Casting *identify* reveals that its primary purpose is that of a whetstone. Its true function can only be determined by *legend lore* or a successful Bardic Knowledge check (DC 30). Sharpening any slashing weapon with the *obsidian whetstone* for at least 15 minutes causes the critical threat range of that weapon to double until that weapon successfully hits a target in combat. If the first hit is not a critical threat, the keen edge is still lost. Due to the hardness of the *whetstone*, any non-magical weapon is destroyed after 20 such uses; a masterwork weapon loses its masterwork quality after 10 uses. Furthermore, a magical weapon must make a Fortitude saving throw (DC 10) increased by a DC of 1 for every 20 uses of the *obsidian whetstone* or lose its magical enchantment.

Caster Level: 9th; **Prerequisites:** Craft Wondrous Item, *keen edge*, *true strike*; **Market Price:** 20,000 gp; **Weight:** 1 lb.

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pouch is a small *bag of holding* containing 1,800 gp in gems and jewelry and 20 platinum coins.

Wooden Box, Locked: 1 in. thick; Hardness 5; hp 10; Open Lock (DC 25).

Secret Doors: Anyone making a successful Search check (DC 25) around the northern and southern fire walls of the fireplace discovers secret doors leading to Area 13. These secret doors are unlocked. Crawling up this fireplace leads to the guestroom in Area 16.

4-11: Upper Chapel of Tsathogga

These thick oaken doors are carved with froglike image of the great beast Tsathogga, his tongue curling around images of tentacled monsters of every description. Lost souls crawl hopelessly, writhing in pools of slime beneath his clawed webbed feet. Flying around his froglike head is an equally strange number of creatures. Symbols of evil frame the entire image.

Arcane Locked Oak Door: 2 in. thick; Hardness 8; hp 30; Break (DC 33).

The chamber beyond features a black altar, carved in the shape of a reclining amphibian figure sitting near the back wall. Four dark hardwood pews sit to the left and right of the room, and torches with *continual flame* line the eastern and western walls, casting their light around the chamber.

If the PCs have escaped from their rooms and are hunting through the Estate, **Mr. Deagle**, **Mr. Tronkley**, and **Milo Mathen** are here, standing in their full Cult of Tsathogga regalia. Upon hearing the PCs outside the door (with an opposed Listen check), they begin summoning aberrations and preparing their defensive spells. **Miss Floris**, the halfling "housekeeper," is hiding behind the door in the southeastern corner of the room.

Tactics: The group has spent the time waiting for the PCs to enter the chamber preparing defensive spells. Mr. Tronkley's already formidable combat prowess is enhanced by *haste* and *bull strength* as the PCs enter. Mr. Tronkley engages his enemies with full attacks until he takes over half his hit points in damage, at which point he begins to use spring attack on priests and wizards.

Milo has cast *shield*, *blink*, and *haste* on himself. In the first round, he uses *summon monster V* to summon a **fiendish otyugh**, putting it in the southwestern corner of the Chapel. He uses *lightning bolt* until he runs out of 3 rd-level spells, and then moves down to *acid arrow* or *magic missile*. He saves one 2nd-level spell in the event that his side is losing, at which time he becomes invisible, activates the trigger on the altar, and runs down the hidden passage beneath the altar to the Temple of Tsathogga below the Manor house.

Mr. Deagle has cast *sanctuary*, *shield of faith*, *divine favor*, *divine power*, *magic vestment*, *bull strength* and *freedom of movement* on himself. He attempts to cast *slay living* on lightly armored individuals, followed by liberal use of *hold person* and *bestow curse* on heavily armored foes.

Miss Floris, having drunk potions of *invisibility*, *bull strength* and *resist elements* [fire], spends the first round selecting a lightly armored opponent. Floris observes the PC for two more rounds before attacking the PC with her Death Attack ability. Miss Floris's death attack is on a

successful melee attack. Foes making their Fortitude save (DC 14) against her death attack must deal with the deathblade poison (Fortitude save DC 20; 1d6 Con/2d6 Con) on her blade as well as 4d6 hit points of sneak attack damage.

Miss Floris then uses her high Tumble skill to move about the room, using her Sneak Attack whenever she gets the opportunity. Rather than kill all of the PCs outright, the Mathens may attempt to capture as many PCs alive as possible, to turn them over to Mimi for more of her investigations into aberrant strains.

Other Room Features: The altar has an *unhallow* spell cast upon it, granting a *magic circle of protection from good* until the altar is destroyed.

Altar: Hardness 8; hp 540; Break (DC 50).

Secret Door: A switch hidden on the side of the altar, requiring a successful Search check (DC 20) causes the altar to slide back revealing a hidden staircase that descends into the **Mathen Dungeon**, and the **Temple of Tsathogga**.

4-12: Mathen Library (EL 6)

The Mathen Library is lined from floor to ceiling with books and tomes smelling of dust. The southern arrow slit is boarded over and covered with a great tapestry, and there is a fireplace in the southeastern corner of the chamber. An iron spiral staircase leads to some unknown chamber above.

Searching the room thoroughly reveals a large map in a glass case details a strange desert land. PCs making a successful Knowledge (geography) or Bardic Knowledge check (DC 25) recognizes this as a map from a crusade in the land of Kemit, some many centuries ago. Crossed swords in red ink indicate places where great battles were fought.

Treasure: A *detect magic* spell cast within the library causes several scrolls and two tomes to glow magically. Four *arcane scrolls* containing the following spells: *detect scrying*, *blindness/deafness*, *charm monster*, *tongues*, *vampiric touch*. Touching the blue leather-covered tome triggers a *summon monster IV* trap which summons an **infernal rust monster**. The second book, a red iron bound volume is trapped with *explosive runes*. Note: The runes on the cover read: If you are reading this you are standing too close.

Rust Monster Trap (CR 5): No attack roll necessary (summons infernal rust monster); Search (DC 29); Disable Device (DC 29).

Explosive Runes (CR 4): No attack roll necessary (6d6 to reader, others within 10 ft. save for half); Reflex Save (DC 18); Search (DC 28); Disable Device (DC 28).

Fiendish Rust Monster: CR 4; M Aberration; HD 5d8+5; hp 27; Init +3 (Dex); Spd 40 ft.; AC 18 (+3 Dex, +5 natural); Atk +3 melee (rust touch, antennae, touch attack) and -2 melee (1d3, bite); SA smite good (1/day, +5 damage), SQ cold resistance (10), damage reduction (5/+1); fire resistance (10), scent, SR (10); AL N; SV Fort +2, Ref +4, Will +5; Str 10, Dex 17, Con 13, Int 2, Wis 13, Cha 8.

Skill: Listen +9, Spot +9. **Feats:** Alertness.

Secret Doors: PCs making successful Search checks (DC 23) locate an unlocked secret door in the northern part of the fireplace, and a second secret door behind a book case next to the fireplace itself. The secret doors lead to Area 4-13.

4-13: Between the Walls, First Floor (EL 8)

The walls of the Mathen estate are filled with narrow passages, secret doors and traps. Used by the Mathen family for centuries to spy upon visitors and one another, the warren of twisting and narrow corridors have a 6-foot ceiling and an average width of 4 feet. Movement between the walls for anyone of medium size is reduced by half due to the tight squeeze.

The Mathen Children

The Mathen children, Miya and Marko, are a pair of sneaky little abominations that revel in pain and torture. Miya likes to sing in an almost nursery rhyme style as she passes from chamber to chamber between the walls late at night, tormenting guests, her curly blond hair in pigtails. The white lace tails of her dress are often seen "just around the next corner" as she drags a nasty looking meat cleaver along with her, all the while singing her song:

Born of Nightmares and Born of Dreams, things are not all that they seem, for something fair is something foul. Pretty song, a precious sweet, your living soul is our favorite treat. So follow me into the bowels of the Manor upon the hill, where Mommy's babies hunt at will. Let the Feast of Fools begin, for you saddlings shall not win. Follow now Marko's Coin and my sweet song, your screams sweet treats we will prolong.

Follow me between the walls and treats of terror will befall, each of you in your turn laughing as you squeal and squirm. My Daddy will not mind such a naughty twist, with your bones powdered, your lifeblood a delicious mist.

The sweetest candy makes the fattest meat, come now and be pretty Miya's treat.

Note: Statistics for Miya and Marko Mathen are found in the NPC appendix at the end of this module.

Tactics: If cornered, Miya shows her fiendish nature, dropping her mask of a pretty little girl. She uses her *wand of polymorph other* to turn individuals into aberrations or barnyard animals. She seeks every means of avoiding combat that she can, such as turning invisible and seeking another family member or retainer to fight her fights for her.

Marko has curly blond hair, and dresses like a miniature version of Milo, with a silk doublet of

Perilous Coin

A seemingly normal gold coin, a *perilous coin* causes all who view it to make a Will save (DC 19) or desire to own it. Those who fail their saving throws go to any lengths to procure the *coin*, even murder; once in possession of the *coin* they fight to the death to keep it. Those who make their saving throws can never be affected by that specific coin. Thankfully, only 7 such coins are known to exist.

Caster Level: 15th; **Prerequisites:** Craft Wondrous Item, *mass suggestion*; **Market Price:** 30,000 gp; **Weight:** .02 lb.

deep purple velvet and green hose and soft black boots. He enjoys rolling a coin between his fingers, making it disappear up his sleeve and pulling it out of his sister's ear. He does not make conversation with strangers, but rather whispers things to his sister, which she playfully reports until hushed by her "parents".

Tactics: Marco uses his stealth and magic to stay just ahead of PCs who pursue the *perilous coin*. His favorite tactic is to use *mage hand* to cause the *perilous coin* to roll amongst the PCs, and then roll under a crack in a wall, which leads between the walls. As the PCs pursue the coin, he rolls it over various traps within the between the walls area, or into rooms occupied by the family's many pet monsters.

Running Encounters Between the Walls

Miya and Marko, the Mathen children, consider the "between the walls" areas of the Manor their personal domain and use it to hunt visitors to the house. They use their *charm* and *suggestion* abilities to trick visitors into following them into one of the secret doors that leads between the walls. They lead unfortunates over the various traps that the family has used for centuries.

A. Poisoned Spiked Pit Trap 40 ft (CR 4): No attack roll neces-



Second Floor Mathen Estate

sary (4d6), +10 melee (1d4 spikes for 1d4+4 points of damage per successful hit plus poison), poison (Fortitude save DC 15; 1d4 Str/1d4 Str); Reflex save (DC 20) avoids; Search (DC 20); Disable Device (DC 20). Note: A permanent *silence* is cast at bottom of pit. The spikes are coated in scorpion venom. Victims caught at the bottom of the pit are likely too weak to climb free; the silence effect making it impossible to cry for help.

B. Cheese Grater Trap (CR 4): No attack roll necessary (6d6 damage per round); Reflex save (DC 20) avoids; Search (DC 20); Disable Device (DC 22). Note: A whirring set of cheese grater type blades in floor latch on to the character dragging them into the trap. A Strength or Escape Artist check (DC 20) is required to pull free from this trap. Individuals who fail in an attempt to pull another character free from this trap must make a Reflex save (DC 20) or be caught in the trap as well.

C. Scything Blade Trap (CR 1): +8 melee (1d8 x3 crit); Search (DC 21); Disable Device (DC 22).

D. Poisoned Spiked Pit Trap 60 ft (CR 6): No attack roll necessary (6d6), +10 melee (1d4 spikes for 1d4+5 points of damage per successful hit plus poison), poison (Fortitude save DC 15; 1d4 Str/1d4 Str); Reflex save (DC 20) avoids; Search (DC 20); Disable Device (DC 20) Note: A permanent *silence* is cast at bottom of pit. The spikes are coated in scorpion venom causing the unfortunate caught at the bottom of the shaft of the pit to writhe in anguish and pain. Too weak to climb free of the pit themselves, their screams unheard.

4-14: Second Floor Landing (EL 6)

A pair of gruesome gargoyles peer down the staircase at all who approach from Area 4-2, standing silent guard over the 2nd floor landing. If the PCs are unattended in the Manor by either the Mathens or the staff, the Gargoyles animate and attack.

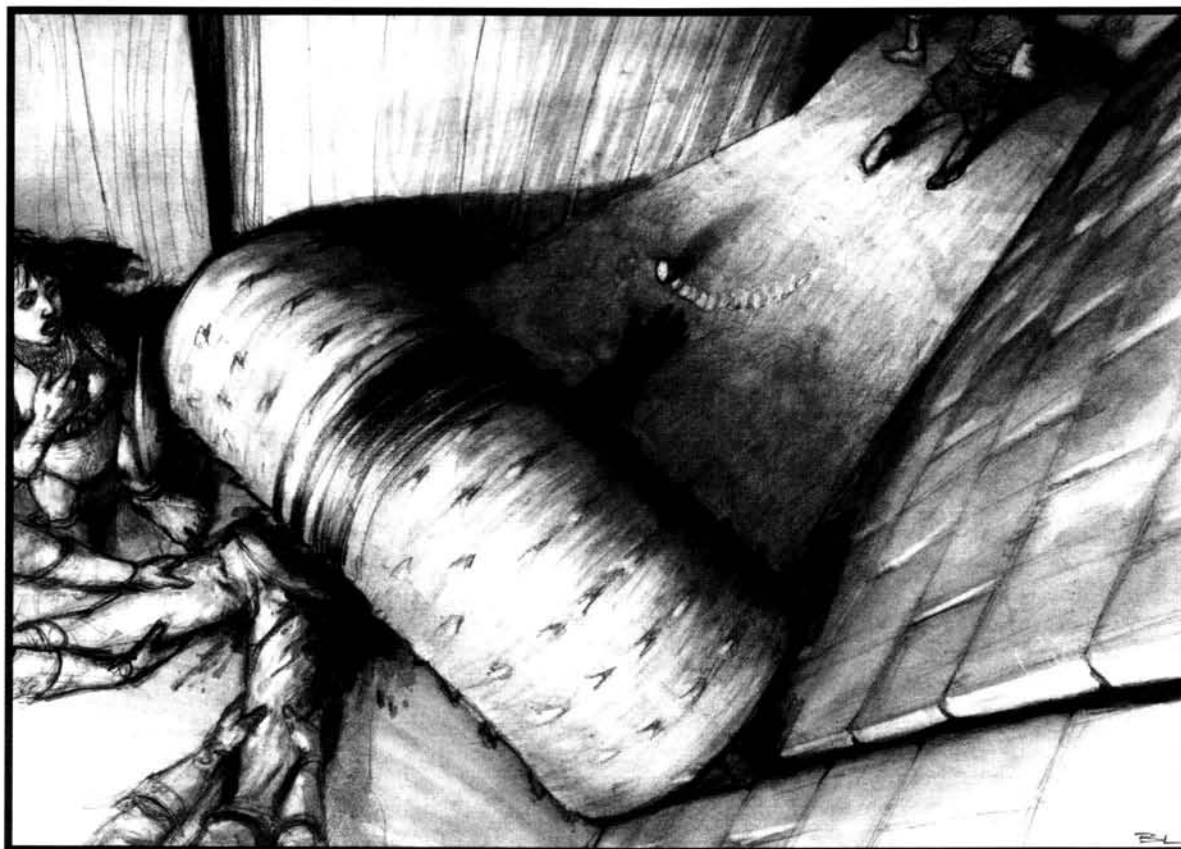
Gargoyles (2): CR 4; hp 38 each; see the MM.

