

CITIES & SETTLEMENTS



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Introduction

Welcome to “Cities & Settlements”, a collection of fascinating, living communities you can drop right into your home d20 fantasy campaign world with a minimum of work. Each community is an officially sized Thorp, Hamlet, Village or Small Town complete with stat blocks conforming to the rules presented in the DMG along with a full history and background with notes on customs, laws, religion, and more. Each presents a different interesting culture, NPC’s bristling with interactive possibilities, plots and adventure hooks and offers some new d20 crunchy bits to add to your game as well, from prestige classes to poisons, spells to new monsters.

Preparation

This book is intended for DM’s of d20 fantasy roleplaying games. You need the Dungeons & Dragons Players Handbook, Revised Third Edition published by Wizard of the Coast for use, and for one community a basic understanding of the d20 psionic rules. It’s a good idea to read the communities ahead of time and decide if they will be in a fixed location in your campaign world or be used as a “floater” that you can drop in at a moment’s notice...either way knowing the community in advance will help you portray it more realistically to your players. For example, knowing you will be using a particular community you can drop specific hints about the town in advance to simulate what the characters might have heard and provide verisimilitude. Use adventure hooks provided to inspire mini adventures involving the communities or ignore them altogether if you are simply using the town as a stopover point in the party’s travels.

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Crossroads

Summary: A small community centered on a popular location that caters to travelers and adventurers.

Size/Type: Thorp

Population: 29

Alignment: N (good tendencies)

Demographics: Mixed (70% human, 27% gnome, 2% dwarf, 1% other)

Gold Limit: 4,000 / 5,800 assets

Power Center: Conventional (town council)

Authority figures: Bronwin

Important Non Player Characters: Bronwin, male human, Ftr7 (equipment shop); Father Kirk, male human Clr8 (Sharisis); Decella, female half-elf, Exp3/Drd1 (corral); Ghorugh, male half-orc, Rog4 (mercenary caller); Titha, female human, Com6 (Crossroads Innkeep); Raughnokkle, male gnome, Exp3/War2 (weapon & armor repair).

History/Background: This small thorp, simply known as Crossroads, grew up out of what started as a temporary camp for a band of adventurers' who stayed here nearly 25 years ago. At that time, Bronwin, a powerful fighter, and his mighty band had seen many campaigns over the years and had just finished leading a Duke's army against the Bleeding Tongue tribe of black orcs and fought what they considered the battle of their lives. Their two wagons, loaded with booty, made an impressive sight to Johal the wanderer and his wife after they were chased off the main path by a pack of gnolls. Bronwin and his crew dispatched the gnolls, and Johal's wife Madrel gave birth to their son that night. Johal was a retired bounty hunter looking for a new home and asked to share the camp. The following morning, an extended family of gnomes came up from the lowlands seeking high ground. A heavy rain in the nearby Mountains had broken their dam, flooding their hamlet. It was from these simple beginnings that the thorp began, as everyone involved simply decided to stay.

Being situated in a central location of free lands surrounded by vastly different kingdoms and terrain meant much traffic and large amounts of trade goods and supplies often came through this area. Crossroads simply offered a short respite for the traders. To this day, travelers are amazed at the quality of merchandise and available equipment in such a small place. It is truly an eclectic collection of folks that calls a simple crossroads their home!

General Layout/First Impressions: Crossroads is centered around the intersection of two large dirt pathways. It is a collection of small homes and workshops and a gigantic three-story inn known as The Keep. Surrounding this are gnome burrows set in the hills around the thorp. Down in a valley to the northwest is a wide bubbling creek of sparkling mountain water. The trees of a great forest to the south reach all the way up to Crossroads southern fringe. Wagons and horses are usually often crowded between buildings. There's an easiness about the place, but at the same time the folk are alert for approaching travelers. Simple shops catering to merchant caravans and adventurers are apparent immediately.



Economy/Trade: Crossroads was built off the coffers of more than a few successful retired adventurers, and it shows. The economy revolves around making sure a steady stream of supplies comes through the community making it a necessary stop for travelers. While every service accepts barter, coin is still fully respected (and it had best be; considering its location it sees different mints regularly from the surrounding lands). While many of the original settlers no longer do mercenary work, there are plenty of travelers and itinerants here who will...and plenty to hire them as well. Being in neutral territory, it's a regular meeting place for mercenary deals or freelancers looking for work. Caravans are sure to stop to hire additional guards or scouts as escort through foreign territory.

Customs/Laws: Woe be to the journeyman who comes to Crossroads imagining he can rip off the locals or take advantage of simple folk. The skills and competency of many of the villagers assure that swindlers, thieves, or worse don't get far. Depending on the townspeople's mood on any given day you may be branded with an X on your forehead, stripped of belongings and let out into the woods or you might just spend a few nights in the 'bird cage,' a series of three hanging man-cages from an assemblage of tall wooden poles grouped together to form a scaffolding. Many natives happily warn newcomers to "ware your weapons and your manners and ye'll get along very fine here."

Religion/Worship: While many would imagine the god of travels reigning in the faithful here, it's actually a little-known

goddess of healing, Sharisis, which the town is reminded of every day, thanks to the “tough love” of Father Kirk. It seems that daily he makes new converts or at the least attracts more believers thanks to the adventurers (both successful and not) that come through from various quests needing wounds tended to. Sharisis symbol is a single, golden-gloved female hand, palm up and fingers down on a silver field.

Locations/Personas:

1: Bronwin's All-gear: This is an equipment shop run by the former de facto leader of a group of adventuring mercenaries. In here are walls of adventuring gear, supplies and specialty items, but no weapons or armor. The prices are standard. Special or exotic items from other sources can possibly be found here as well (as likely as the DM deems necessary).

Bronwin was the leader of the adventuring crew, The Raiders of Fury, nearly 25 years ago and saw them through many campaigns. After a particularly successful and rewarding (but exhausting) series of battles, the group chose to retire here at the Crossroads, forming the small community out of the gathering of folk that occurred over that year. Bronwin may have been desensitized by the massive violence he was involved with as an adventurer, but has grown into a gentle fellow with a calm, even voice who treats people with respect. His short brown hair is slowly turning gray and he makes many friends with tales of high adventure he relates while at the inn where he spends many evenings.

Bronwin, male human Ftr7: CR 7; Medium humanoid; HD 7d10; hp 41; Init +4; Spd 20 ft.; AC 17, touch 10, flat-footed 17; Base Atk +7; Grp +9; Atk +9 melee (1d8+3/19-20 +1 longsword), or +8 ranged (1d8+1/19-20 +1 light crossbow); Full Atk +9/+4 melee (1d8+3/19-20 +1 longsword), or +8/+3 ranged (1d8+1/19-20 +1 light crossbow); AL NG; SV Fort +6, Ref +3, Will +3; Str 14, Dex 11, Con 11, Int 13, Wis 10, Cha 13.

Languages Spoken: Common, Draconic.

Skills and feats: Climb +12, Craft (cobbling) +7, Jump +6, Knowledge (religion) +6, Listen +2, Spot +6, Swim +8; Alertness, Blind-Fight, Combat Reflexes, Improved Bull Rush, Improved Initiative, Power Attack, Weapon Focus (longsword), Weapon Focus (light crossbow).

Possessions: +1 light crossbow; scimitar; +1 longsword (“Night-stryke”); masterwork warhammer (“Fracturegiver”); light bolts (x19); +1 breastplate; buckler; cloak of resistance +1; 49pp, 712gp, 9cp, 8 gems (4 worth 100 gp, 4 worth 50 gp).

2: Healing House of Sharisis: Almost a shack, it's arguably the smallest building in the community. It is kept in immaculate condition. There us a stylized golden palm on the door. Anyone in the community can tell you it's the place to go for healing or care.

Kirk was another member of the Raiders of Fury. He set up a shrine when his fellows decided to settle down. With his icy stare and standing nearly seven feet tall with a full, wild, gray beard streaked with black, he comes off a bit imposing. He'll stare unblinking, listening to those who come for aid, and just when they're ready to flee in fear he'll reach for some herbs or bandages or rub his hands together and in a gruff voice say “All'll be well soon, we'll get you back in the running in no time” and heal with great skill and care. He'll work a wound like

a master smith a sword, with careful cleaning and full coverage of wounds. Kirk's bedside manner may be lacking, but he tries his best and exudes competence. Within a minute or two folks just seem to feel safe and comfortable in his presence. While short on words, he'll frequently come to join evening meals at the inn to inject into Bronwin's stories with reminders of how often the Raiders of Fury wouldn't have been so furious if he wasn't there to patch them back together.

Father Kirk, male human Clr8: CR 8; Medium humanoid; HD 8d8+16; hp 56; Init +1; Spd 20 ft.; AC 20, touch 12, flat-footed 19; Base Atk +6; Grp +8; Atk +9 melee (1d8+3 +1 illuminating heavy mace), or +9 ranged (1d10+1/19-20 heavy crossbow w/ magic bolts); Full Atk +9/+4 melee (1d8+3 +1 illuminating heavy mace), or +9/+4 ranged (1d10+1/19-20 heavy crossbow w/ magic bolts); SA turn undead 5/day; AL NG; SV Fort +8, Ref +3, Will +9; Str 15, Dex 13, Con 14, Int 12, Wis 17, Cha 15.

Languages Spoken: Common, Draconic.

Skills and feats: Concentration +9, Diplomacy +9, Heal +17, Knowledge (religion) +11, Spellcraft +8, Alertness, Endurance, Extra Turning, Skill Focus (healing).

Possessions: +1 illuminating heavy mace; masterwork heavy crossbow; heavy bolts (x9); +1 heavy bolts (x6); masterwork splint mail; +1 light steel shield; potion of blur; potion of cure light wounds (x10); potion of owl's wisdom; scroll [divine, caster level 5; neutralize poison; neutralize poison; stone shape; water walk]; scroll [divine, caster level 3; magic stone; hold person]; ring of protection +1; 321gp, 7sp, 71cp, 3 gems (each worth 50 gp).

Cleric Spells Prepared (6/5+1/4+1/4+1/2+1; save DC 13 + spell level): 0 cure minor wounds(3), mending, resistance, virtue; 1st cure light wounds* (5), detect evil; 2nd cure moderate wounds* (3), delay poison, gentle repose; 3rd cure serious wounds*, remove blindness, remove curse, remove deafness, remove disease; 4th cure critical wounds* (2), neutralize poison.

*Domain spells; Domains: Healing (cast healing spells at +1 caster level), Water (turn or destroy fire creatures, rebuke, command, bolster water creatures).

3: Decella's Fine Mounts: One of the finer houses in Crossroads located toward the north end of the village, it is surrounded by a medium-sized corral fence wherein a dozen prancing, strong steeds graze and receive training. Word is, Decella makes trades, stables mounts for travelers and sells fine horses ready to receive further training. All types of standard mounts are available at standard prices (mounts that can perform tricks are substantially more expensive).

Decella is a young woman with two young daughters who help her and a husband who makes and repairs horseshoes and saddles. Decella is an expert with animals and is the daughter of Yangrath the druid of the Raiders of Fury (who passed away five years ago). Decella names each horse and keeps track of each one's habits, progress and diet without fail. Horses left in her care are groomed and horseshoes checked. She dresses in tough leathers and keeps her shoulder-length blonde hair in a ponytail – naturally.

Decella, female half-elf Exp3/Drd1: CR 3; Medium humanoid; HD 3d6 + 1d8; hp 14; Init +3; Spd 30 ft.; AC 16, touch 14, flat-footed 13; Base Atk +2; Grp +2; Atk +2 melee (1d6 quarterstaff), or +5 ranged; Full Atk +2 melee (1d6 quarterstaff), or +5 ranged; AL NG; SV Fort +3, Ref +4, Will +8; Str 10, Dex 16, Con 10, Int 13, Wis 15, Cha 12.

Languages Spoken: Common, Druidic, Sylvan.

Skills and feats: Diplomacy +8, Handle animal +13, Knowledge (nature) +8, Profession (stable master) +7, Ride +12, Rope Use +9, Tumble +9; Animal Affinity, Skill focus (handle animal).

Possessions: quarterstaff; masterwork leather armor; ring of protection +1; 55pp, 156gp, 1sp, 16cp, 5 gems (3 worth 10 gp and 2 worth 25 gp).

Druid Spells Prepared (3/2; save DC 12 + spell level): 0 cure minor wounds, guidance, mending; 1st animal friendship, cure light wounds.

4: Merc's Waypost: Opposite the Birdcages and the inn is a large wooden pole nearly 3 feet in diameter and about 10 feet high with logs surrounding it. Wanted notices for criminals, employment as guards or mercenary work covers its surface. Any given morning you can find several warriors, guards and bounty hunters sitting on the logs and hanging out near the post.

This particular half-orc with a bellowing voice but bad luck makes a living as a spokesperson hawking the skills of a particular group of caravan guards or mercenary group or touting the abilities and trustworthiness of a bounty hunter for coins. His rough gray and brown hair lies like a pile of straw atop his head and his voice can be heard across the community. There are some caravan masters who will only hire guards that have Ghorugh as a spokesperson despite that he'll pretty much hawk for anyone who pays, although he'll be wary of telling of past deeds he can't confirm.

Ghorugh, male half-orc Rog4: CR 4; Medium humanoid; HD 4d6+4; hp 23; Init +8; Spd 30 ft.; AC 17 touch 15, flat-footed 13; Base Atk +3; Grp +6; Atk +6 melee (1d8+3 heavy mace), or +7 ranged (1d6 3-ball bolas); Full Atk +6 melee (1d8+3 heavy mace), or +7 ranged (1d6 3-ball bolas); AL N; SV Fort +2, Ref +8, Will +4; Str 16, Dex 19, Con 13, Int 13, Wis 17, Cha 11.

Languages Spoken: Common, Goblin, Orc.

Skills and feats: Bluff +6, Disable Device +7, Gather information +6, Hide +8, Listen +7, Move Silently +11, Read lips +8, Sense motive +10, Sleight of Hand +11, Spot +8, Tumble +10; Improved Initiative, Run.

Possessions: heavy mace; masterwork mancatcher*; 3-ball bolas*; masterwork leather armor; ring of protection +1; 9pp, 295gp, 8sp, 80cp, 5 gems (each worth 10 gp).

* new items described at the end of this section.

5: Crossroads Inn: When Crossroads was first settled, the Crossroads Inn was the first building to go up and everyone pitched in, including the gnomes (who devised an ingenious system of pulleys to load deliveries to any of the three floors or even move supplies between levels). Each of the sides have various balconies, and the floors each have a specific purpose: the ground floor is a common room where the fireplaces are strongest and the kitchen operates. The second floor is the bar and gambling rooms - a crowded and ramshackle arrangement. The third floor has individual rooms for anywhere from 1 to 10 people.

Titha is a loud, boisterous, buxom readhead nearly 6 feet tall with an overbearing disposition. While she'll never insult guests, her impatience has her getting right to the point of transactions or questions and is not much for small talk. She runs a very tight business, insisting that all her "boys" (those in her employ) shave their heads so they can be found and called upon easily by

any guest. The locals all think highly of her and she matches the rough mood of the community perfectly.

Titha, female human Com6: CR 5; Medium humanoid; HD 6d4+3; hp 17; Init -1; Spd 30 ft.; AC 9, touch 9, flat-footed 9; Base Atk +2; Grp +4; Atk +5 melee (1d3+2 subdual whip or 1d6+2 club), or +2 ranged; Full Atk +5 melee (1d3+2 subdual whip or 1d6+2 club), or +2 ranged; AL CG; SV Fort +4, Ref +1, Will +5; Str 14, Dex 8, Con 10, Int 11, Wis 13, Cha 14.

Languages Spoken: Common.

Skills and feats: Handle animal +5, Knowledge (local history) +4, Listen +5, Profession (innkeeper) +10, Spot +4, Swim +6; Great Fortitude, Iron Will, Skill Focus (Profession (innkeeper)), Exotic Weapon Proficiency (whip).

Possessions: whip; club; potion of delay poison; 1pp, 51gp.

Menu

Grog (5 cp)

Beer (1 sp)

Spicy potatoes (3 sp)

Beef stew (2 sp)

Wine-based mushrooms (2 sp)

Spicy boar (4 sp)

Larcel's Best wine (3 gp)

Carrot soup (4 sp)

6: Weapons & Armor repair: This weaponsmith and armory immediately turns heads for the bizarre and antiquated pieces that are displayed over the front counter. Double-bladed axes, handhorns, battlestaves and more cause fighters of all talent to stare and comment. This shop excels at the repair of weapon and armor and the sale of exotic weaponry (which is a hobby of the owner). Prices are up to 40% higher than usual, but given time the shop can procure nearly any exotic weapon, no matter how outdated, rare or bizarre.

Raughnokkle is an armorsmith and weaponsmith of some skill but has a personal aversion to crafting original weapons of his own, preferring to repair or refit only (a matter of self-esteem, he just can't see himself topping the magnificent weapons he collects and sells and so prefers not to show his "underrated skills"). Raughnokkle is a very quiet and shy fellow who has at least heard of nearly every type of handweapon imaginable and the basic skills of how to hold many of them correctly. The truth is all the repairing and knowledge Raughnokkle has performed has honed his own skills, and if he were convinced to create his own it would be of masterwork make, easily.

Raughnokkle, male gnome Exp3/War2: CR 3; Small humanoid; HD 3d6+9 + 2d8+6; hp 41; Init +1; Spd 20 ft.; AC 16, touch 12, flat-footed 15; Base Atk +4; Grp +2; Atk +7 melee, or +7 ranged (1d3+2 sling); Full Atk +7 melee, or +7 ranged (1d3+2 sling); AL LN; SV Fort +7, Ref +2, Will +3; Str 14, Dex 12, Con 16, Int 11, Wis 10, Cha 10.

Languages Spoken: Common, Gnome.

Skills and feats: Appraise +6, Craft (armorsmithing) +8, Craft (weaponsmithing)+8, Heal +2, Hide +3, Knowledge (exotic weaponry) +6, Knowledge (history) +3, Listen +2, Ride +3, Survival +3; Skill Focus (Craft (armorsmithing)), Skill Focus (Craft (weaponsmithing)).

