

FALLS KEEP

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A Swords & Wizardry adventure for 4–5 level 3 characters

An official FSG Sidequest

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Using this Adventure

This adventure is intended to be a standalone side quest or short adventure for Game Masters to have in their arsenal when larger campaigns need a respite. Some players may decide to go one way when all your plans lie in the opposite direction. This is such a time to have **FSG Side Quests** handy.

Boxed text is intended to be read aloud to players and aid you, the GM, in setting the scene and descriptions. Feel free to alter or ignore these descriptions to suit your personal gaming style.

Whenever possible and practical, standard monsters are reference by the page number where they are found in your favorite Manual of Monsters, i.e., *Worg SW pg. 115*.

Background

An old keep at the head of nearby falls fills the local tavern with rumors of the past lord of the land, Lord Venwexal. The purpose of his towers is the subject of wild speculation, late night tales, and rumors. After the lord was removed from power by a revolt, some twisted sorcery took up residence, or so the tales say. The abandoned towers have certainly fallen to the wildlands, and few, if any, survive venturing anywhere near the falls. What is sure is that the stone buildings are not standing empty, and most can agree that some powerful magic is at the heart of the unusual keep.

GM Background

The tower was, indeed, used by the mad lord Venwexal during the upheaval. In a last-ditch attempt to escape the rebels, he locked and warded himself in the tower with his constructs and servants. Besieged, hungry, and desperate, Venwexal used the power of the mystic stone that breathes life into the towers to gate himself into a pocket dimension (see *Lands of Lunacy* by Fail Squad Games for inspiration) in hopes the people of the land would one day forget his name. He ordered his guardians to summon him if any were to ever enter his private sanctum.

Fearing to enter the towers and content with no signs of activity within, the lordless rebels returned home triumphant. Nightmarish tales and superstitions have kept the villagers away from the towers, and the withering from the seasons has only added to their terrifying majesty.

With time, the river changed course and flooded the keep. When the essence of the stone used to power the magic at the wizard's refuge became corrupted as magic sometimes does, the keep poisoned the river.

The river has swollen with heavy rains, and the cursed water has recently flowed through Wheatwey farm when our heroes happen along. In another few days, it will reach the town downstream. If this happens, you should be prepared for your players to have a bigger problem on their hands.

Introduction

This **FSG Side Quest** adventure begins, as many do, between other grand adventures on the road. The PCs may be returning from a quest or heading out on a new one when they come across the accursed farm. They may decide to investigate the rumors from the tavern tales and locals who openly speculate about the unnatural essence of Falls Keep. Many rumors may also point the PCs to the farmers of Wheatwey who have not been seen in town for some time.

Should you decide to supply the PCs with rumors from the locals, some suggestions are listed below:

1. "Lord Venwexal was in league with wicked powers. Messing with the unnatural what's drove him mad."
2. "Ain't no one in them towers. No one alive anyhow. Spirits, haunts, and the dead — leave 'em lie in peace if you want to keep your life!"
3. "It ain't nothing unnatural in the towers; it's the mad lord's treasure that's locked up there. Rumors and talk sure keep simple folk from being nosy. I got a mind to trek up there myself and fill my own pockets just to show 'em. I suspect the lord might still be living in there, though. I never heard he was killed

during the revolt.”

4. “It’s the water that’s cursed there. That’s what drove ol’ Venwexal mad.”
5. “I got me a delivery of oats to take up to Wheatwey farm. It’s right on your way if you’d like to deliver it. Ain’t heard from those folks for some time now. Might be good to check in anyway. Mrs. Wheatwey makes mighty fine biscuits.”
6. “People talk about that place. Once Lord Venwexal was thrown down, the rebels plundered everything, including his weird towers. I suspect he was up to no good there for sure, or mixing apples with snakes. Don’t try to figure out what goes on in the head of lunatics lest you follow in their path. It’s a sad reminder of sad times, that’s all. Best we forget it.”