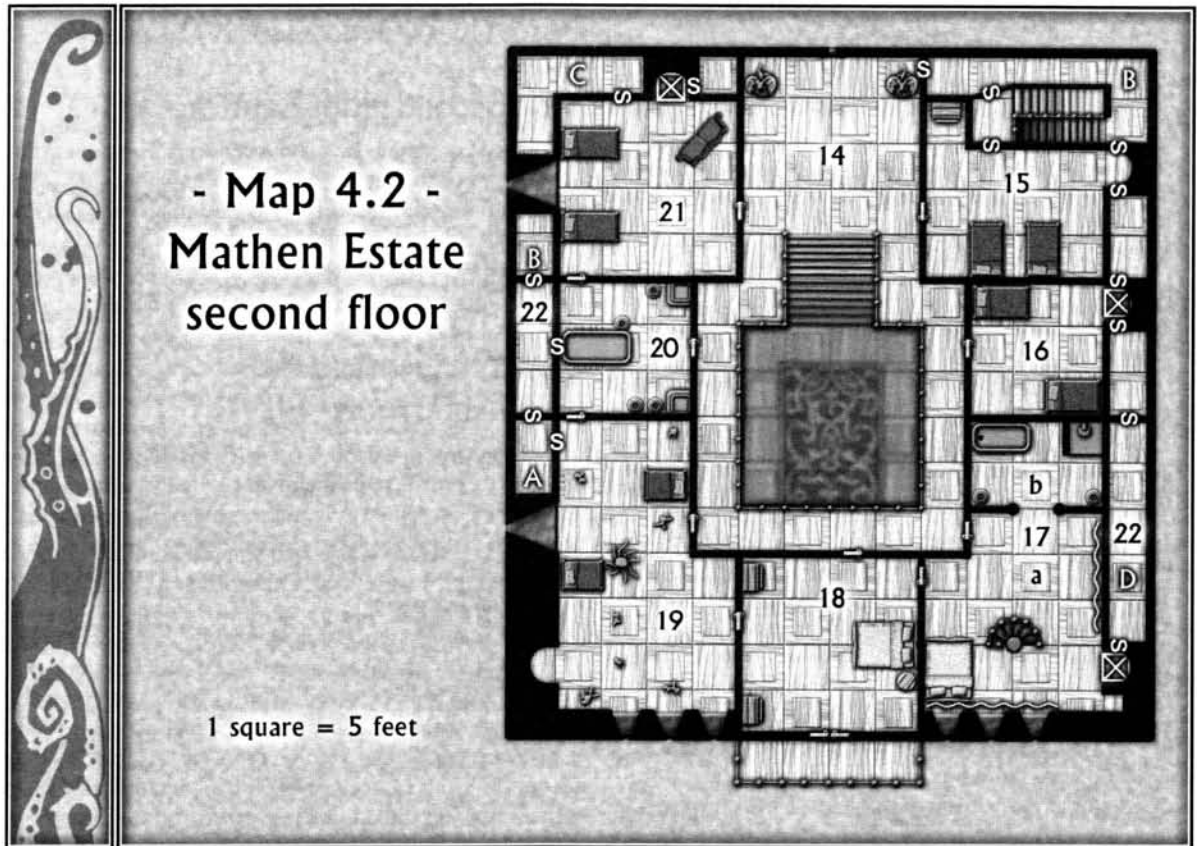
4-15: The Gentlemen's Guestroom (EL 7)

This guestroom is the one to which Mr. Deagle and Milo Mathen escort the male members of the PCs after supper. Inside the Gentlemen's Chamber are two large plush beds, and a broad fireplace set in the eastern wall. An alcove in the northwestern corner of the chamber features a chest of drawers and cloak rack.

A PC making a successful Search check (DC 20) of the fireplace discovers an unlocked secret doors to the north and south, as well as a weight-sprung **trap door** below the ashes in the hearth, that drop individuals of over 140 lbs. a distance of 20 feet to the fireplace in Area 4-9. A successful Climb check (DC 20) allows individuals to either climb up the chimney or down at their discretion.

A PC making a successful Search check (DC 25) discover a secret door behind the desk in the northwestern alcove. The passage beyond the secret door leads to a shaky looking wooden staircase, which leads down to the first





floor, and up to the third floor. The passage is trapped with a **chute trap** that deposits the victim within the bowl behind the Altar of Tsathogga, where the PC(s) land atop the pit of Co'Nurgral.

Trap Door Pit (CR 2): No attack roll necessary (2d6 points of damage); Reflex save (DC 20) avoids; Search (DC 20); Disable Device (DC 20).

Chute Trap (CR 2): No attack roll necessary (2d6 points of damage); Reflex save (DC 20) avoids; Search (DC 20); Disable Device (DC 20).

Milo leads female PCs members to Area 4-22, and after showing them their room he uses his wand to cast *arcane lock* on the door to the PCs room. Milo then moves to Area 4-11, to help with evening rituals and decide how best to deal with the visitors, leaving Miya and Marco to toy with the guests. Milo and Mimi have already cast *arcane lock* on the windows to the entire Manor house, requiring a *dispel magic* (caster level check 20), or a *knock* spell to suppress the *arcane lock* for 10 minutes.

Allow the party members 1d4+2 rounds to search the room before Marko uses his *perilous coin* to lure PCs into the fireplace and then to Area 4-22. Here the hunt begins as the Mathen children attempt to divide and capture the PCs. If the PCs ignore the coin by making their Will saves (DC 19), **4 wights** from the third floor climb down the fireplace to give them a nasty surprise.

Wights (4): CR 3; hp 24 each; see the MM.

Note: These wights should not be taken from the numbers in **Area 4-26: Mathen Family Reunion**.

4-16: Second Guestroom

The second room to which guests are offered, should the PCs be large enough to need more rooms, contains two sumptuous feather beds, and a fireplace in the northeastern corner.

Similarly to Area 4-15, a PC making a successful Search check (DC 20) of the fireplace discovers an unlocked secret doors to the north and south, as well as a weight-sprung **trap door** below the ashes in the hearth, that drop individuals of over 140 lbs. a distance of 20 feet to the fireplace in Area 4-10. A successful Climb check (DC 20) allows individuals to either climb up the chimney or down at their discretion.

As with Area 4-15, allow the PCs members 1d4+2 rounds to explore the room before Marko uses his coin to lure prey into Area 4-22.

Trap Door Pit (CR 2): No attack roll necessary (2d6 points of damage); Reflex save (DC 20) avoids; Search (DC 20); Disable Device (DC 20).

4-17: Master's Chambers (EL 6)

Milo Mathen's personal chambers dominate most of the southeastern section of the second floor of the manor house.

4-17a: Master Bedroom (EL 6)

A four-poster bed sits along the southwestern wall of the room. Near the center of the chamber, a black wrought iron spiral staircase leads to Area 4-12. A large tapestry covering the arrow slits in the southern wall depicts a great

knight of antiquity being taught ancient secrets by frog like beings. A PC making a successful Knowledge (ancient history) or Bardic Knowledge check (DC 22) should recognize this individual to be none other than Wynston Mathen. A PC making a successful Knowledge (religion), Knowledge (arcana), or Bardic Lore Check (DC 30) recognizes the race of the beings with Wynston in the tapestry as tsathar, unless the PCs have encountered these beings previously.

Searching the room reveals a safe hidden behind a tapestry in the eastern wall of the chamber. The safe is locked, requiring an Open Lock check (DC 30), its difficulty increased due to an extensive mechanical lock. It is also trapped with a *slay living trap*.

Slay Living Trap (CR 6): No attack roll necessary (save or affected as per spell); Fortitude save (DC 22); Search (DC 30); Disable Device (DC 30).

Within the safe are several items of value. There is a locked door in the northwestern corner of the chamber that leads to the hall that overlooks the Great Hall below. A second locked door in the northwestern end of the chamber enters Area 4-18.

Treasure: Hidden within the safe are 700 gp, (4) 200 gp diamonds, (3) 150 gp sapphires, *potions of speak with animals*, *potions of jump*. The tapestry on the southern wall could get 500 gp from a collector of things arcane, however, to most people it would be considered grotesque and valueless.

Secret Doors: A PC making a successful Search check (DC 25) of the fireplace uncovers the unlocked secret door in the northern firewall of the fireplace that leads to Area 4-22.

17b: Master Bathroom

This room features an actual hand-pump shower, heated from a hot spring. There is also a carved dragon-footed marble tub, a silver mirror, and five jars of perfume.

Treasure: The large mirror weighs nearly 30 pounds and has a value of approximately 500 gp. The 5 jars of perfume are worth 100 gp each and contain **muskhorn oil**. A comb and brush set complete with makeup pots and brushes has a value of 300 gp.

4-18: Mimi's Chamber

All entrances and exits to Mimi Mathen's private chamber are sealed with an *arcane lock* spell. Within the chamber is a large plush bed. Several paintings on the walls give a glimpse into the heart of true evil that resides within these walls. One particularly grim painting features the backside of a youthful young woman, her head shrouded in tentacles, a spilled glass of blue lotus blossom potion to her side. There is a slash in her right wrists, the blood dripping into a sacrificial bowl. Claw-tipped tentacles reach from the darkness to prick seductively at her bluish flesh. PCs making a successful Knowledge (art history), or Bardic Knowledge check (DC 25), recognize this as a painting by T.F. Arcevol, the Mad. Titled the *Taking of The Witch*, it is infamous in cult circles and to collectors. The painting was believed stolen from a private collection in Bard's Gate, from no less than the secret high priest of Orcus

Muskhorn Oil

Muskhorn oil has the side effect of doubling the number of random monster encounters an individual who uses the perfume has. The musk is so strong that one application lasts for an entire month, and can only be removed using a *clean* spell.

Note: The muskhorn is found in the *Creature Collection*; the spell *clean* is detailed in *Relics & Rituals*. Both of these fine products are from **Sword & Sorcery Studios**.

himself. Recovering this painting could gain the finder between 2,000 and 4,000 gp if returned to the proper collector, as its cruel and lifelike attention to detail has awed even those who are horrified by its subject matter.

A PC making a successful Search check (DC 20) of the room reveals a hidden trapped door in the ceiling, which leads to Area 4-23. A pair of double doors in the southern wall leads to the second-floor balcony. The balcony doors are arcane locked and made of hardwood. The balcony overlooks the southern half of the property and affords an excellent view of the Mistwoods beyond.

Arcane Locked Hardwood Balcony Doors: 2 in. thick; Hardness 8; hp 23; Break (DC 34).

Treasure: Within a chest of drawers are several silk robes, furs and ladies' attire. The total value of the various outfits is 2,000 gp.

4-19: Children's Room (EL7)

This room has two small beds and is littered with children's toys. The two doors in the eastern wall of the chamber are sealed with an *arcane lock* as is the door in the northwestern corner of the room, which leads to the guest bath. A secret door in the northwestern wall leads to Area 4-22. As the PCs investigate the chamber, several of the Mathen children's toys animate, attacking the PCs with their various special attacks and appendages.

Iron Knight: CR 1; SZ S Construct; HD 1d10; hp 7; Init +2 (Dex); Spd 30 ft.; AC 16 (+1 size, +2 Dex, +3 natural); Atk +3 melee (1d8+3, light flail - two handed); SQ construct, hardness (10); AL N; SV Fort +0, Ref +2, Will -5; Str 14, Dex 15, Con -, Int -, Wis 1, Cha 1.

Tactics: While attacking, this animated toy cries "Death to Intruders" all the while swinging its flail.

Clown Doll: CR 2; SZ M Construct; HD 2d10; hp 20; Init +3 (Dex); Spd 30 ft.; AC 14 (+3 Dex, +1 natural); Atk +5 melee (1d6+1, +1 *keen meat clever*, crit 19-20/x3); SA laughter; SQ construct, piercing immunity; AL N; SV Fort +0, Ref +3, Will -5; Str 10, Dex 16, Con -, Int -, Wis 1, Cha 1.

Feats: Weapon Finesse (clever).

SA—Laughter (Sp): At will this construct can attempt to confound its opponent with a silent *tashaa's hideous laughter* (DC 15) as cast by a 6th level Sorcerer.

SQ—Piercing Immunity (Ex): Damage from piercing weapons fail to hurt this construct, passing simply through it.

Possessions: +1 *keen meat clever* (as a +1 *keen handaxe*).

Tactics: After successfully afflicting its opponent with its laughter attack, this psychotic doll hacks at them with

its clever, gleefully watching its helpless opponent, laughing all the while.

Stuffed Octopus: CR 2; SZ M Construct; HD 2d10; hp 13; Init +0; Spd 10 ft.; AC 16 (+6 Natural); Atk +3 melee (1d3+2 [x8], tentacle plus improved grab) and -2 melee (1d4+1 beak, only usable against a grappled opponent), or +1 range (blinding ink shot, range 10 ft., 5 range bands max); Reach 10 ft.; SA blinding ink (Fortitude save DC 16, blinded 2d6 rounds), constriction (1d3+2), improved grab (grapple +3); SQ construct; AL N; SV Fort +0, Ref +0, Will -5; Str 14, Dex 10, Con -, Int -, Wis 1, Cha 1.

SA—*Blinding Ink (Ex)*: Once per day, this toy can shoot a small stream of ink at an opponent instead of attacking an ungrappled opponent with its tentacles. A successful range attack requires the opponent to make a successful Fortitude save (DC 16) to avoid being blinded for 2d6 rounds.

SA—*Constrict (Ex)*: A Stuffed Octopus tentacle deals automatic tentacle damage to an opponent with a successful grapple check.

SA—*Improved Grab (Ex)*: To use this ability, the Stuffed Octopus must hit with a tentacle attack. If it gets a hold, it can constrict.

Tactics: This good-sized toy has a foul tendency to grab opponents in range with multiple tentacles in an attempt to squeeze the life from them. If an opponent is being problematic or refuses to get within range of the tentacles, a quick shot of ink is used to confound and lessen the opponents capabilities.

Teddy Bear: CR 1; SZ S Construct; HD 1d10; hp 5; Init +5 (Dex, Improved Initiative); Spd 30 ft.; AC 14 (+1 size, +1 Dex, +2 natural); Atk +2 melee (1d4+1 [x2], claws) and -3 melee (1d4, bite); SQ construct, damage reduction (15/+1); AL N; SV Fort +0, Ref +1, Will -5; Str 12, Dex 13, Con -, Int -, Wis 1, Cha 1.

Feats: Improved Initiative.

Dragonhide Dragonhorse: CR 2; SZ M Construct; HD 2d10; hp 15; Init +2 (Dex); Spd 20 ft., flight 30 ft. (clumsy); AC 18 (+2 Dex, +6 natural); Atk +3 melee (1d4+1 [x2], claw) and -3 melee (1d8, bite); SA breath weapon (30 ft. cone, Reflex save DC 14, 3d6, fire, 1 per 1d4 rounds); SQ construct, fire subtype; AL N; SV Fort +0, Ref +2, Will -5; Str 13, Dex 15, Con -, Int -, Wis 1, Cha 1.

SA—*Breath Weapon (Su)*: Breathes a cone of fire in a 30-foot cone, inflicting 3d6 points of fire damage every 1d4 rounds. Anyone caught by it takes half damage with a successful Reflex save (DC 14).

Tactics: Dragonhorse stays in the back, breathing fire and striking with claws and bite when a target presents itself. It breathes regardless of whether any of the other toys are in the way.

Juju the Voodoo Doll: CR 1; SZ S Construct; HD 1d10; hp 5; Init +4 (Dex); Spd 20 ft.; AC 16 (+1 size, +4 Dex, +1 natural); Atk +0 melee (1 damage, large pin); SA juju drain; SQ blink, construct, hardness (5); AL N; SV Fort +0, Ref +1, Will -5; Str 8, Dex 18, Con -, Int -, Wis 1, Cha 1.

SA—*Juju Drain (Su)*: As a partial action Juju can stick itself with the large pin, causing 1 point of temporary Con damage to the target of its choice within 40 feet unless a successful Fortitude save (DC 16) is made.

SQ—*Blink (Su)*: Juju can *blink* as per the spell as cast by a 7th level Sorcerer, starting or ending the effect as a free action.

SQ—*Hardness (Ex)*: Juju has a hardness of 5.

Tactics: Juju is a strange looking doll with a feathered headdress and large sharp pin clasped in its left hand. It calls out "Oola Ala Oola Ala" as it stabs the pin into itself while looking at the intended target.

Stuffed Lion: CR 2; SZ L Construct; HD 3d10; hp 16; Init +2 (Dex); Spd 40 ft.; AC 14 (-1 size, +2 Dex, +3 natural); Atk +5 melee (1d4+4 [x2], claw) and +0 melee (1d10+2 bite); SA pounce, roar (20 ft., Will save DC 14, fear), trip; SQ construct, hardness (3), scent; AL N; SV Fort +1, Ref +3, Will -4; Str 19, Dex 14, Con -, Int -, Wis 1, Cha 1.

SA—*Pounce (Ex)*: If Stuffed Lion leaps upon an opponent in the first round of combat, it can make a full attack even if it has moved more than 5 feet.

SA—*Roar (Su)*: Every 1d4 rounds Lion can as his action to roar loudly, causing all within 20 feet to suffer from a *cause fear* spell as cast by a 4th level sorcerer, requiring a successful Will save (DC 14) to resist.

SA—*Trip (Ex)*: If Lion succeeds in hitting with at least one claw attack on a pounce, it is permitted a trip attempt against its opponent as a free action without a further touch attack needed, nor does it provoke an attack of opportunity. Should this attempt fail, the opponent cannot attempt a trip Stuffed Lion back as would normally be permitted.

