

Willow



A Grim Micro Setting

Forest Encounters

- 1D6 Rat Folk (pg 31)
- 1D4 Crow Folk (pg 26)
- Ashen Dryad (pg 30)
- Random NPC (pg 31)

River Encounters

- Wailing Willow (pg 31)
- 1D4 Undead Seaweedlings (pg 19)
- Skeleton Electric Eel (pg 19)
- 1D2 Undead Crow Folk (pg 31)

Corrupt Forest Encounters

- 1D6 Vine Skeletons (pg 31)
- 1D4 Venus Wolves (pg 31)
- 1D2 Ashen Dryad (pg 30)
- Undead Crow Folk (pg 31)
- Random evil plant (pg 25)
- Necrotic Trent (pg 29)



How to Use

This zine is a micro setting for pen and paper roleplaying games. It is designed to work both as a stand-alone setting or be plugged into your campaign world. Pull it apart or mine it for content for your own sessions. It is statted out for Swords and Wizardry, but you can easily convert it to your OSR system of choice or even 5E. This setting can also be a starting town, and was used as such in the campaign it was originally designed for.

Fitting Willow Into Your Existing Game

It is suggested that if you run this setting, you use it as a location that players get stuck in. Willow is a backwater town, but it's used as a waypoint to be ferried upriver to a larger, brighter, and bigger town. However, river ferries have stopped due to dangers on the river and players must work on creative solutions to move on from Willow. Trade has also stopped because of the river problems, and the only equipment, rations and supplies are those your players already have and that are sold in the Blue Brew and Dismal Dan's Supplies. The surrounding forests are dangerous and stretch on for many days' travel, making the river the most viable way to travel onward. Check out the rumours and hooks on pg 5 to find a good reason why your players have ended up in Willow.

Play Style

You should play Willow in whatever play style you prefer, but it was originally designed for an old school style of play where the following points are assumed to be true:

1. Players will be setting their own goals rather than following a narrative that has been planned out for them very strictly by the Game Master
2. Players receive very little or no experience points from killing monsters, instead receiving experience from treasure
3. Monsters will not be balanced to player level, but the GM will communicate to players a rough idea of how safe or dangerous different areas are through NPCs
4. Wherever it would add more interest, players and Game Master will interact and describe game play to each other instead of rolling skill checks
5. The game is dangerous; player death is very possible and healing is very limited
6. There is a focus on resource management; resources are being tracked by the Game Master and players and there are consequences for running out
7. Players coming up with clever and creative solutions to problems is encouraged and rewarded



Willow by Lazy Litch

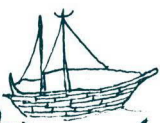
Editing by Jere Hart & Tansy. Special thanks to all my backers. Also thanks to Enok Ripley, Emma Savas, Lucile & Sydnie for playtesting, inspiration and fun. Special thanks to Indigo and Noah for Zineclub. Thanks to my procrastination accountability buddies : Ava, Kya, Francita Soto and Ed. Thanks to everyone who participated in zinequest.



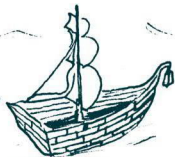
The Blue Brew

WILLOW

DISMAL DAN'S



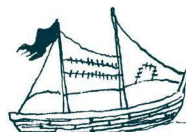
The Gloom



The Heavy Heart

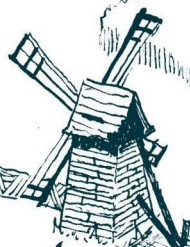
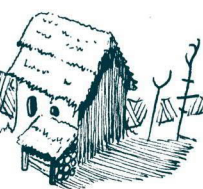


Moroe
Morgan



The Wobbly woe

The Shrine



The mill



Haggard
Henge



Deep in a vast wood, a town called Willow sits beside the Lake of Tears. The lake is framed by weeping willow trees, their vines pouring into the lake's dark green shores. Willow is not what one would call an upbeat town. The rains here are relentless and the grey skies loom low like a giant cage. Travelers do not linger here long; one night in the Blue Brew Inn is enough to make most jump on the ferry and move on. But recently the ferries have stopped running as something terrible has taken up residence on the river. Meanwhile, the town folk will not talk about the noises echoing up from the staircase that descends below the lake, nor the broken stone circle on the hill at the edge of town. The town's leader, a witch named Morose Morgan, is a recluse and refuses to leave her island.

Origins

Willow was established some 40 years ago by folk who came to the Lake of Tears to fish. They first built a hut on what would later become Morose Morgan's island. Gradually expanding to the shores, they found that monsters tended to stay away from the Seaweed Shrine (pg 14) and so built a town around it. Since then, many peasants who cannot afford to buy a plot and make a living anywhere else came to Willow to live a simple life. Some folk who suffered terrible losses or had their hopes and dreams crushed found Willow a fitting place to start a new, mournful life. Some folks who have great debts or trouble with the law come and settle in Willow as the long arm of the law can't quite reach such a remote town. Some who settled did so because of their distrust and suspicion of magical folk, which is shared here.

Morose Morgan's Rule

20 years ago, a terrible blight turned all the wheat and potatoes black. The town was becoming in debt as they relied on shipments of food and people were being forced to leave. Just then, an old witch turned up in town and cast a ritual that removed the blight. Although the residents disliked magic, they exonerated her as a hero and offered that she take up residence on the Island. Every year, Morgan performed rituals to help the crops, and her power and authority grew steadily. She has become the defacto leader of Willow.

Legal System

Willow has no guards or soldiers. Accusations and disputes are posted on a noticeboard in the Blue Brew Inn. A trial is then held before the town with Morose Morgan as judge. Magic is illegal in Willow (besides Morgan's annual crop rituals). Practitioners are given one warning before being exiled from the town. It is illegal to enter the Seaweed Shrine. Players will be told this immediately upon arriving in the town and will be exiled if they disobey. Crow folk (see pg 26) are not allowed in the town.

Economy

Everyone in Willow is a homesteader or artisan. A small amount of silver and copper circulates in the town, with some moving in and out from trade. Every year, the residents gather in the center of town and cancel out all their debts against each other.

Hooks - Reasons Why Players End Up Stuck in Willow

- 1 **Players are being lead by a guide through the woods. They wake up and the guide has disappeared. Players start in a forest hex to the south and must begin exploring, as they do not know how to go back the way they came from.**
- 2 **Player has come to Willow to study the rare Crow people (pg 26) and now wants to return to the capital with their research, but cannot due to the trouble on the river.**
- 3 **Players are sent from a town that normally trades with Willow to investigate why trade has stopped.**
- 4 **Player was sent to apprentice under the wizards in the tower (pg 22) but they did not want an apprentice, and now the ferries have stopped running and so they are stuck in Willow.**
- 5 **Players find mention of a dungeon below a fishing town next to a lake in an ancient tomb. The dungeon is said to contain many riches belonging to an ancient society.**
- 6 **Player is sent by a druid to check on her apprentice 'the River Ranger' (pg 6) to make sure he is doing a good job at taking care of the river and woods.**
- 7 **Players are walking through the woods and find a dying ferry trader with terrible burns. The trader gives them a fiction book about a mouse kingdom and tells them to deliver it to the wizards' tower (pg 22) as his dying wish.**
- 8 **Players are sent by an alchemist to retrieve a magical plant from the region (see pg 25) but when they return to the ferry, it's no longer running**
- 9 **Players have read and pieced together that an ancient dragon egg is lying dormant in this region somewhere and travel there to find it (see Haggard Henge pg 10)**
- 10 **The players are teenagers or children from Willow, and together set about investigating the mysteries upriver and the Seaweed Shrine below town**

Rumours About Willow Town

- 1 **Willow is a backwater town where everyone only eats fish and is miserable (True)**
- 2 **A powerful witch lives on an island on the Lake of Tears next to Willow. The residents of the town are forced to give over one of their children every year to appease her (False)**
- 3 **Willow is a beautiful fishing village where the sun is always shining. Many nobles go on vacations there to get away from the capital (False)**
- 4 **Despite the fact that Willow is so small and remote, and has very little security measures, it has never been raided by bands of monsters. (True – Due to Seaweed Shrine see pg 14)**
- 5 **They say Willow is the place where all hopes and dreams go to die (True)**
- 6 **They say the town stinks of fish and that travelers never stay there for more than one night (True)**

Weather and Key Descriptors

1	Overcast with a bone-chilling wind	Dreary	Glum	Low spirited	Tristful
2	Constant downpour of rain all day	Somber	Cheerless	Moody	Wistful
3	Heavy mist and damp	Bitter	Gloomy	Miserable	Ponderous
4	Weak sun with clouds causing cold shade	Melancholic	Forlorn	Out-of-sorts	Grievous
5	Dark storm with thunder and lightning	Sorrowful	Downcast	Dull	Dejected
6	A slight frost and hailstones	Woeful	Pitiful	Inconsolable	Lamenting

Key NPCs



Sania

Sania is the only upbeat person in Willow. She is the daughter of Esra and is sick of this town. She carries a wooden sword everywhere she goes and invents different stories about her life to everyone she meets. The villagers don't know how to deal with her. Sania is hatching a secret plot to explore the Seaweed Shrine.

What Does She want?

- Adventure
- Novelty
- Escapism
- Friends

What's She Doing Now?

1. Shouting a rally speech in the town center about killing the dragon to the north
2. Yelling excitedly at a sad man about the dwarf kingdom below their feet
3. Shoveling in the stables as punishment for trying to take off on one of the boats upriver



MOROSE MORGAN

Morose Morgan is the leader of Willow town. An elusive hermit, she lives on an island alone. Morgan only comes ashore to give offerings of fish in the shrine, perform the annual land fertility ritual or adjudicate serious problems. She solves all disputes by gutting a fish and reading its entrails. She cannot be fooled.

What Does She Want?

- Maintain tradition
- Keep people out of the Seaweed Shrine
- Solve the mystery upriver

What's She Doing Now?

1. Hanging fresh fish on the willow trees
2. Gardening at her house

Inside Her House:

A quaint cottage with a pantry stocked with cheese, smoked fish, ale and bread. Three potions of healing, a box containing 80gp, a magic book containing a ritual to help crops grow.



THE RIVER RANGER

He has been stationed here by a council of druids to look after the river. He is devoted to laziness. He studied magic just to learn a single spell that conjures one hot meal a day. Gifted with a bow, he only shoots arrows on strings to reach objects that are too far away. He avoids all negativity, and is in denial about the river being corrupted.

What Does He Want?