1) Welcome to Wheatwey Farm

The trees and forests give way along the road to better-traveled dirt roads. Wooden fencing begins outlining the way ahead, and the smell of cut hay takes over your senses. In the far distance, you can just make out the silhouette

of some farmhands milling about a wagon of hay in a field. Ahead, a break in the fence line marks the road to a farmhouse and an adjacent good-sized barn. The signpost at the break reads: “Wheatwey Farm”.

Six hens peck the dirt along the roadside, and your approach has garnered their attention. They cluck a bit then quickly gather and lumber toward you.

The hens are cursed and are not running to greet the PCs but to attack. The hens have lost their minds. In a blind rage, they flutter their wings and attempt to peck and scratch the intruders. They, of course, are incapable of inflicting any actual damage. A *remove curse*, *cure disease*, or *dispel magic* spell will cure them.

The chickens attack until slain or cured. They squawk and cackle as if in pain the entire time of the assault.

If the chickens are eaten by anyone in the party or if they manage to scratch or draw blood in any way, there is a 5% chance that the victim will become “cursed” ([see Appendix](#)).



2) The Well

[Cursed \(2\) – see Appendix](#)

This well would presumably provide water to all the people and animals that occupy the farm. However, the pump has been dismantled and thrown aside in pieces. The opening has been covered with barn boards, and a skull and bones are crudely drawn on top of them. The nearby horse trough has been overturned.

PCs may notice (Wisdom check -1 penalty) blood slowly dripping from the branches of the tree near the well. Two children of the farm have pulled a farmhand up into the branches and are slowly devouring the remains. If the dripping blood is not noticed, the cursed children in the branches have a surprise attack.

Opening the well reveals a soft green glow at the bottom some 30 feet down. The glow is the contaminated water, and being in contact with it or remaining wet for 1 turn requires a saving throw (Poison) to avoid becoming cursed ([see Appendix](#)). There are 20 CP and kitten bones under eight feet of water at the bottom of the well.

3) The Barn

[Cursed Beast \(1\) – see Appendix](#), *Cursed Dog (Wolf) SW pg. 115*

As you approach the boarded-up barn, a horrid smell of rotting flesh assails your senses. The smell is followed by the buzzing of what must be thousands of flies, and you can see many of them swarming in and out of the gaps in the barn boards. Whatever was in there smells like it's long dead, until you hear a shuffling and something between a guttural gasp and a deep snort.

In the barn, four cows, two goats, and a horse lie dead and rent apart by the **cursed dog (wolf)** and **cursed horse** that were trapped in the barn some time ago. The cursed creatures sense the living outside and yearn to tear flesh once again. There is nothing of value in the barn.

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4) Field Hands

[Cursed \(4\)](#), [Cursed Beast \(1\)](#) – [see Appendix](#)

Four cursed field hands and a cursed ox, broken free from the haycart he was hauling some time in the not-so-distant past, wander around this field. They don't notice any commotion around the barn and main house, but if approached within 60' or an attempt to gain their attention is made, they will charge any living creature.

The remnants of two adventurers, a human and a halfling still wearing their possessions, lie near a hay stack where the ox killed them.

Platemail (with ox horn hole in chest plate), shield, Longsword +1, 2 Potions of Healing, hand axe, waterskin, 50' rope, thieves' tools, scroll with the following spells: Level 1 – *Charm Person*, *detect magic*, *magic missile*. Level 2 – *knock*. Level 3 – *dispel magic*.

5) The Main House

[Cursed \(2\) – see Appendix](#)

The main house is locked, and the front or back door can be picked with usual methods. The house is a simple two-story farmhouse with four small bedrooms. The downstairs of the house is quiet and empty. There are plenty of utensils, dried provisions, herbs, etc. Food stores have been ransacked and destroyed.

Careful searching of the kitchen reveals a hand-scrawled note that reads:

Mother,

**Must try to stop this poison water flow.
Another few days and it'll hit the town.
I think I solved the door puzzle. Be back
tonight. - Pa**

Upstairs, the master bedroom door is locked and can be picked with usual methods. A dresser and a chair are jammed up against the outside of the door.