Possessions: masterwork sling; sling bullets (x16); masterwork chain shirt; 14pp, 1,000gp, 8sp, 84cp, 16 gems (4 worth 20 gp, six worth 50 gp, 3 worth 100 gp and 3 worth 500 gp).

What brings the PCs:

- 1: One or more PCs are looking for a way to repair a smashed family shield or snapped masterwork sword or are seeking an exotic weapon, and they hear of a gnomish weaponsmith who can help them at the Crossroads.
- 2: The characters are part of a caravan that makes regular stops at the crossroads.
- 3: The character are crossing country after an adventure and come across the settlement.

Adventure Hooks

- 1: If two or more of the surrounding kingdoms begin hostilities, Crossroads could blossom overnight into a regular diplomatic shrine for both sides to meet and negotiate. Soon it will be crawling with official guardsmen, fights may break out and devious deed enacted. The locals will need extra help while their free land becomes a hotbed of activity.
- 2: The PCs need to find a man or woman with valuable information who is very elusive, and word has it that someone at the Crossroads knows where they can be found, or can lead them to their charge. For a price of course.
- 3: Looking for work, they either head to the Crossroads to find new employment or they are slipped a note saying a potential employer wishes to contact them at the Crossroads for work.



Seeker's Rest

Summary: A monastery that offers shelter from the elements and hungry mountain predators, and provides ancestral counsel.

Size/Type: Thorp

Population: 41

Alignment: LN

Demographics: 96% human, 2% dwarf, 2% other

Gold Limit: 40gp/82 assets.

Power Center: Conventional

Authority figures: Master Severn Hightop, male stone giant Mnk10 (temple elder)

Important Non Player Characters: Grand Master Po, male ghost Mnk18 (founder of Temple of the Five Strengths and guardian ancestor); Tohl Webo, Halfling Exp3/Mnk1 (fungi farmer); Geth, doppelganger Rog5/Asn5 (masquerading as Master Wint); Czabo Tillitch, Dwarf Ars6 (inn keeper and merchant); Luka Porgend, Human Ftr9 (gatekeeper and pass guide)

History/Background: Cutting across the face of the world, the high cloud shrouded peaks of the Mourning Mountains separate the western and eastern kingdoms. Over time several intrepid and extremely lucky explorers discovered navigable routes over the mountains, but only one caravan worthy trail runs through what is referred to as Seeker's Pass.

Seeker's Pass was 'discovered' 157 years ago by Po Kanlee, expatriate from the western kingdoms Order of the Elements monastery. Generations of students learned the Elements' Five Strength style of meditation and fighting, and used this knowledge for improvement of the people and preservation of peace. Legend has it that while plumbing the depths of the self, several monks became corrupted. Like a suppurating wound, this spiritual infection spread throughout the monastery twisting its victims into beings of pure evil, manifesting their desires on the land's inhabitants in forms too depraved to mention.

Po and four other initiates proved immune to the corruption and in a flurry of fists and sheer will, seized the Order of the Elements' sacred texts and it's most valued possession, Tae Duk's Brazier, before razing the temple and scattering throughout the land.

For over a year, Po evaded the orders remaining members and their hired thugs. Eventually, he was driven towards the Mourning

Mountains. While meditating, Po envisioned a recess in a mountain pass possessing several caverns. By the time he surfaced from his meditation, Po felt an internal compass guiding him and his donkey to the pass where the Temple of the Five Strengths would be rebuilt.

The recess in the pass is the crumbling remains of a dwarven stronghold destroyed eons ago by circumstance and forces forgotten. When Po arrived at the recess, he discovered that a lone goatherd inhabited it. The goatherd stood twelve feet high and before Po could offer greetings, the startled stone giant began heaving rock shards the size of hay bales at Po. The giants' first toss missed Po's head by a hairs breadth and rested its full weight upon Po's donkey. Po calmly advanced towards the giant, casually sidestepping the giant's missiles. Po closed to within a few yards of the snarling giant, who now knelt down to retrieve his massive club.

In an instant, Po's calm manner transformed into blurring motion, a sweep of his leg laid the giant flat; as the hulking humanoid sat up, Po's open palm smacked into his chest and his head struck the stone floor with a hollow thud reverberating up the recess walls.

As the sun slipped below the mountains jutting spires, the stone giant was roused by the smell of burning wood and



cooking meat. The bruised giant slowly crawled towards the diminutive human kneeling before the fire stirring an iron pot and meekly introduced himself, "My name is Severn of the Hightop clan."

Po locked eyes with the giant for a moment then extended a steaming wooden bowl to the giant. "You may call me Master Po. You killed my donkey. Now it is time to eat."

Severn accepted the tiny bowl and ate. Po had just found his first student.

Over the next five decades, Po gathered students and the Temple of the Five Strengths was rebuilt. Since Master Po's passing 107 years ago, Master Severn took over the Order as lead teacher, he in turn taught his assistant, a half-elf named Wint, in the Five Strength style. Ten years ago a merchant survivor of a hill giant raid settled in the recess, and has set up a guide service and basic lodging for caravans making the four-day traverse through the pass. This has made access to basic raw materials better, giving merchants access to stone giant pottery and, for better and worse, more attention to the order.

General Layout/First Impressions: Two days travel by foot or mule train through Seeker's Pass, a trail of worn stone and scrub several yards wide overshadowed by steep walls opens into a clearing 100 yards across, leads to a recess that is relatively flat and free of stone debris. In the northwest corner, where the recess narrows, a 40ft. high timber fence stretches from wall to wall. Shuttered windows dot the upper edge and a huge double door stands in the middle of the wall. During the day smoke can be seen wafting up the narrow walls, and at night faint torch light leaks from behind the shuttered windows.

A length of cord hangs from one window ending 4 feet off the ground. Pulling on it sounds a series of bells alerting Luka to see who seeks entrance. The cord can not support any significant weight.

The double doors swing inward into a courtyard flanked on the left by a series of stalls for boarding pack animals. To the right of the doors is a ladder leading to scaffolding upon which Luka usually stands on to peer out the shuttered windows into the trail outside. There is an overhang at the walls top and a string of smaller bells runs the walls top edge.

Once inside the walled portion of the recess the characters notice several sturdy looking buildings constructed of stone and timber. Depending on the weather, Czabo's children may be chasing chickens about or monks may be engaged in calisthenics. A covered firepit is located on the right of the courtyard, in front of a stone building housing the hole in the wall in. The recess ends in a wide opening in the mountain face.

Economy/Trade: Seekers Rest has little to offer merchants other than shelter from the weather. Anyone is welcome to spend the night in the recess outside the wall and is not molested by the monasteries inhabitants. The same cannot be said of any marauding hill giants, peckish beasts, or the nighttime whim of the elements.

Entrance through the walls requires a bartered fee in the amount equivalent to 1 sp per person and 2 sp per pack animal. Visitors are expected to provide their own feed, food, fuel, and blankets although all are available for barter. Czabo is always looking for laborers to help excavate the collapsed caverns and a day's work can earn a meal. Spices, grains, or fabric can

be bartered for lodging or Stone Giant masterworked pottery. Offers of weapons or armor will be met with puzzled looks. "Why would I want that?"

Customs/Laws: The monks keep to themselves though politely listen to anyone speaking to them, but their answers are short and many times cryptic. All night soil is collected by initiates and taken to the fungi farm. Considering the size and make up of the thorp crime is not a common occurrence. Initiates pay for infractions thru extra chores, calisthenics, and meditation as to the root of their transgression.

Unscrupulous visitors are seldom admitted and any that get past the gate has 31 monks to deal with. A testament to the Orders abhorrence of killing and power of the Five Strength fighting style can be witnessed when visitors attempt violence within Seeker's Rest's walls. The villain usually awakens bruised, disarmed and outside the gate.

Religion/Worship: Most inhabitants practice a fusion of ancestor and elemental worship venerating the Five Strengths: Earth, Air, Fire, Water, and Spirit. Tenants of the order include: Clarity of thought, surety of action, and purity of mind. To vanquish a foe without killing is to defeat death as such monks vow to only strike using non-lethal techniques.

Locations/Personas

1: Wall house: This is a tiny hutch on the walls scaffolding contains bedding and a chest containing personal items and home to Luka. Six years ago Luka arrived at Seeker's Rest exhausted and bearing the facial scars of one who has been branded a deserter from the king's army. As payment for the monks' compassion, Luka has served as caretaker of the wall for the past six years where he has put his training to use against attacking Bloodrinker Clan raiders.

Luka Porgend, Human Ftr 9: CR 9; Medium humanoid; HD 8d10+16; hp 66; Init +1; Spd 20 ft.; AC 17, touch 11, flat-footed 16; Base Atk +9; Grp +13; Atk +16 melee (1d8+11/19-20x3 plus 2d8 sonic, +1 thundering longspear), or +11 ranged (1d6+4/x3, masterwork composite shortbow [+4 Strength]); Full Atk +16/+11 melee (1d8+11/19-20x3 plus 2d8 sonic, +1 thundering longspear) or +12/+7 ranged (1d6+4/x3, masterwork composite shortbow [+4 Strength]) or +10/+10/+5 ranged (1d6+4/x3, masterwork composite shortbow [+4 Strength]); SV Fort +8, Ref +3, Will +4; AL CN; Str 18, Dex 12, Con 14, Int 14, Wis 10, Cha 8.

Skills and feats: Climb +9, Craft (Bowyer) +12, Intimidate +9, Jump +9, Ride +11, Spot +5; Blind-Fight, Dodge, Greater Weapon Focus (longspear), Greater Weapon Specialization (longspear), Improved Critical (longspear), Point Blank Shot, Power Attack, Rapid Shot, Weapon Focus (longspear), Weapon Specialization (longspear).

Possessions: Masterwork banded mail, +1 thundering longspear, spy-glass, masterwork composite short bow [+4], efficient quiver, Sunrods (5), 57sp.

2: Hole in the wall lodging: Cured hides stretched over beams of heavy timber making it unlikely that the dwarven family living there constructed it. Czabo, his wife and their seven children have lived in the recess for the past 10 years providing the only form of civilized lodging available. Visitors to the recess can sleep in a communal area. Besides acting as innkeepers, the Czabos sell beautiful stone giant jewelry

and pottery on consignment. tone giant wares have recently become fashionable in the homes of the eastern kingdoms ruling classes and the added income has softened Czabo's usual dour countenance.

Czabo's manner is terse and matter of fact unless the visitor has mead, ale, or wine to offer. Anyone spending time drinking with Czabo quickly learns his views of elves, the western kingdoms, tolerance of elves, and how he is actually descended of kings. He can produce several dog-eared tomes through which he can trace his lineage to a clan whose ancestral forge lies below the rubble at the end of the recess. Despite several hundred tons of debris lining the forges passages, Czabo is certain that one day he will clear the way and reclaim the throne.

Czabo Tillitch, Dwarf Ars5: CR 4; Medium humanoid; HD 5d8; hp 46; Init +1; Spd 20 ft.; AC 19, touch 13, flat-footed 18; Base Atk +3; Grp +4; Atk +5 melee (1d10+1/x3, masterwork dwarven waraxe) or +4 ranged (1d10/19-20, heavy crossbow); Full Atk +5 melee (1d8+1/x3, masterwork dwarven waraxe) or +4 ranged (1d10/19-20, heavy crossbow); SQ darkvision 60ft.; SV Fort +1, Ref +3, Will +4; AL NG; Str 12, Dex 13, Con 10, Int 14, Wis 10, Cha 14.

Skills and feats: Appraise +10, Intimidate +10, Knowledge (architecture and engineering) +10, Knowledge (history) +10, Knowledge (nobility and royalty) +13, Perform (oratory) +13, Profession (miner) +8, Sense Motive +8, Survival +8; Dodge, Skill Focus (Knowledge (nobility and royalty)), Skill Focus (Perform (oratory)).

Possessions: Masterwork breastplate, light steel shield, masterwork dwarven waraxe, ring of protection +2, heavy crossbow, 120gp.

3: Temple of the Five Strengths: The temple is constructed using massive boulders and packed mud. It's interior is illuminated by oil lamps set into the walls every five feet. Carved into the wall beside the entryway are the following phrases: Rooted in the earth, movement like fire, adapt as water, the perspective of air, what the mind conceives, the body achieves.

Left off the entrance is the five strength practice area containing five wooden humanoid shaped mannequins ranging in size from tiny to huge. Initiates practice various forms of unarmed on these mannequins. Right off the entryway is a library housing scrolls and tomes depicting the Five Strength fighting and meditation style. Directly ahead of the entryway is a massive circular stone portal bearing glyphs depicting the four elements and the spirit. Rolling it to either side requires a strength test of DC 18 to gain access to the hallway beyond. The hall of tests contains five challenges of varying difficulty, the last of which involves the initiate lifting the brazier of Tae Duk.

For the past 107 years Master Po has existed here guiding the worthy and discouraging interlopers. Master Po lived to see his order rebuilt and even death hasn't prevented him from carrying out his duties as Grand Master. Anyone attempting to enter the hall of tests without performing the proper rituals, desecrating the interior or steal from the temple will meet Grand Master Po's wrath. Interlopers first hear Po's enraged moan, those that do not flee will then have to deal with his pummeling manifestation. His journey into death has only further increased his resolve not to take another's life. Grand Master Po's mummified remains are entombed in the wall behind Tae Duk's brazier.

Grand Master Po, Mnk18: CR 20; Medium undead (augmented humanoid)(incorporeal); HD 18d12; hp 127; Init +2; Spd Fly 30 ft.

(perfect); AC 20, touch 20, flat-footed 18, or 24, touch 24, flat-footed 22; Base Atk +13; Grp +17; Atk +17 melee (2d8, +1 ghost touch unarmed strike) or +15 ranged; Full Atk +17/+12/+7 melee (2d8, +1 ghost touch unarmed strike) or +17/+17/+17/+12/+7 melee (2d8, +1 ghost touch unarmed strike) or +15 ranged; SA stunning fist 18/day (save DC 28), ki strike (magic, lawful, adamantine), greater flurry, quivering palm, ghost touch; SQ manifest, still mind, undead, incorporeal, +4 turn resistance, diamond soul (SR 28), improved evasion, slow fall 90 ft., tongue of the sun and moon, rejuvenation, abundant step, wholeness of body, endure elements; SV Fort +11, Ref +13, Will +16; AL LG; Str 10, Dex 14, Con -, Int 14, Wis 20, Cha 18.

Skills and Feats: Concentration +29, Diplomacy +27, Escape Artist +12, Hide +12, Jump +12, Knowledge (arcana) +15, Knowledge (religion) +23, Listen +15, Sense Motive +28, Spot +15, Tumble +14; Blind-Fight, Combat Expertise, Combat Reflexes, Five Strength Fighting Style, Improved Disarm, Improved Grapple, Improved Trip, Leadership, Negotiator, Skill Focus (Concentration), Stunning Fist, Weapon Finesse (unarmed strike).

Brands of Tae Duk (Su): The brands upon his mummified remains allow Master Po to utilize his unarmed strikes against material creatures as if they were ghost touch weapons. If his remains were to be placed in an anti-magic field or incinerated he loses this ability.

Possessions: Monk's outfit, brands of Tae Duk, Tae Duk's Brazier.

4: Fungi farm caverns: Dark and stinky sums up the interior of this cavern where Tohl tends an impressive mushroom farm. Most of the fungus grown in the cavern are used in the dorm cooking and as feed for chickens and goats.

Monastic life is not easy for Tohl, but he has found focus and sense of purpose tending his mushroom gardens. He discovered the purple-stemmed myconid's supernatural properties by accident. In his vision he saw that the mushrooms would be his source of riches. Master Wint usually chides him for his lack of focus in meditation and practice, but of late his tongue has been less critical.

Tohl Webo, Halfling Exp3/Mnk1: CR 3; Small humanoid; HD 3d6+6+1d8+2; hp 26; Init +4; Spd 20 ft.; AC 16, touch 16, flat-footed 15; Base Atk +2; Grp -3; Atk +2 melee (1d4-1, unarmed strike), or +8 ranged (1d3-1, sling); Full Atk +2 melee (1d4-1, unarmed strike), or +0/+0 melee (1d4-1, unarmed strike), or +8 ranged (1d3-1, sling); SA stunning fist 1/day; SQ flurry of blows; SV Fort +5, Ref +8, Will +7; AL LG; Str 8, Dex 19, Con 14, Int 10, Wis 12, Cha 12.

Skills and feats: Climb +6, Concentration +8, Jump +8, Knowledge (nature) +6, Knowledge (religion) +6, Listen +9, Move Silently +11, Profession (mycologist)+10, Tumble +12; Acrobatic, Improved Unarmed Strike, Skill Focus (Profession (mycologist)), Stunning Fist.

Possessions: Monk's outfit, divine fungi (divination), everburning torch.

5: Severn's hutch: This room is tiny by giant standards, but cavernous for small individuals. Several pet goats sleep here giving the retreat a pungent smell. The walls are painted with pictures depicting the forms of the Five Strength fighting style.

Severn's consciousness and awareness of the world have dramatically changed since entering the order. His devotion to the order so fills his time he now interacts more with his dwarven and human associates than his own kin. In the past he has taught members of the Hilltop clan the basics of unarmed combat in the hopes they would settle disputes with the Blood-drinkers in a less than lethal manner. He has sworn to never kill again in anger. he increasing attacks by the Blooddrinkers place mounting stress on his vow.

Master Severn Hightop, male stone giant Mnk10: CR 18; Large giant; HD 14d8+56+10d8+40; hp 192; Init +2; Spd 70 ft; AC 29, touch 18, flat-footed 27; Base Atk +15; Grp +31; Atk 24 melee (3d6+9/19-20, +1 ghost touch unarmed strike) or +17 ranged (2d8+12, small boulder); Full Atk +24/+19/+14 melee (3d6+9/19-20, +1 ghost touch unarmed strike) or +17/+12/+7 ranged (2d8+12, small boulder); SA reach, ghost touch, stunning fist 10/day (save DC 23), flurry of blows, ki strike (lawful); SQ darkvision 60 ft., low-light vision, slow fall 50 ft., endure elements, improved evasion, purity of body, wholeness of body (20 hit points), still mind; SV Fort +20, Ref +13, Will +15; AL LN; Str 26, Dex 14, Con 18, Int 12, Wis 18, Cha 14.