- To minimize all his needs
- Avoid all work and negativity
- Increase his level of comfort
- Delicious food or alcohol

What's He Doing Now?

1. Sleeping somewhere strange
2. Eating his magic meal
3. Collecting a special moss for new bedding
4. Being carried by Rat folk to their burrow to be eaten - he has not fought back yet because he wanted to go this direction anyway



Grace Nerodia

Grace Nerodia is smuggler. She is much respected in Willow for providing stolen goods at discount prices. She trusts nobody and is wanted by the law. Her boat was attacked on the river coming into Willow by arrow fire from the trees. She suspects bandits. Grace always sides with the underdog.

What Does She Want?

- Stay one step ahead
- Avoid vulnerability
- Uncover conspiracies
- Avoid the law

The Gloom

The smallest of the ferries, it can only carry 8 people. It is stocked full of crossbows. It is the easiest ship to sink.



Bartholomew Brookshanks

Bartholomew Brookshanks is the son of a wealthy merchant. His family name is well known, and he has many siblings. All are older and more successful than him. Extremely unconfident, Bartholomew feels like he is worthless at everything. He fantasizes of running away from his family but is too fearful to try.

What Does He Want?

- To appear competent
- Make friends
- Fall in love
- Forge his own path

The Heavy Heart

The largest of the ferries. It can fit 20 people. There are two repeating crossbows mounted on each side. They shoot 3 bolts per round.



Esra

Previously a mage employed under a king in a distant land. There was an insurgency and Esra had to flee with her daughter Sania. She now seeks to live a simple life as a river merchant, preferring the provincial waterways to big city trade. She is secretly a level 3 wizard. Like Grace, her boat was attacked by arrows from the trees.

What Does She Want?

- Keep Sania safe
- Live a simple life
- Keep her past secret
- Avoid danger

The Wobbly Woe

The fastest of the three, this boat has no weapons on board. It can fit 15 people. Esra has a spell that will create a protective bubble around the boat (+2 Ac for 5 minutes)





The Blue Brew

The Blue Brew is the only inn in Willow. Normally very quiet, it has now become a semi-permanent home to a number of guests who are trapped in Willow. The inn is owned and run by Troubled Tina. Its food and drink stocks have run very low due to lack of trade, driving up prices for the guests and leading to a brewing discontent. Everyone in the inn is low on funds and looks with judging and lustful eyes at other guests' purchases. Tensions in the inn mount day by day.

Description From Outside

"The only structure of any size in Willow, the Blue Brew Inn, stands three stories high. It is a cordwood and cob building with a huge thatched roof. A wood fuel reserve is sheltered by a small attached shed on one side of the building. Smoke issues from two stone chimneys into the grey sky above. You don't hear any voices or music coming from inside."

Description From Inside:

"A small wooden door, which looks like it was painted a long time ago with blue paint, opens into a dark, smoke-filled room. Grime coats the rippled windows, further filtering out the dim overcast daylight. It's very quiet inside, with many haggard and grim looking figures bent over tables, sipping from tankards. A creaky staircase leads upstairs to the rooms and a scrawny, disheveled woman with fearful eyes stands behind the counter biting her nails and muttering to herself. A deeper silence spreads as you enter, then some heavy sighs and curses break the silence and folk return to gazing into their drinks."

Rooms

Due to guests being unexpectedly trapped in Willow, the Blue Brew has become very full. Only two rooms remain available:

1. A dingy attic room that can fit four people. It has a low roof and creaking floorboards. If you move too much or make too much noise, Sigrid from below yells terrible curses.

15 gp per night

2. 'The Closet,' 2nd floor.

A tiny 1 bed-'room' that has obviously been hastily repurposed and used to be a storage closet. *5 gp per night*

Overpriced Food Menu

	Ration Value	Cost
1	Mouldy Bread & Blue Cheese	1 5 gp
2	Bowl of Fish Soup	1/2 2 gp
3	Smoked Stuffed Fish	1 6 gp
4	Fish Pie	2 9 gp

Overpriced Drinks Menu

	Cost
1	Bitter Beer 1 sp
2	Lost Spirits 4 sp
3	Weary Wine 3 sp
4	Blueberry Cider 8 sp

Dwindling Supplies

Prices in the Blue Brew become 1 gp more expensive per day for food and 1 sp per day for drinks. Supplies will be completely exhausted in 13 days, at which point the guests will convince Bartholomew to ferry them upriver, where they will be attacked and killed by the Necrotic Trent (pg 28).

The Guests

1. Rekel the Dwarf (second floor) Book merchant, boat was destroyed - was delivering to the wizards (pg 22). Always gives thoughtful compliments and is friendly. Frequently goes off to secretly cry alone, often found wiping tears away.

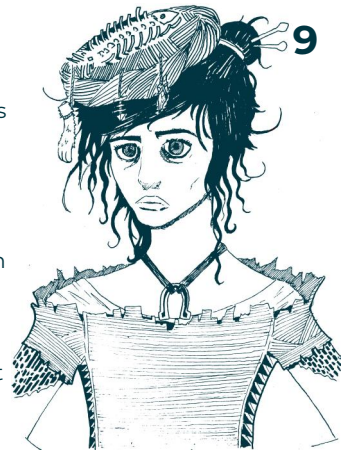
2. Elora and Gerard (second floor) Suspicious elf couple. Nobody knows why they are here. Secretly here to perform an evil ritual in the Seaweed Shrine (pg 14) that will give them full control over the Undead Aquatic Elves within. Have not figured out how to get past the Guardian in room 1 yet. Won't talk to anybody and are always together in corner of the inn.

3. Gabriel (Attic) Food merchant. Shy young man who keeps saying strange or suspicious things by accident, then getting embarrassed and leaving. Really soft spoken, but very superstitious and will speak up in a whimpering voice when he thinks people are causing bad luck.

4. Sigrid Shellborn (third floor) An elderly gnome woman on vacation here. She is an absentminded painter. Her paintings seem to always foreshadow what will happen next in town (see timeline of events pg 32).

5. George Blake (third floor) A middle aged human man wearing a fancy purple cape. A fish merchant and the most wealthy person in Willow. He is loud and speaks with a posh accent. He is hotheaded and thinks all this business about the trouble upriver is nonsense, and moves to instigate the ferries starting again. Has 200 gp stashed in his room.

6. Sir Oliver of Shrewsburyshire (third floor) A knight who became stuck when passing through town after a quest to kill a villainous troll. He is extremely self-conscious about his image. Always trying to maintain an impressive image in the eyes of others. Secretly he is barely holding it together.



Troubled Tina

Is always worried about what could happen. She's terrified of monsters raiding the town from the woods, blights on their crops, the Seaweed Shrine, the Crow folk, and the wizards. She talks in a hushed urgent voice, and uses a warning tone. She is obsessed with extracting terrifying stories out of her guests, which further increases her anxiety. She endlessly ruminates on what could be upriver, becoming more convinced of outlandish evils. Tina is allergic to nearly everything and never leaves the inn.

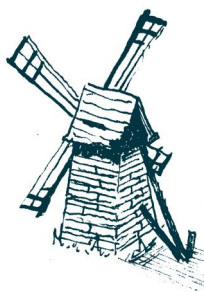
Rumours Overheard in the Blue Brew

- 1** You hear a rumour that a strange group of bird people live in the nearby wood, and that their presence is bringing bad luck upon the town. They could be responsible for the river trouble.
- 2** You hear that the people have not been hanging enough fish for the past few years, and this is coming back to bite them now in the form of this river misfortune.
- 3** You hear that the children were playing in Haggard Henge a week ago, and now misfortune has befallen the town, so stay away from the henge or you will make it worse.
- 4** You hear some wizards live in a tower nearby. Nobody ever sees them, but most likely the trouble upriver is one of their magical experiments gone wrong.
- 5** You hear that the stores of grain have been going missing from the mill, and the lowlife river ranger is to blame. He lives in the forest and sponges off the village's hard labour.
- 6** You hear one of the ferry owners who was attacked on the way here said it was a wizard's fire spell, cast from the shadows of the trees along the riverbank.



Haggard Henge On the edge of town lies an old ruined stone circle. It was here before the town was built. The residents of Willow are very superstitious about the circle, and avoid all contact or acknowledgement of it. They will warn the

players to stay away from it and tell them it's cursed. If the players interact with it, the villagers will give them one more warning before exiling them from the town. This circle is actually an ancient containment field built around a giant egg which lies a few feet below the grass and soil. If the stones are moved or broken, then the egg will start to hatch. It contains a green dragon, which will try and escape and take up residence in the surrounding wood. **Baby Green Dragon HD 3 (16hp); AC 3 [16]; Atk 2 claws (1d4), 1 bite (1d10); Move 9 (Fly 24); Save 9; AL C; CL/XP 7/600; Special: Breathes poison gas 8 damage (save half damage) Spells: Shield, Detect Magic**



The Mill The lifeline of the village. Its grain stores keep everyone alive through the winter. Because of the lack of trade on the river, locals have been trying to store extra grain for security. However, lately the grain stores have been disappearing rapidly. A sensitive topic in the village, everyone has their own idea of who is to blame. The grain is actually disappearing because Rat folk (pg 27) have burrowed a tunnel system under the mill and are looting it at

night. If players investigate they will find a small 3ft hole under some loose floorboards. If they follow the tunnel, they will have to crawl for a mile, eventually reaching a den filled with grain and 8 Rat folk. One of the Rat folk has a wand that has 5 charges containing a disintegration spell that reduces weapons to piles of rust instantly. The Rat got this wand from the wizards (pg 22) in exchange for a book it found. The den contains three basic treasure items and one advanced treasure (roll these treasures on pg 33).



The Tree House Where the children of Willow gather. Mary, Sean, Niamh (neev) and Aideen wear animal masks they have crafted and call themselves 'The Guardians of the Lake' when in meetings at the treehouse. Their idol is Sania (see pg 6). They attempt to talk in formal speech and use large words when meetings are in session, and will only allow others to attend meetings once they have passed the initiation ritual, which is an

open-ended dare to do something dangerous and impressive to prove your bravery. They have many treasures (which they will trade for things which impress them): **5 wooden swords, 50ft of rope, a compass, wooden dice, a steel dagger, a short bow & 10 arrows, a bottle of ink, a mystery potion (purple colored - invisibility- found in the woods), a small mirror, 3 lanterns & 5 litres of oil.**

Willow Town Cause and Effect List

11

If the players....

Then this will happen.