Opening the door or peeking in reveals the following:

You see a gaunt young figure, silhouetted by the light of the window, sitting on the edge of the bed slowly rocking back and forth. An adult figure in a dress stands by the window peering out through the curtains as if watching some distant event.

This is the mistress of the house and her son, and they are cursed.

Under the bed, a locked box (Open locks - 5% penalty) contains the farmer's life savings: 20 SP, 2 EP, and 50 GP. The key to this box is hidden in the top dresser drawer among the couple's socks.

Upstream

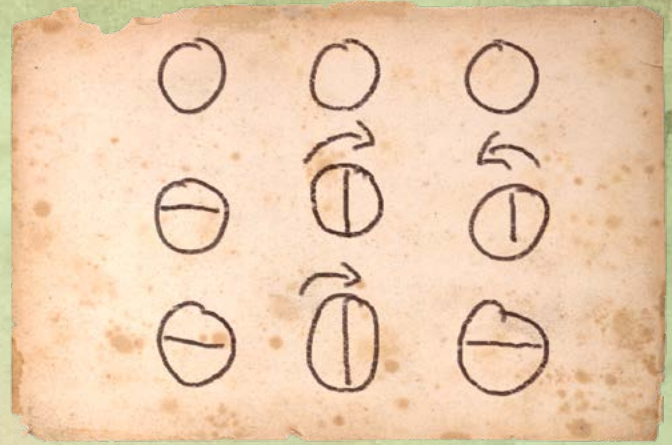
Worg (4) SW pg. 115

The journey to Falls Keep takes a half day on foot. The terrain is wooded but not difficult to travel and easily manageable with horses. A mile upstream, the PCs face the wolf trap. The wolves have become cursed and elevated to worgs. The cursed worgs, like other cursed, carry a 5% chance per round to infect victims when one or more bite or claw attacks hit.

Not far ahead near the riverbank, you hear the low whinny of a horse. When it comes into sight, you see the animal lying on the ground, struggling to hold its head up and pushing with its forelegs to stand. The animal's hindquarters have been torn and chewed, leaving the horse's back half awash in blood. It is very weak, saddled, and in obvious pain.

Four **cursed wolves (worgs)** are *hidden* in the thickets and underbrush nearby, watching the bait of their trap and the living humans that have come into their territory.

The horse is from Wheatwey Farm and is not yet infected. It is a standard but severely wounded horse (1 hp remaining). The saddlebags contain two days of rations, some horse oats, a rusty dagger, and the following scrap of paper.



Inspecting the small river here reveals brownish swirling water with a slight green tinge. The water smells unusual, almost "musty" like damp rags forgotten in a corner.

Any creature consuming the water from here to the keep or remaining wet from it for a turn or more must succeed saving throw (Poison) to avoid becoming cursed ([see Appendix](#)).

Falls Keep

Two unusually shaped towers are built into the waterway here, just before the water cascades over a multi-step rock ledge that plunges the water 20' below. The larger of the two towers loosely resembles a skull in stonework and appearance. It is approximately 30' tall, and all the stones are overtaken with moss and algae on the outside. The smaller tower is taller but considerably narrower. An unusual, grand stone door in the larger tower faces the ledges. A stone stairway cuts through the ledges to the front of the tower. The smaller tower appears to be a guard or watchtower. Both are weathered and rough but appear to be functional though they each sit in a shallow pool of water.



Tower Approach

The water here clearly smells “wrong” and quite musty. The deeper pools radiate a bit of greenish light, like bioluminescent insects or fish, and contain unusual fish that appear faded and swim as if disoriented or blinded. The pools surrounding each tower are shallower, approximately eight inches deep.

A man lies collapsed on the rocks at the edge of the pool nearest the large tower entry.