Skills and Feats: Climb +15, Concentration +15, Diplomacy +12, Hide +13, Jump +17, Knowledge (Religion)+12, Listen +12, Profession (goatherder) +7, Sense Motive +13, Spot +17, Tumble +14; Acrobatic, Alertness, Deflect Arrows, Combat Expertise, Dodge, Five Strength Fighting Style, Improved Critical (unarmed strike), Improved Grapple, Improved Trip, Negotiator, Skill Focus (Concentration), Stunning fist.

Possessions: Monk's outfit, brands of Tae Duk, charcoal drawing sticks.

6: Order of the Elements dormitory: This spartan longhouse, constructed of timber and hides, contains the 29 initiates and preceptor monks sleeping chambers, kitchen and eating area and toilet area. Master Wint directs the four preceptors in leading the 25 initiates through the daily rituals, practices and housekeeping. Wint usually spends his evenings meditating in his hermitage.

7: Collapsed caverns: These caverns are filled with tons of stone. Any character gaining access to the caverns inherits ancient secrets and danger.

8: Wint's hermitage: Located farther up the walls of the recess, this cavern contains a simple oil lamp, a meditation mat, incense and a water skin. Wint's journal describes his various journeys around the western and eastern kingdoms searching for prospective students. One passage mentions a confrontation with a group of men whose fighting style was similar to the Five Strengths. Hidden in a recess is Geth's haversack.

The Five Strength fighting style teaches the values of integrity and honor. Geth possess neither. He cares little who his employer is; he is more concerned with the reward retrieving the brazier will bring him. Killing the pious monk was just a perk of this job. Wint proved far less an obstacle than the dead one guarding the brazier in the temple.

Geth has had to rethink his approach. For the first time in his career he is seeking outside help with a job. The stone giants do not value gold, but their cousins across the pass, the Blooddrinkers, do and with their help he will dismantle the Temple of Five Strengths stone by stone and claim his prize.

Geth, Doppelganger Rog5/Asn5: CR 13; Medium monstrous humanoid (shapechanger); HD 4d8+10d6; hp 59; Init +6; Spd 30 ft; AC 17, touch 13, flat-footed 15; Base Atk +10; Grp +14; Atk +15 melee (1d3+5, unarmed strike) or +15 melee (1d6+5, slam) or +12 ranged (1d4+4 plus poison, dart); Atk +15/+10 melee (1d3+5, unarmed strike) or +15/+10 melee (1d6+5, slam) or +12/+7 ranged (1d4+4 plus poison, dart); SA detect thoughts, sneak attack +6d6, death attack (save DC 18), poison use, trapfinding, trap sense +1; SQ change shape, immunities to sleep and charm, uncanny dodge, +2 save vs. poison; SV Fort +3, Ref +14, Will +7; AL NE; Str 18, Dex 14, Con 10, Int 16, Wis 12, Cha 16.

Skills and Feats: Appraise +5, Bluff +20, Decipher Script +8, Diplomacy +10, Disable Device +10, Disguise +20, Escape Artist +, Forgery +10, Gather Information +8, Hide+10, Intimidate +10, Listen +11, Move Silently +10, Open Lock +15, Sense Motive +10, Search +10, Sleight of Hand +15, Spot +11, Tumble +12, Use Magic Device +15; Combat Expertise, Improved Feint, Improved Initiative, Improved Trip, Improved Unarmed Strike.

Assassin's Spells Prepared (4/3/1; save DC 13 + spell level):

1st- feather fall, jump, obscuring mist, true strike; 2nd- darkness, pass without trace, spider climb; 3rd- greater invisibility.

Possessions: Monk's outfit, ring of mindshielding, amulet of mighty fists +1, ring of protection +1, 2 poisoned darts (blue whinnis, DC 14, 1 Con/unconsciousness), potions: mage armor, magic fang, shield of faith +2, handy haversack, 23gp.

What brings the PCs

- 1: Traveling through the pass the PCs seek shelter from a brewing storm.
- 2: A merchant has hired them to procure rare Stone giant wares.
- 3: The PCs find the remains of Wint and are returning them.
- 4: A neighboring lord hires the PCs to drive off hill giants that have been raiding his subject's farms.
- 5: Word has spread in martial circles that the Five Strength Style of fighting cannot be beat.
- 6: A bard tells a tale of a dwarven forge, the riches lost therein, and the mystery surrounding its end.

Adventure Hooks

- 1: The most renowned chef in the eastern kingdoms will pay a pretty penny for rare ingredients to create his 'Soufflé of Kings.' The hardest to come by seems to be a Roc egg.
- 2: Czabo hires the PCs to assist in excavation of his ancestral forge.
- 3: Master Wint approaches the party's paladin or cleric begging assistance in ridding the Temple of Five Strengths of its undead occupant.
- 4: A night's layover at Seeker's Rest is disrupted when beasts or Hill Giants attack.
- 5: Luka has gone missing. He was last seen headed in the direction of the Hightop clan caverns.

Seekers Rest

To Mishtop Clan

Collapsed Caverns

Severn's Hutch

Temple of Five Stars

Fungi Farm

Order's dormitory

Winf's Harmitage

Stockade

Wall House

Hole in the Wall Lodging

Eastern Kingdoms

Western Kingdoms

WOW MOUNTAINS



Ulochan

Summary: One of many halfling thorps set into a massive cliffside.

Size/Type: Thorp

Population: 75

Alignment: NG

Demographics: 99% halfling 1% other

Gold Limit: 40 gp, assets 150 gp

Power Center: Elected Elder

Authority figures: Elder Tirgulin Rockseeker, male halfling Rgr9 (leader); Aldwida Rockseeker, female halfling Drd10 (spiritual leader); Flight instructor Tomas Cliffjumper, male halfling ftr4/gldr5 (In charge of aerial defense); Numacha male dyanvai Psiwar9 (leader of dyanvai); Etha Dunclay female halfling, Exp5 (craftsman); Yanseir Goldcroft male human, Exp12 (merchant in charge of organising caravan); Rulla male halfling Rgr2 (rat farmer); Anchari male dyanvai Psi (savant) 7 (rogue dyanvai)

History/Background: In the old days, the halflings of Thandris were happy in the green hills that were their home. But change came and poisoned their lakes with blood and war, and in the wake of change the serpent people came. So the halflings packed their things and made a long and arduous flight from the lands they once knew. In their search for a new land they were forced to stop at the edge of the world, or so it seemed to them, for the way across was far and there seemed no end to the massive crack in the earth. A great river cut through the chasm and the valley below was green, but the wisdom of their spiritual leaders prevented them from entering the valley below. Tired and hungry, for the land granted little bounty, they nearly gave in to despair. Falla Littlefoot, a dreamer amongst them, watched the valley with great interest. The more life she saw in it the stronger her resolve became. If these creatures could survive, she thought, so could her people. Taking a band of

especially agile halflings, they explored the cracks, crevices and ledges for suitable homes. They were pleased with what they found. They found minor plant growth in the cool caves, water, and a few hand carved tunnels covered in runes. Fortunately, it was obvious that none had been used in a long time. It was safe here, defensible, and after the first ropes were hung it was quickly settled.

It was not the rolling green hills they once knew and the first years were hard. Eventually they learned to use what they were given and they thrived, to the point of settling a large portion of the cliffside. Part of the credit goes to the dreams of another halfling, Bucabi Cliffjumper, who spent his entire lifetime working on a means to fly like the dyanvai, a race of humanoid flyers that also dwelled in the cliffside. Learning from them how to use air currents and with a construction of his own design, he was successful. He took other dreamers under his wing and as an old halfling was overjoyed to watch his first gliders take to the skies.

General Layout/First Impressions: This great chasm cuts through the earth, creating a rift three to eight miles wide and six miles high. The Ulochan thorp is only one of 30 thorps that dot the Face. The elements of the chasm are broken down into three parts; the Edge, where the savanna meets the chasm; the Face, the vertical surface of the chasm; and the Floor, also known as the Shadowed Valley, which is the base of the chasm.

The Face is largely brown and barren, except where the adobe homes, balconies, stairwells, and communal areas are carved or built up from the rock. Rough areas are smoothed over, and simple archways and windows are abundant. Wood is a rare commodity; the little they have comes from the valley below where greenery and tall trees dot the floor.

The floor is almost forest like and moss grows over the wet lower rocks. It's a very different world from that above. Early



forays to the chasm floor revealed infestations of insects and dangerous creatures. Even so, some halflings train to hunt and gather in this region, for though the upper tiers provide for the community, their bounty remains scant. The floor is largely cast in shadow, receiving only a few hours or less of light each day.

Stone 'gutters' are an essential part of each home, because precipitation is rare and although there are some sources of water within the face not all homes have access to them. Native vegetation has been brought up and cultivated in some homes. Glider launches are a part of each grouping of homes. Huge columns rise up from the valley floor, not as tall as the cliff face but still huge. At night, lights dot the cliffside as hearths and braziers marking platforms are lit. The hollow sound of clay pipes is sometimes heard echoing through the chasm as halflings settle in to enjoy the cool air of the evening. About that time dark forms detach from the Face and take to the air, swooping and diving - hunting for prey. Their swift, precise movements are like a dance, echoed by the clicking of their voices, an evening pleasure to most halflings.

Music is an important part of the daily life of these halflings. The music they have created can only truly be enjoyed at the chasm, where the pitch and timing of each piece is tied to echoes of the chasm. Music also serves as a form of communication, the clay pipe being the most common instrument. A traveler might hear a series of notes echo through the cavern long before he even glimpses a halfling glider. Signals are for aerial threats, to clear skies, to signal communal gatherings, personal distress, weather and even a code for thorps to contact each other quickly.

Economy/Trade: The thorps work primarily off barter. Gold is not completely worthless, however, and is accepted occasionally. Hunters sometimes delve into the caverns or the Floor for prey, there are mushroom farmers, fishers for both the Dark river and cavern pools, and a few shepherds who raise long haired giant rats. Some sections of the Face are suitable for herds of small mountain goats. Pottery and woven straw objects are common goods. The pottery here is unique, and each thorp has its own style. During the yearly glider races, a caravan of merchants come to watch, gamble and trade.

An elected elder acts as leader for each community and makes judgments (with an impromptu council on rare criminal matters or other disputes) and generally oversees the well being of the community. The master glider is responsible for aerial defense. The spiritual leader is chosen by the previous spiritual leader and acts as a well respected advisor to the community and the ruling elders.

Religion/Worship: Each thorp has a spiritual leader, generally a druid although a few thorps boast a cleric of the halfling goddess. The halfling founders traveled with one of each, both guides did much to aid the pilgrimage of the halflings and in the settling of the Face. While many halflings pay respects to both, there are a number of halflings who have their own ideas about which is better. Fortunately, there have been no fights over it yet.

Locations/Personas

1: Court of Elders: A simple room built into the cliff face, it is sparsely furnished and made primarily for private audiences.

This is one of the few abodes with a ceiling high enough to accommodate medium size creatures. Circular windows above the door let in ample light. A large stone slab, which is part of the center floor serves as a table. Tirgulin's quarters are near here but he normally takes his audiences here.

Tirgulin is the current ruling elder, was a bold ranger in his early years; he now takes responsibility for the well being of his tribe. His pride is in the self-sufficiency of his community and he is slow to trade with outsiders save for during the races. Other thorps have already begun more serious trade relations with others and the pressure is on for his thorp to follow suit. He remains strong, even in his elder years, though he rarely travels beyond his own thorp anymore. He is close to his people and closer to his family, who all has a fondness for him. Often in the evenings, he can be found entertaining the children of the thorp with tales of his exploits on the floor. When important issues arise, he often seeks the council of his sister, Aldwida, whom he has always admired.

Tirgulin Rockseeker, male halfling Rgr9: CR 9; Small humanoid; HD 8d8; hp 55; Init +7; Spd 20 ft; AC 16, touch 14, flat footed 13; Base Atk +9; Grp +7; Atk melee +10 (1d4+2/19-20, masterwork shortsword), or ranged +15 (1d3+2/19-20, masterwork dagger) or ranged +14 (1d4+2/x3, +1 composite shortbow [+1 Strength]); Full Atk melee +10/+5 (1d4+2/19-20, masterwork shortsword) and +10 (1d3+1/19-20, masterwork dagger), or ranged +15/+10 (1d4+2/19-20, masterwork dagger) or ranged +14/+9 (1d4+2/x3, +1 composite shortbow [+1 Strength]); SA -; SQ favored enemy aberrations +4, favored enemy plants +2, woodland stride; SV Fort +7, Ref +7, Will +6; AL NG; Str 14, Dex 17, Con 11, Int 16, Wis 14, Cha 13.

Languages: Common, Halfling, Dyanvai,

Skills and feats: Climb +16, Craft (bowyer) +9, Heal +7, Hide +9, Knowledge (nature) +9, Listen +10, Move Silently +10, Ride (glider) +12, Search +9, Spot +10, Survival +14, Use Rope +9; Endurance, Improved Initiative, Manyshot, Point Blank Shot, Precise Shot, Skill Focus (Ride (glider)), Track, Two-Weapon Fighting.

Possessions: 50 gp, masterwork shortsword, personal glider, masterwork dagger, +1 mighty composite shortbow +1 Str bonus.

Ranger Spells Per Day (2/1; save DC 12 + spell level): 1st - summon nature's ally I, speak with animals; 2nd sleep

Eagle Animal Companion: CR -; Small magical beast; HD 1d8+1; Hp 5; Init +2, Spd 10ft., fly 80 ft. (average); AC 14), touch 13, flat-footed 12 Base Atk +3; Grp -1; Atk Talons +3 melee (1d4); Full Atk 2 talons +3 melee (1d4) and bite -2 melee (1d4); SQ bonus trick, evasion, low-light vision; SV Fort +3, Ref +4, Will +2; AL N; Str 10, Dex 15, Con 12, Int 2, Wis 14, Cha 6.

Skills and Feats: Listen +2, Spot +14; Weapon Finesse

2: Aldwida's quarters: Her home, like most others, is simply furnished. Shelves are molded from the wall like clay. Her worktable is a simple slab of rock, low to the ground with straw mats for seats. An animal hide covers the doorframe. A large window looks out on her small private platform, where many clay-pots hold all types of vegetation. A tunnel behind her home leads to the market platform.

Aldwida is the spiritual leader of the village, and Tirgulin's older sister. She has but one apprentice, gained only recently, whom she hopes will be a suitable replacement for her someday. She is kind, but finds it difficult to socialize outside the requirements of her profession. She believes in tough love and tends to admonish those that are hurt through carelessness. Her soft, graying hair is worn cropped shoulder length, with braided

sides like most of the halflings here. She monitors the natural resources, rationing when necessary. Her decision on these matters is law and none question it. She spends many hours in meditation trying to attain ultimate oneness with nature. She retains a small brown lizard and a wolf as animal companions.

Aldwida Rockseeker, female halfling Drd10: CR 10; Small humanoid; HD 10d8+10; hp 59; Init +3; Spd 20 ft; AC 16, touch 14, flat-footed 13; Base Atk +7; Grp +3; Atk melee +12 (1d4+1, masterwork sickle), or ranged +11 (1d3+1, sling); Full Atk melee +12/+7 (1d6+1, masterwork sickle), or ranged +11/+6 (1d4+1, sling); SA -; SQ animal companion, nature sense, wild empathy, woodland stride, trackless step, resist nature's lure, wild shape Large (4/day), venom immunity; SV Fort +9, Ref +7, Will +10; AL N; Str 12, Dex 17, Con 13, Int 10, Wis 15, Cha 13.

Languages: Common, Druidic, Halfling.

Skills and feats: Climb +14, Concentration +8, Diplomacy +6, Listen +7, Heal +14, Knowledge (nature) +8, Spellcraft +2, Survival +14; Alertness, Extend Spell, Weapon Finesse (sickle), Track.

Druid Spells Per Day (6/5/5/3/3/2; Save DC 12 + spell level): 0 - create water (2), cure minor wounds (2), purify food and drink, light; 1st - entangle (2), Longstrider, speak with animals, obscuring mist; 2nd - delay poison, soften earth and stone, speak with animals, summon swarm, flame blade; 3rd - cure moderate *3, meld into stone, remove disease; 4th - cure serious, repel vermin, scrying; 5th - control winds, commune with nature, insect plague.

Possessions: 200 gp in gems, +2 amulet of natural armor, masterwork sickle, Ring of climbing, one block of incense of meditation.

Wolf Animal Companion: CR -; Medium magical beast; HD 8d8+16; Hp 48; Init +4, Spd 50 ft.; AC 22, touch 14, flat-footed 18 Base Atk +6; Grp +9; Atk Bite +10 melee (1d6+3); Full Atk Bite +10 melee (1d6+3); SQ bonus trick, evasion, low-light vision, devotion; SV Fort +8, Ref +6, Will +3; AL N; Str 16, Dex 18, Con 15, Int 2, Wis 12, Cha 6.

Skills and Feats: Listen +2, Spot +14; Track, Weapon Focus (bite)

3: Tent village: Once a year at the edge of the savanna, a small caravan of merchants make the trek across the plains to the cliffs edge to trade and to bet on the glider races. Guards are always needed to protect against the few roving beasts, goblinoids and nomadic horsemen. Halflings from various thorps who want to trade join the merchants at the Edge. This has only been going on for a couple of years but it is slowly growing as every year more merchants join the trek. The gliders are not for sale but the unique halfling crafts bring a good price. Humans rarely make the descent into the thorps themselves. The carved stairs, ladders, and handholds are far too small for all but the most experienced climbers. Once down they will find themselves in cramped quarters or relegated to the communal platforms. Those who wish to possess a glider must recreate it from memory. The few attempts at this have ended in disaster. Pulley systems bring trade goods quickly between levels. None carry more than 100 lbs.