SQ—*Hardness (Ex)*: When this construct takes damage, subtract its hardness of 3 from the damage, deducting the remaining damage, if any, from its hit points.

Tactics: Stuffed Lion pounces on the nearest target and attacks until he is dead. His back paws have no claws, making a typical lion's rending tactic impossible to use.

Patty Pissy Pants: CR 1; SZ S Construct; HD 1d10; hp 5; Init +2 (Dex); Spd 20 ft.; AC 15 (-1 size, +2 Dex, +2 natural); Atk none; Reach 5 ft.; SA acid pray (5ft. cone, 1d8); SQ construct, piercing immunity; AL N; SV Fort +0, Ref +2, Will -5; Str 6, Dex 15, Con -, Int -, Wis 1, Cha 1.

SA—*Acid Spray (Su)*: Polly can spray acid from her mouth in a 5 foot cone, causing 1d8 damage, forcing a successful Fortitude save (DC 14) by anyone in the area to avoid being blinded for 1d4 rounds.

SQ—*Piercing Immunity (Ex)*: Damage from piercing weapons fail to hurt this construct, passing simply through it.

China Doll Rose: CR 1/2; SZ T Construct; HD 1/2d10; hp 3; Init +2 (Dex); Spd 10 ft.; AC 16 (-2 size, +2 Dex, +2 natural); Atk none; Reach 0 ft.; SA sleeping gas; SQ construct, hardness (2); AL N; SV Fort +0, Ref +2, Will -5; Str 5, Dex 14, Con -, Int -, Wis 1, Cha 1.

SA—*Sleeping Gas (Su)*: At will this construct exudes sleeping gas in a 5 foot radius, requiring a successful Fortitude save (DC 14) to avoid falling asleep for 1d6 x 10 minutes.

SQ—*Hardness (Ex)*: When this construct takes damage, subtract its hardness of 2 from the damage, deducting the remaining damage, if any, from its hit points.

Possessions: Bouquet of red silk roses dusted with *dust of sleep*.

ABERRATIONS

Tactics: This little cute construct prefers to wait until picked up, pretending to be nothing more than a regular child's toy if possible. If close enough to bop an opponent on the nose, she'll give them the dose of *dust of sleep* right to their face from her silk roses if it hasn't already be used. Otherwise, in most other situations she'll blow forth sleep gas as her action.

The toys were crafted by Piletto of Bard's Gate specifically for the pleasure of the Mathen children. If destroyed, the toys reform again within 24 hours, unless a simultaneous *dispel magic* and *remove curse* is placed upon them. The dolls become murderous and vengeful in the possession of other children, remaining docile and inanimate until the child begins to bond with the dolls, at which point things begin dying. The dolls start with small things like pets, working their way up to crueler targets.

The northern door from Area 4-20 does not open unless a *knock* spell is cast upon it. Even then, the door only opens inwards.

Treasure: 4 doses *dust of sleep* (Fortitude save DC 14 or fall asleep for 1d6x10 minutes, +1 *keen cleaver* (as +1 *keen handaxe*).

4-20: Guest Bathroom (EL 4)

Opulent marble basins with hand pumps for running water and a large sunken marble tub bedeck this guest toilet. The room is immaculate in its cleanliness and the pure shine of its fixtures. The eastern door remains unlocked for guests to come in and out of the chamber. The north and south doors are enchanted with an *arcane lock* spell. Individuals attempting to pass through the southern door may do so freely, but once inside Area 4-19, they may not turn again and reenter the Guest Bathroom the same way. Likewise, individuals entering from the northern door may not leave the guest bathroom through the northern door. The door closes behind the PCs unless it is staked open. An *arcane lock* spell triggers as soon as the door closes, allowing entrance from Area 4-21, but not back the other way.

The beautifully carved bathtub is actually a **mimic**, one that attacks anyone attempting to wash himself or herself in his gaping mouth. The mimic does nothing to harm the Mathen family, who keep it well fed and well treated.

Mimic: CR 4; hp 56; see the MM.

Secret Doors: A PC making a successful Search check (DC 22) discovers an unlocked secret door which leads to Area 4-22. One of the Mathen children's favorite tricks is to lead their charmed quarry through the secret door into the guest bath from the between the walls and giggle maniacally as the Mimic eats its helpless feast.

4-21: Ladies Guest Room

Plush velvet curtains hang over arrow slits in the walls that face the front courtyard of the estate. The finely crafted couches and beds are covered in satin and lace.

As Mr. Deagle and Milo leave the PCs for the evening, they bring female PCs to this room for privacy and freshening up. Milo suggests they try the guest bath, pointing out the door in the southern wall of the chamber. A fireplace stands in the northern wall of the room.

As with the other guestrooms, as soon as the PCs are in the room and the door is closed, Milo goes about casting *arcane lock* with his wand on all of the doors before proceeding to the chapel of Tsathogga. Miya Mathen hides within the walls along this end of the chamber. Miya watches the female PCs as they prepare for bed. After a few minutes have passed, she begins her siren-like song, attempting to attract PCs through the secret door in the northern wall next to the fireplace and over the traps between the walls.

The door to Area 4-20 works in much the same way as the door in the north wall of the children's room. The door is one-way and triggers an *arcane lock* spell behind whoever enters, trapping these individuals inside the bathroom with the **mimic**.

Secret Doors: A PC making a successful Search check (DC 22) discovers the secret door leading to Area 4-22. The fireplace itself has a secret panel in the firewall to the east, requiring a Search check (DC 22) to find. This secret door also leads between the walls. Anyone making a successful Search check (DC 30) discovers a spring latched grate that drops PCs of over 130 pounds 20 feet to the fireplace of the kitchen below. A successful Disable Device check (DC 20) lodges the grate in place.

Spring Latched Pit (CR 2): No attack roll necessary (2d6 points of damage); Reflex save (DC 20) avoids; Search (DC 30); Disable Device (DC 20).

4-22: Between the Walls, Second Floor (EL 9)

As with Area 4-13, the second floor between the walls area is narrow and winding, filled with cobwebs and dust, featuring low ceilings that force anyone of medium size to move at half their normal movement rate.

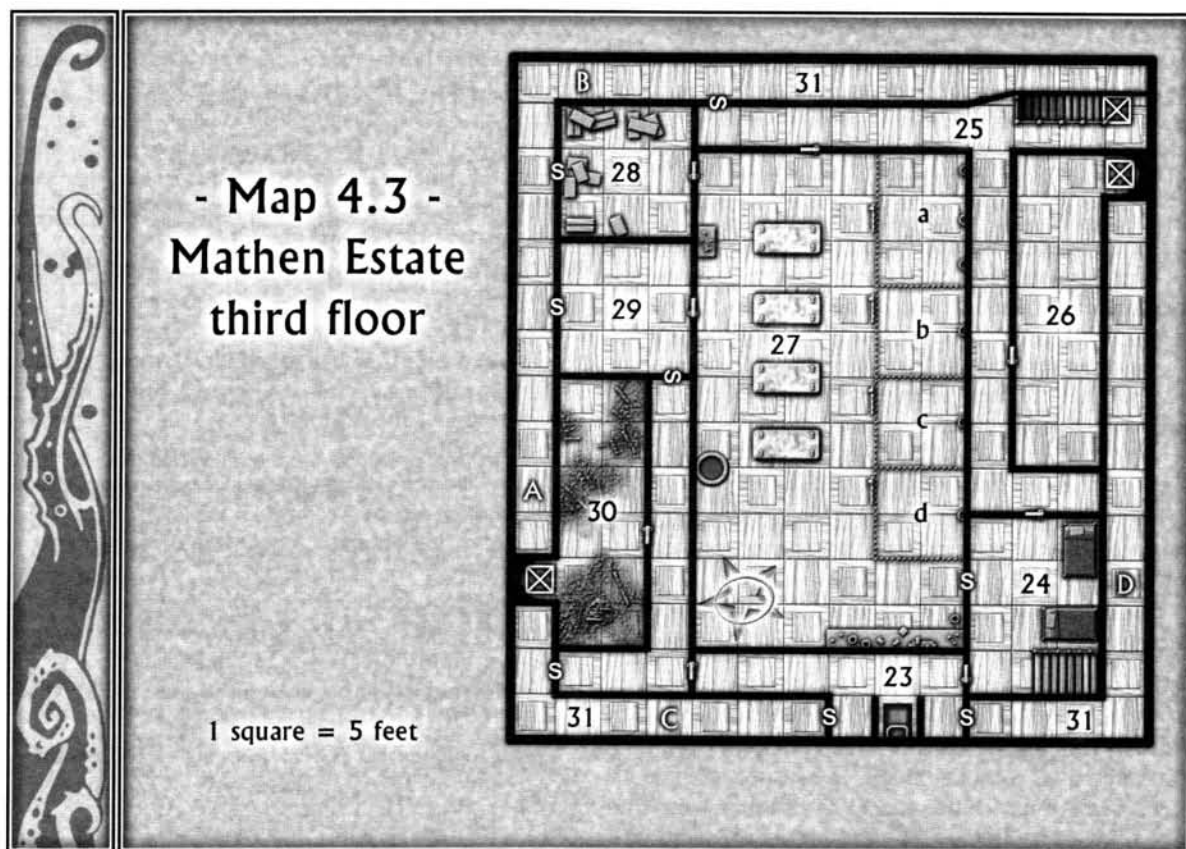
A. Poisoned Spiked Pit Trap 60 ft (CR 6): No attack roll necessary (6d6), +10 melee (1d4 spikes for 1d4+5 points of damage per successful hit plus poison); poison (Fortitude save DC 15; 1d4 Str/1d4 Str); Reflex save (DC 20) avoids; Search (DC 20); Disable Device (DC 20). Note: A permanent *silence* spell is cast at bottom of pit. The spikes are coated in scorpion venom, causing the unfortunate PC(s) caught at the bottom of the shaft of the pit to writhe in anguish and pain. Potentially too weak to climb free of the pit themselves, the permanent *silence* spell causes the PCs screams to go unheard by companions searching for them between the walls.

B. Impaling Trap (CR 2): +15 attack (3d6, crit x3); Search (DC 20); Disable Device (DC 21).

C. Web Trap (CR 3): No attack roll necessary (web 15x15 area); Reflex Save (DC 18); Search (DC 27); Disable Device (DC 27).

D: Spiked Pit Trap 60 ft: Identical to pit trap A.

As before, the Mathen children lead their prey through the Between the walls with Siren abilities and the *perilous coin*, always trying to stay a step ahead of the PCs as they lead them into trap after trap. The children sometimes team up or enter other chambers in the manor house to make the players lives a living hell.



Third Floor Mathen Estate

4-23. Alcove Hallway

The trapdoor in the ceiling of Mimi's room leads up a ladder to this darkened hallway running east and west. At each end of the hallway is a locked wooden door. The door requires an Open Lock check (DC 20) to open. A pair of alcoves flank the ladder which leads to the hallway.

Secret Doors: A PC making a successful Search check (DC 22) of the eastern alcove uncovers a locked secret door that leads to Area 4-9. A PC making a successful Search check (DC 22) of the western alcove finds a secret door that leads to area 9.

Stone Secret Door, Locked: 4 in thick; Hardness 8; hp 60; Search (DC 22); Break (DC 28); Open Locks (DC 25).

4-24: Old Guard Room

This chamber has four sets of bunk beds, as well as a weapons rack bearing halfspears, javelins, battleaxes and rotted wooden shields. A rickety wooden staircase in the southwestern corner of the chamber leads to a locked trap door in the ceiling.

Trap Door: 2 in thick; Hardness 5; hp 20; Break (DC 25); Open Locks (DC 25).

Another locked door leads to a second long hallway, which seems to run the rest of the length to the back of the house.

A careful examination of the room with a successful Search check (DC 25) reveals footprints from the dust having been disturbed. Use of the Track feat and a success-

ful Wilderness Lore check (DC 18), notes that the majority of the tracks lead to the western wall of the guardroom, indicating frequent passage by an adult female and a pair of males.

Secret Door: A PC making a successful Search check (DC 20) of the western wall finds an unlocked secret door that opens into Area 4-27.

4-25: The Staircase and the Slide (EL 2)

The hidden staircase from Mr. Deagle's room on the first floor, and the hidden passage north of the Gentlemen's guest room on the second floor, both open into this hallway running west and south. The hallway is dark and dusty, and the floor creaks uneasily with every footstep.

The exit step from at the top of the stairs is trapped with a chute which drops individuals falling into it down to the Mathen Dungeon, into the pit of Co'Nurgral in Area 5-3.

Chute Trap (CR 2): No attack roll necessary (2d6 points of damage); Reflex save (DC 20) avoids; Search (DC 20); Disable Device (DC 20). Note: The trap deposits the victim within the bowl behind the Altar of Tsathogga, where if the PCs has waited too long in pursuing the Mathens into the bowels of the Estate, they find themselves landing atop of Co'Nurgral, the Spawn of Tsathogga.

4-26: Mathen Family Reunion (EL 10)

The cursed dead of the Mathen family, 10 wights, are locked inside this chamber. The Mathens allow their wight relatives access to the guest bedrooms on the floor below. The wights achieve this by climbing down the



fireplaces in the northeastern corner of this otherwise bleak and empty room. The wights are generally under the control of Mr. Deagle, whenever he is present. They bow and scrape before his unholy symbol of T sathogga and may be found serving as his retinue when he comes calling. They remember their bond to their maternal grandmother Madranna and leave the living Mathen family members alone. To assuage their insatiable hunger, the Mathen children frequently bring the wights living treats or leftovers from their aunt's experiments.

Wights (10): CR 3; hp 24; see the MM.

4-27: Mimi's Laboratory (EL7)

Bubbling cauldrons and beakers and low moans of tortured souls fill the air, along with a pervasive and putrid stench of death. Cages of wretched living things line almost the entire length of the eastern wall. There are two doors along the northwestern wall, and another in the northern wall. Several tables line the center of the chamber, each man-sized or larger, to which are fastened manacles, chains, and trays of vivisection equipment. This grim display is caked in dried blood. Each table has a large slit in the bottom of it, beneath which sits a metal trough for catching bodily fluids that run freely from the holes drilled into the bottom of the vivisection tables whenever a victim is at Mistress Mimi's tender mercies.

Two of the tables bear figures, which still writhe and twitch, languishing in their pain and sorrow. These unfortunate victims appear more dead than alive, though it is hard to say for certain with a precursory glance. Candles and tiny braziers keep a myriad of fluids bubbling and distilling in beakers and glass dishes upon a table to the southwest.

A curious 6-foot-diameter ring floats over a pentagram in the floor in the southwestern corner of the chamber. As the silvery hoop slowly rotates in the dim light, it seems to warp and bend the light around it, causing it to flicker and shimmer in much the same way a mirage does. As the PCs take stock of the room, a large creature spring from the nearest lab table slams its chains into the bars of a nearby cell. Then it attacks.

Golem, Flesh: CR 7; hp 49; see the MM.

The Cells: The cells are all locked, but can be opened with a successful Open Locks check (DC 25). Mimi Mathen bears the key to the cells upon her person at all times.

Cell A

An **aberrant half orc** resides in this cell. He is homicidally violent if removed from his cage unless a *minor restoration* is cast upon him, returning what bits of his wisdom were left before his torture and transformation into a twisted beast of the Mathen family. If *restoration* is cast, and he is freed from his cell, he does not help the PCs overtly, but rather seeks the easiest way out of the estate killing any Mathens he finds along the way.

Shuka, Aberrant Male Half-Orc Ftr2/Brb2; CR 5; SZ M Aberration; HD 2d12+8 plus 2d10+8; hp 48 (56 rage); Init +2 (Dex); Spd 40 ft. (light or unarmored); AC 20 (+2 Dex, +8 Natural), AC 18 (raging); Atk +8 melee (1d4+4 [x2], claws) or +10 melee (1d4+6 [x2], claw when raging); SA rage (1/day), poison skin, uncanny dodge (Dex bonus to AC); SQ darkvision (60 ft.), orc blood, regeneration (3); ALCN; SV Fort +10 (+12 rage), Ref +2, Will -1; Str 19 (23 rage), Dex 14, Con 18 (22 rage), Int 7, Wis 9, Cha 6.