The corpse at the edge of the pool is “Pa” from the note in area 5 at Wheatwey Farm. Inspecting or rolling the body over reveals a gaunt, pale corpse and bloodied stumps where his hands used to be. He is wearing waterproof hide boots.

The door to the main tower can just be seen from the body. There are nine round holes in the stone door, the two at the top left heavily stained with blood.

The rocks at the top of the falls are covered in a thin layer of brown algae and extremely slippery, making walking upon them precarious. All movement is halved and all

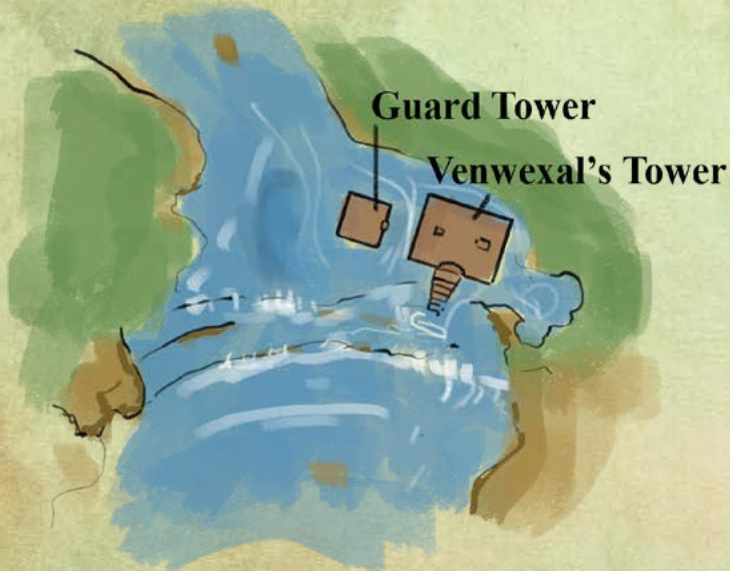
DEX-based actions involving footing are at a -3 penalty.

GM NOTE: Hints to unlock this door are found in the guard tower and in the saddlebag during the “Upstream” encounter. Unlocking the door should not be something that brings your session to a halt, but the combination may be problematic for PCs who don’t fully search and explore.

6) Guard Tower Entry

The door to this tower, unlike the main tower, is made of thick oak with a brass pull ring. The water has swollen the door tight into the stonework frame and jammed it solidly. The rocks under the water are slick and covered in a light layer of brown algae.

Opening the door requires an Open Doors check at +2 or a combined Strength of 30, applied in unison, to force it open. Both will damage and render the door useless. Although it is reinforced with steel, 40 hp of damage from an axe (or similar slashing weapon) will render the same result.



Guard Tower



8.

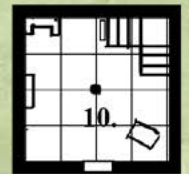


7.



6.

Venwexal's Tower



9.

Once the door is open

The floor of this tower is flooded with 8" of water and is coated with algae. Remnants of clothes, bedding, armor, and weapons drift through the current as you enter. A weapons rack is against the far wall with various weapons that are now rusted into uselessness. A narrow stone stairway spirals up along the walls through a hole in the ceiling above.

7) Guard Tower Level 2

Ochre Jelly (1) SW pg. 109

The second level of the guard tower was obviously sleeping quarters. A half-dozen dilapidated bunks are strewn around the room, and old clothing shreds are everywhere. Damp mold and slime cover everything, including the walls and floor. The soft wood floorboards creak with each step you take.

The stairs continue up and outside through what appears to have once been a trapdoor long since rotted away.

An ochre jelly occupies a large part of the ceiling among the beams at the center of the room. When creatures approach the center, it attacks by surprise with its pseudopod (roll for surprise). Once discovered, it will drop to the floor and on anyone under it. If the jelly



is brought to 6 hp or less, it attempts to ooze through the floorboards to the bottom level.

8) Guard Tower Upper Level

This open-air level allows you to see in all directions for a fair distance with relative ease. A skeleton riddled with rotting arrows and still sporting its helmet slumps against the south wall.