Etha is a sprightly halfling with light brown hair and sparkling green eyes she is one of the most popular merchants at the races. She sets up a tent every year and her masterwork pottery is highly sought after. Anyone attending the races with the caravan will likely meet her. She is outgoing and inquisitive and enjoys meeting new people. Her family has been creating pottery for generations and it is likely a fault of pride that she enjoys the yearly visits so much. While her kin appreciates her work, she finds the praise of the merchants especially rewarding. She is easily manipulated through flattery and only now just

learning to understand the value of her work. Her home is close to the merchants square with access to a tunnel that leads behind it. However, much of her work is created at her Market place shop where the curious are always welcome to watch.

Etha Dunclay, female halfling Exp5: CR 4; Small humanoid; HD 5d6; hp20; Init +3; Spd 20 ft; AC 14, touch 14, flat-footed 11; Base Atk +3; Grp -1; Atk melee +4 (1d6/x3, spear); or ranged +7 (1d3/19-20, dagger); Full Atk melee +4 (1d6/x3, spear); or ranged +7 (1d3/19-20, dagger); SV Fort +2, Ref +5, Will +5; AL CG; Str 10, Dex 16, Con 11, Int 12, Wis 10, Cha 14.

Languages Spoken: Common, Elven, Halfling.

Skills and feats: Appraise +3, Balance +9, Climb +10, Craft (alchemy) +7, Craft (pottery) +13, Diplomacy +7, Listen +9, Perform (sing) +7, Ride +11; Skill focus (Craft (pottery)), Weapon Focus (spear)

Possessions: Masterwork potters tools, 200 gp in clay objects, goggles of minute seeing.

Yanseir Goldcroft is a noble merchant prominent in organizing the caravans each year and specializes in collecting and selling artwork. He enjoys the world around him and is outgoing and roguish. His work is his life and joy and he takes great pleasure in haggling, and discovering new finds. He is an adventurous sort and gives undivided attention to those with tales to tell. Thick dark hair with tapered sideburns adorns his head, and he has a fine, pointed goatee, which he often plays with while bargaining. He wears a mithral chain shirt under his clothing. His rapier is elegant and finely crafted, almost as finely as its scabbard, which is adorned with ancient sun glyphs.

Yanseir Goldcroft, Exp12: Size M; CR 11, HD 12d6; hp 54, AC 19, touch 14, flat-footed 16; Base Atk +9; Grp +5; Atk melee +14 (1d6+3/15-20, +2 keen rapier), or +13 ranged; Full Atk melee +14/+9 (1d6+3/15-20, +2 keen rapier), or +13 ranged; SV: Fort +4, Ref +7, Will +9; AL NG; Str 12, Dex 16, Con 10, Int 17, Wis 13, Cha 13.

Languages: Common, Halfling, Elven, Undercommon, Draconic

Skills and feats: Appraise +18, Bluff +11, Decipher script +13, Diplomacy +20, Forgery +13, Gather Information +9, Innuendo +11, Intimidate +8, Knowledge (ancient legends) +12, Knowledge (local history) +11, Combat Expertise, Martial Weapon Proficiency (rapier), Profession (merchant) +19, Profession (art collector) +19; Sense Motive +16; Improved Disarm, Skill Focus (Profession (art collector)), Skill Focus (Profession (merchant)), Weapon Finesse (rapier).

Possessions: +2 keen rapier, +2 mithral chain shirt, ring of feather falling, artwork worth 1700 gp.

4: Rat farm: Generations of breeding have created medium-size rats which are bred and farmed here. Rats are herded from cavern to cavern much as a shepherd moves his flock to greener fields.

This farm spreads over a very small portion of these tunnels, which wind their way throughout the cliffs. The deeper ones show traces of strange writings. Most halflings avoid these dark caves and tunnels. Those that are brave enough to delve further will find destruction everywhere. Only certain dyanvai know the truth of the caverns' past. Stats for Rulla's rats are as per normal rats with the following exceptions, HD 1d8, +8 Str, -4 Dex, +2 Con, and -2 AC.

Rulla runs the rat farm and is familiar with the ins and outs of the winding tunnels of his community. Pale compared to his kin he enjoys the cool, dark, solitude of his profession. He has developed several longhaired varieties that can be sheered for

cloth making. Introspective and shy, he scares easily but retains a strong sense of purpose and will fight when needed.

Nulla male halfling Rgr2: CR 2; Small humanoid; HD 2d8; hp 13; Init +4; Spd 20 ft; AC 15, touch 15, flat-footed 11; Base Atk +2; Grp -2; Atk melee +7 (1d3+1/19-20, masterwork dagger), or ranged +7 (1d3+1, sling); Full Atk melee +5/+4 (1d3+1/19-20, dagger), or ranged +7 (1d3+1, sling); SA -; SQ Favored enemy vermin +2, wild empathy; SV Fort +3, Ref +5, Will +2; AL N; Str 12, Dex 18, Con 10, Int 12, Wis 12, Cha 9.

Languages Spoken: Common, Halfling, Dyanvai, Elven.

Skills and feats: Climb +3, Handle Animal +2, Heal +3, Hide +8, Listen +5, Move silently +8, Ride (rat) +9, Spot +3, Survival +6; Track, Two weapon fighting, Weapon Finesse (dagger).

Possessions: three healing salves, one masterwork silver dagger, daggers (4), sling, three thunderstones, 4 silver shots, 10 gp gem, 6 copper.

5: Market platform: This is a large open platform, recessed into the Face, with tiers of shops carved into it. Stairs lead to the various levels, while the main platform is left open for gatherings. One large archway leads into the face and the tunnels behind it.

6: Flight school: Located on a large natural outcropping this is the perfect spot for launching gliders. The craft of making the gliders is taught here, and teachers handpick students each year from various thorps. The main instructor is Tomas Cliffjumper. Along with the six teachers, three others help maintain and run things at the school. Beginners are taken to the savanna for practice. The school currently has 14 students, who are at various stages of their two-year schooling. At night coal braziers marking the edge of the platform are lit to guide any latecomers home.

Tomas runs the races, which begin and end at the school. The course runs down the length of the chasm, past the thorps, making a loop around several interior pillars and back again. Several races are held during the week the final one being the longest. The current champion is Barwen Cloudslicer. Feasting, song, dance, and story telling and other contests are held during the weeklong festivities. However, this feast would constitute a normal meal for most halflings

Tomas also lives here. Stone stairs lead down from his platform to the school. His home is filled with old pictures, notes and drawings of his ancestor Bucabi. There is no cavern access from his home but he does have a large open window for light and a spectacular view.

Tomas Cliffjumper: male halfling Ftr4/Gdr 5: CR 9; Small humanoid; HD 4d8+8 + 5d8+10; hp 47; Init +7; Spd 20 ft.; AC 16, touch 14, flat-footed 12; Base Atk +7; Grp +3; Atk melee +10 (1d4+2/19-20, masterwork shortsword), or ranged +11 (1d6/ 19-20, masterwork light crossbow); Full Atk melee +10/+5 (1d4+2/19-20 masterwork shortsword), or ranged +11 (1d6/ 19-20, masterwork light crossbow); SQ catch the wind, flyby attack, improved maneuverability, power dive, call the wind; SV Fort +7, Ref +6, Will +4; AL LN; Str 14, Dex 16, Con 15, Int 12, Wis 11, Cha 11.

Languages: Common, Auran, Halfling.

Skills and feats: Climb +13, Hide +12, Jump +6, Listen +5, Move silently +10, Ride (glider) +14, Spot +5, Tumble +4; Dodge, Improved Initiative, Mounted combat, Exotic Weapon Proficiency (talons), Exotic Weapon Proficiency (bladewings), Mounted Archery, Point Blank Shot, Rapid Shot, Skill Focus (Ride (glider))

Possessions: Masterwork personal glider, ring of jumping, leather armor, masterwork shortsword, masterwork light crossbow

7: The Dark River: Though the dark river is wide and deep enough for ship travel only the daring or insane undertake such a trip. Silt is constantly being churned up so visibility, for those unfortunate enough to go swimming in it is poor. The river snakes through the valley and is home to large serpents and dire fish. Those brave enough to fish these waters barb their thick nets and otherwise make sure their prey is dead before bringing it aboard. Warriors are common aboard the few fishing vessels. Kuo-toan's have also been seen here.

A waterfall flows from the mouth of a giant head, halfway down the cliffside to feed the river. The water is cold and pure. Erosion has worn away much of the head's details. There are other falls from the cliffs but they are rare.

8: The shadowed Valley: The valley is cooler and retains the scant rainfall better than the arid land above it. Vegetation encircles large boulders, towering rock formations, and piles of rubble from one end of the valley to the other. Only special salves or clothing can ward off the swarms of insects that infest the valley. Girallons fiercely defend their territory and view anything that moves as a potential food source. Their pure white fur (when cleaned) brings a high price in certain circles and many a foolish hunter has lost his life in search of such a treasure.

9: M'arth'an: Long ago, the dyanvai resided here, writing their history into the stone walls, studying knowledge of all types, striving for simple perfection and a higher state of being. Unfortunately, the taint of knowledge turned some of them to greed, pride and power. A civil war broke out, magics were unleashed and death abounded. Those who strayed were believed destroyed and the remaining Dyanvai found homes elsewhere in the cliff side, leaving the things they knew behind them.

10: Thri'ca'lan: This, the largest cavern of the Dyanvai's new home, is devoted to the history of the Dyanvai and to preserving core knowledge. It is a sacred place and the Dyanvai protect it fiercely. In recent years, the taint has once again arisen and a rouge group of Dyanvai, led by Anchari, seeks to find their lost lore and to retake their old home by any means possible. Numacha, the leader of the Dyanvai has since banished them. The current population numbers 130.

Numacha is more sociable and curious than others of his kin and is willing to continue relations with the halflings. There is little need for it, however, they have little in common, and less to trade. Ultimately, he does this not for the benefit of his community but for his own curiosity. The recent traders that have come to the edge the past few years worry him. His people are few and he is distrustful of the merchants if for no other reason than they are an unknown.

Numacha, male dyanvai Psiwar 9: CR 11; Size M; HD 2d8 + 9d8; hp 60; Init +7; Spd 20 ft., 30 climb, 90 fly (good); AC 19, touch 13, flat-footed 16; Base Atk +7; Grp +11; Atk melee +13 (1d8+4, talons); Full Atk melee +13/+13 (1d8+4, talons); SQ blindsight, flyby attack, psionics; SV Fort +6, Ref +9, Will +5; AL N; Str 18, Dex 16, Con 10,

Int 12, Wis 15, Cha 12.

Languages: Dyanvai, Halfling

Skills and feats: Balance +8, Autohypnosis +8, Climb +14, Stabilize Self +7, Tumble +11, Use Psionic Device +6; Psionic Fist, Inertial Armor, Unavoidable Strike, Weapon Focus (talons), Speed Of Thought (x2), Psionic Charge, Weapon Specialization (talons)

Powers known (save DC 1d20 + level of the power + ability score modifier for the key ability): 0 - valor, daze, talons; 1st- vigor, combat precognition, biofeedback; 2nd- animal affinity, claws of the bear; combat prescience, 3rd- improved biofeedback, bite of the tiger

Modes known: ego whip, id insinuation, mind blast, empty mind, mental barrier

Power Points: 26

Possessions: 5pt crystal capacitor,

While exploring M'arth'an, the forbidden place, Anchari found the ancient writings of his ancestors. He made his way about the remains of the fallen, collecting forbidden learning and artifacts long forgotten. He became obsessed with these things, tainted, and angered that these inferior halflings should dare walk the ancient halls. Though outcast, he has found a few allies amongst his kin and now seeks to reclaim what once was theirs.

Anchari male dyanvai Psi(savant)7/Ftr1/Rog1: CR 11; Medium humanoid; HD 2d8+8 + 1d10 +4 +1d6 + 4 + 7d4 + 28; hp 102; Init +2; Spd 20 ft., 30 climb, 90 fly (good); AC 18, touch 12, flat-footed 16; Base Atk +4; Grp +7; Atk melee +8 (1d8+3, talons); Full Atk melee +8 (1d8+3, talons); SA sneak attack +1d6; SQ psionics, trapfinding; SV Fort +8, Ref +9, Will +7; AL NE; Str 16, Dex 14, Con 19, Int 10, Wis 14, Cha 11.

Languages: Dyanvai, Halfling

Skills and feats: Autohypnosis +7, Climb +15, Concentration +8, Disable Device +8, Decipher Script +8, Knowledge (psionics) +5, Open Lock +8, Search +9, Spot +17; Psionic Fist, Inertial Armor, Power Touch, Quicken Power, Unavoidable Strike.

Powers known (save DC 1d20 + level of the power + ability score modifier for the key ability): 0- far hand, detect psionics, lesser natural armor, talons, daze; 1st- lesser concussion, charm person, biocurrent, destiny dissonance; 2nd- concussion, control air, animal affinity; 3rd- greater concussion, claws of the vampire.

Power points: 36

Modes known: Empty mind, intellect fortress, thought shield, ego whip, id insinuation mind blast, mind thrust, psychic crush

Possessions: dagger, psicrystal personality meticulous, third eye aware, 2 brainlock pearls, lockpicks

The halflings here are different than the typical halfling. They are thinner and more agile. They are darker skinned, due to tanning and the dry weather and have heavily calloused hands and feet. They are not deep delvers and most remain close to the face. They are lightfoot halflings with one exception: instead of a penalty to Strength, they receive a -2 to Wisdom and a -2 to Intelligence.

What brings the PCs

- 1: They hear a noble looking to hire guards on a special trip - to see the races.
- 2: Adventurers come across the chasm and need to cross or take a river trip.
- 3: Hear rumors of strange flying creatures in the chasm or over the plains.

Adventure Hooks

- 1: There is a problem with monstrous infestations in the caverns.
- 2: During the races, they come across someone trying to steal glider plans.
- 3: They seek a wise aerial creature and must convince the halflings, who may know of the creature to get them there.
- 4: Dyanvai come to reclaim their land.



Dalnin Quareth

Summary: An outcast drow community and some unlikely allies working just below the surface.

Size/Type: Hamlet

Population: 290

Alignment: CN

Demographics: 90% drow, 1% mind flayer, 9% humanoid

Gold Limit: 100 /1,450 assets

Power Center: Clergy of Arachnadia

Authority figures: Matron Mother Zha'Valsh

Important Non Player Characters: Zha'Valsh, female elf (drow) Clr10/Mtm 7 (Matron Mother); Tu'ress, female elf (drow) Clr12 (first daughter of the matron, head cleric); Xundusraev, male elf (drow) Ftr6/Mnk6 (master of battle academy); Crintalin, female elf (drow) Rgr8/Clr2 (slave keeper); Shanrae, female elf (drow) Clr5 (second daughter of the matron); Do'Jhal, male elf (drow) Sor10 (gate warden)

History/Background: A Drow city is made up of many families, each ruled by a Matron Mother and following a strict hierarchy of prestige and influence. Not far below the surface of the Sunset Hills in the northern lands is a limestone cave network leading deep into the underlands. In one of the largest caves dwells a collection of outcasts, an extended drow family and sympathizers from a once powerful house called Dalnin'Quareth. They would still be one of the most influential houses of their old city if not for the fact that their coup attempt against the leading family for control failed spectacularly. Their fate as outcasts, however, wasn't foreseen by the high priestesses of house Dalnin'Quareth, however. Their goddess Arachnadia sent visions which ensured their victory. It was by her decree that they initially launched their attack to rule the old city, but in their darkest hour an amazing turn of events (that the priestesses blame on bad luck) thwarted the controlling house and its allies. Scattering and fleeing into the underlands, pursued for days, the members of house Dalnin'Quareth eventually reunited and continued planning their eventual victory regardless of the recent failure. A multi-year journey brought them to the cold lands of the north under a sparsely inhabited set of hills adjoining the Mountains of Longshadow. Dalnin'Quareth is now a fallen family and its loyalists determined that their destiny to rule in the name of their spider-queen shall one day still come to pass. Now the Matron Mother and her clerics plot to rebuild their magical resources, gain an overwhelming force of allies, and train spies to infiltrate their old city to discover the possible reasons for their defeat.

General Layout/First Impressions: Dalnin'Quareth is a cavern town of drow determined to rebuild their strength in the model they followed before their ostracization. The main cavern entrance leads directly to the surface in the Sunset Hills. Through its hundred-foot width run many small streams of melted water from the frozen lands above. A mighty gate of silvery light spans the length between two towers built into the walls of the passage leading into the cavern beyond. As the cavern widens into the community, the streams collect into a central pool surrounded by buildings built into the cave walls which present another cave roughly circular hundreds of feet



across. Through windows and doors glow a variety of magic yellow, purple and red lights. Behind the lake where two underground rivers find their genesis is a great spiral tower that sits in front of a domed structure that appears heavily guarded. To the right is a pillared building that rings with the sounds of battle. To the left is a mighty pit adorned with watchtowers. Small, minor dwellings are everywhere, not standing out but set within the various nooks and crannies that fill the cavern floor.

Economy/Trade: Dalnin'Quareth runs an extensive slave trade operation which serves as the mind flayer community's primary source of slaves and food deep below. It is the drow spies on the surface world who spread rumors to local communities luring travelers and pilgrims to the Sunset Hills with promise of gold and hidden valleys of paradise...the very spies that sell the valuable gems the human slaves mine from the Dalnin'Quareth cavern. They also create magic items of underland survivability that they sell to other intelligent societies that live beneath the earth.

Customs/Laws: As an outcast society of drow, one might first imagine they would try to adapt their own customs, laws and ways. The vehement teachings of the clerics of Arachnadia, however, insist that the drow from the old city are the true outcasts and that Dalnin'Quareth is the true, destined master of their society and one day their time will come again. Whatever fate denied them their victory would turn again in their favor. They are all the more resolved to one day reclaim their old city as their clerics continue to receive the blessings of Arachnadia. Oddly, guidance from Arachnadia never remarks of their former defeat.