Skills: Climb +5{1 rank, +4 str}, Intuit Direction +2{3 ranks, -1 wis}, Jump +5{1 rank, +4 str}, Listen +1{2 ranks,

-1 wis), Spot -1{-1 wis), Swim +5{1 rank, +4 str}, Wilderness Lore +3{4 ranks, -1 wis}. *Feats*: Cleave, Dodge, Mobility, Spring Attack. {10 brb skill points, 2 ftr skill points}

SA—*Poisonous Skin (Ex)*: When in contact with Shuka's skin, including while grappling with him, an opponent must make a successful fortitude save (DC 18) to avoid the initial and secondary effect of 1d6 temporary strength damage.

Languages: Common, Orc, Illiterate.

Cell B

This cell contains **4 aberrant villagers** who hail from Malthlyn. They cower in the corner of this cell. Their images are twisted, having bug eyes and extra limbs added to their bodies, so that they may better serve in the Mistwood mine. They are meek and fearful of strangers and flee if given the opportunity to do so.

Villagers, Aberrant Human Com1 (4): CR 1; SZ M; HD 1d4; hp 3; Init +1 (Dex); Spd 30 ft.; AC 15 (+1 Dex, +4 natural); Atk +3 melee{+3 str} (1d6+3 [x2], claws); SQ uncanny dodge (Can't be flanked); AL N; SV Fort +0, Ref +1{+1 dex}, Will +2{+2 wis}; Str 17, Dex 12, Con 11, Int 8, Wis 14, Cha 15.

Skills: Listen +2, Profession (Miner or Farmer) +8, Ride +5, Spot +2. *Feats*: Run, Skill Focus (Profession).

Cell C

This cell contains Sir Souline, a former Waymarch Cavalry Captain, one of the last survivors of the expeditionary force that was ambushed in the Mistwoods. He and his band were utterly decimated by Mildridge, her trolls and aberrant giants, and a few carrion moths. His arms have been removed and replaced with poisonous insectlike hooks. If freed, he joins the PCs long enough to have his revenge upon the Mathens, and then takes his own life, not willing to live on with the disgrace and pain that is his constant state of being.

Sir Souline, Aberrant Male Human Ftr5: CR 5; SZ M Aberration; HD 5d10+15; hp 53; Init +7 (Dex, Improved Init); Spd 30 ft.; AC 16 (+3 Dex, +3 natural); Atk +8 melee (1d4+4 [x2], arm stinger plus poison); SA poison (Fortitude save DC 15, 1d4 Str/1d4 Str); SQ darkvision (60 ft.); AL N; SV Fort +7, Ref +4, Will +0; Str 14, Dex 17, Con 16, Int 12, Wis 5, Cha 8.

Skills: Climb +10, Jump +10, Listen +1, Spot +1. *Feats*: Blind-Fight, Combat Reflexes, Improved Initiative, Iron Will, Weapon Focus (stinger), Weapon Specialization (stinger).

SA—*Poison (Ex)*: Sir Souline has two poisonous stingers in place of his arms. A successful Fortitude save (DC 15) prevents initial or secondary damage of 1d4 temporary Strength.

He knows enough of what has been going on to tell the PCs about the powerful *heteroclite porthole*. If the PCs have disabled the Obelisks, then he tells the PCs that the strange platinum ring has been silent and created no strange tone in the time since the Obelisks were taken down.

Cell D

Empty.

Laboratory Equipment

The laboratory equipment lets off many noxious fumes. Used in the crafting of potions and distillation of poisons, these crystal clear bottles and tubes would net a fine price to alchemists. Several bottles of multicolored fluids sit in neat rows upon the table, as do several pots, jars and urns, labeled as sulfurous ash, iodine, kraken ink, powdered bone.

Treasure: 2,000 gp in laboratory equipment, which grants the user a +4 circumstance check to their Alchemy skill; 1,000 gp in rare alchemy spell components, *potion of intelligence*, *potion of darkvision*, *potion of cat's grace*, *potion of bull's strength*, *potion of ghoulish touch*, *potion of poison* (Fortitude save DC 16; 1d10 Con/1d10 Con, detects as *potion of clairvoyance*).

Vivisection Tables

The vivisection tables have strong chains upon them, complete with manacles (Hardness 10, hp 10, Break [DC 26]). Unfortunates chained to the vivisection tables soon find the meaning of pain and cruelty as their limbs are cut off and replaced with the limbs of aberrations, finally grafted permanently through the use of the *heteroclite portal*. Chained to one of the tables is a **woman** whose left arm has been removed at the shoulder. Her eyes are swollen shut, and she appears unable to speak from dehydration.

Illynda, Female Human Ftr3: CR 3; SZ M (5 ft., 3 in. tall); HD 3d10+3; hp 23; Init +6 (Dex, Improved initiative); Spd 30 ft.; AC 12 (+2 Dex); Atk +6 melee or +5 ranged; AL N; SV Fort +6, Ref +3, Will +3; Str 17, Dex 15, Con 13, Int 12, Wis 15, Cha 13.

Skills: Climb +9, Craft (bowyer) +4*, Handle Animal +7, Jump +7, Listen +2, Spot +2, Swim +6. *Feats*: Ambidexterity, Endurance, Great Fortitude, Improved Initiative, Power Attack. * a -2 penalty for not having any of the regular tools of the trade is already factored in.

Languages: Common, Sylvan.

Illynda was a member of the garrison sent from Bard's Gate to find out what the troubles were at the Mathen mines. A representative of the Lyreguard, she has been prisoner here in the Mathen Estate for nearly a month, having suffered the tortures of Mimi and Milo nearly the entire time. If healed and freed, she speaks little of her ordeal, but seeks to stay close to Sir Souline. If she is returned to Bard's Gate, the PCs receive a 1,000 gp reward from the city in recognition of helping one of their own.

Special Note: Should the Mathen family capture any of the PCs, at any time, the complexion of the adventure changes to one of rescue and revenge. Mimi immediately takes any prisoners and strips them of all belongings. These belongings are stored in the safe in Milo's room as the family prepares experiments on the PCs. Fighters are subjected to vivisection and eventual blending with some

aberrant creature. Other individuals are prepared for sacrifice in the temple of Tsathogga below the Manor house.

In this case, or in the event that Mildridge has survived to warn the family of the PCs, Mimi is found in her laboratory. The PCs enter just as she passes the first PC through the *heteroclite portal*, transforming them into an aberration, unless of course the PCs have disabled the portal by using the *ethereal diadem* on the Obelisks of chaos. In the event that the Obelisks have been disarmed, Mimi merely tortures the captured PC.

Note on Capture and Torture: Captured PCs members awaken to find themselves chained to the vivisection tables. Mimi is now dressed in her work robes, which occasionally offer a glimpse at the tentacles lining her torso. The tentacles undulate sinuously as they pick up tools for her and adjust mixtures for her potions and poisons. Mimi prefers to remove limbs from her victims. In the process of sawing off an arm, a victim must make a Fortitude save (DC 20) or faint. Mimi is an expert at her craft, however, and sees that the victim does not bleed to death. Having a limb removed in such a fashion deals 2d4 points of temporary Constitution damage to the victim, also reducing their Dexterity permanently by 2. Should Mimi decide to remove one or both of a PCs legs, the victim's movement rate is reduced to 5 feet, as they must drag themselves along on their hands.

Note: Mimi Mathen's stats are found in the NPC Appendix at the end of this module, should she be encountered in her laboratory.

Mimi, like her sister Mildridge, is beautiful but ruthless. Although not as talkative and charismatic as her brother and "husband" Milo, she babbles endlessly about her herb garden and her wonderful, creative children. Mimi speaks at length about artworks and painting, and tells tales of her paternal grandfather Wynston Mathen. When her mask of provincial ladyship is dropped, she is revealed as the ruthless and callow whore of the dark realms that she really is. Beneath her robes are 6 prehensile tentacles ending in sharp hooks.

Tactics: If encountered in the laboratory, Mimi casts *improved invisibility* and builds her defensive magic against the PCs. She uses her defensive spells such as *blink*, *shield*, *minor globe of invulnerability*, *protection from arrows*, and *stoneskin* to protect herself. She casts *haste* on herself in order to cast two spells per round. When her defenses are up, she casts *enervation* on a rogue or wizard, *cone of cold*, *spectral hand*, and *vampiric touch* until her spells are depleted. If danger comes too close to Mimi, she uses a scroll of *teleport* to move to the Temple of Tsathogga below the Manor house, where she prepares for further attacks, summoning her children to her aid with *message*. When encountered in melee, the tentacles sprouting from her torso slash at those nearby her, dealing 1d4 points of damage per attack and forcing the victim to make a Fortitude save (DC 18) or suffer from paralysis for 1d4 minutes. The tentacles retract into Mimi's body whenever she is in the mood to seduce someone the old fashioned way, with *charm person* and friendly persuasion.

Heteroclite Portal

A powerful magical device of unknown origin, powered by the Obelisks of Chaos. When activated, the device allows the user to focus chaotic and aberrant energies upon a target, transforming them into an aberrant version of their former selves, adding aberrant qualities but destroying their willpower in the process. Individuals who have had parts removed or replaced with those of an aberration are most strongly affected by the magic of the *heteroclite portal*. The process requires the victim to make a Will save (DC 20) or lose 6 points of Wisdom permanently. As the victim's wisdom is drained by the chaotic energies, their alignment shifts to chaotic neutral.

The victim must also make a Fortitude save (DC 20) or be transformed as if by a *polymorph other* spell into an aberration. The new aberration has the same general features as the original class, but bonds whatever aberrant part may be stitched to the victim, adding other aberrant qualities. A successful save means the transformation has failed and may not be repeated on the same victim for another 24 hours. Individuals thus afflicted may only be cured with a *remove curse* by a spellcaster of at least 9th level or higher, followed by a second *polymorph other* spell to change the being back to its original form.

The *heteroclite portal* may be used to transform individuals back to their natural form, provided that the Obelisks of Chaos are still functioning. To do so the user must be a divine or arcane spellcaster, minimum 6th level, and succeed in a successful Charisma check (DC 18) to properly manipulate the chaos which the portal manifests, followed by a successful Spellcraft check (DC 25) to activate the proper magic required to transform an individual back to their natural form. This knowledge and the commands to operate it may be learned through use of multiple castings of *identify* (DMs discretion), a successful Bardic Knowledge check (DC 30), casting of *legend lore*, or a Knowledge (arcana) check (DC 32).

As an artifact, the *heteroclite portal* is virtually priceless, although it ceases functioning should the Obelisks of Chaos be deactivated or destroyed.

The Heteroclite Portal

This strange platinum hoop floats over a pentagram in the southwestern corner of the room. Elliptical in shape, it is at times thin as thread, and other times thick as a man's wrist. A strange warping and bending of light surrounds it at all times.

4-28: Storage Room

This room is stacked with several boxes and locked trunks, each easily unlocked with a successful Open Lock check (DC 20). Within the various boxes and trunks are general house wares and such things as are left unpacked by a family when they move into a new home. The crates are dusty and stamped on the side with a mark of the Wheel-

wrights guild, Bard's Gate. A PC making a successful Bardic Knowledge or Knowledge (history) check (DC 20) easily gathers this information.

Hidden in one of the trunks is a family heirloom, to which Mimi has no idea the value or the danger. A Search check (DC 25) or a *detect magic* spell cast within this room reveals the hiltless blade of a bastard sword.

Treasure: The sword is the blade of *lyrgoz the wicked*. Without the hilt, the blade is merely a +1 *bastard sword*, however when the hilt is attached, it becomes a +3 *bane (aberrations) bastard sword* (Int of 12, Wis 10, Cha 12, Ego 6, ALCN). Although no forge work is needed, the hilt may only be affixed to the blade by a PC with the craft magical arms and armor feat.

Secret Door: A Search check (DC 22) reveals a secret door behind several crates is in the back of the room leading to Area 4-31.

4-29: Empty Storage Room

This room is completely empty and looks by the dust on the floor as if it has gone unused for several hundred years.

Secret Door: A Search check (DC 22) reveals the secret door in the center of the western wall leads to Area 4-31.

4-30: Ghouls in the Attic (EL 9)

Several other former members of the Mathen family and victims of their spawn cower in the shadows. As the door is opened these 12 **ghouls** attack, moaning and screaming in hunger the whole time.

Ghouls (12): CR 1; hp 13 each; see the MM.

Secret Door: There is nothing of value within this chamber. The ghouls are kept locked within this room by their living relatives to use in defense of the estate should it be attacked by outside forces. A PC making a successful Search check (DC 20) finds a hidden trapdoor in the fireplace leading to Area 4-19 stands in the southwestern corner of the chamber.

Broken furniture and dusty blankets are all that can be found within this room.

4-31: Between the Walls, Third Floor

As with other areas between the walls, this third floor "between the walls" area is narrow and winding. Cobwebs hang thickly from the rafters, and choking sheets of dust sift down upon travelers walking through the tight confines of the between the walls area. The dust is so thick that PCs walking moving between the walls must make a

Fortitude save (DC 14) for every ten minutes spent in the area or begin sneezing uncontrollably for 1d4 rounds. Creatures of medium size must move at half their normal movement rate, and may not use large weapons when fighting between the walls. Individuals of Large size or larger do not fit between the walls.

A. Poisoned Spiked Pit Trap 80 ft (CR 7): No attack roll necessary (8d6, +10 melee (1d4 spikes for 1d4+5 points of damage per successful hit plus poison); poison (Fortitude save DC 15, 1d4 Str/1d4 Str); Reflex save (DC 20) avoids; Search (DC 20); Disable Device (DC 20) Note: A permanent *silence* spell is cast at bottom of pit. The spikes are coated in scorpion venom.

B. Falling Stone Trap (CR 5): +15 melee (6d6); Search (DC 20); Disable Device (DC 25).

C. Hold Person Trap (CR 3): No attack roll necessary (*hold person* 1d6 rounds); Will save (DC 18); Search (DC 27); Disable Device (DC 27).

D. Spiked Pit Trap 80 ft: as with Pit trap A.

As before, the Mathen children lead their prey through the Between the walls with Siren abilities and the perilous coin, always staying a step ahead of the PCs as they lead them into trap after trap.

4-32: Manor Roof

The rooftop of the Manor overlooks the entire Mathen estate. From this vantagepoint, an observer can spot things happening out to the edge of the Mistwoods without difficulty. The crenellations along the roof are missing in spots, as if they had been pushed off in the past at individuals below.

Note: Should the PCs come to the Mathen estate armed for war and looking for a fight, the Mathen children push stones off the roof onto the PCs below. On a successful ranged touch attack the stones deal 3d6 points of damage, double on a critical hit. The children use the parapet as 9/10ths cover, giving them a +10 AC bonus and +4 Reflex save bonus (half damage is save is missed, no damage if save is made).

Completing This Chapter:

This chapter is completed when the PCs have discovered the Mathen Dungeon and moved down to assault the Temple of Tsathogga. At this point, it should be clear who the true enemy is and that this nefarious foe stops at nothing in their goal to spread the madness of the aberrations throughout the lands.

Part 5: Mathen Dungeon

Once the PCs have found their way to the source of evil, the Mathen Dungeon, they may well suspect a plot is afoot within the Mistwood and the Mathen Mines. This should be most apparent to adventurers unlucky enough to have found themselves guests of the Mathens. It is possible, however, that the adventurers are still a bit unclear as to whom the true enemy is. For their part, the Mathens may be unaware that someone is acting against them, unless of course Mildridge escaped and made her way here to rest in the Temple of Tsathogga.

Area 5-3 is home to **Co'Nurgral**, the beast that Lord Wynston brought back with him from Khemit. Co'Nurgral is an aberration of pure chaos. Lord Wynston played host to the Co'Nurgral's spirit on his return to his homeland.

Madrana, secretly a priestess of Tsathogga, recognized the taint of the beast within Wynston. She managed to persuade her uncle, King Yurid, to give her in marriage to Wynston. Through dark incantations she drew the beast from Wynston's body and mated with it. Thus, she spawned the abominations that Wynston believed were his own flesh and blood.

If Mildridge escaped the PCs, she informs her family of the PCs presence and then waits within Area D3, summoning

Co'Nurgral the Chaos Beast with the aid of **Hrantle**, the **dark naga**, as her sister **Mimi** works within her laboratory. If Mildridge has not escaped but the PCs have succeeded in deactivating the Obelisks of Chaos, Mimi is in the Temple of Tsathogga with Co'Nurgral, having sent Hrantle to guard Area 5-1. Other members of the Mathen family should be placed within the manor as before. The Mathen Children, if they have successfully evaded the PCs, are also in Area 5-3, spending time with their "father".