Steal something

Pay a heavy fine, unless it's food in which case they are exiled

Flaunt Cash

Will be made fun of and will get repeated charity requests

Perform magic

Will be warned once, then exiled. But will be forgiven if magic creates food

Cause the dragon egg in Haggard Henge to hatch

Dragon will run and make a lair in a cave in the woods. villagers threaten to kill players if they don't bring the dragon's head to Willow in a fortnight, since its threatens their security

Kill the rats under the mill and return the grain supplies

Players will be exonerated as heroes in the town. Many fish will be hung in their honor, villagers will look to players as authority figures. This will help tensions from running higher in town due to food insecurity

Disrespect Morgan

Will be respected by townsfolk for your rebellious attitude

Steal a boat and venture upriver

Will be attacked by several Wailing Willow trees (see pg 31) and be tracked down by the Necrotic Trent, who will attack at dark

Try convince folk to ferry upriver

Guests in Blue Brew will be riled up and convince Bartholomew to ferry them in the Heavy Heart. Will be attacked by Wailing Willow fire, Ashen Dryads and eventually, the Necrotic Trent

Fall in love with a villager

Will be encouraged to settle down in Willow, and will be offered a very good deal on a house. Villagers will try and encourage players to fish and be sad for the rest of their days

Enter the Seaweed Shrine

Will be exiled when they re-emerge. Villagers will restrain players and take any treasures they found and give them to Morgan to return to the shrine

Try and recruit villagers to fight

Everyone is too scared, apart from Sania, who will find a way to join the players in fighting their foes even if the players try and prevent it

Share a lot of food supplies with the town

Will be given the best room in the Blue Brew. Sir Oliver at the Blue Brew will become increasingly jealous and try to secure food himself to boost his reputation. But will get captured by Rat folk and held for ransom

Bring a skeleton up from the Seaweed Shrine

Public outcry. Outrage at Morose Morgan for keeping this secret. People will pack up their belongings and leave town. All will be attacked on the river by Wailing Willows, Dryads and the Necrotic Trent and will die

Catch Elora and Gerard from the Blue Brew inside the Seaweed Shrine

Elora & Gerard will make their way to room 11 of the Seaweed Shrine over the course of 8 days (see timeline pg 32). If caught in the dungeon they will claim to just be looking for treasure and offer to party up with players, and then will stab the players in the back at an opportune time

Act too happy and try to cheer people up

Will be threatened with suspicion and be met with resistance at every turn. Eventually villagers will vote to exile the players

Warn the villagers of the Trent or Oakalisk

Wont be believed unless they provide proof. If proof is given, will be met with horror. Villagers hold the River Ranger accountable for his negligence as well as the wizards (for no rational reason)

Ask for aid fighting the Trent or Oakalisk after showing evidence

Will be given any supplies from Dismal Dan's (see back cover) that they need, all of the treasures of the children in the tree house, Morose Morgan's three potions of healing. Sania (level 2 thief) and Sir Oliver (level 2 fighter with plate mail & two handed sword) will join the fight

Act too strange in the Blue Brew

Gabriel will decry the players as contributing to a storm of bad luck, and Troubled Tina will become terrified and ban them from the inn

Steal the money in George's Room

Sigrid will paint a picture of pennyless peasant George the night before the robbery. Will be approached by various villagers who tell the players they know what they did, but will not tell anyone if they are given 10gp. George will hire Sir Oliver to investigate

Bring a Crow person to town with them

Will be told to tell the Crow person to go back to the woods. If they refuse, they will be exiled from the town

Try and re-enter town after being exiled

Villagers will try to capture players with fishing hooks & nets and knock them out with frying pans, steal their treasure. Players awake in the woods

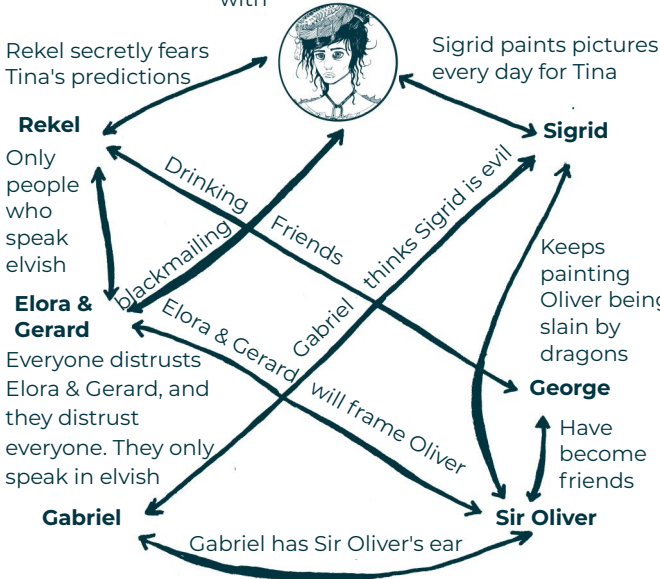
12 Relationship Prompts

Read Vertically



Sania Morose Morgan River Ranger Grace Nerodia Barth Brookshanks Esra Troubled Tina

- Friendly
- Intimidated by
- Have never meet
- Family
- Hostile
- Secretly in love with
- Owes a favor
- Distrusts



Willow - Crow Folk

The Residents of Willow are extremely suspicious of the Crow folk, who have made several attempts to befriend the villagers. If Willow residents are desperate they might work with the Crow folk.

Willow - Rat Folk

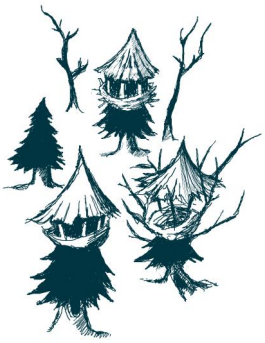
Villagers are unaware of the existence of Rat folk. The Rat folk have been stealing food from the villagers for years without them noticing. To keep this parasitic relationship going, the Rat folk avoid exposing themselves. These groups will never work together.

Willow - The Oakalisk

The Oakalisk wants to convert villagers to undead, and once it has enough power, it will order its forces to march on Willow and capture everyone. It will then convert the villagers into monstrosities. The villagers are unaware of the Oakalisk.

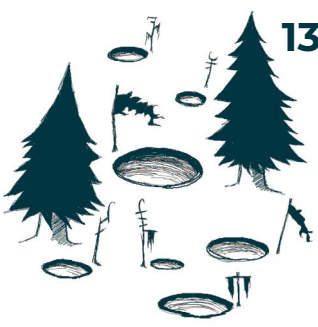
Willow - Wizards

The villagers want nothing to do with the wizards since they don't trust magic. If they are in trouble however, they will ask for help from the wizards. The wizards will ignore the villagers unless there is an opportunity to gain new books.



The Crow Folk

Crow Folk - Rat Folk
Sworn enemies, they have been at war since they can remember. The Rat folk have nearly eradicated the Crow folk and are on the offensive trying to finish their extermination. Both claim the other started the war. Negotiations are not possible.



The Rat Folk

Crow Folk - Wizards
The Crow folk have bad blood towards the wizards, since they provided the Rat folk with magical items in exchange for stolen books, which were then used to kill Crow folk. The wizards see the Crow folk as oversized familiars, and treat them like children. If the Crow folk ever find the wizards outside their tower at any point, they will surround and threaten the wizards, eventually delivering an ultimatum to the wizards that they give the Crow folk a stock of magic items to repay the terrible losses they have suffered.

Rat Folk - Wizards
The wizards provide the Rat folk with magic items in exchange for stolen books. The Rat folk greatly fear the wizards. The wizards underestimate the power they have provided the Rat folk with, and don't realize that the next Rat king might not be loyal to them.

Rat Folk - The Ookalisk
The Rat folk know of the Ookalisk and are hostile towards it, since they fear undead things. However, as time goes on the Ookalisk will continue to try and convince the Rat folk to join its cause, offering power and riches. The current king will agree to join forces to march on Willow. However, if the king changes before then, then most of the Rat folk will fight against the Ookalisk and its forces. They will help defend Willow to protect the food sources they scavenge and to prevent the forest becoming overrun with undead.

Crow Folk - The Ookalisk
The Crow folk have watched from the skies as the forest corruption has spread. They know the area it originated from but are not aware of the Ookalisk. The Ookalisk will convert the Crow folk into undead scouts and use them as its eyes.

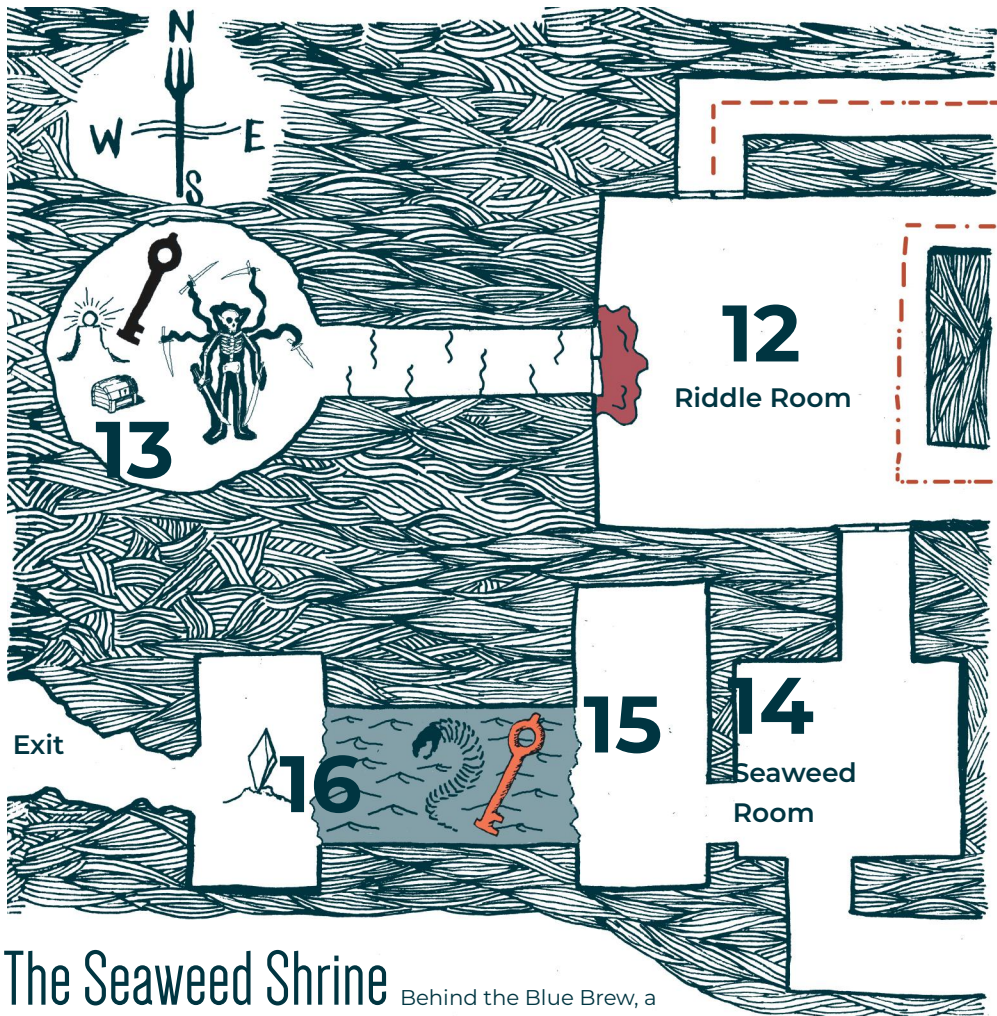


The Wizards

Wizards - The Ookalisk
The wizards' book trances keep being interrupted by disturbing visions due to magical interference from the Ookalisk's magical field. The Ookalisk knows of the wizards and fears them. It wants to keep itself a secret until they are destroyed.