Religion/Worship: The community is devoted to the evil demon lady of spiders, Arachnadia. It was at her prompting that house Dalnin'Quareth chose to try to take control of their parent city so long ago. Throughout the conflict, the Dalnin'Quareth clerics wielded her power strong; however, the exact details of their failure are still a mystery to all. As far as the clerics of Dalnin'Quareth are concerned, they are still destined to rule the underland by her will, and their rule shall never again be contested. Slowly they rebuild their power to enact their revenge, all the while supporting Arachnadia and her potency with continued sacrifices, rituals and prayer.

Locations/Personas

1: Tower of Arachnadia: Spanning from the floor to roof of the mammoth cave is the mighty tower of Arachnadia, the focus of the Dalnin'Quareth's religious convictions. It is here that her dread rituals of Arachnadia are carried out. Multiple levels are shown from a distance thanks to the eerie magical purple and yellow lighting filtering through the vaulted windows and archways. The main ceremony chambers are in the lower chambers, while the higher levels are reserved as cleric quarters.

Tu'Ress is the eldest daughter of Zha'Valsh, the matron mother and weighted with the demanding duties of the high cleric of the Dalnin'Quareth. Tu'ress is currently an unstable drow. She has been having nightmares for weeks now of Olastrin, the goddess of good drow and fears she is going mad. Her prayers to Arachnadia continue to go unanswered and her faith

is being tested to the core...not just between Olastrin and her mother, devoted follower of Arachnadia, but between her mother and her sister Shanrae, who has confessed of these nightmares weeks ago and is about to feel the wrath of the matron mother for her blasphemous remarks. Tu'ress is an imposing drow with her silver hair strikingly woven around a spider-like crown she wears as her symbol of office.

Tu'ress, female elf (drow) Clr12: CR 13; Medium humanoid; HD 12d8+3; hp 57; Init +3; Spd 20 ft.; AC 20, touch 13, flat-footed 17; Base Atk +9; Grp +10; Atk +11 melee (1d8+2 + 1d6, +1 flaming morningstar), or +13 ranged (1d10+1/19-20, masterwork heavy crossbow); Full Atk +11/+6 melee (1d8+2 + 1d6, +1 flaming morningstar), or +13 ranged (1d10+1/19-20, masterwork heavy crossbow); SQ rebuke undead 6/day, +2 racial bonus to Will saves against spells and spell-like abilities, 1/day-dancing lights, darkness, and faerie fire as a 12th-level sorcerer, darkvision 120 ft., light blindness, SR 23; SV Fort +11, Ref +10, Will +14; AL N (Evil tendencies); Str 12, Dex 16, Con 10, Int 13, Wis 17, Cha 16.

Languages Spoken: Common, Elven, Orc, Undercommon.

Skills and feats: Craft (sculpture) +14, Heal +13, Knowledge (religion) +16, Perform (act) +9; Craft Rod, Extend Spell, Improved Unarmed Strike, Scribe Scroll, Toughness.

Possessions: Flaming +1 morning star; masterwork heavy crossbow; +1 heavy bolts (x15); masterwork scale mail; +1 large steel shield; potion of detect thoughts; potion of fly; potion of cure moderate wounds; potion of ghoul touch; potion of cure serious wounds (x2); potion of blur; potion of neutralize poison; potion of delay poison; potion of lesser restoration; scroll [divine, caster level 5; locate object]; scroll [divine, caster level 5; faerie fire; heat metal; neutralize poison]; phylactery of faithfulness (does not actually work); cloak of resistance +3.

Cleric Spells Per Day (6/6+1/5+1/5+1/3+1/3+1/2+1, save DC 13 + spell level): 0 – cure minor wounds (x3), detect magic, read magic, light; 1st –command, inflict light wounds, doom, obscuring mist, protection from good, summon monster I, cause fear*; 2nd – bull's strength, darkness, desecrate, inflict moderate wounds, hold person, shatter*; 3rd –glyph of warding, invisibility purge, obscure object, speak with dead, summon monster III, animate dead*; 4th –divine power, flame strike, inflict critical wounds, poison, death ward*; 5th – flame strike, raise dead, true seeing, slay living*; 6th – blade barrier, harm, animate objects*.

**Domain Spell. Domains:* Chaos (cast chaos spells at +1 caster level), Death (death touch 1/day, make melee touch attack, roll 1d6 per level, if total is greater than hit points of creature touched, it dies).

Shanrae has been troubled since her family was exiled from their former home. Before the failed coup, she had visions, glimpses of the one called Olastrin, goddess of good drow. The signs of their conquest are mixed signals; a combination of Arachnadia's desperate attempt to wipe out house Dalnin'Quareth by hinting they were destined for greatness (divining they would turn against her one day) and Olastrin's pleas to follow her path and cast off the shackles of cruel Arachnadia. Poor Shanrae adores and respects her sister, but feels that the true threat to the Dalnin'Quareth is her mother, the matron of the house. Still, Arachnadia corrupts many of the messages she receives and she has occasional doubts about her own sanity.

Shanrae, female elf (drow) Clr5: CR 6; Medium humanoid; HD 5d8; hp 26; Init +2; Spd 20 ft.; AC 20, touch 12, flat-footed 18; Base Atk +4; Grp +5; Atk +6 melee (1d4+3/x3, +2 punching dagger), or +5 ranged (1d4/19-20 + poison, hand crossbow); Full Atk +6 melee

(1d4+3/x3, +2 punching dagger), or +5 ranged (1d4/19-20 + poison, hand crossbow); SQ rebuke undead 6/day, +2 racial bonus to Will saves against spells and spell-like abilities, 1/day-dancing lights, darkness, and faerie fire as a 5th-level sorcerer, darkvision 120 ft., light blindness, SR 16; SV Fort +5, Ref +5, Will +7; AL N; Str 13, Dex 14, Con 11, Int 14, Wis 17, Cha 16.

Languages Spoken: Common, Elven, Gnome, Undercommon.

Skills and feats: Bluff +6, Concentration +4, Craft +5, Diplomacy +7, Heal +7, Hide +2, Knowledge (arcana) +10, Listen +5, Search +6, Spot +5; Exotic Weapon Proficiency (hand crossbow), Great Fortitude, Lightning Reflexes.

Possessions: Hand crossbow; +2 punching dagger; light bolts (x9); +1 light steel shield; splint mail; potion of blur; potion of aid (x2), amulet of natural armor +2

Cleric Spells Per Day: (5/4+1/3+1/2+1, save DC 13 + spell level): 0 – cure minor wounds, detect magic, read magic, light, detect poison; 1st – cause fear, command, doom, obscuring mist, inflict light wounds*; 2nd – bull’s strength, desecrate, inflict moderate wounds, shatter*; 3rd – glyph of warding, obscure object, contagion*

**Domain spells. Domains:* Destruction (smite 1/day at +4 to attack and a damage bonus equal to your level), Trickery (add Bluff, Disguise and Hide to your class skills).

2: Matron Stronghold: A domed, nightmarish building adorned with random spikes upon which are skewered the corpses of various Underlands foes, the Matron Stronghold rests on eight sturdy struts and acts as the den of Matron Mother Zha’Valsh Dalnin’Quareth. In a sense the building’s dome could be the thorax of a gigantic spider, the struts her legs, and they make no effort to conceal the twin stairs leading up to the twin archways in the front giving a glimpse of a fanged, demonic head.

Zha’Valsh is a strong, fit, powerful drow queen determined to see her family win back the city they fell from and punish any survivors with the most extreme torture decreed by Arachnadia. Her spies even now crawl through the Underlands gathering details of the workings and changes of their old home in preparation for a battle she will see, this time, to either victory or death. Powerlust hasn’t driven her mad. Instead she’s sane, calculating and a genius of strategy. There’s no one in the clergy (with the exception of her second oldest daughter Shanrae) who would dare turn against her, but she’s fully aware that her oldest daughter Tu’ress could fail a test of loyalty if Shanrae has her way. “My family be damned if they fail again!”

Zha’Valsh, female elf (drow) Clr10/MtM 7: CR 18; Medium humanoid; HD 10d8+7d8; hp 67; Init +6; Spd 20 ft.; AC 20, touch 12, flat-footed 18; Base Atk +12; Grp +15; Atk +19 melee (2d4+6/15-20 + 2d6 vs. Good creatures, +3 keen unholy falchion), or +14 ranged (5d6, javelin of lightning); Full Atk +19/+14/+9 melee (2d4+6/15-20 + 2d6 vs. Good creatures, +3 keen unholy falchion), or +14/+9/+4 ranged (5d6, javelin of lightning); SQ: rebuke undead 7/day, spiderwalk, divine guardian1, silverblood, ageless arachnid, divine guardian 2, fangs of death, tertiary domain, +2 racial bonus to Will saves against spells and spell-like abilities, 1/day-dancing lights, darkness, and faerie fire as a 17th-level sorcerer, darkvision 120 ft., light blindness, SR 28; SV Fort +15, Ref +10, Will +19; AL NE; Str 16, Dex 14, Con 10, Int 14, Wis 19, Cha 18.

Languages Spoken: Common, Elven, Gnome, Goblin, Undercommon.

Skills and feats: Concentration +10, Diplomacy +20, Heal +14, Knowledge (religion) +22, Perform (act) +13, Spellcraft +12; Combat Expertise, Craft Magic Arms and Armor, Improved Initiative, Leadership, Scribe Scroll, Weapon Focus (falchion).

Possessions: +3 keen unholy falchion (“Gorecleft”) [intelligent: Int

11; Wis 12; Cha 11; Ego 4; semiempathy; wielder gains: Sunder (feat)]; javelin of lightning (x3); +3 breast plate; +1 light steel shield; ring of the ram; cloak of resistance +3; pearl of power (3rd); necklace of prayer beads (karma).

Cleric Spells Per Day: (6/5+1/5+1/4+1/4+1/2+1, save DC 14 + spell level): 0 – cure minor wounds (x3), detect magic, read magic, light; 1st – cause fear, command, doom, entropic shield, obscuring mist, protection from good, summon monster I, inflict light wounds*; 2nd – bull’s strength, darkness, desecrate, hold person, inflict moderate wounds, silence, shatter*; 3rd – animate dead, glyph of warding, invisibility purge, obscure object, speak with dead, summon monster III, contagion*; 4th – death ward, divine power, poison (x2), restoration, sending, inflict critical wounds*; 5th – flame strike, insect plague, slay living, symbol of pain, false vision*; 6th – blade barrier, forbiddance, mass bull’s strength, word of recall, mislead*; 7th – blasphemy, destruction, word of chaos, disintegrate*; 8th – mass inflict critical wounds, unholy aura, polymorph any object*; 9th – energy drain, time stop*.

**Domain spell. Domains:* Chaos (cast chaos spells at +1 caster level), Destruction (smite 1/day at +4 to attack and a damage bonus equal to your level), Trickery (add Bluff, Disguise and Hide to your class skills).

3: Academy of Battle: The Academy of Battle is a walled section of the Dalnin’Quareth cavern holding the barracks and training grounds of the soldiers who prepare for the day when they’ll fight the battle of their lives to reclaim their old city in the name of their matron. An elaborate setup of living quarters, platforms, spires and other structures provide various situations upon which the young drow daily undergo grueling practice and constant combat training leading them to perfection.

Xundusraev is the battle master of house Dalnin’Quareth and the overseer of the courses, weapons and rank of the drow soldiers under his command. He and the matron mother share a despicable relationship based off illogical, maddening lust, the only thing preventing them from tearing each other’s throats out during disagreements and approaches taken to one day reclaim their city. Xundusraev pushes hard and cruel training to produce the strongest warrior possible, a course, quite a few don’t survive. The matron feels at times numbers are more important and each young drow who succeeds at so much to fail once in Xundusraev’s eyes deserves to live to at least serve some purpose rather than perishing. Xundusraev is a muscular, wild-haired drow with many scars who smells forever of sweat and the mushroom weed he’s so fond of smoking.

Xundusraev, male elf (drow) Ftr6/Mnk6: CR 13; Medium humanoid; HD 6d10 + 6d8; hp 61; Init +5; Spd 50 ft.; AC 18, touch 18, flat-footed 17; Base Atk +10; Grp +17; Atk +14 melee (1d8+5/x3, +2 orc double axe), or +12/+12 (1d8+3, unarmed strike), or +13 ranged (1d4+2/19-20 + Poison, +2 hand crossbow); Full Atk +14/+9 melee (1d8+5/x3, +2 orc double axe) and +14 melee (1d8+3/x3, +2 orc double axe), or +12/+12/+7 (1d8+3, unarmed strike), or +13/+8 ranged (1d4+2/19-20 + Poison, +2 hand crossbow); SA stunning fist 7/day, ki strike (magic); SQ slow fall (30 ft.), evasion, still mind, purity of body, +2 racial bonus to Will saves against spells and spell-like abilities, 1/day-dancing lights, darkness, and faerie fire as a 12th-level sorcerer, darkvision 120 ft., light blindness, SR 23;); SV Fort +10, Ref +8, Will +12; AL LE; Str 16, Dex 13, Con 10, Int 15, Wis 20, Cha 10.

Languages Spoken: Common, Goblin, Undercommon.

Skills and feats: Climb +12, Craft (weaponsmithing) +12, Diplomacy +8, Jump +13, Knowledge (religion) +7, Knowledge (battle tactics) +14, Listen +11, Tumble +13; Deflect Arrows, Exotic Weapon Proficiency (hand crossbow), Exotic Weapon Proficiency (orc double

axe), Improved Grapple, Improved Initiative, Improved Trip, Improved Unarmed Strike, Leadership, Quick Draw, Stunning Fist, Two-Weapon Fighting, Weapon focus (orc double axe).

Possessions: +2 orc double axe; +2 hand crossbow; bolts (x13); potion of cure light wounds; potion of aid; potion of heroism; potion of lesser restoration; ring of protection +1; ring of the ram.

4: Slave Pits of the Undercity: The drow of house Dalnin' Quareth require supplies. To this end they trade and deal with a surprising number of Underland races for magic items and gear in exchange for slaves and scouting services. Here in this pit of toil and death the slaves are kept, working useless mines to keep them toned and appetizing for show to be sold off to the denizens of the dark. Wooden watchtowers look down into the pit and a scent of fear and hopelessness fills the stale air.

Slave mistress Crintalin is a scarred, dominating woman who takes her job very seriously. She oversees the slaves, personally meets with the slavers who come to trade, coordinates surface raids and is responsible for most of the family's income. Her white hair has been cut short and spiked and her eyes sport an unhealthy shade of pink. She's never without her famous whip at her side, which is fashioned of entwined giant spider leg hair.

Crintalin, female elf (drow) Rgr8/Clr2: CR 11; Medium humanoid; HD 8d10 + 2d8; hp 52; Init +8; Spd 30 ft.; AC 22, touch 14, flat-footed 18; Base Atk +9; Grp +11; Atk +13 melee (1d4+2 + 1d6, +2 shocking burst whip), or +15 ranged (1d10+2/19-20, +2 heavy crossbow); Atk +13/+8 melee (1d4+2 + 1d6, +2 shocking burst whip), or +15 ranged (1d10+2/19-20, +2 heavy crossbow); SQ favored enemy elves +4, favored enemy aberrations +2, wild empathy, +2 racial bonus to Will saves against spells and spell-like abilities, 1/day-dancing lights, darkness, and faerie fire as a 10th-level sorcerer, darkvision 120 ft., light blindness, animal companion, woodland stride, swift tracker, SR 21; SV Fort +9, Ref +8, Will +8; AL NE; Str 14, Dex 19, Con 10, Int 10, Wis 13, Cha 14.

Languages Spoken: Common, Elven, Undercommon.

Skills and feats: Heal +9, Hide +11, Knowledge (Underland lore) +10, Listen +10, Spot +8, Survival +7; Endurance, Exotic Weapon Proficiency (Whip), Improved Initiative, Iron Will, Lightning Reflexes, Manyshot, Point Blank Shot, Track.

Possessions: +2 heavy crossbow, +2 shocking burst whip, masterwork dagger, masterwork heavy bolts (x13), +1 chain shirt, +1 heavy wooden shield, ring of jumping, ring of warmth
Ranger Spells Per Day: 2.

Cleric Spells Per Day (4/3+1, save DC 11 + spell level): 0 – cure minor wounds, detect magic, read magic, light; 1st – cause fear, command, doom, disguise self*

**Domain spell. Domains:* Chaos (cast chaos spells at +1 caster level), Trickery (add Bluff, Disguise and Hide to your class skills).

5: Guardian Gates: The 50-foot high twin towers built into the walls on either side of the cavern entrance from the surface world stand stout and strong. A bizarre purple-black energy field spans between the towers, a special wall of force (cast as if by a 10th level sorcerer) that is activated or lowered by powered runes in the towers themselves (each which require a separate password, whispered simultaneously on each battlement). This wall of force extends only to the tower's peaks, which leaves the remaining 25 feet to the cavern ceiling as open space.

Do'Jhal is the long-haired master sorcerer of the town. His duty is regulated to the overall defense of the entrance ways, the two towers at the main entrance and the watch stations at the two river passages leading off into the Underlands. He's

fully in acceptance of his position and expects no more. In fact, he feels himself privileged for being entrusted to such an important matter. He does disquiet more than a few of his fellows, however, most notably with his odd habit of securing material components in satchels and pinning them to various parts of his flesh.

Do'Jhal, male elf (drow) Sor10: CR 11; Medium humanoid; HD 10d4+30; hp 56; Init +5; Spd 30 ft.; AC 15, touch 15, flat-footed 13; Base Atk +5; Grp +4; Atk +5 melee (1d4-1, masterwork spiked gauntlets), or +7 ranged; Full Atk +5 melee (1d4-1, masterwork spiked gauntlets), or +7 ranged; SQ +2 racial bonus to Will saves against spells and spell-like abilities, 1/day-dancing lights, darkness, and faerie fire as a 10th-level sorcerer, darkvision 120 ft., light blindness, SR 22; SV Fort +6, Ref +5, Will +7; AL CE; Str 9, Dex 14, Con 17, Int 11, Wis 11, Cha 16.

Languages Spoken: Common, Draconic, Elven, Gnoll, Orc, Undercommon.