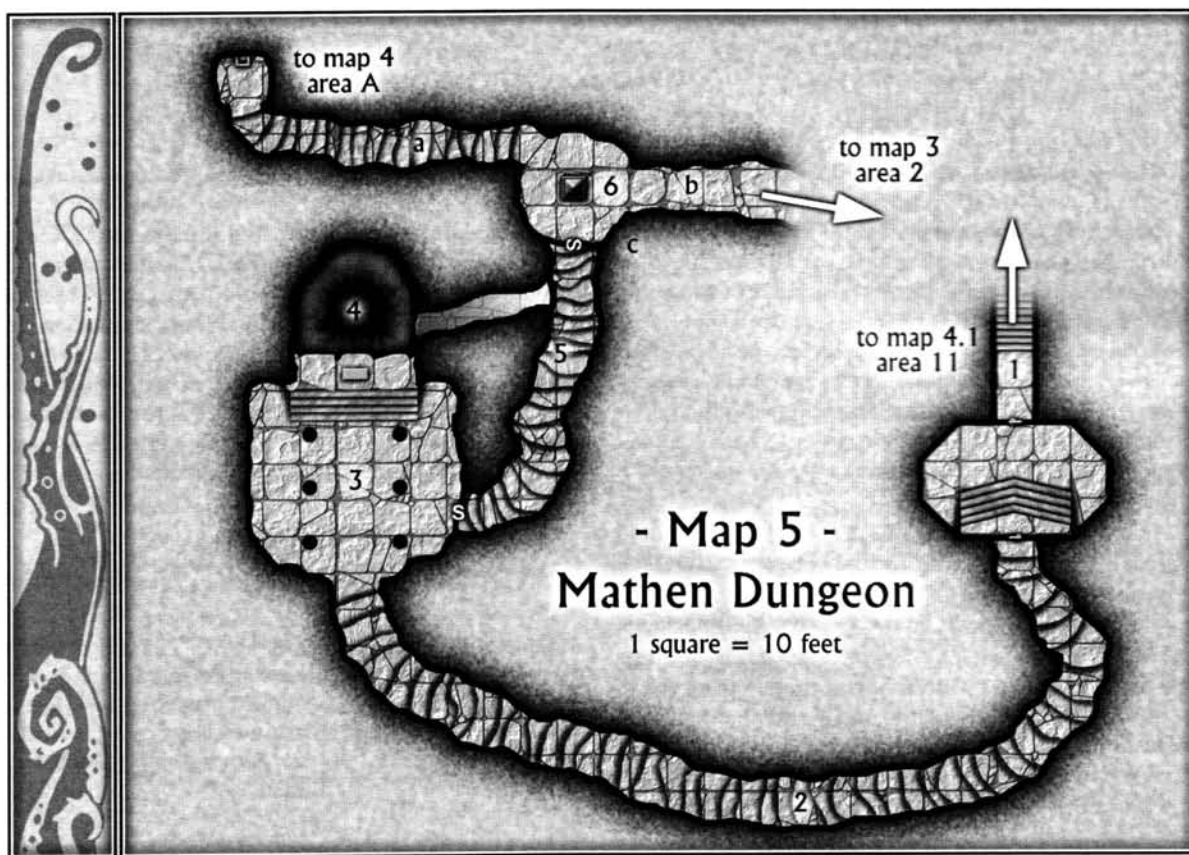
5-1: Entrance and Lower Chapel of Tsathogga (EL 8)

The staircase beneath the Chapel of Tsathogga delves deeply below the surface of the Mathen Estate until finally ending in a corridor with a stone door carved in the likeness of a great horrid frog, surrounded by creatures with wriggling tentacles. A fetid odor and wet dripping walls give a hint to what must lie beyond this door.

The door is trapped with *inflict serious wounds* spell.

Stone Door, Locked: 6 in. thick; Hardness 8; 90 hit points; Break (DC 23), Open Lock (DC 25).





Inflict Serious Wounds Trap (CR 4): No attack roll necessary (3d8+8); Search (DC 28); Disable Device (DC 28).

The chamber is hexagonal in shape with a dais at the back of the room, leading to a green door in the shape of a frog's head with bat-like ears. The door is locked, having the same stats as the locked stone door above, however it is not trapped.

An unnatural darkness exudes from the chamber beyond the door, and a rasping of scales upon stone fills the ears of all as a voice speaks out from the darkness:

"So at last the mortals bring their reavers blades to the servants of Tsathogga. The master shall enjoy his feast of souls this day of dread."

At this, a huge humanoid head upon an unnaturally long rubbery neck of purple and black scales emerges from the darkness and bares its cobra-like fangs.

Hrantle, Dark Naga: CR 8; hp 58; see the MM.

Arcane Spells Known (Cast Per Day): 0—detect magic, disrupt undead, light, mage hand, open/close, ray of frost, read magic; 1st—change self, mage armor, protection from good, shield, silent image; 2nd—mel's acid arrow, mirror image, web; 3rd—lightning bolt, haste.

Tactics: Hrantle, an old relative of the Mathens, acts as gatekeeper to the temple of Tsathogga. He stretches himself across the dais before a doorway of green bronze. Hrantle scans the minds of the PCs with his *detect thoughts* ability of to reveal their tactics. Hrantle casts *haste* immediately followed by *mirror image*. The next round he casts *web* on the PCs, and *protection from good* on himself. Hrantle makes liberal use of *lightning bolt*. Hrantle has cast *mage armor* and *shield* just before the PCs enter the cham-

ber. This, combined with *haste*, gives Hrantle an effective frontal armor class of 29.

5-2: Descending Darkness

The staircase, seemingly carved from living rock, descends at a rate of 10 feet for every 20 feet traveled, into a J-shaped passage, which leads to Area 5-3. The air is cool and damp, and the stairway is slippery, requiring a Reflex save (DC 14) to keep one's footing and not fall the entire length of the staircase, taking 3d6 points of buffeting damage if the save is failed. Strange sounds rise up from the bottom of the staircase, echoing louder and louder the further the PCs descend down into the gloom.

5-3: Temple of Tsathogga (EL 13)

The guttering light from many torches, mostly made from oil-filled human skulls, line the walls of this massive chamber, which is apparently cut from the living rock. The light reflects from the damp walls. The high ceiling is supported by two rows of carved pillars with demonic froglike beings in the embrace of foul aberrations. Painted carvings of tentacles, mandibles, and claws entwined in gruesome fornication line the way to a staircase leading to a broad dais. Atop the dais is a massive altar slick with untold slimes.

Beyond the altar is a dome of solid rock with no apparent bottom to be seen. Robed figures stand before the altar. One of the robed figures with a gleaming knife buries the blade into a screaming victim. Before the PCs may react, the victim is cast from the altar into the maw of whatever waits below the dome.

Any of the Mathen family survivors, likely to be Mimi, Milo, and the Mathen children Marko and Miya prepare for their last stand against the PCs here. The sacrifice brings Co'Nurgral from his deep hiding place to defend the Mathen birthright from all invaders. Co'Nurgral is the father to all of the Mathens, and defends his children with all the foul powers that he possesses.

Co'Nurgral: CR 13; SZH Outsider (Chaotic, Evil); HD 12d8+36; hp 102; Init +3 (Dex, Improved Initiative); Spd 20 ft., Climb 10 ft.; AC 20 (-2 size, +2 dex, +10 natural); Atk +15 melee (1d8+5 [x2], tentacles plus 1d6 acid plus corporeal instability); Reach 15 ft, SA confusion (DC 18), constriction (1d8+5 plus 1d6 acid plus corporeal instability), corporeal instability (DC 18), improved grab (grapple +25); SQ damage reduction (10/+2), immune to acid/poison/transformation, resistance to cold/electricity/fire (20), spell resistance (15), telepathy, transformation; AL CE; Save Fort +9, Ref +11, Will +9; Str 21, Dex 15, Con 17, Int 4, Wis 10, Cha 10.

Skills: Balance +13, Climb +15, Concentration +12, Escape Artist +15, Hide +12, Jump +12, Listen +12, Spot +12. **Feats:** Alertness, Dodge, Mobility, Improved Initiative, Power Attack.

SA—Acidic Flesh (Ex): A successful slam attack, or even touching Co'Nurgral's formless shape results in 1d6 points of acid damage.

SA—Confusion (Su): The presence of Co'Nurgral is so maddening that his mere presence forces foes to make a Will save (DC 18) or become affected by *confusion* as the spell cast by a 13th level sorcerer.

SA—Corporeal Instability (Su): A blow from one of Co'Nurgral's tentacles can cause a transformation of any living being he touches into a chaos beast. A living creature must make a successful Fortitude save (DC 18) or become a spongy amorphous mass. Unless controlled by an act of will, the victim's shape melts, flows, writhes and boils. The affected creature is unable to use or hold any item. Clothing, and equipment becomes useless. Dexterity drops to 4 and soft spongy feet reduce movement to one quarter normal. Amorphous creatures cannot attack, or cast spells. Amorphous beings suffer 1 point of permanent wisdom damage per round that they remain in an amorphous state due to mental shock. A creature with a strong sense of self can regain its own shape by taking a standard action to perform a Charisma check (DC 15). Success re-establishes the creature's normal form for 1 minute. On a failure, the creature can still repeat the check each round until successful. Corporeal instability may only be cured by use of a *restoration*, a *greater restoration*, or a *heal*. Only a second *restoration* returns any lost Wisdom.

SA—Improved Grab (Ex): To use this ability Co'Nurgral must hit an opponent of up to large size with its tentacle attack. If it gets a hold, it can constrict its opponent.

SQ—Telepathy (Su): Co'Nurgral's near mindless gibbering is heard by anyone within 100 ft of it.

SQ—Tsathogga Spawn Qualities (Ex): Co'Nurgral is immune to poison and acid and transformation as he has no solid form. In addition, he has electricity, fire, and cold resistance 20.

Co'Nurgral is the formless spawn of Tsathogga, vomited forth from the croaking god's rubbery lips. Summoned from the river Styx by Tsathar frog priests of Tsathogga, Co'Nurgral was fused into Lord Wynston Mathen during a long ritual of un-holiness and evil. It is from this font of chaos and evil that the Mathen spawns of Tsathogga were born to Madrana Mathen.

As the chanting stops, the Mathens turn towards the PCs and Miya says: "*Welcome now and have fear for the father draws ever near your mind he will surely crack, your flesh shall join his in a slithering mass as all of your efforts fail at last.*"

As the child speaks, a slithering mass of bulging flesh and quivering tentacles creeps from the base of the hollow dome behind her, stroking her tenderly as it passes her by, and then vomiting itself around the Altar of the Frog.

Tactics: The surviving Mathens use whatever spells and weapons they still have left at their disposal, attempting to goad the PCs closer to them so that Co'Nurgral can strike with his *tentacles*. Miya especially uses her siren song ability to draw victims closer to the Altar of Tsathogga. If the Co'Nurgral looks close to being defeated by the PCs, the Mathens dive into his gibbering mass and allow themselves to be dissolved within him, healing him 1 hit point per hit die, screaming: "*For The Father!*" as they do so.

Note: If the PCs killed the spectre of Madrana, and have uncovered and put the pieces of *Lyrgoz the Wicked* together, the ghost of Wynston Mathen appears. Wynston takes the blade from its bearer and begins to assault Co'Nurgral, fighting as a 10th level Fighter. When the Mathens and Co'Nurgral are defeated, Wynston's ghostly form turns to the PCs to say:

"Blessings of a dead fool to thee, for thou hast truly saved my soul, take this blade and with it I charge you to continue the bloody work which has been done here this day. Do not rest until the taint of Aberrations has been swept from the lands of good folk everywhere."

With these words, he dissipates for the last time, a grim smile upon his transparent features.

If the PCs found the blade and completed these tasks, survivors should be granted an additional experience point bonus as if they had defeated a CR 12 encounter, on top of any experience earned through defeating monsters and traps.

PCs making a successful Search check (DC 20) find an unlocked secret door in the southeast of the temple leads to Area D-5.

The Altar of Tsathogga acts as an *unhallow* spell affecting the chamber against law and good.

The Altar: Hardness 8; hp 540; Break (DC 50).

Secret Stone Door: 3 in. thick; Hardness 8; hp 45; Search (DC 20).

5-4: The Dome of Co'Nurgral

Co'Nurgral balances himself over this 100-foot-deep pit, lashing out with his gruesome attacks. The field of chaos generated in this area is so strong that a Will save (DC 13) must be made or non-chaotic individuals become *confused*, similar to the spell.

5-5: Staircase to the Guardian Obelisk (EL 2)

One hundred and sixty six steps running roughly north and south lead onwards into darkness.

The staircase is slippery, requiring a Reflex save (DC 14) to avoid falling. Approximately 140 feet up the staircase is a slide trap.

Slide Trap (CR 2): No attack roll necessary (2d6 points of buffeting damage); Reflex (DC 20) avoids; Search (DC 20); Disable Device (DC 20). This trap drops unfortunates down a smoothed chute and into the 100-foot-deep pit which is the home of Co'Nurgral.

At the end of the natural staircase is Area 5-6C. The unlocked secret door, once located, opens easily into Area 5-6.

Secret Stone Door: 3 in. thick; Hardness 8; hp 45; Search (DC 20).

5-6: The Guardian Obelisk (EL 4)

Standing in the center of the chamber is the Guardian Obelisk, which begins to crackle with a shadowy energy as soon as the PCs approach. This obelisk is enchanted with a *magical circle against good* directed inwards. It is an extra-planar device and activates whenever a being of a good alignment steps within the cavern, trapping them inside the circle. The obelisk cannot be permanently dispelled, although *dispel magic* or *break enchantment* (DC 25) dampens the effect of the *magic circle against good* for 1d4 hours, allowing other individuals to escape the circle. The only way to completely disarm the obelisk is with the *ethereal diadem* in the possession of Fluoplilth in Area 3-6 of the **Carrion Moth Caverns**, or by smashing it down with force.

The obelisk fires a black bolt of raw chaotic energy every round. The bolt is a +15 to hit, ranged touch attack, and does 5d6 hit points of energy damage against non-evil opponents within 30 feet of the obelisk. The obelisk continues to fire energy bolts at targets for as long as individuals remain within 30 feet. The obelisk stops firing if commanded by the *ethereal diadem* or destroyed by blows.

Obelisk: 3 ft. thick; Hardness 8; Hit Points 250; Break (DC 50); Damage Reduction (50/+2).

5-6a: Stairway to Stables

A long natural staircase extends upwards until reaching a 10-foot-tall ladder. A trapdoor above the ladder leads to Pen G of the Stables.

5-6b: The Guardian Obelisk, Western Entrance

Traversing this long subterranean corridor leads to Area 3-3.

5-6C: One Way Door

This secret door (Search [DC 25]) opens only from south to north from Area 5-5. Unless bypassed using *rock to mud* or *passwall*, the door is virtually impregnable. This secret door has been long forgotten by the Mathens themselves although all unwittingly know the password. The secret password may be detected through interrogation or a lengthy use of *detect thoughts*. The password is, *In the Embrace of our Father*, which is the secret family motto, adopted some years after the death of Lord Wynston. A bard who succeeds with a Bardic Knowledge check (DC 31), or use of the spell *legend lore* may allow a PC to recall this motto scribed upon a shield somewhere in the estate, such as the great hall or the trophy room.

Secret Stone Door, Magically Secured: 12 in. thick; Hardness 8; hp 180; Search (DC 25); Break (DC 40).

Conclusions

Once the PCs have defeated the Mathen Family, disrupted the Obelisks of Chaos and cast down Co'Nurgral, congratulate them on a job well done. Certainly, at the end of this adventure, it is possible there are some loose ends to tie up. For example - did the PCs visit Malthlyn? If so, they have quite possibly saved the entire village. Kudos on a job well done!

On the other hand, some of the Mathens' cohorts, such as Mr. Deagle, Mr. Tronkley, or Miss Floris, may have escaped. In this event, the PCs now have pause to watch their backs, as these dangerous foes do not forget what has been taken from them. Perhaps the PCs shall decide to take over the operations of the mine, and completely clear out the Mathen Estate and make it their new base. As with all things in the game, the possibilities for further adventure are as endless as the imaginations of players and DM. Remember that the darkness does not rest and the machinations of the forces of Evil are ever moving, tempting the PCs to even greater triumphs and tragedies.

Monster Appendix

Listed on the following pages are new monsters appearing in *Aberrations*.