Paint markings are scrawled upon the north half-wall. The markings outline the combination to the main tower door. The "L" shaped marks indicate which direction to turn the handles. The markings were made by the guards who had difficulty remembering the complex combination to the door.

The guard helmet is a magical Helm of Darkvision. The Helm of Darkvision is a +1 helmet that requires attunement and grants the wearer darkvision out to 60'. Those races with natural darkvision find their range extended by 10' when they attune to it. The guard's pack has rotted through, and 20 SP and 30 GP have spilled from it. All other equipment is useless.

9) Venwexal's Tower

This 45-foot-square tower carries the loose visage of a skull. The tower is surrounded by the river, except for the stone stairway that cuts through the middle of the falls and leads up to the yellowish stone door that creates the "mouth" of the imposing tower. There are 9 four-inch-round, five-inch-deep holes embedded in the door. All holes have handles inside that are aligned horizontally. The two upper left holes are blackened with old blood, and small bones litter the wet stones at the threshold.

Upon closer inspection, you see that what few windows existed in the tower have been sealed up with tight stonework that matches the walls.

The small bones are "Pa's" hand bones from when he tried the combination and got it wrong. The door is magically enchanted

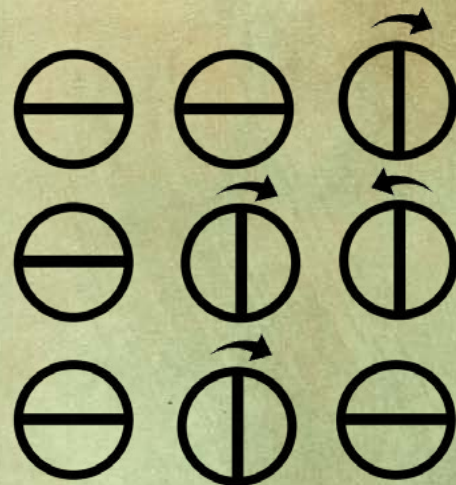


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and warded. Hammers, chisels, or picks of typical and most magical design will not break the stonework apart. The only way in is by turning the key handles to the proper vertical orientation in either a clockwise or counterclockwise motion. The handles must be turned by being touched with living flesh. The handles do not actuate when manipulated by mechanical means (tongs, swords, gauntlets, etc.).

If the wrong handle is turned or is turned in the wrong direction, a razor-sharp +1 steel blade slides with great force across the hole then immediately resets. The blades cause (2d4+1) points of slashing damage. It will also immediately sever whatever appendage is turning the handle unless a successful saving throw (Dragon Breath) is made.

The solution key to the current combination is as below:



10) Venwexal's Tower Level 1

Animated Objects (3) (See Appendix)

As you open the door, water begins flowing from the tower down the stairs. Bits of wood and utensils begin slowly flowing past your feet.

This room appears to have been comfortable living quarters at one time but now is a waterlogged mess of lost books, pots, pans, and furniture. The floor is covered in 4" of

stagnant water, and most things made of organic matter are covered in mold or rotted to near nonexistence. At the very center of the room, a two-inch round steel rod runs from ceiling to floor, and it glows with an unnatural greenish aura.

A full suit of platemail is mounted near the fireplace and has avoided the rust of time. There is a flight of stairs along the western wall.

Anyone standing in the water without waterproof hide or other waterproof boots will feel a tingling through their legs and into their muscles. The water is charged with a light current of electricity. Touching the steel rod at the center of the room will create a powerful arc of energy, causing 2d6 points of electrical damage to any within 5' of the point of contact, save for half. Because the floor is covered in water, any creatures from 6' to 40' from the arc also suffer half damage, save for ¼ damage, round up.

When the suit of armor is approached to within 10 feet, it animates instantly to attack. In a booming voice, it repeats, "Trespasser! You must leave now!"