Skills and feats: Alchemy +8, Knowledge (arcana) +9, Spellcraft +9; Craft Magic Arms and Armor, Craft Wondrous Item, Extend Spell, Improved Initiative, Run.

Possessions: Masterwork spiked gauntlets; potion of detect thoughts; potion of alter self; potion of spider climb; potion of clairaudience/clairvoyance; potion of tongues; potion of cat's grace (x2); potion of darkvision; potion of hiding; scroll [arcane, caster level 1; erase]; scroll [arcane, caster level 3; minor image; identify; floating disk]; scroll [arcane, caster level 3; unseen servant; spider climb; summon monster II]; ring of protection +3.

Sorcerer Spells Known (6/7/7/7/5/3): 0th -- arcane mark, dancing lights, detect magic, disrupt undead, flare, ghost sound, light, mage hand, read magic. 1st -- burning hands, charm person, feather fall, mage armor, summon monster I. 2nd -- blur, invisibility, acid arrow, shatter. 3rd -- flame arrow, hold person, lightning bolt. 4th -- charm monster, lesser geas. 5th -- teleport.

6: Ambassador's Keep: The Ambassador's Keep is the important structure where other races of the Underlands come to deal with house Dalnin' Quareth. The mind flayer community known as Nylthaikesh is a popular visitor, as is the svirnefblin miners of Torak-Dhor. The building has a number of dolled-up servant slaves and overseers to ensure the visiting slavers get treated with respect and luxury. At any given time any number of bizarre denizens can be found here, including the troglodyte servants of the deep dragon Mondewgharrd.

Kenkhe'Edol is a permanent ambassador to Dalnin' Quareth from the infamous mind flayer city Nylthaikesh. Matron Mother Zha'Valsh has an excellent ongoing repertoire with the ambassador, who has pledged aid in defending the cavern should it ever find itself under attack. The ambassador is an enigmatic figure, well practiced in the arts of Alkaindian, mind flayer combat prowess, a rare sect that feels a freshly defeated foe's brain allows the consumer to absorb the creature's former battle prowess. To this end, the sect (and Kenkhe'Edol) wears their head tentacles in two separate "braids" ringed by a connector of dwarven mithral.

Kenkhe'Edol, mind flayer Mnk15: CR 23; Medium aberration; HD 8d8+16 + 15d8+30; hp 152; Init +10; Spd 80 ft.; AC 30, touch 27, flat-footed 24; Base Atk +17; Grp +22; Atk +24 melee (1d6+7, +2 kama), or +22 melee (2d6+5, unarmed strike), or +22 melee (1d4+5, tentacle), or +23 ranged; Atk +24/+19/+14/+9 melee (1d6+7, +2 kama), or +22/+22/+22/+17/+12 monk (2d6+5, unarmed strike), or +22/+22/+22/+22 melee (1d4+5, tentacles), or +23/+18/+13/+8 ranged; SA

mind blast, psionics, improved grab, extract, ki strike (magic, lawful), quivering palm, stunning fist 15/day; SQ diamond body, diamond soul (SR 25), telepathy, purity of body, slow fall 70 ft., wholeness of body, abundant step; SV Fort +14, Ref +18, Will +26; AL LE; Str 21, Dex 22, Con 14, Int 20, Wis 26, Cha 18.

Languages Spoken: Abyssal, Common, Gnoll, Goblin, Infernal, Orc, Undercommon.

Skills and feats: Bluff +18, Concentration +19, Climb +14, Disguise +13, Forgery +18, Hide +8, Intimidate +18, Jump +18, Knowledge (arcana) +18, Knowledge (Underland lore) +9, Listen +10, Move silently +17, Sense Motive +12, Spot +18, Tumble +18; Alertness, Blind-fight, Combat Casting, Combat Expertise, Combat Reflexes, Deflect Arrows, Dodge, Improved Initiative, Improved Trip, Improved Unarmed Strike, Iron Will, Quick Draw, Stunning Fist, Weapon focus (kama).

Mind Blast DC 18

Psionics (Sp): at will- charm monster (DC 18), detect thoughts (DC 16), levitate, plane shift, suggestion (DC 17). Effective caster level 8th.

Possessions: +2 kama; ring of feather falling; headband of intellect +2; boots of stringing & springing; cloak of resistance +1; gloves of dexterity +2; bracers of health +4; necklace of adaptation.

NOTE: Drow usually coat their arrows with a potent venom: Poisoned Arrows: Fortitude save (DC 17) or fall unconscious. After 1 minute, the subject must succeed at another Fortitude save (DC 17) or remain unconscious for 2d4 hours.

What brings the PCs

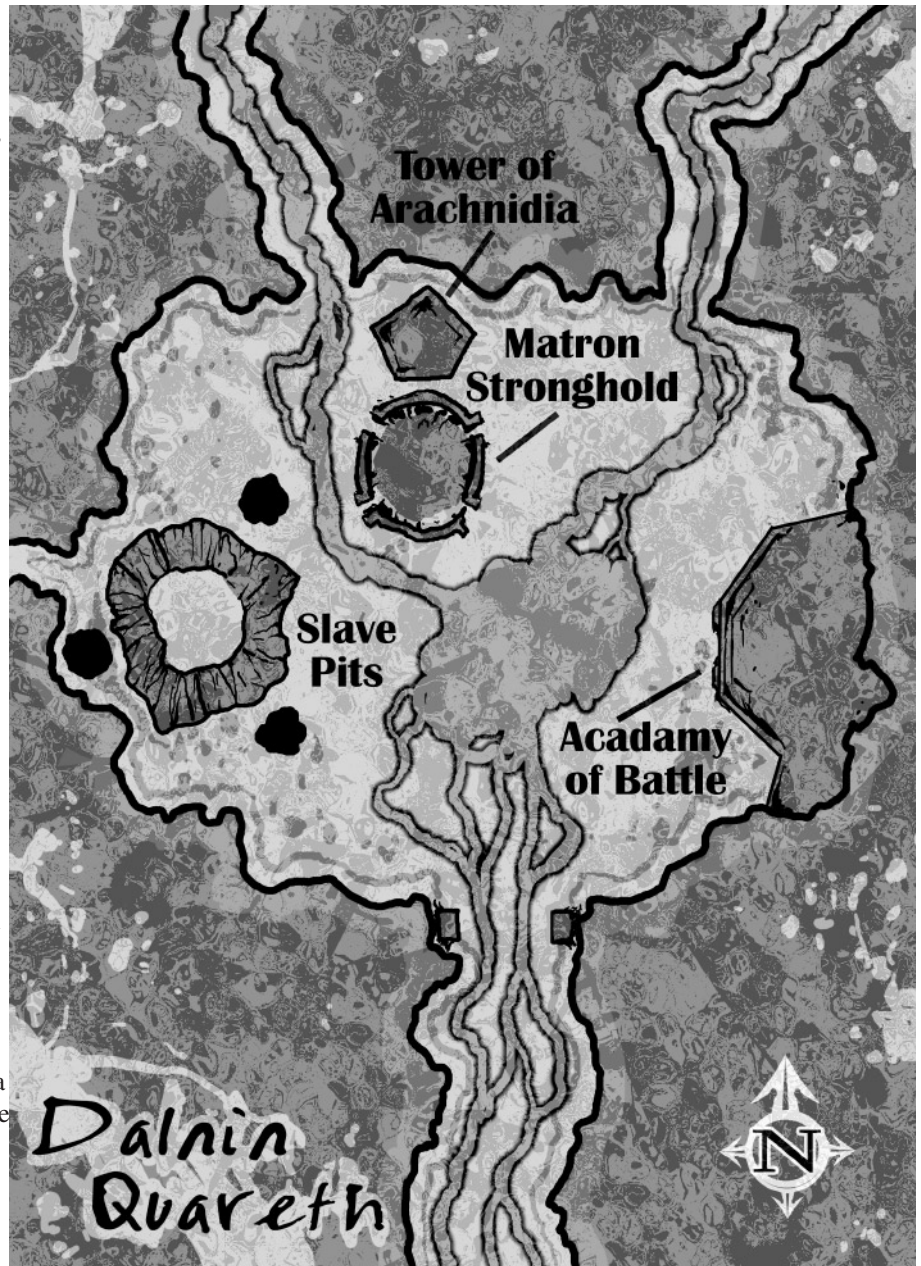
- 1: A nearby community spots dark elf scouts and sends word to the city where the PCs reside for help in rooting out the danger.
- 2: The PCs are traveling through the Sunset Hills from a journey when a drow slave force ambushes them.
- 3: A dark elf in disguise as a regular elf approaches the PCs in a nearby community and asks for help to lay claim to a mine he's discovered to lure the PCs into an ambush & slavery!

Adventure Hooks

- 1: The PCs are expecting to meet an old employer who has a lead to an adventure but he never shows for the exchange. Snooping around reveals someone heard he was traveling to the city with a caravan that skirts the Sunset Hills and suggests the PCs investigate. The Caravan has been sacked by the drow and their friend is with the other caravan crew in the slave pits.
- 2: There is a battle being fought over the Dalnin' Quareth drow. Their titanic battle of failure coincided with an attack on Arachnadia by Olastrin, her hated rival, the goddess of the rare, elusive good drow. Olastrin suspects the Dalnin' Quareth are primed to turn to her worship but Arachnadia has them under her firm grasp. Olastrin sends an agent to approach

the PCs to act as ambassadors to the Dalnin' Quareth folks and presents them with a holy relic as proof of their sincerity.

3: The caravan the PCs are guarding passes near the Mountains of Longshadow and are approached at twilight by Shanrae who is fleeing others of her kind with six armed drow hot on her tail! She has been "plagued" with dreams from Olastrin; but when she speaks of them, the Matron Mother punishes her. She has finally escaped and calls to the PCs for help!



Phaelin's Cove

Summary: A sleepy fishing village suffering from nightmares.

Size/Type: Hamlet

Population: 235

Alignment: Neutral good

Demographics: 97% human, 3% other

Gold Limit: 100gp /1175 assets

Power Center: Conventional (Council of Elders NG)

Authority figures: Great Elder Milu Phaelin, male human
Exp7 (fisherman)

Important Non Player Characters: Barnan male half-elf
Drd10; Olek Phaelin vampire Psn10; Sharla Coslow female
human Adp6; Seefa female merfolk Ftr4; Porter Nifle male
Com20 (Shepherd)

History/Background: This town was settled by the Phaelin fisher clan over 10 generations ago. Town Elders describe the original settlers as refugees from a far shore war seeking a new start. Unfortunately, the spring storms descended and their boat broke apart. In a fit of desperation the patriarch of the Phaelin family pleaded with the Sea King to show mercy, as he slipped beneath the waves. He awoke, the first light of morning warming his cheek and chasing the chill from his drenched garments. As he scanned about, his heart leapt with joy; his family lay scattered about him, stirring on the rocky shore of the cove. In time more refugees followed and a settlement was born with a Phaelin serving on the Elder council ever since.

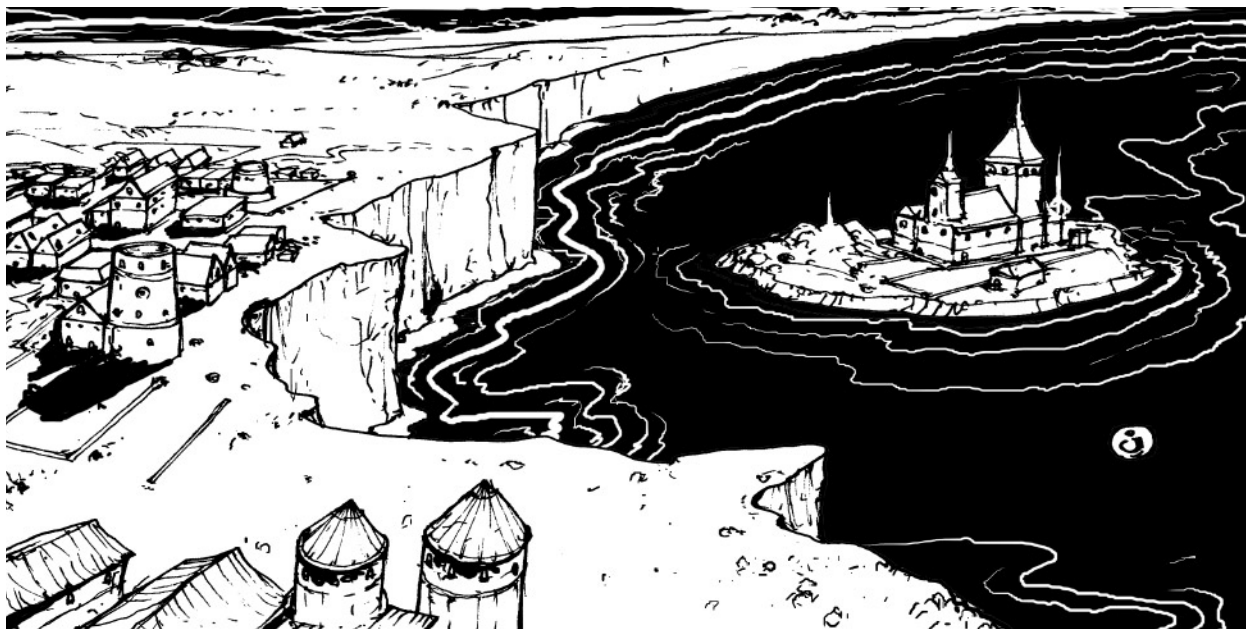
Encroaching sahuagin tribes nearly drove the Phaelins out several times, but a mutual assistance pact with the merfolk community outside the cove prevented both peoples' demise. Part of the pact requires the cove fishermen to only fish areas designated by merfolk warriors and provide precious metals for their tridents. Since Olek, the oldest son of Grand Elder Phaelin, returned the raids have occurred less frequently, but with increased savagery.

The Cove lays on the fringe of a local duchy. Manor Isle at one time housed the Duke's summer retreat. The Royal court soon abandoned the luxurious estate because the atmosphere proved too dank, the locals dour, and the shores indefensible from sahuagin raiders. Merchants rarely guide their vessels into the cove; the word has spread that visitors are not welcome.

General Layout/First Impressions: The hamlet occupies an indented 2½ mile strip of rocky coast line at the base of 200 foot high cliffs running the length of Duke Ulrich's lands. The shore's depths quickly plunge to 60 feet, but aside from timber pilings driven into the waters edge to act as skiff moors no formal dock exists. Several treacherous paths lead to the lightly wooded pastures, above which several families have settled, raising goats, sheep and wheat. About 500 yards opposite the village is Manor Isle. Manor Isle is two hundred yards in diameter and resembles a balding man's head. The gentle sloping shores sprout a thick growth of conifer trees gradually thinning into a clearing at its peak where the Duke's abandoned chalet sits commanding a full view of the surrounding sea.

Most local dwellings are constructed using a patchwork of mud, stone, drift wood, moss and the preserved bones of enormous sea creatures stretched over cured skins. Faint smoke rises from each dwelling and the smell of burning seaweed, fish oils, and dung occasionally envelope the village in a musty curtain when the sea breeze falters. The weather is relatively mild year round with only the occasional winter and spring squall driving the inhabitants indoors. Most dwellings have their entrances facing the cliffs with a single window facing the sea.

Each evening as the sun fades over Manor Isle, the sole inhabitant of the isle a half-elf druid named Barnan sounds the evening conch. Shortly after, a thick fog rolls in off the sea and blankets the surrounding area. Experienced seamen plying the waters around Phaelin's Cove plot their journey sail well clear



of the cove by nightfall. There are stories of the fog moving against the wind, engulfing ships and leaving only drifting hulks behind.

Economy/Trade: Phaelin's Cove maintains a tenuous link with the surrounding duchy. Trading takes place with the outside world with the Above folk acting as intermediaries. They export various dried or cured fish, intricate bone carvings, coral and pearl jewelry and salt. They import wool, spices, and various metals, mithral being most prized. Another trade line exists with the merfolk. These deals are usually brokered by Barnan. Grand Elder Phaelin occasionally conducts private meetings with a Merwarrior named Seefa, but the details of their talks remain a closely guarded secret.

Customs/Laws: Each day at sundown Barnan blows a conch shell signaling the arrival of night and the ensuing mists. Each morning as the sun breaks over the horizon he again blows the conch signaling all clear. The villagers are an incredibly tight knit group and refer to themselves as fisher folk, the shepherds on the lands above as the Above Folk, and the various sea creatures as the Below folk.

Villagers tend to shy away from strangers. Open use of arcane magic will make a bad impression and make any communication beyond "ayah" difficult. The local pub keeper, Sharla is quick to point out what she considers a garish display of holy symbols, warning the offending party they "may anger the Sea King." Most fisher folk keep to themselves, mending nets, patching skiff hulls, and practicing their spear toss.

Once a year the village is visited by the Duke's tax collector. During this time Grand Elder Milu holds a private meeting with the collector, his royal guards and a bottle of strong Merwine. When the mist clears by morning light, the villagers gauge how much tax will be levied by the lateness of the guests' breakfast.

The dead are beheaded and cremated before nightfall.

Religion/Worship: Most inhabitants of Phaelin's Cove revere the merfolk deity, who they refer to as the Sea King. An inner circle increasingly pays homage to Olek out of fear.

Locations/Personas

1: Coslow's shanty: This is the largest conglomeration of buildings in the village. It serves as pub, inn, and town hall. The larger building is a Hogan with three fire pits inside. Numerous fish hide chairs surround several large ornate tables liberated from the Duke's manor. Two adjoining buildings house the Coslow family dwellings, and a small addition contains two private rooms off the main hall to house the rare visitor and annual Ducal tax collector.

Since Sharla lost her husband to the Sea King, she has managed the pub and raised her two children alone. Quite possibly the busiest person in the village she serves quintuple duty as Elder, bar keep, soothsayer, healer, and gossip. After her husband's death she was lost in despair. Milu's friendship and resources helped her recover; her loyalty to Milu is a result of this kindness. Beneath her calm exterior dwells a highly superstitious person who finds omens and portents in almost every mundane occurrence.