Aberrant Giant

Large Aberration

Hit Dice: 8d8+24 (60 hp)
Initiative: -1 (Dex)
Speed: 20 ft. (hides); base 30 ft.
AC: 18 (-1 size, -1 Dex, +7 natural, +3 hide)
Attacks: Huge greatclub +11/+6 melee
Damage: Huge greatclub 2d6+9
Special Qualities: Darkvision 60 ft.
Face/Reach: 5 ft. by 5 ft./10 ft.
Saves: Fort +5, Ref +1, Will +8
Abilities: Str 23, Dex 8, Con 17, Int 10, Wis 14, Cha 12
Skills: Climb +12, Hide +2, Listen +8, Move Silently +6, Spot +8
Feats: Cleave, Power Attack
Climate/Terrain: Any mountains and underground
Organization: Solitary, gang (2-5), band (6-9 plus 35% noncombatants), hunting/raiding/trading party (6-9), or tribe (21-30 plus 35% noncombatants plus 1 adept, cleric, or sorcerer of 3rd or 4th level)
Challenge Rating: 5
Treasure: Standard
Alignment: Usually chaotic evil
Advancement: By character class

1d10	Deformity	Effect
1.	Misplaced arm	-
2.	Extra arm	One additional attack at lowest attack bonus racial modifier of +4 to Spot check
3.	Eyes on side of head	All-around vision (can't be flanked; +4 to Spot checks)
4.	Single eye in back of head	-
5.	Hunched back or hump	-
6.	Pointed or elongated head	-
7.	Long flapping ears	-
8.	Huge ears	Racial bonus of +4 to Listen checks
9.	Oversized nose	Gains the Scent special quality
10.	Huge feet or short legs	+2 on Balance checks

Aberrants are hideous, deformed giants. Each stands about 14 feet tall and all have malformed, grotesquely deformed bodies and limbs. Aberrants are covered in coarse, dark hair or blisters (for those without body hair).

Aberrants are shunned by other giants and take great pleasure in attacking, killing, or maiming other giants and those that despise them.

Combat

Aberrants attack using massive clubs or chains. Their various deformities prevent them from hurling rocks.

Aberrant Deformities

Each aberrant giant has terrible deformities, such as a misplaced arm; huge feet on short legs; eyes on the side of the head like a fish; a single eye in the back of the head, and so on. Some of these can affect the giant's abilities. DM's can either roll randomly or choose 1d4-1 deformities from the table to the above right. If two or more deformities seem not to work well together, roll or choose another.

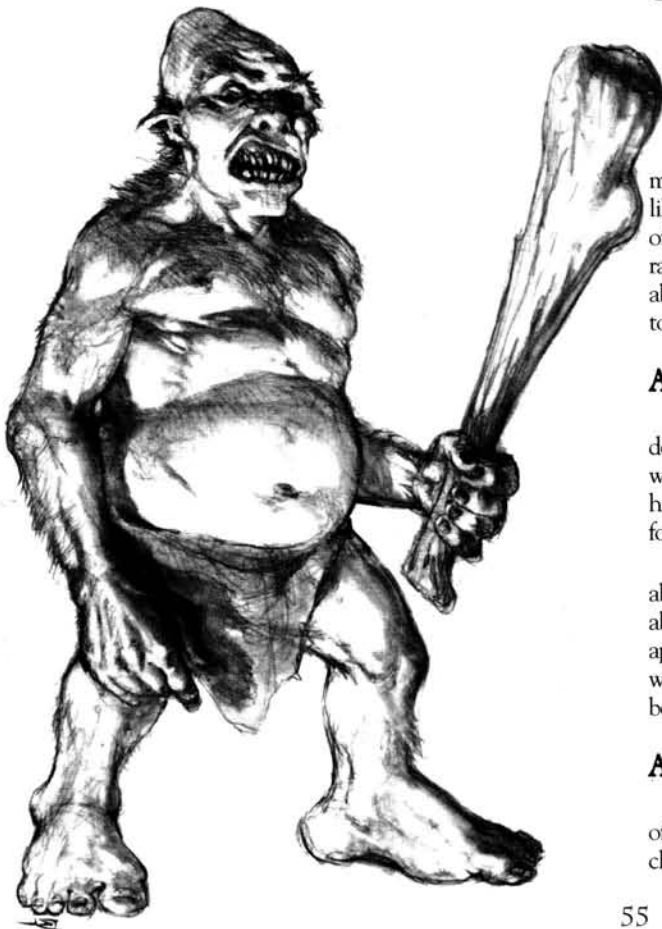
Aberrant Giant Society

Aberrants make their homes in caves, abandoned mines, or deep underground away from civilization. They shun contact with outsiders except when raiding or ambushing travelers who have ventured near their lair. Captured trespassers are kept for food, slaves, or traded to other aberrant clans for goods.

The strong rule and the weak fall. That is the way of life for the aberrants. Each tribe or clan is led by the largest and strongest aberrant. All others rank beneath the leader. New leaders are appointed when the current leader dies. A contest of skill is held with the survivor being elected the new tribal leader and the loser being buried with his fellow giants.

Aberrant Giant Characters

Most groups of aberrants include clerics with access to any two of the following domains: Chaos, Evil, Trickery, and War (most choose Chaos and Trickery).



Carrion Moth

Large Aberration

Hit Dice:	5d8+10 (32 hp)
Initiative:	+4 (Dex)
Speed:	30 ft., climb 15 ft., fly 60 ft. (good)
AC:	20 (-1 size, +4 Dex, +7 natural)
Attacks:	4 tentacles +5 melee, pincers +0 melee, bite +0 melee
Damage:	Tentacle paralysis, pincers 1d8+3, bite 1d4+1
Face/Reach:	5 ft. by 10 ft./5 ft.
Special Attacks:	Paralysis, confusion, stench
Special Qualities:	Scent
Saves:	Fort +3, Ref +5, Will +6
Abilities:	Str 16, Dex 18, Con 14, Int 1, Wis 15, Cha 6
Skills:	Climb +13, Listen +7, Spot +7
Feats:	Alertness
Climate/Terrain:	Any forest and underground
Organization:	Solitary or swarm (2-12)
Challenge Rating:	5
Treasure:	None
Alignment:	Always neutral
Advancement:	6-8 HD (Large); 8-15 (Huge)

The Carrion Moth is the rarely seen adult form of the Carrion Crawler. These creatures, upon emerging from their cocoon generally live only long enough to mate, lay a clutch of eggs and die within a 48 hours of attaining their maturity. Prior to the mating and egg laying ritual, the creatures go on a feeding frenzy, eating as much flesh, living or dead that they can to provide nutrition for their young, often leaving a few rotting corpses next to their egg sacks for the newborn Crawlers to feed upon.

The Carrion Moth appears as a large, or huge moth like creature with beautiful wings that often show patterns which some mistake as a large skull upon their back. These wings possess tiny holes or veins within them which when flapped create a high-pitched repetitive wail which some say drives living creatures that hear it madness.

The body of the creature is insect like, although not visibly segmented, indicating an almost slug like appearance. The carrion moth's head is similar to the immature Carrion Crawler, possessing four tentacles that excrete a paralyzing gel. Bracketing the Carrion Moths head are a pair of thin needlelike pincers used to pin down its prey.

The few individuals who have survived an encounter with a swarm of Carrion Moths tell stories of a foul odor of the grave that bursts forth from its slug like body at death. Once settled this cloud of filth often becomes host to

a mold like fungus that can be found growing in areas where these creatures mate. This odd fungal growth has given rise to the nickname of "Mushbug," and entire legends have developed around the finding of such patches of black fungus in wilderness and subterranean locations.

It is said that when the Carrion Moth is in its feeding frenzy, they are drawn by the scent of corpses, as well as torchlight and campfires.

Combat

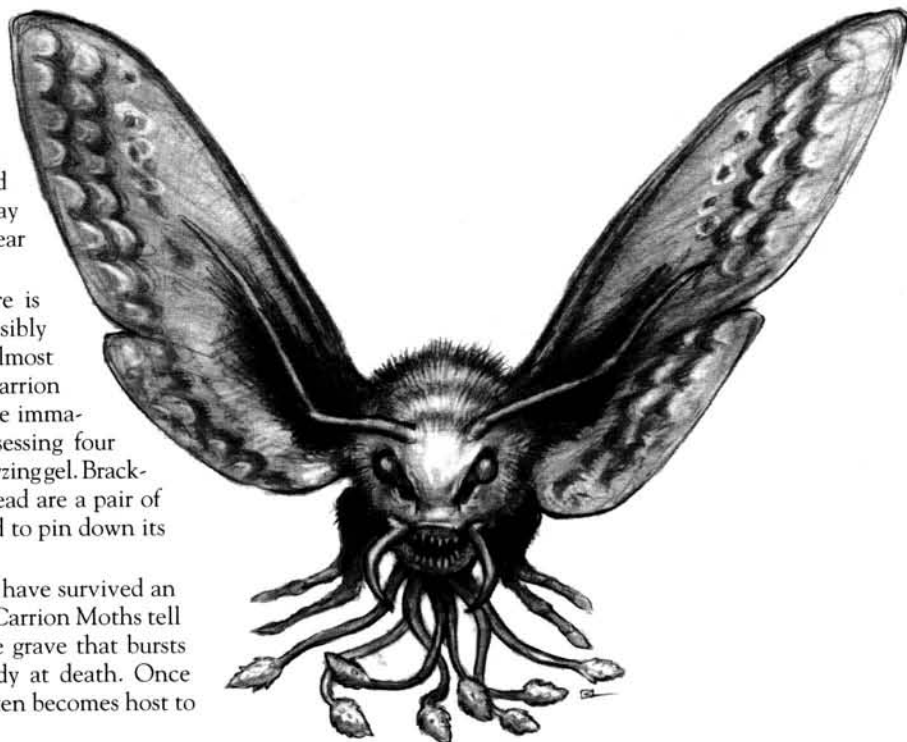
The carrion moth attacks by allowing the strange sonic whine of its wings to confuse its enemies, moving in to paralyze threatening creatures and attacking hopeless foes with pincers. A carrion moth may attempt to grab small or medium sized opponents with its pincers flying into the air with them and dropping them from great heights to soften them up.

Paralysis (Ex): Creatures touched by the carrion moths face tentacles must succeed at a Fortitude save (DC 14) or be paralyzed for 2d6 minutes.

Confusion (Su): The flapping wings of the carrion moth emit a mind-numbing drone, similar to a locust. Creatures within an 80-foot radius must make a Will save (DC 14) or become *confused* (as per the spell cast by a 5th level sorcerer) for the next 1d8 rounds. Once the save is made, that creature cannot be affected by the droning of that carrion moth for one day.

Stench (Ex): When a carrion moth is killed, the body breaks open releasing a foul smelling gas similar to the spell *stinking cloud*. Anyone within 5 feet of the carrion moth corpse must succeed at a Fortitude save (DC 14), or become nauseated and unable to attack, concentrate, or cast spells for 1d4+1 rounds.

Note: Carrion moths can be found in the *Tome of Horrors* by Necromancer Games.



Dimensional Slug

Huge Outsider

Hit Dice:	12d8+12 (66 hp)
Initiative:	4 (improved initiative)
Speed:	20 ft., burrow 10 ft., climb 10 ft.
AC:	16 (-2 size, +8 natural)
Attacks:	Bite +12 melee
Damage:	Bite 2d6+6
Face/Reach:	10 ft. by 20-ft./10 ft.
Special Attacks:	Crush, Spit acid
Special Qualities:	Immune to blunt weapons, blind sight, damage reduction 10/+1, plane shift (ethereal).
Saves:	Fort +7, Reflex +6, Will +6
Abilities:	Str 19, Dex 10, Con 12, Int-, Wis 10, Cha 2.
Skills:	Listen +12, Climb +10
Feats:	Alertness, Improved Initiative
Climate/Terrain:	Any underground or ethereal plane
Organization:	Solitary
Challenge Rating:	8
Treasure:	None
Alignment:	Usually neutra
Advancement:	13-21 HD (Huge); 22-36 HD (Gargantuan)

Dimensional slugs are a huge version of the normal slug. The dimensional slug commonly dwells within the ethereal in close proximity to standard reality. They feed upon the detritus, which sometimes is drawn into the ether, and occasionally shift themselves into standard reality to feed.

Combat

Dimensional slugs commonly attack by spraying acid and crushing opponents. Their fibrous bodies make them immune to crushing attacks. Dimensional slugs are largely unintelligent beings by measurable standards of intellect, however they do sense pain, and use their plane shift abilities to get away from it.

Crush (Ex): A dimensional slug can rear up and crush up to 2 medium or 4 small sized creatures within reach as a standard attack action by belly-flopping on top of them. Creatures in the area of effect must succeed at a Reflex save (DC 17) or suffer 4d6+10 points of damage, being automatically pinned in the process. If the slug chooses to maintain the pin, treat as normal grapple attack. Pinned opponents take crushing damage each round if they do not escape.

Spit Acid (Ex): Stream of acid, 5-feet-high, 5-feet-wide, and 60-feet-long, once per round, for 4d8 points of damage, Reflex save (DC 17) for half. Individuals failing their Reflex save must make saves for arms and equipment or see it destroyed instantly. Dimensional slugs are immune to their own acid and the acid of other dimensional slugs.

Blindsight (Ex): Ethereal organs have no visual organs but can ascertain all foes within 60 feet using sound, scent and vibration.

Damage Reduction (Ex): As outsiders have a damage reduction of 10/+1.

Immune to Blunt Weapons (Ex): Due to its fibrous soft tissue and lack of bones, a giant slug takes no damage from bludgeoning attacks.

Plane Shift (Su): The dimensional slug can enter the ethereal or material plane as a full round standard action.



Fungus, Azure

Medium-size Plant

Hit Dice: 2d8+6 (15 hp)
Initiative: -5 (Dex)
Speed: 0 ft.
AC: 13 (-5 Dex, +8 natural)
Attacks: None
Damage: None
Face/Reach: 5 ft. by 5 ft./0 ft.
Special Attacks: Hypnotic Spore Cloud (poison)
Special Qualities: Plant Qualities
Saves: Fort +6, Reflex -, Will +0
Abilities: Str -, Dex -, Con 16, Int 1, Wis 11, Cha 9
Climate: Any underground or deep timber temperate forest
Organization: Solitary, patch (2-4), colony 5-20, or mixed patch (2-4 shriekers, 2-4 violet fungi, 2-4 Azure fungus)

Challenge Rating: 2

Alignment: Neutral
Advancement: 3-6 HD (Medium size)

The azure fungus is of a similar species to the violent fungus and the shrieker. It has a mushroom cap about the size of a large wooden shield, and gives off a faint luminescent bluish glow. The azure fungi is a parasitic creature, surviving on the decomposing flesh of its victims. Drow elves

consider these plants to be a delicacy and call them *duerise fathieli*, or death's delight, for the danger involved in harvesting them.

Combat

The Azure fungi, traps its victims in a trance by spraying out a cloud of spores which causes its victims to fall into a hypnotic stupor, where they eventually starve to death and slowly consumed.

Plant: Immune to mind-influencing effects, poison, sleep, paralysis, stunning, and polymorph. Not subject to critical hits.

Tremorsense (Ex): An azure fungus automatically senses any creature within 20 ft of it that is in contact with the ground.

Hypnotic Spore Cloud (Ex): As a standard action an azure fungi releases a poisonous cloud of hypnotic spores in a 10-foot-radius. Living beings caught within the cloud must make a Fortitude save (DC 19) or fall into a catatonic stupor for 1d4 rounds. Individuals failing their initial save must make a secondary Fortitude save (DC 19), or begin to hallucinate, seeing friends and allies as enemies and acting as if under the effects of *confusion* for 2d6 minutes.



Scarecrow

Medium-Size Construct

Hit Dice:	5d10 (27 hp)
Initiative:	+0
Speed:	20 ft. (can't run)
AC:	14 (+4 natural)
Attacks:	2 slams +5 melee
Damage:	Slam 1d6+2 and fascination
Face/Reach:	5 ft. by 5 ft./5 ft.
Special Attacks:	Fascination
Special Qualities:	Construct, immunity to cold, fire vulnerability
Saves:	Fort +1, Ref +1, Will +1
Abilities:	Str 15, Dex 10, Con -, Int -, Wis 11, Cha 10
Climate/Terrain:	Any land
Organization:	Solitary
Challenge Rating:	5
Treasure:	None
Alignment:	Always neutral
Advancement:	6-9 HD (Medium-size) 10-15 HD (Large)

The animated scarecrow is nearly indistinguishable from a normal scarecrow. Close examination, however, reveals a tiny spark of red light in its eyes (Spot check DC 15 to notice). Each scarecrow is unique in construction and design, but most are about 6 feet tall, constructed of wood and ropes, and stuffed with straw or grass. Scarecrows are most often used as guardians to keep out would-be treasure hunters or trespassers.