The Ookalisk



The Seaweed Shrine

Behind the Blue Brew, a

mysterious staircase leads deep underground below the Lake of Tears. Nobody from Willow besides Morose Morgan is allowed down. The shrine was the home of a race of Aquatic Elves a hundred years ago who called themselves the Coral Court. A sickness struck the elves and in desperation they used dark magic to transform themselves into undead so their culture would survive. Creatures of the surrounding wood would steer clear of the shrine because the elves were dangerous. When the elves went dormant 50 years ago, humans settled and built Willow around the shrine, unaware of the danger. The shrine is worked out of a blue coral rock, and dark seaweed grows thickly on the damp floors. Water drips everywhere and it's very cold inside. The elves have nearly lost all their memories, mindlessly repeating the actions of their former lives.

Key



••••• Iron bars

▬▬ Double Door

▬ Single Door

~ Curtain



Stairs



Guardian Crystal



Chest



Undead eel

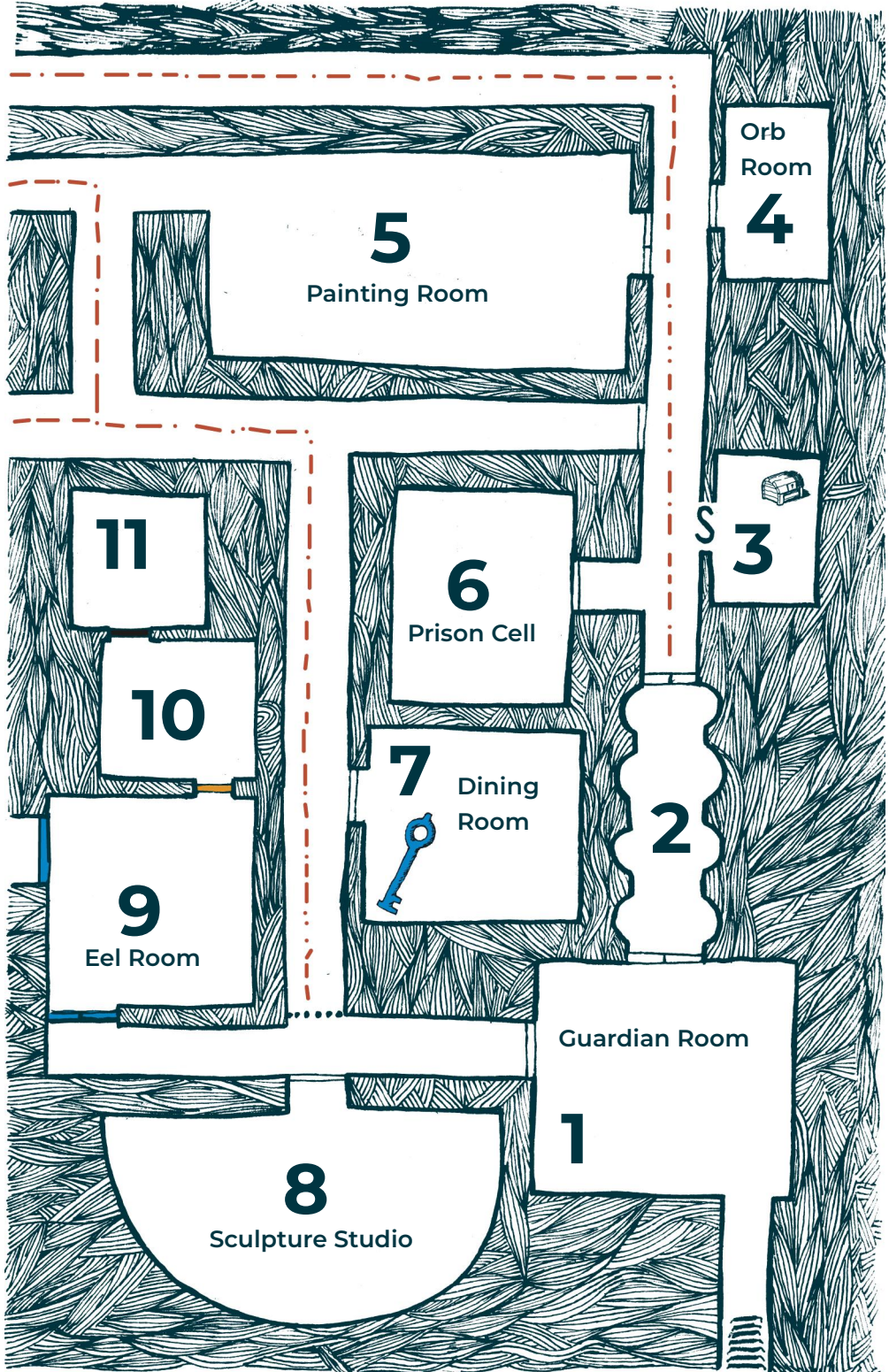


Deep Water



Blood

--- Wandering monster paths



Orb Room
4

5
Painting Room

3
S

6
Prison Cell

2

7 Dining Room
Key

11

10

9
Eel Room

Guardian Room
1

8
Sculpture Studio

1. The staircase into the shrine is slippery and drops off into a large room filled with ankle deep seaweed. An ancient **Coral Guardian** lies dormant in the middle of the room. A single unlocked purple door with an octopus painted on it **leads west**. Blue unlocked double doors **lead north**. Seaweed grows across these doors which must be broken to open them. The guardian is powered by eel electricity and is nearly entirely out of power, it stops anyone from entering the dungeon. However, its pleas to the elves inside the shrine to refill its power have gone unanswered for 50 years. The guardian speaks with an exhausted voice, and will agree to allow the players an invitation to visit the elves (it does not know they have turned themselves into undead) if they give it a jar of electricity or a thunderstone (the wizards pg 22 have these things stored in their study). The guardian repeatedly turns its nose up at the players unless they display high class. **Coral Guardian: HD 14 (60 hp); AC 1 [18]; Atk 2 slams (2d6); Move 9; Save 13; AL N; CL/XP 8/800; Special: Immune Sleep**

2. Water drips heavily in this corridor. A pressure plate on the floor in the middle of the corridor obscured by seaweed triggers both sets of doors, locking them, and causing a deluge of water to stream in from holes in the alcoves. Water will fill the corridor in 10 rounds (or you can use a real world timer with 5 minutes instead of in-game rounds). There is no switch to stop the water and the only way out is to break open a set of doors, which are all very strong except for the top left hinge of the north doors. The dungeon will continue to fill with water slowly and will completely fill in 5 days with lakewater.

3. This secret treasure room can be opened by digging through the thick seaweed on the corridor walls. Inside are **three ancient shell chests**. Roll three times on the "rare" treasure table on pg 35. This is also a safe room for the players to rest in.

4. A beautifully carved, unlocked, rotting wooden door opens to a small room where **4 Aquatic Elf Skeleton Mages** are gathered in a circle, staring into a cracked orb. This orb shows scrying scenes of villagers in Willow town going about their business through the eyes of birds perched on branches and pet cats and dogs. The mages will attack if disturbed.

5. Double doors covered in dark slime open into a huge seaweed covered room. Inside, 10 Aquatic Elf Skeletons are painting frescos on all the walls. Their paintbrushes are worn down to the wood, so they are actually scratching the paint off the walls now. The flaking painting used to depict an ocean with many swimming fish.

6. A seaweed obscured stone door with runes carved on it and green wax sealing its edges. If the wax seal is broken, a hiss of air escapes. The door is brittle and can be smashed with a hammer or similar tool. Inside is a room filled with seaweed. It's not immediately obvious, but a tall huminoid composed entirely of seaweed with long stringy hair stands in the corner. This is **Nereocystis**, a serial killer seaweedling who was imprisoned here. He will immediately try and escape. He is slimy, raspy and manipulative. He will lie to the players that he is the king of the seaweedlings and will promise to reward them for freeing him if needed. **Nereocystis HD 4 (20 hp); AC 3 [17]; Atk 1 strangle (1d6); Move 12; Swim 18 Save 13; AL C; CL/XP 8/800; Special: Alter Shape**

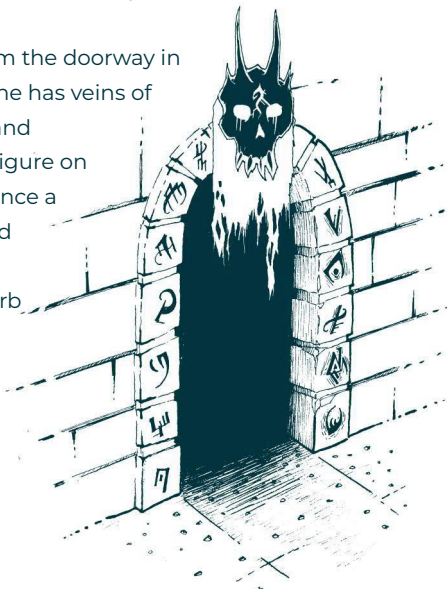
7. The sound of knives scraping across china can be heard from outside. The door is corroded iron and unlocked. Inside this room, **4 Aquatic Elf Skeleton Mages** sit around a large diamond shaped table, endlessly eating seaweed and drinking water that is served to them by **2 Aquatic Elf Skeletons**. The table is covered in silverware (worth 100gp) and the ancient bones of giant fish covered in cobwebs. A blue key (which opens the door to **room 9**) can be found inside the ribcage of one of these fish. All four skeleton mages will use mirror image if attacked, resulting in 12 skeletons sitting around the table. If players pretend to be a servant and serve the skeletons seaweed, they will not be attacked, and might be able to take the blue key. But if it is not taken inconspicuously, they will be attacked.