Sharla Coslow, Phaelin's Cove Elder, female human, Adp6: CR 5; Medium humanoid; HD 6d6+6; hp 22; Init +0; spd 30ft.; AC 10, touch 10, flat-footed 10; Base Atk +3; Grp +4; Atk +4 melee (1d6+1 oyster mallet) or +3 ranged (1d4+1/18-20, fishing spear); Full Atk +4 melee (1d6+1 oyster mallet) or +3 ranged (1d4+1/18-20, fishing spear); SQ Summon familiar; SV Fort +3, Ref +2, Will +7; AL NG; Str 12, Dex 10, Con 12, Int 16, Wis 14, Cha 13.

Skills and Feats: Craft (alchemy) +15, Heal +13, Knowledge (arcana) +12, Profession (healer) +12, Spellcraft +12, Survival +13; Skill Focus (Craft (alchemy)), Skill Focus (Healing), Brew potion, Self-Sufficient.

Adepts Spells Prepared (3/3/2; save DC 13 plus spell level): 0-light, guidance, purify food and drink; 1st- bless water, hide from undead, protection from evil; 2nd- augury, lesser restoration.

Possessions: Masterwork healer's kit, alchemist lab, potions: anti-toxin x3, cure light x5, lovex2, water breathing x3, tinder sticks x10, sun rods x5.

Mr. Whiskers Cat Familiar: CR-; Tiny magical beast; HD 1/2d8; hp 11; Init +2; Spd 30ft. AC 17, touch 15, flat-footed 15; Base Atk +0; Grp -12; Atk +4 melee (1d2-4, claw); Full Atk +4 melee (1d2-4, claws) and -1 melee (1d3-4, bite); Space/Reach 2-1/2/2ft./0ft.; SQ Alertness, deliver touch spells, empathic link, improved evasion, low-light Vision, scent, share spells, speak with master; AI N; SV Fort +2, Ref +4, Will +1; Str 3, Dex 15, Con 10, Int 6, Wis 12, Cha 7.

Skills and Feats: Balance +10, Climb +6 Hide +14, Jump +10, Listen +5, Move Silently +6, Spot +5; Alertness, Weapon Finesse (claws).

2: Manor Isle: This decrepit manor house originally built to serve as the Duke's summer estate. It has since fallen into disrepair. Barnan lives in a hut just outside the manor proper. He is occasionally visited by Seefa, a representative of the indigenous merfolk tribe. He has spent a great deal of time placing snares and traps around the island perimeter to deter sahuagin raiders. Seefa and Sawa keep him informed of any intruders entering through the northeastern side of the cove.

While soaring the thermals wild shaped as an eagle, Barnan was set upon by a roc. Channeling the energies of the earth, he won free, but not before the avian predator's talons and beak caused horrific wounds. He plummeted into the ocean, trailing bloody feathers. Milu noticed the ghastly sight and raced to the crash site. The fisherman pulled the druid's battered frame from the water as it twisted and contorted back into his humanoid state.

To Sharla, the mass of broken flesh Milu brought her seemed hopeless, but owing Milu a family debt, she focused her faith, praying to the Sea King. Days passed as Sharla kept vigil over Barnan chanting and sweating with exertion. Finally, the last of Barnan's wounds closed and his eyes opened, clear of pain. He met Sharla's intent gaze and whispered, "Thank you." Sharla passed out.

Since that time Barnan has inhabited Manor Isle; he repays his life debt to the entire village of Phaelin's Cove by patrolling the waters outside, communing with the sea and its inhabitants and providing warning of impending squalls and sahuagin activity. It was through these wanderings he met Sawa, and contacted the nearby colony of merfolk besieged by an encroaching sahuagin empire. Over the years he has brokered a mutual assistance pact between the surface dwellers and the merfolk against the sahuagin. During this time he has developed a close relationship with a merwoman named Seefa.

In the past decade sahuagin raids have become less frequent, but more violent, the raiders less intent on plunder than wholesale slaughter. In light of the sahuagin's activity he remembers

a conversation with Milu, when asked how he was able to endure the terror of the raids remarked, "I know the fear we feel everyday is nothing compared to what they experience every night."

Seefa's life is war. Beneath the waves, her childhood was spent playing games of hide and seek where the stakes are mortal. Her people would know peace and maintain the balance between predator and prey. The sea devils have no such respect. They only know plunder and death. Her meeting with the surface dwellers has changed her outlook somewhat, there can a beauty to life. The half-elf Barnan can move beneath the waves like one of her own kin and tells fascinating stories of lands the Sea King holds no domain over.

The pact with the human fisherman has turned the tide in the war against the sea devils. Looking into the humans' eyes, Seefa shudders, wondering how soon after the last sea devil is vanquished will her own people pay the price of victory.

Barnan Wavreln, half-elf Drd10: Cr10; Medium humanoid; HD 10d8+10; hp 53; Init +2; Spd 20ft.; AC 15, touch 12, flat-footed 12; Base Atk +7; Grp +7; Atk +8 melee (1d6/x3, masterwork shortspear) or +9 ranged (1d6/x3, masterwork shortspear); Full Atk +8/+3 melee (1d6/x3, masterwork shortspear) or +9 ranged (1d6/x2, masterwork shortspear); SQ half-elf traits, low-light vision, animal companion, nature sense, wild empathy, woodland stride, trackless step, resist nature's lure, wildshape 4/day, venom immunity; SV Fort +8, Ref +5, Will +10; AL CN; Str 10, Dex 14, Con 12, Int 12, Wis 16, Cha 10.

Skills and Feats: Diplomacy +12, Handle Animal +11, Knowledge (nature) +12, Listen +14, Spot +14, Survival +14, Swim +14; Animal Affinity, Combat Casting, Natural Spell, Negotiator.

Druid Spells prepared (6/5/5/4/3/2; save DC 13 + spell level): 0- cure minor wounds, flare x2, light x2, purify food and drink; 1st- cure light wounds, faerie fire, hide from animals, magic fang, speak with animals; 2nd- animal messenger, animal trance, barkskin, bull's strength, hold animal; 3rd- daylight x2, greater magic fang, water breathing; 4th- cure serious wounds, freedom of movement, spike stones; 5th- commune nature, control winds.

Possessions: Masterwork shortspear, hide armor, *Seefa's gift, tan bag of tricks.

Sawa, Orca Animal Companion: Huge magical beast (augmented animal); HD 9d8+48 (88hp); Init +2; Spd 50 ft. (swim); AC 16, touch 10, flat-footed 14; Base Atk +6; Grp +22; Atk +12 melee (2d6+12, bite); Full Atk +12 melee (2d6+12, bite); Face/Reach 15ft./ 10 ft.; SQ Blindsight 120 ft., hold breath, low-light vision, link, share spells; SV Fort +11, Ref +8, Will +5; AL N; Str 27, Dex 15, Con 21, Int 2, Wis14, Cha 6;

Skills and abilities: Listen+14*, Spot +14*; Swim +16; Alertness, Endurance, Run, Toughness.

* A whale has a +4 racial bonus on Spot and Listen checks. These are lost if its blindsight is negated.

Seefa, Merfolk Ftr4: CR 4; Medium humanoid; HD 4d10+4; hp 26; Init +5; Spd 5 ft., swim 50 ft.; AC 15, touch 11, flat-footed 14; Base Atk +4 melee; Grp +4; Atk +6 (1d8+2, masterwork trident) or +7 ranged (1d10/19-20 plus poison, masterwork heavy crossbow); Full Atk +6 (1d8+2, masterwork trident) or +7 ranged (1d10/19-20 plus poison, masterwork heavy crossbow); SQ Amphibious, low-light vision; SV Fort +5, Ref +2, Will +2; AL N; Str 10, Dex 12, Con 12, Int 10, Wis 12, Cha 13.

Skills and Feats: Craft (Blow Fish Bolts) +8, Swim+8; Blind-Fight, Point Blank Shot, Weapon Focus (crossbow); Weapon Focus (trident), Weapon Specialization (trident)

Possessions: +1 studded leather (made of cowry shells), masterwork heavy crossbow, conch, masterwork trident, 10 blow fish bolts, Coral and pearl necklace and bracelets worth 250 gp.

3: Grand Elder Phaelin's dwelling: Milu lives with his one son Fee, his second wife and their three children in a modest hut. The hearth is decorated with sepia drawings of his late wife, older son Olek, and images of past prize catches. Phaelin's room is cramped, filled with materials to fashion fishing spears. The tax collectors bag of holding can be found buried under the floor of Phaelin's bed. It contains an accounting ledger embossed with the royal seal, 15 gp, 126 sp, and 247 cp, and the clear stone of true accounting*, assorted coral and pearl jewelry worth 250 gp.

Milu's family has fished the waters outside the cove for over 200 years. His six decades plying the waters show in brown weathered skin as wrinkled as the cliff face and salt white hair. Despite advancing years his eyes remain sharp and physique sturdier than a city dweller almost half his age. One thing life at sea has taught him is that the Sea King is fickle. Calm blue waters can turn choppy green in minutes, leaving the hapless fisher to struggle towards shore, fighting waves as fierce as a berserk sahuagin raider. Milu feels he understands the Sea King mostly. His son Olek is another matter.

Grand Elder Milu Phaelin, Human Exp7: Cr6 ; Medium humanoid; HD 7d6-7; hp 21; Init +2; Spd 30 ft.; AC 15, touch 12, flat-footed 13; Base Atk +5; Grp +7; Atk +8 melee(1d4+2/18-20, fishing spear), or +8 ranged (1d4+2/18-20, fishing spear); Full Atk +8 melee(1d4+2/18-20, fishing spear), or +8 ranged (1d4+2/18-20, fishing spear); SV Fort +2, Ref +4, Will +6; AL N; Str 15, Dex 14, Con 9, Int 10, Wis 12, Cha 11.

Skills and Feats: Craft (scrimshaw) +7, Knowledge (nature) +7, Profession (fisherman) +11, Spot +8, Swim +9, Survival +8, Use Rope +9; Endurance, Point Blank Shot, Skill Focus (Profession (fisherman)), Weapon Focus (fishing spear).

Possessions: Masterwork studded leather armor, 2 masterwork fishing spears, scaling knife, artisan tools.

4: The breakers: To the south where the cliff face meets the water a natural jetty occurs. Its surface has paled with the dropping of seagulls that inhabit the crags above. A pride of sea lions claim this as their territory, as a result the villagers have marked off this area with netting so children do not intrude and supplement the sea cats' diet. Barnan has convinced Milu that it is best to let nature take its course and let the sea lions be. He knows that their presence discourages sahuagin raiders from the southern entrance to the cove. He hasn't mentioned to Milu the sea cats' impending litter.

Sea Lion pair bond:

Male Sea Cat; Large Magical Beast; CR 5; HD 9d10+27; hp 75; Init +; Spd 10ft. swim 40 ft.; AC 18, touch 10, flat-footed 17; Base Atk +9; Grp +16; Atk claw +11 melee (1d6+4); Full Atk 2 claws +11 melee (1d6+4) and bite +7 melee (1d8+2); Space/Reach 10 ft./5ft.; SA Rend 2d6+6; SQ Darkvision 60ft., hold breath, low-light vision, scent; Saves: Fort +9, Ref +7, Will +4; AL N; Abilities: Str 19, Dex 12, Con17, Int 4, Wis 13, Cha 10; Skills: Listen +10, Spot +7, Swim 12;

Hold Breath (Ex): The male can hold his breath for 102 rounds before he risks drowning.

Rend (Ex): If the male Sea cat hits with both claw attacks he immediately latches on and tears the victim apart inflicting 3d6+8 points of damage.

Female Sea Cat; Large Magical Beast; CR 8; HD 12d10+60; hp 120; Init +0; Spd swim 10 ft., swim 40 ft.; AC 20, touch 9, flat-footed 20; Base Atk +12; Grp +27; Atk Claw +18 melee (2d6+8); Full Atk 2 claws +18 melee (2d6+8) and bite +15 (2d6+4); Space/Reach 15 ft./10ft.; SA *Rend* 3d6+8; SQ Dark vision 60 ft., hold break, low-light vision, Scent; Saves: Fort +13, Ref +8, Will +7; AL N; Abilities: Str 27, Dex 11, Con 21, Int 2, Wis 13, Cha 10; Skills: Listen +10, Spot +10, Swim +16; Alertness, Endurance, Improved Natural Attack, Improved Natural Armor, Iron Will.

Hold Breath (Ex): The female can hold its breath for 162 rounds before it risks drowning.

Rend (Ex): If the female Sea cat hits with both claw attacks she immediately latches on and tears the victim apart inflicting 3d6+8 points of damage.

5: Olek's hermitage: While travelling in gaseous form, Olek found a natural cave complex within the cliff face only accessible through several fissures. He has decorated one small hollow with cast off netting, water logged furniture and assorted personal effects taken from his victims. In one corner is a pile of sahuagin lower jaws. He makes presents of them to his father, who in turn trades them to the merfolk for their jewelry.

Olek was always different. He could hear people speaking without moving their lips. As he grew older he realized that the minds of his closest family and friends were an open book for him to read. Their conscious and unconscious desires and fears repelled and enticed him. During the yearly tax collectors visit he probed the official, skimming his memories and became captivated with the outside world, a world that didn't revolve around the tides, the continuous smell of fish, the endless net mending.

Focusing his mind upon the official he willed passage back to the Duke's Estate. Olek was suprised how little resistance the royal minds offered. The sights and sounds of the city engulfed his senses. The nobles were no different from the folk of Phaelin's Cove. They smelled better and ate differently, but their secrets were similar and the walls of the castle proved just as isolating as the cliff of the cove. The most notable difference Olek noticed between the social strata was the amount one could pay to keep their innermost thoughts a secret.

A few well-placed suggestions, a few innuendoes, and he had his own living quarters, servants, and yearly stipend as royal adviser, not bad for a 13-year-old. It was just as his father had said, "Nothing is impossible, if you put your mind to it."

As his powers grew Olek became restless. He began travelling the lands searching out like minds, but found interesting intellects few and far between. Increasingly his daily meditations revolved around casting wide psychic nets hoping to contact an interesting consciousness. After several weeks his wish was granted and he contacted a being of immense knowledge and perspective. Laloh had existed over several millennia, had witnessed the founding and dissolution of numerous kingdoms. Olek tried, but could not force his will upon Laloh. His first failure, instead of frustrating the adolescent, intrigued the boy. At last he had found a worthy mentor! Their meeting occurred

under a full moon, beneath the stretched bulk of the Mourning mountains.

Olek's inability to explore Laloh's mind became apparent as his naive lifeblood was drained. As his consciousness faded, he could hear the vampire inside his mind. "Now you will have eternity to pursue your vain curiosity."

If asked, Olek would credit his death as the catalyst for maturity. He longed for the soil his kin first tread. He returned home to Phaelin's cove, riding the night winds with his physical form dispersed in a million tiny liquid droplets. Freed from his physical form he could focus more on developing his powers. Returning to the family shack Olek was unable to cross the threshold. He stretched out his thoughts and contacted his mother's sleeping mind. "Mother, your son has returned." She rose and approached the door. Upon opening it she bid him enter. Tears of joy streamed down her face. "oh, my boy you have come home. But you are so cold, come sit by the fire and warm your bones, I've some bread left from supper."

Olek feasted that night, unable to control the hunger suddenly raging inside him. As the first light encroached upon Manor Isle the burning rays and damning guilt drove him into the cliffs' craggy face seeking shelter.

Since that base homecoming he has acted as vicious sentinel watching over the town. In the past he has manipulated the tax collector to go about his business leaving the villagers meager earning unmolested. The last one to visit was strong willed and ended up dead. He speaks with his father on a regular basis. He occasionally feeds on the sahuagin to keep them at bay. He preys on the shipping lanes, as he has found that he can manipulate the misty air as easily as mortal minds to his desire. Occasionally he turns to the village, especially if someone has slighted his family. Despite his vast mental prowess, the rigors of undead life are beginning to get the best of him and Olek's sanity drifts farther away.

Olek Phaelin: Male Undead Psion (Telepath) 10; CR 12: Medium humanoid; HD 10d12; hp 90; Init +5; Spd 30 ft.; AC 17, touch 11, flat-footed 16; Base Atk +5; Grp +7; Atk +7 melee (1d6+ plus energy drain, slam); SA Blood Drain, Children of the Night, Create Spawn, Dominate, Energy Drain; SQ Alternate form, damage reduction 10/ silver and magic, dark vision 60 ft., fast healing 5, gaseous form, resistance to cold and electricity 10, spider climb, turn resistance +4, undead traits, vampire weaknesses.; AL CE; SV Fort -, Ref +6, Will +10; Str 14, Dex 12, Con -, Int 18, Wis 15, Cha 20.

Skills and feats: Bluff +27, Concentration +18, Craft (sculpture) +14, Diplomacy +15, Gather Information +15, Hide +9, Listen +12, Knowledge (Geography) +9, Move Silently +9, Profession (Fisherman) +7, Search +12, Sense Motive +23, Spot +12, Swim +12; Alertness, Combat Manifestation, Combat Reflexes, Dodge, Enlarge Power, Iron Will, Lightning Reflexes, Narrow Mind, Opportunity Power, Psionic Endowment, Psionic Meditation, Psionic Talent.

Psion powers known: 1st- Charm (psionic), mind link, inertial armor; 2nd-Aversion, Brain lock, energy adaptation (specific), inflict pain, read thoughts; 3rd- crisis of breath, eradicate invisibility, psionic blast, ubiquitous vision; 4th- correspond, dominate, freedom of movement (psionic), empathic feedback, modify memory, telekinetic maneuver; 5th- adapt body, mind probe, psychic crush.

Power Points: 110

Combat: Olek's slam attack is considered magic for the purposes of defeating damage reduction.

The DC is 20 for the Will saves against his special vampire attacks, and for the Fortitude save to remove the negative level caused by his energy drain.

The DC for saving throws against Olek's Psion powers is 14+ the power's level. The DC increases by one in any round where Olek expends his psionic focus by use of the Psionic Endowment feat.