Combat

A scarecrow attempts to charm the most powerful opponent it faces using its gaze attack. If it succeeds, it pummels that foe with its fists until the opponent is dead. It does not completely ignore other combatants, however, as it uses its gaze attack to charm them so it can deal with them once its primary foe is dead.

Fascination (Su): Gaze or slam — permanently paralyzed until the scarecrow is destroyed or moves more than 300 feet away, 30-foot range (gaze), Will save (DC 12). Each round a scarecrow attacks, a fascinated foe receives a new Will save (same DC) to break free of the fascination effect. The DC increases by 1 for each round the creature fails to break free.

Immunity to Cold (Ex): A scarecrow is immune to all cold-based effects.

Fire Vulnerability (Ex): The scarecrow takes double damage from fire unless a saving throw for half damage is allowed, in which case it takes half damage on a success and double damage on a failure.

Construct: Immune to mind-influencing effects and to poison, sleep, paralysis, stunning, disease, death effects, and necromantic effects. Not subject to critical hits, subdual damage, ability damage, ability drain, energy drain, or death from massive damage. Immune to any effects that require a Fortitude save, unless such effects target objects.

Construction

Each scarecrow varies in appearance: one may have a stuffed straw head, for example, while another has a pumpkin for a head. Whatever the differences, scarecrows do have some elements in common: their bodies and all limbs are constructed of wood and bound by ropes; their clothes are almost always dirty and ragged; and most scarecrows are stuffed with straw or grass.

A scarecrow costs 30,000 gp to create, which includes 800 gp for the construction of the body. Assembling the body requires a successful Craft (sculpting or woodworking) check (DC 12). The creator must be 6th level and able to cast divine spells. Completing the ritual drains 600 XP from the creator and requires *animate objects*, *command*, *hold person*, and *prayer*.

Note: Scarecrows can be found in the *Tome of Horrors* by Necromancer Games.



Slime Crawler

Medium-Size Aberration

Hit Dice:	1d8+1 (5 hp)
Initiative:	+2 (Dex)
Speed:	20 ft.
AC:	15 (+2 Dex, +3 natural)
Attacks:	4 tentacle slaps+1 melee, bite -4 melee
Damage:	Tentacle slap 1d2+1, bite 1d2
Face/Reach:	5 ft. by 5 ft./5 ft.
Special Attacks:	Improved grab, constrict 1d2+1
Special Qualities:	Scent, slippery
Saves:	Fort +1, Ref +2, Will +3
Abilities:	Str 12, Dex 14, Con 12, Int 1, Wis 12, Cha 6
Skills:	Climb +4, Escape Artist +14, Listen +3, Spot +3
Feats:	Alertness
Climate/Terrain:	Any land
Organization:	Solitary, cluster (2-5), swarm (5-10) or nest (10-20)
Challenge Rating:	1
Treasure:	None
Alignment:	Always neutral
Advancement:	2 HD (Medium-size)

Slime crawlers are the immature version of the carrion crawler as it first bursts forth from the egg sack. A slime crawler is not often seen as it remains near the rotting corpses left behind by its parents until it matures as a full carrion crawler. This process usually takes two to three weeks before the metamorphosis to full carrion crawler takes place.

More slug like than caterpillar like at this stage, the creature has only the buds of the adult creatures hooked legs and measures between 3 feet to 5 feet long and has four tentacles which sprout below its throat. Slime crawlers are known to leave behind a slippery substance beneath them which oozes from glands in their mouth. This slippery gel, in an adult carrion crawler causes paralysis, but in the immature crawler is merely a nuisance.

Combat

Slime crawlers leave behind a slippery trail of goo behind them wherever they crawl, and their bodies are covered with the slippery gel substance. When hungry or threatened they attempt to grapple an opponent with their tentacles and constrict their opponent until either it or the opponent is dead.

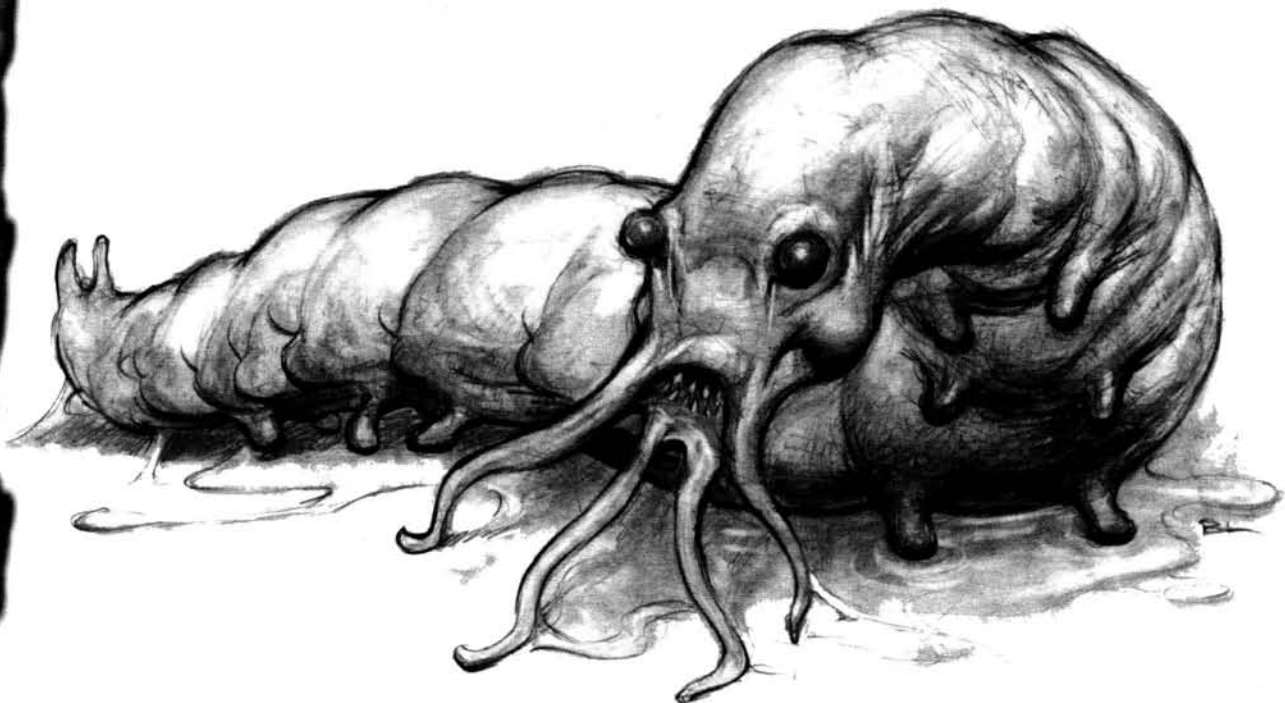
Improved Grab (Ex): To use this ability, the slime crawler must hit an opponent of up to Small size with a tentacle attack. If it gets a hold, it can constrict. The slime crawler has a grapple bonus of +1.

Constrict (Ex): A slime crawler deals 1d2+1 points of damage with a successful grapple check (grapple bonus +1) against opponents of up to Small size.

Slippery (Ex): Creatures stepping on the goo left behind when a slime crawler moves through an area must succeed at a Reflex save (DC 11) or slip and fall in the slippery substance. The goo remains in an area for 1d2 hours before losing its potency.

Skills: Due to their slippery secretions, slime crawlers receive a +12 racial bonus to Escape Artist checks.

Note: Slime crawlers can be found in the *Tome of Horrors* by **Necromancer Games**.



NPC Appendix

This appendix details the Mathen family and their retainers. It includes a brief description of the family member, their stat block, and suggestions for role playing them.

Mr. Tronkley, Male Human, Ftr7

CR 7; SZ M (6 ft., 0 in. tall); HD 7d10+21; hp 69; Init +6 (Dex, Improved Initiative); Spd 30 ft.; AC 19 (+2 Dex, +5 armor, +2 buckler); Atk +14/+9 melee (2d6+8, +2 *greatsword*, crit 19-20) or +11/+6 ranged (1d6+4, mighty [+3] composite shortbow w/+1 arrows, crit x3, range 70 ft.); AL CE; SV Fort +8, Ref +4, Will +3; Str 18, Dex 15, Con 16, Int 14, Wis 13, Cha 12.

Skills: Bluff +6, Climb +6, Diplomacy +3, Escape Artist +2, Gather Information +3, Handle Animal +9, Listen +1, Pick Pocket +5, Ride (horses) +11, Spot +3, Swim -3. **Feats:** Combat Reflexes, Dodge, Improved Initiative, Mobility, Spring Attack, Power Attack, Weapon Focus (composite shortbow), Weapon Focus (greatsword).

Languages: Abyssal, Common, Dwarven.

Possessions: +2 *greatsword*, +1 *chain shirt*, +1 *buckler*, mighty (+3) composite short bow, 20 +1 *arrows*, *amulet of undetectable alignment*, 3 *potions of cure moderate wounds* (caster level 6).

Mr. Tronkley is a muscular, well-tanned man who appears to be in his mid thirties. His thin hair and grizzly brown moustache, weak chin and large adam's apple gives him every appearance of being the dim but amicable country yokel.

Mr. Tronkley acts as stable hand, beast handler, and bodyguard to the Mathen family. A devout worshipper of all that is chaotic and evil, Mr. Tronkley combines honed combat skills with keen intellect making him truly devastating opponent.

Role Play: Mr. Tronkley is likely the first member of the Mathen family that the PCs encounter and combines his considerable Bluff skill with his *amulet of undetectable alignment* to charm and disorient the PCs into thinking that he too is merely a victim of the strange aberrant menace in the Moonfog Hills and not actually a major part of it.

Mr. Deagle, Male Human, Clr9 (Tsathogga)

CR 9; SZ M (5 ft., 10 in. tall); HD 7d8+7; hp 52; Init +0; Spd 20 ft.; AC 20 (+8 armor, +2 shield); Atk +9/+4 melee (1d8+3, +2 *trident*) or +6 ranged; SA spells; AL CE; SV Fort +7, Ref +3, Will +9; Str 12, Dex 10, Con 12, Int 16, Wis 17, Cha 10.

Skills: Alchemy +6, Concentration +13, Forgery +5, Handle Animal +1, Jump -4, Knowledge (religion) +5, Listen +5, Move Silently -1, Open Lock +3, Profession (herbalist) +4, Scry +12, Spot +8, Swim -6. **Feats:** Alertness, Blind Fight, Craft Magical Arms and Armor, Craft Wands, Spell Penetration.

Unholy Spells Prepared (6, 5, 5, 4, 2, 1; base DC 13 + *spell level*): 0—detect magic x2, detect poison, guidance, resistance; 1st—bless, doom, divine favor, protection

from good, sanctuary; 2nd—death knell, bull's strength, darkness, hold person, silence; 3rd—bestow curse, contagion, cause serious wounds, dispel magic; 4th—divine power, freedom of movement; 5th—slay living.

Domain Spells (Death, Destruction): 1st—inflict light wounds; 2nd—death knell; 3rd—animate dead; 4th—inflict critical wounds; 5th—circle of doom.

Domain Abilities: Unholy smite +4 to hit +9 damage once per day. Once per day, Mr. Deagle may make a *death touch* by making a successful touch attack against an opponent. If Mr. Deagle scores more than his opponents current hit points on a roll of 9d6 the victim dies.

Languages: Abyssal, Aquan, Common, Infernal.

Possessions: +2 *trident*, +1 *glamored half-plate* (*appears as normal suit of clothes*), *wand cure moderate wounds* (43 charge), large steel shield.

Mr. Deagle is a middle-aged man of stone grey hair and stuffy demeanor. He acts as butler, confidant, and spiritual guide of the Mathen family. Mr. Deagle is an anomaly, being one of a very select few human priests of Tsathogga, trained at the Temple of the Frog in the Stoneheart Mountain dungeon who has learned the secrets of the frog. Mr. Deagle has strong ties to the Violet Brotherhood, a sect of arcane spellcasters who worship Tsathogga highest amongst all beings of chaos, evil, and entropy.

Role-Play: Mr. Deagle prefers to listen and observe and offers little or no information if questioned. Once revealed as a servant of Tsathogga, he shows himself a shrewd tactician, using undead, and the power granted him by his gibbering god to bring death and destruction to his opponents.

Milo Mathen, Aberrant Male Human, Sor9

CR 10; SZ M (5 ft., 11 in. tall); HD 9d4+9; hp 38; Init +1 (Dex); Spd 30 ft.; AC 16 (+1 dex, +5 bracers); Atk +4 melee (1d5[x6] tentacles plus paralysis), +3 melee, or +5 ranged; SA spells paralysis (Fort save DC 18, 1d4 minutes); SV Fort +3, Ref +3, Will +6; AL CE; Str 9, Dex 9(12), Con 13, Int 14, Wis 11, Cha 18.

Skills: Alchemy +11, Bluff +6, Concentration +10, Craft (taxidermy) +6, Craft (trap making) +7, Diplomacy +6, Knowledge (arcana) +14, Listen +1, Spellcraft +12, Spot +0. **Feats:** Combat Casting, Craft Wand, Craft Wondrous Item, Silent spell, Spell Penetration.

Arcane Spells Known (Cast Per Day: 6/7/7/7/5; base DC 14 + *spell level*): 0—dancing lights, detect magic, ghost sound, light, mage hand, prestidigitation, ray of frost, read magic; 1st—chill touch, mage armor, message, summon monster I, true strike; 2nd—endurance, spectral hand, acid arrow, web; 3rd—blink, haste, lightning bolt; 4th—improved invisibility, enervation.

Languages: Common, Draconic, Giant.

Possessions: *wand of arcane lock* (50 charges), +5 *bracers of armor*, +3 *gloves of dexterity*, *boots of speed*, *wand of bull's strength* (20 charges, caster level 5), *amulet of undetectable alignment*, *arcane scroll* (*summon monster V*), 100 pp.

Milo Mathen, the handsome mouthpiece and figure-head of the Mathen family is a skilled sorcerer who manipulates problems and situations to the Mathens' favor. He is tall and thin, with a shaved head and face. He dresses in the garb of nobility, wearing dazzling violet doublets and hose and often an ermine lined cloak of deep emerald green.

Milo is actually the brother of his "wife" Mimi, and a direct descendent of Madrana Mathen from her original coupling with Co'Nurgral, the formless spawn of Tsathogga. Due to this curious bloodline, the Mathens are revered as children of Tsathogga by his Tsathar worshippers who protect the Mathens without question.

Role Play: Milo is slick and charming, using whatever means necessary to glean information from the PCs when they first meet, as long as the PCs do not come to his home with the original intent of a full out assault. He tries to win the PCs over with his charm and wit, possibly sending them on missions for coin, which he assumes will kill the PCs off quickly so he and the rest of the family can get down to business.

Miss Floris, Female Halfling, Rog/Ftr/Asn2

CR 8; SZ S (2 ft., 10 in. tall); HD 5d6+5 plus 1d10+1 plus 2d6+2; hp 44; Init +8 (Dex, Improved Initiative); Spd 20 ft.; AC 20 (+1 size, +4 Dex, +5 leather armor); Atk +13 melee (1d4+3, +2 dagger plus poison, crit 19-20) or +11 ranged (1d8+1, crossbow plus poison, crit 19-20, range 80 ft.); SA death attack (Fort save DC 12), poison use, sneak attack (+4d6); SQ evasion, uncanny dodge (dex bonus to AC), +1 poison save; AL CE; SV Fort +6, Ref +11, Will +3; Str 13, Dex 19, Con 8 (12), Int 10, Wis 14, Cha 13.

Skills: Appraise +4, Bluff +8, Climb +5, Disguise +10, Disable Device +8, Hide +16, Innuendo +5, Intimidate +3, Jump +5, Listen +4, Move Silently +14, Pick Pocket +9, Sense Motive +4, Search +4, Spot +6, Tumble +8, Use Magic Device +9. **Feats:** Combat Reflexes, Improved Initiative, Weapon Finesse (dagger), Weapon Focus (dagger).

Languages: Common, Halfling.

Possessions: +3 leather armor, +4 amulet of health, +2 dagger, 4 doses of deathblade poison, +1 light crossbow, 10 bolts, 4 potions of invisibility, 2 potions cure critical wounds, 50 pp.