When the armor speaks, the dining table and an iron fire poker (treat as flying sword) animate to join the attack. They all repeat the phrase in unison and will return to their positions if intruders leave the tower. Otherwise, the animated objects relentlessly attack until defeated. If all living creatures leave the tower, the animated items reset the door locks and randomly reassign a new combination to the handles.

There is a door at the top of the stairs leading to area 11. It is locked and can be picked (Difficult lock - 10% penalty). Forcing the door open causes a magic mouth on the back of the door to animate and complete a spell of "darkness" that radiates 15' in all directions centered on the door. The mouth then begins repeating the phrase, "Trespasser! You must leave now!!"

11) Venwexal's Tower Level 2

Venwexal (see Appendix), Zombie (1) SW pg. 116

A zombie sits eternally vigilant on this level of the tower with his eyes forever on the stairs and his hand on the lever to recall Venwexal from hiding. He has blindsight, darkvision, and true sight. No creature approaching this area can escape his notice. If by some clever means the PCs do disable or avoid the zombie, Venwexal's return can be assumed to be automatic when any living creature enters this chamber.

The darkness trap on the door is intended to delay trespassers until the wizard is summoned. If this is the case, the description that follows is unseen but heard by the PCs.

The second floor of this room glows with a green light radiating from the twelve-inch-round stone spinning atop a steel rod at the very center of a magical circle engraved in the floor. The stone rotates off-center, and strokes of electricity arc to the floor frequently.

A decayed corpse sitting in a chair by a table along the wall rests his hand on a metallic lever. To his left, aside a platform, are two large copper balls atop brass posts.

Before you are able to act, the hand of the corpse thrusts the lever forward to a standing position. A black void forms on the platform, and a figure begins to emerge.

It will take one whole round for Venwexal to take his full form. During this time, he cannot be harmed by any spells or weapons. The zombie will attempt to attack at the end of the round. Venwexal is plainly enraged when he emerges and immediately begins casting.

Venwexal is cursed and has become a victim of the stone that he relied on for his power during his reign and escape from the local insurgents. If the stone is destroyed while Venwexal still lives, he comes to his senses and begs the PCs not to harm him.

The stone may be attacked and is destroyed after receiving 60 points of physical damage

from a +1 or better weapon or item. It is immune to electricity but may be damaged by cold- and fire-based spells. If the orb is struck with a metallic weapon, the wielder will receive 1d4 points of electrical damage. Destroying the stone causes a wave of magical energy to be released, knocking everyone in the room prone unless a saving throw (spell) is successful.

GM NOTE: Some players, especially those newer to the game, may require subtle hints that the stone is the source of the problem. Fighting Venwexal to the death is a very dangerous task for a level 3 party even with his spell list tempered as it is presented in the Appendix. The encounter may need some adjustment on the fly depending on your group.

If Venwexal survives:

"My thoughts have long not been my own since that orb came into my life. I hid in another dimension during the rebellion; I can't even guess how long I was gone. You have saved me even though I tried to harm you. I am in your debt."

Venwexal, once cured, tells his tale to his new friends and show great remorse when he hears of the strife wrought on the locals by the sphere that trapped him. He will be able to estimate how long they have before the magical poison reaches the town (one day) and will gladly use his powers to help the PCs warn them of the danger. Once town officials see Lord Venwexal alive and in the company of the PCs, they immediately heed the warnings.

Although not completely mentally stable, Venwexal will reclaim his towers eventually and become a source of local knowledge and services for the party that saved his life whenever they are nearby.

With the orb destroyed, the water will not remain tainted. The town will only need to avoid the water for 3 days.

If Venwexal is slain:

If Venwexal is slain, but not the orb, it will continue to poison the water, and within a day, the town downstream will suffer the effects. Even if the orb is destroyed, the PCs will need to ride at a forced horse pace to reach the town in time to attempt to convince officials of the danger.