8. The sound of chiseling can be heard from outside. A locked iron door painted black opens into a sculpture studio with **6 Aquatic Elf Skeletons** working on life-sized sculptures of Aquatic Elves. An Aquatic Elf Skeleton Mage oversees the work, giving guidance to the artists. The sculptures are deformed and overworked.

9. Watery noises can be heard from outside. Two identical blue stone doors are locked. Once opened, a solid layer of black water lies beyond the door. It is kept in place in a magical containment field which players can pass through. No light sources except magical light sources will work in this room, and in room 10 and 11. Inside, two Giant Electric Eels guard a bronze door to room 10. The dark magic that the elves use to preserve their lives is stronger in the water of this room (its source lies in room 11). Players will start to feel very cold and a sense of doom.

10. A locked bronze door opens into another water-filled room. The sense of doom grows stronger in this room. A doorway with pure darkness inside is set into the north wall. Glowing green runes are carved around it. The door can only be opened with the darkness key from room 13. Any other attempts to pass through the door fail and the skull will shoot red time-ravaging rays at the players: 2 rays per round 3D100 experience point damage. The darkness will disappear from the doorway when the darkness key is inserted.

11. Once the pure magical darkness disappears from the doorway in door 10, another water-filled room is revealed. This one has veins of green glowing organic matter trailing on the floors and climbing up the walls. All the veins originate from a figure on top of a stone table. The figure looks like they were once a merperson, but have been transfigured and distorted with dark magic. The glowing veins originate from a glowing green orb in the center of their chest. This orb keeps the aquatic undead elves alive; it is fused with the magical energy of this merperson. Anyone who holds the orb can control all the creatures in the Seaweed Shrine. The orb will shatter if all the creatures are destroyed. Removing the orb will kill the merperson. The glowing veins will wrap around its new power source.





12. A large room with a layer of seaweed on the floor. Water drips here and there from the ceiling. On the south wall, there's a locked copper door turned green with age. On the east wall, two passages: one leading to room 5 and one to a T-junction. On the north wall, mouldy wooden double doors that are so soft, they can be pulled apart. On the west wall, a large set of locked iron double doors with many small holes in them. A pool of dried blood lies below these doors, and above them a riddle is carved into the lintel: "***Weight on my belly, trees on my back, nails in my ribs. Feet I do lack, who am I?***" A piece of chalk lies in the dried blood puddle. Players must write their answer on the door with the chalk. If they answer incorrectly, it will release 20 darts from the holes in the door, which do 4D4 damage to anyone within 20ft of the door. The correct answer is **A ship** (or something similar).

13. The iron riddle doors open to reveal a long dark corridor with many layers of ragged curtains obscuring its end. A faint blue light shines from somewhere down the corridor through rips and gaps in the curtains. At the end of the corridor, the **Undead Water Elemental Skeleton** guards the Coral Court's greatest treasures in a circular domed room with razor sharp coral growing on the walls. The glow is coming from a blue glass orb of light (creates dim light in 20ft radius, lasts forever or until smashed.) In front of the orb sits a miniature ship carved from coral. This is a magical ship that will expand into a lifesized ferry boat when placed in riverwater, or a large tall ship if placed in open ocean water. Once removed from the water, it will shrink back into a miniature. A shell chest contains 5 other random treasures from the rare table (pg 33).

14. The green copper door opens into a room filled with seaweed. Players must wade through it to reach room 15 or 9. **Ten Undead Seaweedlings** lie dormant in this seaweed and will attack when they feel movement in the seaweed. However, they are drawn to light and will be tempted to move closer to any light shone near them.

15. A stone room with no corridors or doors. However, one portion of the room dips into deep, dark water. Inside the water is an **Undead Electric Eel**. It is drawn to light. If players swim to the other side of the tunnel of water, they can make it to room 16. A bronze key (which opens room 10) lies at the bottom of the water.

16. A **Guardian Crystal** shoots anything that moves in this room. It is made from clear crystal with blue veins running through it. It is planted in the floor and has 10 hp. It will shatter when it drops to 0 hp. It can shoot 1 type of ray per turn. It cycles through rays of: Ice (1D6 + save vs immobilization) Fire (1D8+1) and Weakness (1D4 str damage). Beyond the crystal, a cavern leads to an exit on the northwest side of the Lake of Tears.

Aquatic Elf Skeleton

These elves have forgotten everything except their court manners and will kill those do not display proper court etiquette.

HD 1; AC 8[11]; Atk 1 trident (1d6) ; Move 12; Save 17; AL N; CL/XP 1/15; Special: Immune Sleep and Charm spells.

Undead Seaweedling

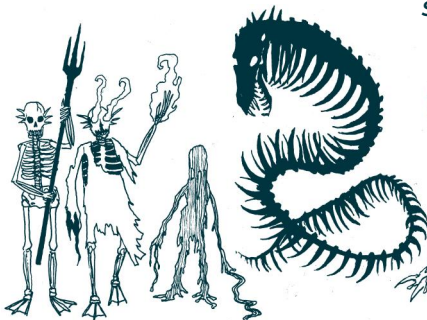
Seaweedlings (a seaweed race living in the lake) who entered the dungeon out of curiosity and were corrupted by the dark magic the elves used to preserve their lives.

(8 HD): HD 1; AC 5 [15]; Atk 1 Leeching Seaweed Tendrils 10ft reach 1D6 damage; Move 6 (Swim 18); Save 10; AL C; CL/XP 1/15; Special: Immune Sleep and Charm spells, regains 1 hp for every successful attack.

Seaweed Shambling Mound

Monstrosities formed of seaweed, bone, metal chains and coral. These creatures fear happiness, and creep closer and closer as anxiety, sadness and despair are vocalized by players roleplaying their characters.

(7HD): HD 7; AC 1[18]; Atk 2 Bone & Chain Claws (2d8); Move 6; Save 9; AL C; CL/XP 10/1400; Special: Pass Through Areas 4x4ft, half damage from normal attacks, double damage from explosions & spray attacks, suffocate victims.



Aquatic Elf Skeleton Mage

These royal members of the Coral Court have glowing pale blue lights in their eye sockets.

HD 1; AC 10[10]; Move 12; Save 17; AL N; CL/XP 1/15; Special: (6 spells per day) Mirror Image, Cure Light Wounds, Heat Metal, Magic Ice Missile (2D4+1)

Undead Electric Eel

These giant eels were once used as a power source by the Coral Court for lighting, magical devices and rituals. Their electric shock can still trigger ancient mechanisms.

HD 3; AC 8 [11]; Atk 1 bite (1d4); Move 0 (Swim 9); Save 15; AL C; CL/XP 4/120; Special: Immune Sleep and Charm spells , Electric Shock (1D8 damage 10ft radius)

Undead Water Elemental Skeleton

This ancient elven warrior guards the treasure of the Coral Court. A water elemental was fused to her bones. She can break down into a pile of bone shards and pass under doors. If the coral boat from the treasure horde is thrown into her magical water, the boat will expand for an instant, completely destroying her.

(8 HD): HD 8+5; AC 2 [17]; Atk 6 strike (6D6); Move 8 (Swim 12); Save 10; CL/XP 9/1100; Special: Immune to Non-magic Weapons, Sleep and Charm spells. Pass Under Doors.







Nestled in the wood sits the ruins of a fortress. Hundreds of years ago, the fort was occupied by elves as an outpost for an ancient kingdom. The fort was attacked by a dragon, whose breath melted large holes in the towers. The dragon fire also scorched an ancient oak which the fort was constructed around. The oak survived and was transformed into a magical Dragonwood tree. A huge set of footprints lead from the forest to the center of the fort (left by the Necrotic Trent pg 29).

The Tree

The wood from Dragonwood trees is coveted throughout the land as material to create wands housing offensive spells. The tree also has a defence mechanism; when it senses danger, it emits a smoke dragon from its smoldering bark. If the players inspect the tree, they will discover that one of its topmost limbs has been ripped away (by the Necrotic Trent to make the Champion Ashen Dryad pg 30).

In the Fort

The fort is mostly caved in and inaccessible. But one entrance is intact. Inside the fort are the skeletons of elves wearing rusted, disintegrating armor. Clutched in the hand of one of the skeletons is a scroll of "Call Greater Lightning" (which can only be used during a storm; caster can call down a bolt of lightning on target for 14D6 damage).

Smoke Dragon

Appearing as a dragon shaped cloud filled with embers with glowing red eyes.

HD 2 (10hp); AC 3 [16]; Move 9 (Fly 24); Save 11; AL C; CL/XP 7/600; Special: Breathes Scorching Smoke 8 damage (save half damage) Spells: Control Temperature, Heat Metal, Obscuring Mist, Pyrotechnics. Can only be harmed by magic attacks.

Wizard Tower Aisling the Wizard lives in a tower passed down from wizard to apprentice for generations. Her elderly apprentice named Eoin lives there too and does all the menial tasks. Aisling is obsessed with books and brewing magical potions that enhance her reading experience, allowing her to transcend her material body and be absorbed into the stories. She finds base reality to be incredibly boring. Aisling is forever looking for new books and potion ingredients. They are currently in a panic as their book supply is nearly exhausted due to lack of trade on the river.



What the Wizards Want

- Obtain potion ingredients
- Obtain more books
- Upgrade their security

What the Wizards Fear

- Being persistently pestered
- Leaving their tower
- Running out of new books

Wizard Changes Over Time

1. Will send out letters on pigeons offering reward for new books (10gp per book). The pigeons will deliver this to anyone they find. A map is included with the tower's location.
2. If nobody responds, they will send their guardian to Willow to investigate the missing books. This causes a commotion and the residents will attempt to drive it out of town, eventually disabling the guardian after much panic.
3. Desperate, they will venture out of the tower, armed with many wands. Initially terrified, they have a transformation and come to see the adventure like a story from a book.





The Attic - The wizards have trapped a terrible ghost in the attic. It's too dangerous to move anywhere else, so they just make sure it remains sealed with a spell that will break if they die. If the ghost becomes free, it will attempt to escape and then haunt and terrorize Willow town.