Miss Floris, an assassin in league with the Violet Brotherhood acts as cook, maid, and bodyguard to the Mathen family. Her halfling heritage grants Miss Floris the ability to pose as a human child giving her an advantage as an assassin. Miss Floris is about the same size and apparent age as Miya Mathen, and often the two work in concert with one another in hunting and dispatching the Mathens' foes.

In her guise as the Mathens' cook and maid, Miss Floris is tight lipped, speaking only when spoken to by either Milo or Mimi Mathen.

Role-Play: Miss Floris is not the sharpest tool in the Mathen arsenal, but she is one of the deadliest.

Mimi Mathen, Aberrant Female Human, Wizo

CR 9; SZ M (5 ft., 2 in. tall); HD 9d4+27; hp 50; Init +2 (Dex); Spd 60 ft. (base 30 ft.); AC 15 (+2 Dex, +3 ring); Attack +4 melee (1d4 [x6], tentacles plus paralysis) or +6 ranged; SA paralysis (Fortitude save DC 18, 1d4 minutes), spells; SQ summon familiar; AL CE; SV Fort +9, Ref +8, Will +10; Str 10, Dex 14, Con 16, Int 19, Wis 12, Cha 16.

Skills: Alchemy +15, Concentration +14, Craft (aberration construction) +16, Diplomacy +5, Disguise +7, Knowledge (arcana) +14, Knowledge (religion) +15, Listen +1, Profession (vivisectionist) +10, Scry +12, Spot +. **Feats:** Craft Wand, Enlarge Spell, Maximize Spell, Point Blank Shot, Quicken Spell, Run, Scribe Scroll.

Arcane Spells Known (Prepared Per Day): 4/5/5/4/3/1/1; base DC 14 + spell level): 0—All; 1st—burning hands, charm person, chill touch, enlarge, identify, message, shield, silent image, sleep, spider climb; 2nd—blindness/deafness, blur, ghoul touch, invisibility, knock, protection from arrows, spectral hand, web; 3rd—blink, charm monster, dispel magic, fireball, flame arrow, fly, haste, lightning bolt, sleet storm, vampiric touch; 4th—bestow curse, enervation, improved invisibility, polymorph other, polymorph self, stonewalk; 5th—animate dead, cone of cold, teleport.

Languages: Abyssal, Common, Draconic, Giant, Infernal.

Possessions: +3 ring of protection, wand of magic missiles (50 charges, caster level 5), boots of striding and springing, +3 cloak of resistance, ring of mind shielding, 4 potions cure critical wounds, arcane scroll (teleport).

Mimi Mathen is the new matriarch of the Mathen family. Although she keeps silent most of the time, leaving the daily affairs of the estate to her husband and brother Milo, Mimi is very much in charge of the research into the Obelisks of Chaos and the use of the *heteroclitite portal*. A vivisectionist and torturer, Mimi is as blood-thirsty and cruel as she is beautiful to look upon. A keen eye notes the similarities in her glossy black hair and her shimmering green eyes to her younger sister Mildridge. Taking a page from her maternal great grandmother Madrana, Mimi has coupled with Co'Nurgral, spawn of Tsathogga and borne two children of its seed.

Role-Play: Mimi Mathen portrays herself as an affluent and pampered lady who enjoys her garden and her hobbies. Her hobbies just happen to include raising an army of aberrations to devour the world, and practicing vivisection.

Miya Mathen, Child of Co'Nurgral, Brd7

CR 9; SZ S; HD 7d6+21; hp 44; Init +2 (Dex); Spd 20 ft.; AC 20 (+1 size, +2 Dex, +1 natural, +3 bracers, +3 ring); Atk +6 melee (1d6, +2 keen cleaver, crit 19-20/x3) or +8 ranged; SA siren song (DC 17); SQ bardic knowledge, bardic music (counter song, inspire courage, inspire confidence), cold resistance (10), damage reduction (10/+1), darkvision (60 ft.), fire resistance (10), spell-like

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abilities, SR (14); AL CE; SV Fort +5, Ref +7, Will +5; Str 6, Dex 15, Con 16, Int 11, Wis 10, Cha 18.

Skills: Hide +12, Listen +0, Move Silently +10, Perform (chant, dance, juggling, limericks, melody, mime, ode, recorder, storytelling, whistling) +16, Scry +7, Spot +0, Swim +8, Use Magic Device +13. **Feats:** Combat Casting, Craft Wondrous Item, Dodge, Skill Focus (perform).

Arcane Spells Known (Cast Per Day: 3/4/3/1; base DC 14 + spell level): 0—daze, detect magic, ghost sound, light, open/close, resistance; 1st—identify, message, sleep, ventriloquism; 2nd—enthrall, magic mouth, silence, suggestion; 3rd—clairaudience/clairvoyance, gaseous form.

Languages: Common.

Possessions: +3 ring of protection, brooch of shielding (50 charges), +3 bracers of armor, +2 cloak of resistance, wand of polymorph other (29 charges, caster level 10), +2 keen cleaver (small slashing weapon, 1d6 points of damage, crit x3), ring of undetectable alignment (bears Mathen crest, treat as a ring version of the amulet of the same name).

SA—Siren Song (Su): Miya can use her siren song ability to captivate any creatures within earshot up to a range of 60ft. spread. This is a sonic, mind affecting charm. Creatures who hear her must make a Will save (DC 17) or become utterly captivated by her song. Captivated individuals walk towards her using the most direct route possible. Individuals walking through a dangerous area (i.e. off a cliff or through combat or fire) are allowed a second saving throw to break free of the charm. Captivated creatures can take no actions other than to defend themselves. Victims within five feet of Miya stand and offer no resistance to her attacks. The effect lasts for as long as Miya sings.

SA—Spell-like Abilities (Sp): Miya can use the following abilities: 3/day—darkness, poison; 1/day—desecrate, unholy blight. These abilities are as the spells cast by a 7th-level caster (save DC 14 + spell level).

Miya is a beautiful golden haired child, who seems to exude light and playfulness. When this façade is pierced, the true horror of her parentage is revealed. As a spawn of Co'Nurgral, the formless vomit of Tsathogga, and Mimi Mathen, Miya is possessed of unearthly cruelty, using her siren like song to trap visitors to the Mathen Estate into the deathtraps of her adopted "father" and uncle Milo, or changing the form of her victims with her wand of polymorph other.

Role-Play: Miya giggles and whispers to her brother Marko when they are together. She often makes blunt and embarrassing comments to the PCs, which start with the

words "My brother says that..." She speaks in rhymes and singsong much of the time.

Marko Mathen, Child of Co'Nurgral Rog 2/Sor4

CR 8; SZ S; HD 2d6 plus 4d4; hp 23; Init +3 (Dex); Spd 20 ft.; AC 17 (+1 size, +3 Dex, +1 natural, +2 ring of protection); Atk +6 melee (1d4+2, +2 dagger, crit 19-20) or +7 ranged; SA sneak attack (+1d6); SQ cold resistance (10), damage reduction (10/+1), darkvision (60 ft.), evasion, fire resistance (10), spell-like abilities, SR (12); AL CE; SV Fort +1, Ref +9, Will +6; Str 10, Dex 16, Con 11, Int 11, Wis 14, Cha 17.

Skills: Bluff +8, Concentration +4, Craft (traps) +5, Forgery +5, Hide +12, Listen +6, Move Silently +8, Open Lock +7, Pick Pocket +7, Profession (trap making) +8, Search +2, Spellcraft +7, Spot +6, Use Magic Device +4, Use rope +5. **Feats:** Alertness, Dodge, Lightning Reflexes, Silent Spell.

Arcane Spells Known (Cast Per Day: 6/7/4; base DC 13 + spell level): 0—dancing lights, disrupt undead, light, mage hand, ray of frost, read magic; 1st—change self, expeditious retreat, sleep; 2nd—invisibility.

Languages: Common.

Possessions: +2 dagger, +2 ring of protection, perilous coin.

Marko Mathen, appears to be a human boy of 9 to 11 years. Marko is actually spawn of Co'Nurgral and his mother Mimi Mathen. Marko dresses and matches his behavior and patterns exactly after Milo in his mannerisms, mimicking Milo all the while. This pisses off Milo to no end, but there is little that he can do about it other than grit his teeth and ignore it. Marko possesses the natural abilities of a sorcerer with the cunning of a murderous rogue. Possessor of the *perilous coin*, Marko is a lover of games and toys, and his favorite game is luring visitors to the Mathen estate between the walls where they can be caught in the estate's many pitfalls and deathtraps.

Role-Play: Marko behaves just like a charming little gentleman. A charming little gentleman who likes to lead guests to the manor over spiked pit traps and have "Uncle Deagle" animate them as undead pets for him to torture.

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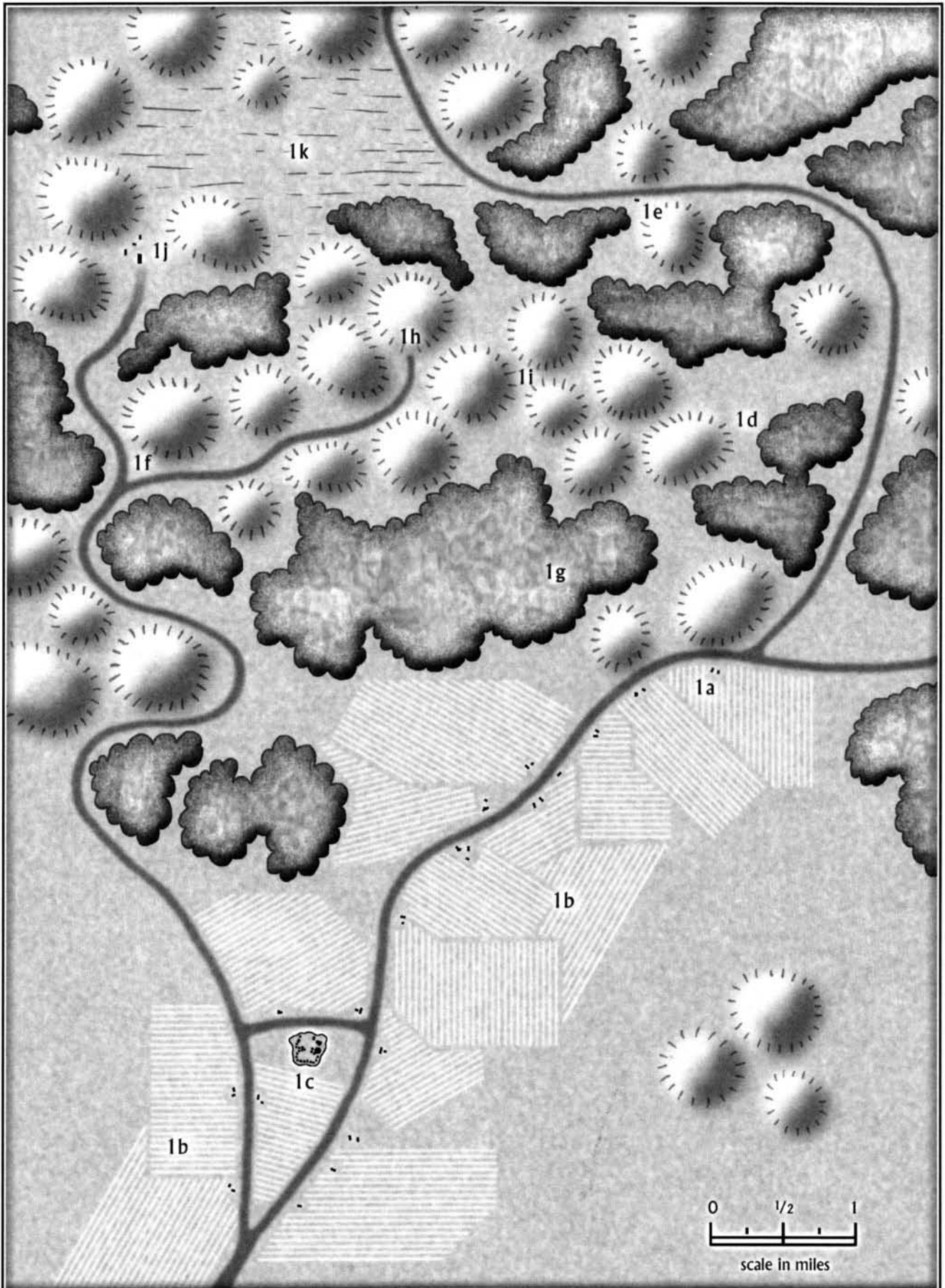
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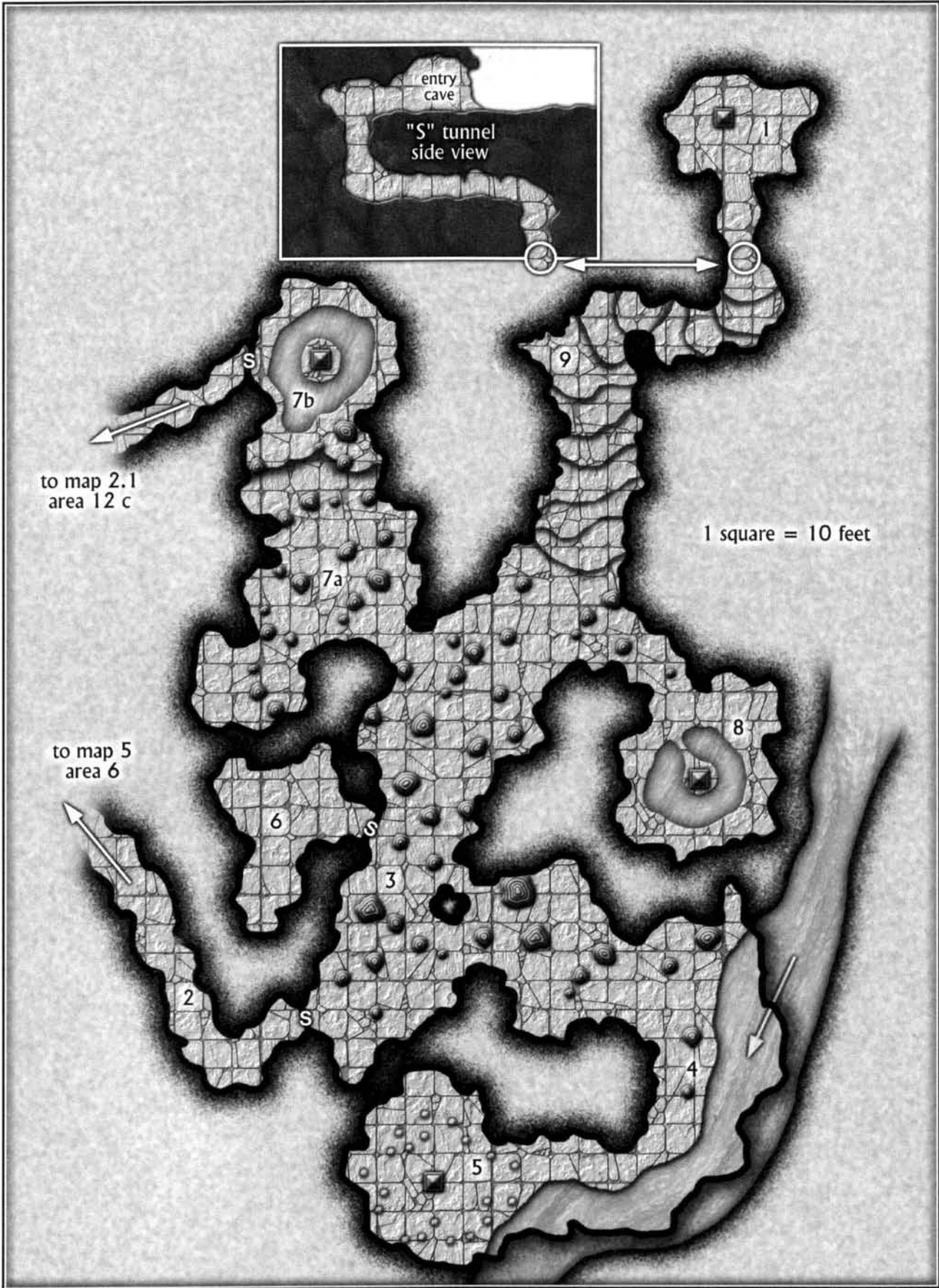
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Map 1 - The Moon Fog Hills



Map 3 - Carrion Moth Caverns

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ISBN 1-58846-095-9
WW 8379 \$13.95 U.S.
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