Reward

If he is slain, Venwexal's chamber may be searched. If he survives, he offers his saviors anything of value in gratitude:

700 CP, 2,300 SP, 800 GP, 20 PP, and his prized collection of five exotic glass dragon sculptures from an artist in a distant land. Each frightfully delicate sculpture is carefully formed by intricately melting glass by a master. They measure roughly 12" x 8" x 4", and each has a value of 200 GP.

Appendix

Animated Objects

Hit Dice: 1

Armor Class: 8 (11)

Attacks: 1 bump (save or fail) 1 damage and knocked to ground or (1d4)

Saving Throw: 17

Special: Knock Down

Move: 12

Alignment: Neutrality

Challenge Rating/XP: 1/15

Animated objects are constructs of powerful magic or wizards to carry out their bidding. Many can speak if programmed to do so but most are not granted with an ability for complex communication. Animated objects typically deliver riddles, messages, warnings, or protect objects and activate traps as required.

Casting dispel magic on an animated object requires them to make a saving throw or fall "unconscious" for 1 minute.

Cursed

Hit Dice: 3

Armor Class: 7 (12)

Attacks: claw or bite (1d6) or weapon (1d8)

Saving Throw: 15

Special: Infect

Move: 9

Alignment: Chaos

Challenge Rating/XP: 4/120

Infect. For each round the cursed score one or more hits on an opponent with claws or a bite, the victim has a 5% chance of becoming a cursed. Once victims are infected, they can only be cured by a *dispel magic*, *cure disease*, or *remove curse* spell. Without a cure, the victim becomes ill after two days, making all actions at -3 penalty. On the third day, the victim goes mad from the torturous images they must endure. On the fourth day, the victim is fully a cursed, and there is no saving them from their fate.

Cursed are not completely undead, nor are they completely living. The creatures suffer in a flux of madness and death that never fully comes. They are usually ravenous with hunger and hate for themselves and the living.

The cursed cannot be properly turned by clerics, but a "successful turn" forces them to be revolted and attack with a -3 penalty for the duration of the turning.

The cursed are similar to zombies though they are not slow or dim-witted by any means. The cursed retain much of their former intelligence. Their memories and thoughts, however, are horridly dark and nightmarish.

Cursed Beast

Hit Dice: 5

Armor Class: 7 (12)

Attacks: Gore (Bull or Ox) (2d6), Hooves (horse) (2d6), Bite (1d4)

Saving Throw: 14

Special: Charge (3d6), Infect

Move: 16

Alignment: Chaos

Challenge Rating/XP: 5/240

Infect. For each round the cursed score one or more hits on an opponent with claws or a bite, the victim has a 5% chance of becoming a cursed. Once victims are infected, they can only be cured by a *dispel magic*, *cure disease*, or *remove curse* spell. Without a cure, the victim becomes ill after two days, making all actions at -3 penalty. On the third day, the victim goes mad from the torturous images they must endure. On the fourth day, the victim is fully a cursed, and there is no saving them from their fate.

The cursed beast cannot be properly turned by clerics, but a "successful turn" forces them to be revolted and attack with a -3 penalty for the duration of the turning.

Cursed beasts are transformed large creatures such as horses or oxen that have been cursed in some way by dark powers or transformed by other cursed creatures. The cursed cannot be properly turned by clerics,

but a “successful turn” forces them to be revolted and attack at disadvantage for the duration.

The cursed are similar to zombies though they are not slow or dim-witted by any means. The cursed retain much of their former intelligence. Their memories and thoughts, however, are horridly dark and nightmarish.

Venwexal (Mage)

Hit Dice: 32 (7d8)

Armor Class: 8 (12) or 2 (17) v. missile and 4 (15) v. melee with shield.

Attacks: Dagger 1d4

Saving Throw: 9

Move: 9

Alignment: Chaos

Challenge Rating/XP: 5 (1,800 XP)

Spellcasting.

Level 1: *charm person, sleep, magic missile x2*

Level 2: *hold person, mirror image, web*

Level 3: *dispel magic, lightning bolt, slow, suggestion*



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