The Study - This is where the wizards spend all their time. Roll on the random table below if players loot this area. A large basket on a pulley system is used to resupply food, water and books. It is filled by the Magical Guardian and traders who come up the river.

The Bathroom - The wizards have opened a portal here to "somewhere" and built a wall around it. Then they made a chamber pot that flushes into the portal. Also on this level is a shimmering curtain of light that will block people from climbing the stairs. You can only pass through by closing your eyes and walking through it backwards.

Storage Room - There are stockpiles of rations in boxes here. There is also a large brass mirror leaning against a wall. Staring into it makes you instantly fall asleep for 3 hours.

The Orb Room - The orb is the engine which powers the wizards magic. But its magic leaks out. You can use this device to place the players into a temporary dream layer adventure.

The Magic Stone Ring - A security circle that the wizards have constructed. It creates an invisible barrier around the tower, blocking all entry. To deactivate, magical blood must be poured over one of the stones.

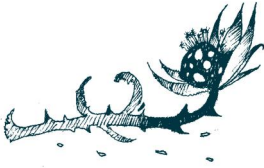
The Magical Guardian - A magical construct that the wizards have made to guard their home. It speaks in a very fast and sharp monotone voice. Its only interest is in competitions of strength HD 7; AC 2[17]; Atk 1 weapon (1d8+2); Move 9; Save 9; AL L; CL/XP 6/40

Random Magic Item Generator

Type	Device	Effect
1	Oak Orb	of Storms - if activated, will create terrible hurricane that will last 1 week
2	Iron Wand	of Knowledge - if activated, will provide information about an unknown monster
3	Coral Potion	of the Dead - activation raises one skeleton to be your minion permanently
4	Woven Book	of Dimensional Disturbance - a key item in a ritual that will create a portal
5	Bronze Skull	of Nightmares - captures elements from nightmares of those that sleep beside it and stores them for 3 days, releases them into reality when activated
6	Crystal Magic Plant	of the Insect Kingdom - summons swarm of nearby insects to aid you (single use)
7	Bone Scroll	of Destruction - if activated, will flash brightly for 4 minutes then will explode (8D6 damage)
8	Ashen Eyeball	of Monsters - if activated, will summon 1 random monster - not under your control
9	Hazel Staff	of Silence - if activated, will create an area of silence for 1 day in 300ft radius
10	Fleshy Prism	of Phasing - If activated, allows you to pass through one solid object for 5 minutes

Nightmare Flower

Every time a character sleeps with this flower nearby, they have a terrible nightmare. One of the petals falls in the morning and one creature from the nightmare is born into the world nearby.



Shadow Wheat

Winds have spread some of the Oakalisk's dark power onto some of Willow's wheat. Anyone who consumes this blackened wheat will slowly shift to a chaotic alignment over the course of 5 days.



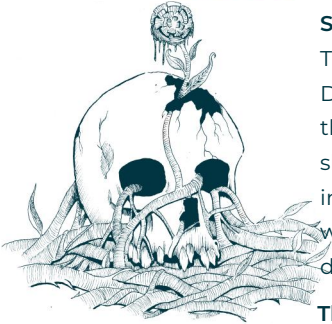
Skull Flower

The Necrotic Trent grows new skulls every day, and plants them in the corrupted wood. The flowers that grow from these let out a terrible scream when living creatures pass near them. The Trent will run towards these alarms.



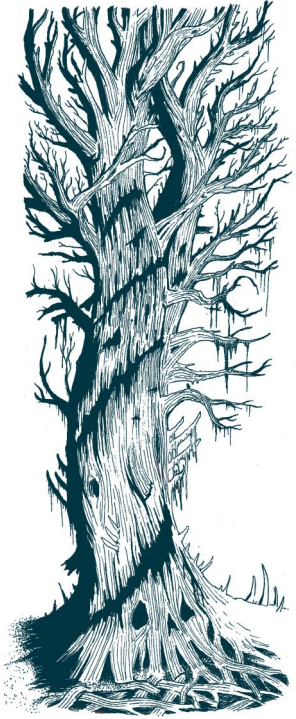
Skull Rose

These are planted by the Ashen Dryads. The dryads can scry through the eye sockets of the skull, which helps them spy on intruders in the corrupted woods. Plucking the black rose disables them.



The Oakalisk's Roots

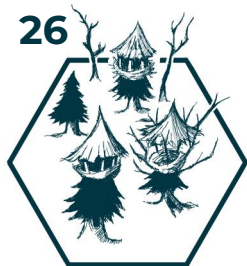
The Oakalisk (see pg 29) sent one of the Ashen Dryads to retrieve the spellbook that the necromancer who now possesses the Oak tree used in life. It was swallowed into the grave below, and entangled into the root system of the tree. If its connections are severed, the Oakalisk will be weakened and become deactivated for 1 day. The creatures it controls will become immobilized.



Necrotic Wood

This dark, leafless wood grows near the Oakalisk. Its sap is a thick red. Along its bark, occasional humanoid bones grow, as if wedged into the tree. This rare magical tree is sought after by necromancers because its wood makes powerful staffs and wands. Its sap also can be used to make powerful potions of sleep.

Crow Folk



The Crow folk are a tribe of bird people living in the forest near Willow. They live in a group of nest houses they have built in the tops of several tall trees. The residents of Willow are extremely suspicious of the Crow

folk, but the Crow folk are actually very friendly to other races. Ever since they can remember, the Crow folk have been in conflict with the Rat folk. Recently, the Rat folk have acquired magical weapons, such as wands and orbs which they have been using to kill Crow folk. Their numbers seriously depleted, the Crow folk are considering leaving their village and moving far away. Crow folk randomly elect a leader by drawing straws. The current leader is a shy child by the name of Emeka. The Crow folk have a culture of joyfulness and excitement. In these trying times, this has become widespread toxic positivity and denial about the severity of the problems they are now facing.



If Players

Ask for help defeating the Oakalisk

Then This Will Happen

The Crow folk are reluctant to help since their numbers have been reduced so much. They can take to the skies to scout for trouble and report this information back to players. They will also provide bows & arrows.

Ask for help fighting the Rat folk

The Crow folk will only help in an attack on the Rat folk if the attack is above ground, and it's an ambush. In this case 6 Crow folk will fight.

Steal from them

The Crow folk will be quick to ignore the theft or forgive it

Ask for rations to help the shortages in Willow

The Crow folk will help the residents of Willow by hunting, providing an additional 10 rations per day. This will initially be meet with suspicion by Willow residents. But eventually residents will become grateful

Previously helped the Rat folk

The Crow folk will know if the players have done any deals or helped the Rat folk in any way, and will refuse to meet with the players in this case

Population

There are currently 25 Crow people. Only 15 of them are warriors. The Necrotic Trent will soon convert 5 Crow people warriors into undead (see timeline table pg 32 day 5).

Trading

The Crow folk covet shiny objects. They invite folk they meet who have shiny objects to come to their tree nests, where they will trade with them. The Crow folk have no concept of value for shiny things and don't prefer precious metals over common ones; rather, they judge value from the total surface area of shiny items. 50 coins is enough shiny things for one item.

Jerkle's Tree Nest

1. Rations (2 days - Rabbit)
2. Bow & 20 arrows
3. Murky potion (Dispel magic - 3 uses)

Tarolynn's Tree Nest

1. Jar of holy water
2. Scroll of Summon monster III
3. Hide Armor

Nayru's Tree Nest

1. Wooden Shield +2 Ac
2. Bone helm +1 Ac
3. Magical horn (summons a terrible storm when sounded)

Rat Folk



The Rat folk are a vermin people living in a network of tunnels under the woods. The Rat folk worship a great serpent god who they call "The Feeder." They believe this giant snake roams the tunnel systems in which they inhabit and will eat the weakest amongst them. To appease The Feeder, Rat folk must prove themselves by killing Crow folk, obtaining items of power or spreading sickness and decay. Rat folk live in a constant state of fear, always suspecting others of their kin will betray them. To feel more secure, Rat folk form packs. Each Rat in the pack tries to bring strength to their pack, and is in conflict and competition with other packs. When numbers decrease due to packs killing each other off, each pack elects a champion who fights in a tournament. The



leader of the tournament is crowned King or Queen. The current King, Fester, is much respected as he procured magical weapons of power from the (much feared) wizards.

If Players

Then This Will Happen

Explore the Tunnel systems

They have a 60% chance of encountering a Rat pack every hour. Each Rat pack has a 'base' - a nook where they sleep. Each base is marked with the pack's banners & symbols. Players will find 3 basic treasures and 2 advanced treasures in each base (see treasure tables on pg 33).

Offer weapons or treasure to them

Will earn the friendship of whatever pack they give them to. This pack will then help the players out, but will continue to ask for more treasure.

Steal from them

Unless they are seen, the pack will assume their rival pack stole from them. This will start a series of conflicts and result in one pack being mostly killed off. If seen, then two Rat packs will team up to hunt down the players.

Steal from the king

The king will lose respect and be killed by a rival who will lead the packs to raid the wizard tower. The wizards' security systems will be bypassed and the wizards killed. The Rat folk will steal many magic items. The ghost in the attic of the wizards' tower will get loose and haunt Willow.

Kill the king

A new tournament will be called and a new king will be elected who won't do any deals with the Oakalisk, and who will fight against the undead when they march on Willow (see timeline pg 32). The Rat folk will respect the players' strength.

Blood Moon Pack

Magic: 3 Wands of Fireball

Leader: Crimson

Tactic style: Aggressive

Tunnel area: Northwest

Pack size: 15 Rat folk

Style: Red painted faces



Death Pack

Magic: 1 Orb of Illusions

Leader: Slicer

Tactic style: Calculated

Tunnel area: Southwest

Pack size: 20 Rat folk

Style: Black robes



Plague Pack

Magic: 2 Wands of Web

Leader: Fester (current king)

Tactic style: Hit and run

Tunnel area: North

Pack size: 30 Rat folk

Style: Covered in insects



Frost Pack

Magic: 2 Staffs of Frost

Leader: Malice

Tactic style: Attrition

Tunnel area: South

Pack size: 13 Rat folk

Style: White painted faces



Stitch Pack

Magic: 1 orb of darkness

Leader: Knot

Tactic style: Stealth

Tunnel area: Northeast

Pack size: 10 Rat folk

Style: Patchwork clothes



Mutilation Pack

Magic: 1 Helm of Speed

Leader: Lockjaw

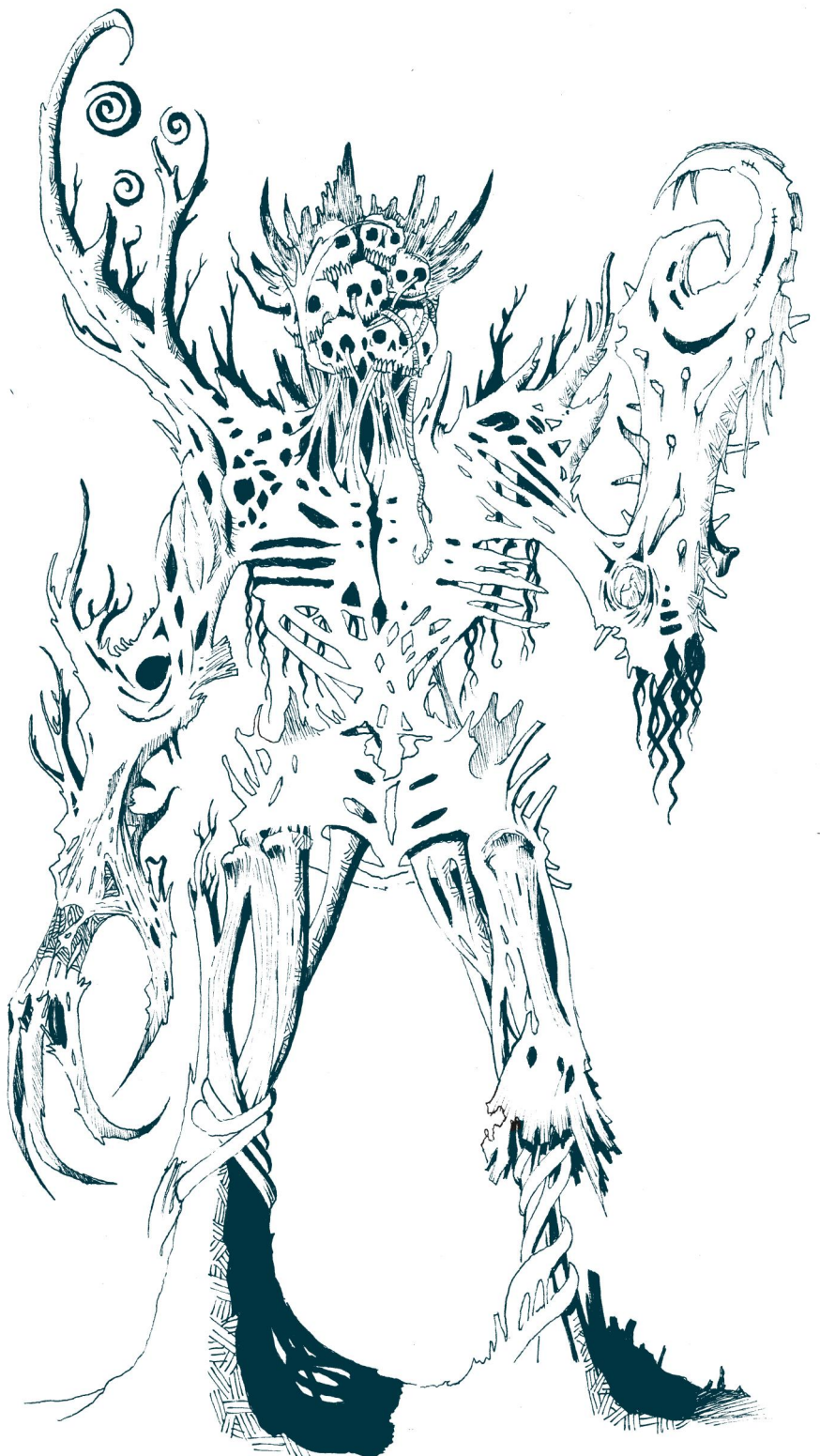
Tactic style: Ambush

Tunnel area: Southeast

Pack size: 18 Rat folk

Style: Tails cut short





The Necrotic Trent

29

Once a lawful guardian of the forest, this Trent was corrupted by the influence of the Oakalisk's power. The Trent serves the Oakalisk, obeying its every command. It has currently been tasked with expanding the corrupted wood. Any creatures in its way will be killed and brought to the Oakalisk to be transformed into monstrosities.

The Trent takes double damage from holy attacks. If it is submerged in the running water of the river, its corruption will be washed away and it will become benevolent again. The Oakalisk knows this and has instructed it to avoid the river.

The Trent is relatively slow moving and so will use its Control Trees power to entangle and immobilize foes and then shoot them with its Necrotic Bolt, all the while attempting to close in and kill with its claws.

HD 10; AC 2[17]; Atk 2 strikes (3d6); Move 6; Save 5; AL C; CL/XP 12/2000;

Specials: Control Trees (200ft centered on the trent, 12 turns)

Necrotic Bolt (80ft range, 1D10 damage + 1D4 strength damage) - Chance of power recharging once per turn on a roll of 5 or 6 (1D6). Strength damage will heal 1 point per day until back to character's max.

The Oakalisk

Long ago, a powerful arcane stone that a council of wizards were unable to fully control was hastily disposed of in a grave. The grave was unmarked and deep in a forest nowhere near any settlements, and was chosen by the tired wizards out of laziness since the earth was already loose. Little did they know, it was a necromancer's grave and his ghost still lingered there. The necromancer possessed a small oak seed to grow around the stone. This necrotic oak tree formed an unusual bond with the stone, which birthed a strange intelligence. The Oakalisk converts all it touches into undead.

What Does it Want? The Oakalisk wants to corrupt the entire forest and beyond. It is trying to fix reality to the order it sees as correct - that of the space between life and death.

Destroying the Oakalisk If the connection between the tree and stone is severed, a giant magical explosion will be triggered, and an airborne magical blight and sickness will sweep the surrounding lands. It can only be safely destroyed by pouring a mixture of holy water and dispel magic potions over it (or any similar spell or magic item combination).

Defence Mechanism The dryads collect weapons and items they find and place them in the Oakalisk's magical field. These weapons are then shot at nearby foes when under threat. If characters shoot missiles at it, these will be captured in its magic field. Spells will bounce back at their casters. If touched, characters will be turned into undead over the course of 3 days.



Ashen Dryad

Created by the Necrotic Trent out of ashes of necrotic wood. The Ashen Dryads serve as assassins and scouts for their creator, obeying its every command.

Tactics

Usually work solitary but sometimes team up in groups of 3 against powerful foes. These creatures observe their targets and strike at opportune times. They make use of their invisibility and advantageous terrain and sometimes create diversions. If they get damaged, they will retreat to the Oakalisk for healing..

HD 2; AC 6 [14]; Atk 1 Necrotic Sword (1d6+2); Move 12; Save 14; AL C; CL/XP 5/240; Special: Darkvision, Invisibility (2 per day - 1D4 rounds)

Champion

The leader of the Ashen Dryads was created by the Necrotic Trent from a limb of Dragonwood (see pg 21). It is coated in flames and so cannot enter water.

HD 3; AC 5 [15]; Atk 1 Flaming Sword (1d8+2); Move 12; Save 13; AL C; CL/XP CL/XP 6/400; Special: Darkvision, Invisibility(3 per day), Fireball (recharges on 5 and 6).

Loot

Ashen Dryads contain a black marble stone core in their chest. This can be used to create magical orbs, or shattered with a hammer to release a cloud of darkness in a 15-foot radius for 1 hour.

Orders

The Necrotic Trent has the dryads expanding the corrupted forest tree by tree. The dryads are also tasked with corrupting the river, which will eventually spread to the Lake of Tears and the weeping willows that drink its water. At that time, the dryads will attack Willow town, capture the residents and bring them to the Oakalisk.



Rat Folk

Enemies of the Crow folk, Rat folk live in tunnels under the forest, and come out to scavage at night.

HD 1; AC 6[13]; Atk 1 weapon (1d6) or bite (1d4+1); Move 12; Save 16; AL C; CL/XP 1/15;

Special: Darkvision and Immune to Disease

Undead Crow Folk

The Crow folk are friendly bird people who live in giant nests in the forest. Lately the dryads have killed a number of them and transformed them with the Oakalisks power into skeletons. This group attacks intruders in the forest from the skies.

HD 1; AC 3[16]; Atk 1 short-bow (1d6) ; Move 12 fly 12; Save 13; AL C; CL/XP 2/30 Special:

Immune to Sleep and Charm

Venus Wolf

The Necrotic Trent has been killing off the wolf population and bringing them to the Oakalisk. Magic seeds are planted in their skeleton bodies and giant venus fly traps grow out from the gaps between their ribs.

HD 2+2; AC 6[13]; Atk 1 bite (1d4+1) 3 plant

traps (1D4); Move 18; Save 16; AL C; CL/XP CL/XP 4/120 Special: Immune Sleep and Charm



Wailing Willow

Grown by the Necrotic Trent, these trees are planted along the riverbank and will attack boats. They will instantly wither if the 'watching skull' on the upmost branch is destroyed or if all the skeleton buds die.

(7HD): HD 7; AC 5[15]; Atk 1 shortbow (1d6) & 2 weapon (2D6); Move 0; Save 14; AL C; CL/XP 7/600; Special: Fireball (2D6) - 4 per day



Vine Skeletons

These human skeletons have been fused with necrotic vines, which act as muscles and ligaments as well as extra limbs.

HD 2; AC 8[11] Atk 5 weapon (1d6); Move 12; Save 17; AL C; CL/XP 4/120; Special: Immune to Sleep and Charm

Random NPCs

- 1 **Charlie the Crow person** – Outgoing and friendly, tells players where to find the Crow folk's nest village (see pg 26) Will trade rations (rabbit meat) for shiny things
- 2 **Paula the injured trader** – was bringing the wizards (see pg 22) new books shipment, but was attacked on the river. Is the only survivor from the ship 'The Evasion.' Wants to warn others and reach Willow for medical attention
- 3 **Saoirse (sear-shuh) the Moss Pixie** – A know-it-all perfectionist. Very critical while also curious. Reluctantly wants help with investigating why the mosses are dying (Its because of the Oakalisk's dark magic). Saoirse has great difficulty working with others. She wont share any information about Moss Pixies.

Timeline of Possible Events

- Day 1** The grainary is robbed by Rat folk at night. The Trent plants 5 Wailing Willow tree saplings on the river bank. A fisher catches a dead fish that is still alive.
- Day 2** Village commotion due to the robbed grain. Elora and Gerard will enter the Seaweed Shrine for the first time and argue with the Guardian in room 1.
- Day 3** Villagers begin hunting & fishing every day for food. Sania visits the Seaweed Shrine for the first time and cheers up the Guardian from its argument with Elora & Gerard.
- Day 4** The Trent goes to the Forbidden Fortress and gets the dragonwood branch and makes the Ashen Dryad Champion. Elora & Gerard convince the Guardian to let them enter by promising to give it a Thunder Stone. They free Nereocystis from room 6. There is now a 50% chance somebody will go missing from Willow every night, as Nereocystis commits a series of murders. The victims are all found strangled by seaweed.
- Day 5** The Trent converts 5 Crow people into undead minions.
- Day 6** The River Ranger will start sleeping on a raft in the middle of the lake, since the Ashen Dryads tried to attack him in the forest. He is respected by the fishers of Willow town, as they mistake this behavior for highly dedicated fishing. He gains a fan following, others try to emulate him. His fans think he catches a new fish every day because they see him eating, when in fact this is just the magical meal he conjurs and he has never caught any fish. Elora & Gerard secure the blue key to room 9.
- Day 7** Guests in the Blue Brew become restless and squabbles must be broken up. Elora & Gerard secure the bronze key to room 10.
- Day 8** Some villagers will go to try and steal food from the wizards and are captured and held hostage by the wizards. Elora & Gerard secure the darkness key to room 11 by this day and gain control of the Aquatic Elf Undead.
- Day 9** Sania has become friends with the Guardian of the Seaweed Shrine in room 1. The wizards will send an ominous magical voice message to the residents of Willow demanding new books in exchange for their hostages or they will turn them into frogs. Elora & Gerard use their skeleton minions to hatch the dragon egg in Haggard Henge and capture it (or if it already hatched, capture it in the woods). They bring it to the dungeon and chain it up in room 13. They stay inside the Shrine plotting their next moves.
- Day 10** The 5 Wailing Willow saplings planted on day 1 mature. Villagers will agree to hand over all their books if the wizards deliver the hostages back along with some food. The wizards agree. Sania drowns in room 2 of the Seaweed Shrine unless stopped or the unless trap in that room was already activated. Elora & Gerard build poison dart traps in the entrances to the Seaweed Shrine and post Skeleton Guards.
- Day 11** The Necrotic Trent creates 5 new dryads. Sigrid paints a picture a pile of burnt skulls. The Guests convince Barth to ferry them upriver, where they are killed by Wailing Willows and dryads, and the Heavy Heart is sunk. The village kids notice that Sania is missing. Elora & Gerard emerge from the Seaweed Shrine and take Morose Morgan hostage. They order the residents of Willow to vacate the town, or bow down and serve them.
- Day 12** Wizards leave tower and come to town (if books were never delivered) – see pg 23. If it is controlled by Elora & Gerard, they will help players organize a resistance. (Aisling is level 4, Eoin is level 1). The Crow folk will help if asked. The children bring Elora & Gerard's meals to them, and are willing to slip poison into the food, if it can be supplied to them. Nightmare flower from pg 25 can be used to make the poison. If Elora & Gerard are not in control of the town, then the wizards will help players to deal with the Oakalisk.
- Day 13** The Trent raids wizards' tower, stealing all the magical items & supplies and becoming more powerful. If the Rat king has not been killed, he will be recruited by the Trent. The forest becomes corrupted very close to Willow, and the lake starts to turn black.
- Day 14** The Trent creates 8 Venus Wolves and 5 Vine Skeletons. The Willow trees around the lake become corrupted, a mist comes in over the lake. The River Ranger flees.
- Day 15** The Necrotic Trent marches on Willow with whatever forces he has amassed from the previous days. Unless the players intervene, three villagers will be killed for every 1 Monster the Trent controls. The rest escape and take refuge with the Crow people. If Elora & Gerard are in control of Willow they will attempt to negotiate with the Trent, but will refuse to bow down to the Oakalisk's rule. The two undead armies will battle, destroying the town.

Random Treasure

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Basic

1	Cursed Brass Amulet – increases monster encounters
2	Cursed Red Cape – will choke its wearer at opportune times
3	Cursed Green Coin - dissolves treasure it comes in contact with
4	Shortbow & 20 Arrows
5	Potion of Jump
6	Flask of Acid
7	Amber (100gp)
8	Large Jasper (60gp)
9	Leather Armor
10	Chain Mail
11	Lock and Key
12	5 Flasks of Alchemist's Fire & 1 Flask Holy Water
13	Signal Whistle
14	Scroll of Fireball
15	Light Crossbow & 15 bolts
16	Two Handed Sword
17	Thieves Tools
18	+1 Battle-Axe
19	3 Potions Cure Light Wounds
20	Half Plate Armor

Advanced

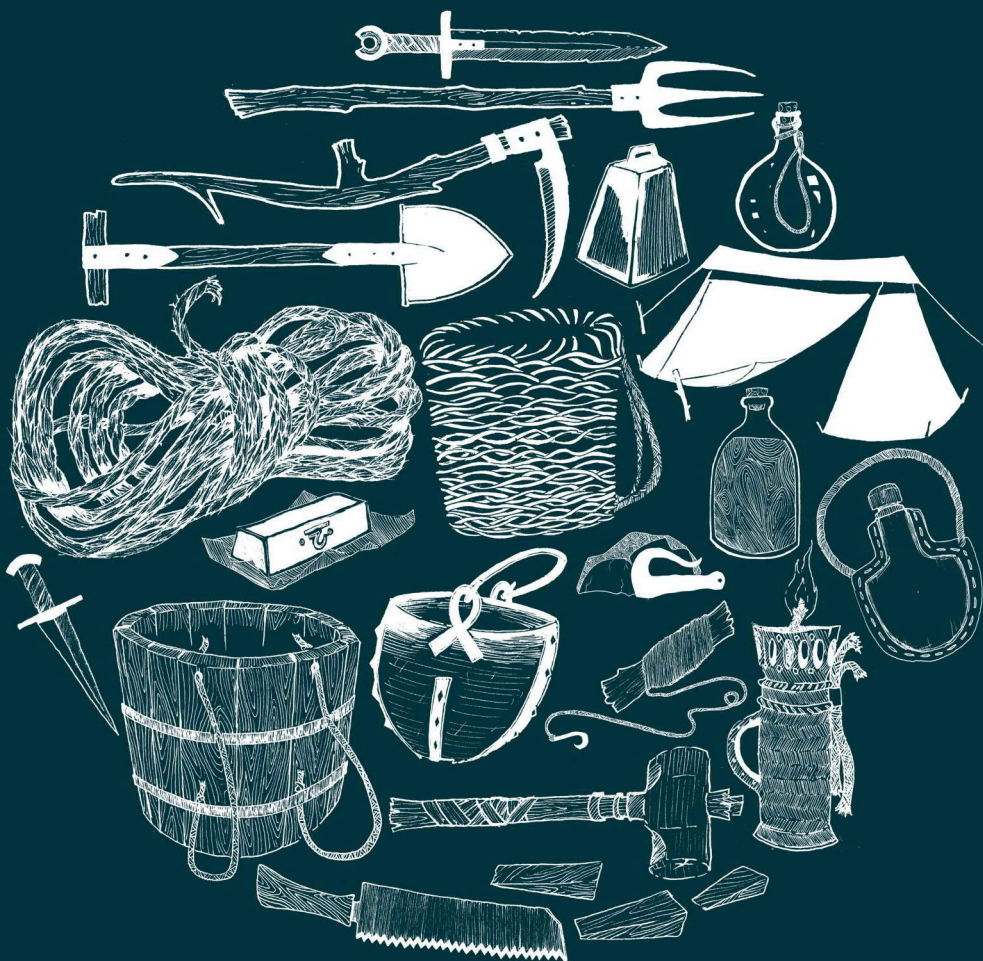
1	Cursed Leather Boots – stick to the ground at inopportune times
2	Cursed Scroll – summons random demon
3	Cursed Sword – becomes red hot at inopportune times 1D4 damage
4	Jade (100gp)
5	Amulet +1 AC +2 HP
6	Bag containing 200gp
7	2 Potions of Cure Moderate Wounds
8	Small Sapphire (150gp)
9	3 Flasks of Anti-toxin
10	Helm of Strength +2 Str
11	Scroll of Remove Curse
12	+1 Longbow & 30 Arrows
13	3 White Pearl (300gp)
14	Moonlight Mace (permanent light source)
15	5 Magic Arrows +2
16	Jeweled Goblet (400gp)
17	+1 Bastard Sword
18	Plate Armor
19	Ring of Fortitude +2 Con
20	Wand of Invisibility - 8 charges

Rare

1	Cursed Ring – max Hp becomes 5
2	Cursed Mask – character must eat 100gp of treasure a day or lose 1 level
3	Cursed Wand – Sets all allies in 30ft on fire
4	Magic Gloves +2 Dex
5	+2 Short Sword
6	Topaz - 400gp
7	Fire Opal - 500gp
8	Black Pearl (600gp)
9	Emerald (700gp)
10	Bag of Pixie Dust of Disguise Self (3 uses)
11	Wand of Summon Monster I – 15 charges
12	Bag of Holding
13	Sapphire Necklace – 1000 gp
14	Large Ruby - 1200gp
15	Bag of Pearls (20) - 2000gp
16	Jeweled Crown - 2500gp
17	Robe of Colors - 2600gp
18	+2 Heavy Mace
19	Potion of Dragonfire Breath
20	Blue Diamond - 4000gp



Dismal Dan's Supplies



Name	Cost	Stock
Large Wooden Bucket	1 gp	2
Oil (1 litre)	1 gp	5
Rusty Sword (1D6-1 damage)	5 gp	2
Scythe (1D4 damage)	3 gp	2
Spade (1D4 damage)	1 gp	5
Splitting Wedges & Sledgehammer	15 gp	1
Steel Cooking Pot	5 gp	1
Water Canteen	1 gp	5
Wood Saw	3 sp	3
Woven Basket Backpack	3 sp	3

Name	Cost	Stock
50ft Rope	3 sp	3
Bar of Beeswax	1 sp	2
Canvas Tent	8 gp	1
Cow Bell	1 gp	4
Dagger (1D4 damage)	3 gp	8
Empty Glass	1 sp	3
Fishing Line and Hook	1 sp	10
Flint & Steel	1 sp	3
Hayfork (1D4 damage)	3 gp	6
Lantern	6 gp	3