Possessions: Horn of the Tritons, Necklace of adaptation, ring of improved swimming, masterwork artisan tools, several expertly crafted and utterly gruesome bone sculptures, various victims salvaged booty worth 10000gp.

6: Above Folks homestead: These thatch huts and pens lay scattered about the cliff tops as several families have transplanted themselves from fishermen to shepherds and farmers. They trade wool, mutton, timber and metals for the various ocean goods available, part of this trade is for the dread protection Olek provides.

As a child, Porter's legs were badly mangled in a fall while climbing the cliff face leaving him with a pronounced limp. His game leg prevented him from mastering the fine balance and swimming skills needed to fish the local waters. Milu saw to it that a family of Above Folk took him in and taught him the shepherds' way. He has compensated for his withered legs by increasing his upper body strength. Many a setting sun has gone over Manor Isle to his sweet melodies, accompanied by the surf's thunderous roar and gulls' sharp cries.

Porter Nifle, Human Com20: CR 10; Medium humanoid; HD 20d4+20; hp 60; Init -2; Spd 30ft.; AC 11, touch 8, flat-footed 11; Base Atk +10; Grp +15; Atk +17 melee (1d10+8/19-20, +1 defending greatclub) or +14 ranged (1d4+5, sling); Full Atk +17/+12 melee

(1d10+8/19-20, +1 defending greatclub) or +14/+9 ranged (1d4+5, sling); SV Fort +7, Ref +4, Will +6; AL NG; Str 20, Dex 6, Con 12, Int 13, Wis 11, Cha 12.

Skills and feats: Handle Animal +29, Listen+14, Profession (shepherd) +24, Perform (wind instruments) +10, Spot+14; Animal Affinity, Cleave, Dodge, Improved Critical (greatclub), Martial Weapon Proficiency (greatclub), Power Attack, Skill Focus (Profession (shepherd)), Weapon Focus (greatclub).

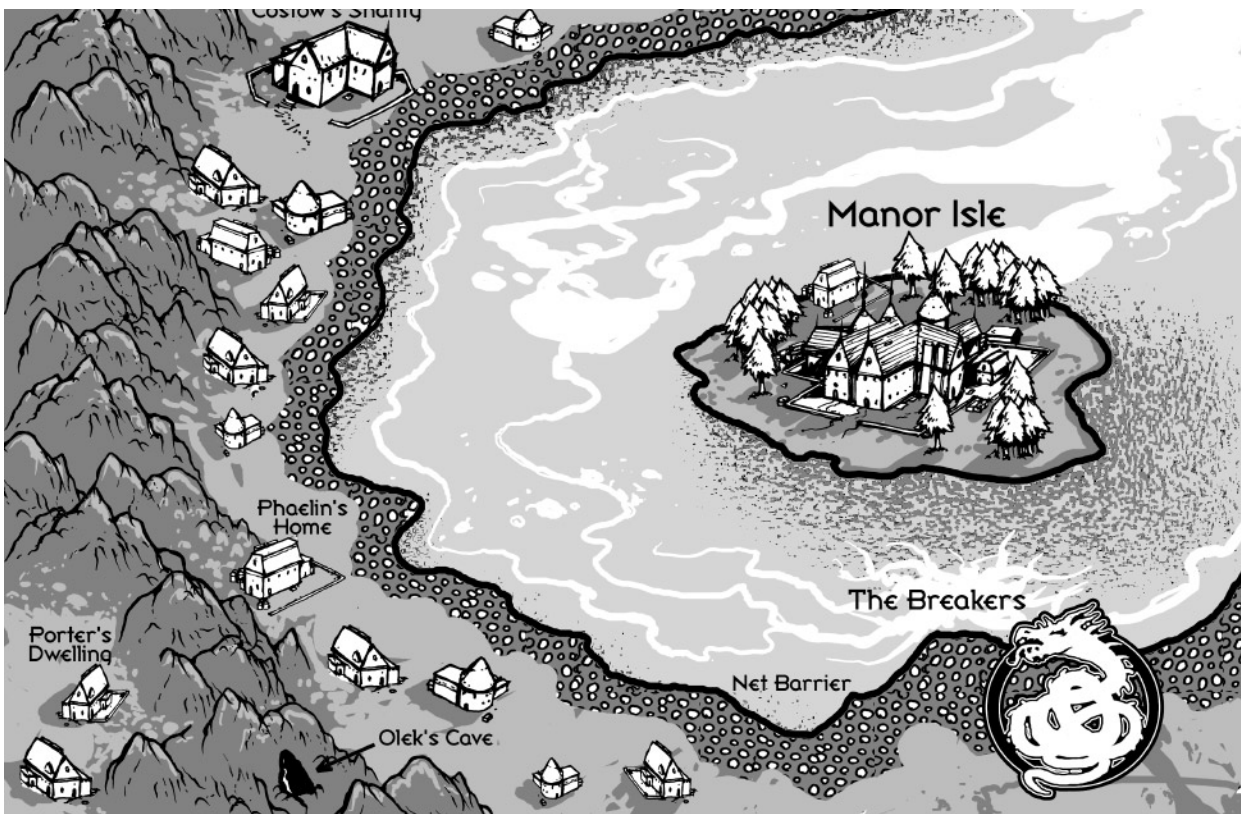
Possessions: Flute, amulet of natural armor +3, +1 defending greatclub, sling, 34 cp.

What brings the PCs

- 1: The PCs enter the cove seeking shelter from a squall.
- 2: The PCs enter to make repairs to their ship after a Sahuagin raid.
- 3: For services rendered the Duke has made a gift of his Manor Isle chalet. Of course it needs some work...
- 4: PCs are escorting the Dukes tax collector on his rounds.
- 5: A wizard has hired the PCs to find and purchase a specific type of coral needed for a spell component.

Adventure Hooks

- 1: The Dukes tax collector has gone missing, and was last seen headed towards Phaelin's Cove.
- 2: The PCs are investigating a derelict ship found in the strait, the crew missing, Captain's journal mentions passing the Manor Isle landmark.
- 3: While crossing the strait the PCs ship comes under attack by sahuagin raiders. It must make port to repair the damage.
- 4: While traveling the coastline the PCs are attacked at night by hunting vampire spawn. The nearby community of Phaelin's Cove may be in great danger.



Safinian's Hollow

Summary: An elven outpost near hostile hobgoblin territory.

Size/Type: Hamlet

Population: 199

Alignment: Chaotic Good

Demographics: 94% elf, 3% half-elf, 2% human, 1% other

Gold Limit: 500gp/4,950gp assets.

Power Center: Conventional (Sheriff, CN)

Authority figures: Sheriff Ralandara Leafwhisper, female elf Rgr5/Wdw5/Wiz1/Arc3 (head of the woodwraiths); Safinian Thistledown, male elf Com12 (town founder, former head of the Growers' Guild)

Important Non Player Characters: Torandilas, male elf Drd3/Exp5 (Guildmaster of the Grower's Guild); Erdrin Leafwhisper, male human Bbn2/Rgr4/Wdw2 (Ralandara's foster son); Valriel Frostleaf, female elf Brd2/Exp3 (winemaker and tavern owner); Seriteela, female half-elf Wiz6 (former adventurer, alchemist)

History/Background: Safinian's Hollow has been nestled in the bosom of Hawthorn Forest for over 400 years. It was founded by Safinian Thistledown and his family as a simple elven homestead, a place for them to practice their living tree sculpturing among a vast variety of trees, once in a while selling a piece or two of their works as need demanded. Slowly, news of this growing technique spread among their elven brothers, and a trickle of elves looking to learn more about it began to grow the homestead into the hamlet it is now.

Time passed, as it always does, and the elves lived in harmony with their surroundings for centuries, alone in the woods save for the occasional traveler or merchant. However, in the past two decades, a large tribe of hobgoblins has moved into the area. As soon as the goblinoids found out that their hated racial enemy had an outpost nearby, they set out to find and destroy it.

Fortunately for the elves, the Hawthorn is a big place. Between its size, the diligence of the Sheriff, and the way the village blends in with the local flora, Safinian's Hollow's exact location remains unknown to the hobgoblins. But every year, they narrow the town's location down a little more. It may only be a matter of time...

General Layout/First Impressions: Unless the PCs know exactly where to look, their first impression of Safinian's Hollow may very well be of a woods patrol aiming bows at them and demanding to know their business. A group that has a member with goblinoid or orc blood is greeted with suspicion at best, outright hostility and possibly even violence at worst, particularly if Ralandara is leading the patrol. The main trail nearest to the town passes five miles south of it, and any merchants bound for the town are normally met in a large clearing on the trail and escorted to the village under guard via a circuitous route. Groups met off the trail will be similarly escorted to the town assuming they convince the patrol they have something worthwhile to offer.

As the PCs approach the village proper, the trees and

undergrowth get progressively thicker until they form an almost impassable gnarl of branches and bramble, much of it grown into a solid mass through the talents of the Growers' Guild. There are a couple of well-concealed passageways through the mess; those who don't know where the entrances are can find them if they look in the right spot and make a Search check DC 25. The paths are normally trapped with snares and wind through the bramble for some 200 feet or so.

Once the PCs pass through this green gauntlet, they come to the hamlet itself. Beautiful tress and well-tended gardens surround elegant homes, and nearly every one has trellises overgrown with fruits and vegetables. Dominating the center of town with its topiary gardens and living sculptures is the Growers' Guild, a feast for the eyes of greens and browns and flowers of every color and description.

Economy/Trade: The inhabitants of Safinian's Hollow grow and hunt enough food to sustain themselves, and the woods supply sufficient materials for clothing and shelter. They gladly trade for luxuries like silk, gems, and precious metals, as these are in short supply here.

Their main exports are their living wood sculptures and the maintenance contracts that they sell in conjunction with them.



These living works of art can take decades to grow, and each one is unique and highly prized by the wealthy. The maintenance contracts involve a member of the Growers' Guild traveling once or twice a year to the buyer's home to maintain the piece, trimming or splicing it as appropriate.

Customs/Laws: As is typical of elves, the laws in Safinian's Hollow are loosely structured. Banishment on pain of death is normally the harshest punishment meted out to residents, and even that is reserved for the most heinous crimes. For lesser offenses, including theft, a few days in the stocks and its accompanying humiliation is sufficient. For heinous crimes, visitors may be executed, but normally banishment is the only sentence handed down for visitor infractions of any kind.

The only exception to the above rules is for the destruction of one of the living wood sculptures. Since their creation can take decades, the offender must pay a fair market value for the piece or be forced into indentured servitude until the piece is paid for. Given elves' love of freedom, the threat of such punishment alone has assured that carrying out this sentence has not been necessary in over a century. The community otherwise has little structure. Its people are free to act the way they please as long as they cause no harm to others.

Once a year, elves that aspire to have their children join the Growers' Guild gather here in secrecy to have them tested for aptitude for the craft. Only a few applicants show the necessary combination of patience, insight, and creativity to be chosen in any given year.

Religion/Worship: There is currently no ranking cleric or druid of any note in the town. Most of the inhabitants worship an elven nature goddess and the head of the elven pantheon, paying homage to both with a brief prayer at the rising and setting of the sun.

Locations/Personas

1: Growers' Guild: Many large trees, each one over 80 feet tall, spliced together with great skill make up the core of the guild's area. The branches are woven through with hanging creepers and flat boards to create solid floors with flowering ceilings. Sunlight filters through all three levels, and the whole place feels more alive than many manicured gardens.

Surrounding the guild building is a vast garden of topiary animals and works in progress. Members of the guild are almost always here, tending to their works. Sometimes Safinian himself will be in the garden, tending to his crowning work, a monumental task that is nearly done and stands out even among the other amazing works.

One hundred years ago, two important elven families arranged a marriage between their newborns, and the wedding is fast approaching for the two young elves, who have truly taken to each other, making the event an even greater one. This sculpture consists of dozens of flowering trees with pink and purple blooms, standing nearly 40 feet high, painstakingly shaped into the image of the betrothed couple clasping hands under an arch of purest white flowers, while the elven goddess of love holds her hand over them in blessing. Its value is almost incalculable, and it will seal the legacy of Safinian's Hollow as the true home of the hamlet's art.

The sight of this ancient, diminutive elf hanging upside down from a tree branch contemplating his next cut or splice may strike some as funny, but a wise PC will speak no ill of him with any villagers within ear shot. While he stands barely four-and-a-half feet tall and weighs less than 80 pounds, Safinian has seen over 500 summers and has forgotten more about his craft than most will ever know.

His thinning gray hair frames a well-worn but kindly face with warm, bright blue eyes that shine with intelligence. When Safinian founded this town, he never expected others to follow. He's still a little bemused by it even after all this time. He is unfailingly polite and kind to everyone, though he will gently admonish PC's that are rude or stupid about respecting their elders. Four young elven warriors always accompany Safinian, assisting him in his work and guarding his person.

Torandilas stands five foot three inches tall and weighs 118 pounds. His long, raven hair is often bound in sea green ribbons that match his eyes, and his appearance is one of a carefree artist. This look is actually by design, rather than by chance, as he feels he must project a certain image to the world.

He lobbied hard for the Guildmaster post after Safinian's retirement and won handily. He has ambitions of making the guild more profitable by increasing its output, but many of the guild members dislike this policy as it goes against their artistic principles.

Torandilas has studied the druidic arts to increase his output and aid his sculpturing, as he is not as talented as some of the other sculptors. A few of the old-timers suspect he "cheats," but none has yet proven it. The Guildmaster isn't a bad elf, he's simply greedy and ambitious, two rather un-elven traits he does his best to hide from his fellows, but that his cousin Seriteela is well aware of.

Safinian Thistledown, male elf Com12: CR 3; Medium humanoid; HD 12d4-33; hp 15; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; Base Atk +6; Grp +4; Atk +5 melee (1d6-2, light mace); Full Atk +5/+0 melee (1d6-2, light mace); AL CG; SV Fort +1, Ref +4, Will +9; Str 6, Dex 6(10), Con 5, Int 24, Wis 15, Cha 13.

Languages: Common, Elf, Goblin, Draconic, Sylvan, Gnome.

Skills and feats: Appraise +10, Climb +4, Craft (living wood sculpture) +25, Handle Animal +11, Knowledge (history) +10, Knowledge (local) +14, Knowledge (nature) +13, Listen +11, Profession (farmer) +11, Sense Motive +11, Spot +11; Alertness, Iron Will, Skill Focus (Craft(living wood sculpture)), Skill Focus (Sense Motive), Toughness.

Possessions: masterwork light mace, gloves of dexterity +4, cloak of arachnidia, masterwork gardening tools, 713gp, 3,245sp in a small chest in his quarters.

Torandilas, male elf Drd3/Exp5: CR 7; Medium humanoid; HD 3d8+5d6-8; hp 20; Init +2; Spd 30 ft.; AC 15, touch 12, flat-footed 13; Base Atk +5; Grp +4; Attack +5 melee (1d6/x3+1d6 cold, shortspear), or +7 ranged (1d6/x3+1d6 cold, shortspear); Full Attack +5 melee (1d6/x3+1d6 cold, shortspear), or +7 ranged (1d6/x3+1d6 cold, shortspear); SQ nature sense, woodland stride, trackless step, animal companion; AL N; SV Fort +3, Ref +4, Will +9; Str 8, Dex 14, Con 9, Int 17, Wis 14, Cha 12.

Languages: Common, Elf, Sylvan, Orc, Goblin.

Skills and feats: Craft (living wood sculpture) +13, Diplomacy +12, Handle Animal +8, Heal +13, Knowledge (local) +11, Knowledge (nature) +12, Listen +9, Profession (Merchant) +13, Search +9, Spellcraft +10, Spot +9, Survival +12; Combat Expertise, Dodge, Skill Focus (Craft (living wood sculpture)).

Possessions: +1 leather armor, +1 frost shortspear, masterwork gardening tools, 379gp, 1,412sp.

Druid spells Per Day (4/3/2; save DC 12 + spell level): 0 – create water, guidance, light*2; 1st – cure light wounds, entangle, faerie fire; 2nd – wood shape*2

2: Wraith Hall: Built into the crown of a single towering maple tree, Wraith Hall is the center of martial activity in Safinian's Hollow. An archery range and skirmish area lie at the foot of the tree, and ropes lead up to the hall from the ground. While collectively the village's warriors call themselves the Woodwraiths, only two of them, the Sheriff and her foster son, are currently of that Prestige Class.

When the Sheriff is not at the hall, the warriors are open and friendly with visitors. When she is present, a single stern look from her cuts off any excessive tongue wagging. Ralandara is a striking elf, standing just over five feet tall and weighing 100 pounds, with emerald green eyes and bright red hair, which she normally covers under a hood to avoid being spotted in the woods. While many of her fellow elves in town are easy-going artists, she is a hard-edged warrior, turned angry and bitter in her ongoing one-woman war against the hobgoblins. The atrocities she has been willing to commit in an effort to drive the humanoids from the forest have shifted her alignment from Good to Neutral.

She was not always this full of venom. Most of the village believes the loss of her father ten years ago to a hobgoblin blackguard pushed her to this hate-filled madness. A PC with orc or goblinoid blood will be hard-pressed to earn more than her spit at his feet. Anyone who expresses an interest in assisting her personal crusade will find her to be a bright, engaging, and enthusiastic ally as some of her old personality comes through.

Ralandara found Erdrin among the burned out remains of his settlement ten years ago. The boy was only 12 when the hobgoblins put his village to the torch. The sheriff found him huddled against the cold, gripping his father's greataxe, dead hobgoblins at his feet. The fire and the fight left the boy slow-witted and withdrawn, but he allowed Ralandara to take him in. He has a good heart, and is kind and gentle to anyone that can reach past his mental and physical scars. He obeys his foster mother unquestioningly, though, and will cheerfully slay any that she names an enemy.

Erdrin stands out among the diminutive elves, at six foot two and 247 pounds. He has blond hair and dark eyes, but a livid burn scar on the left side of his face and his distant, sullen expression mars his otherwise sturdy features.

Sheriff Ralandara Leafwhisper, female elf Rgr5/Wdw5/Wiz1/Arc3: CR 14; Medium humanoid; HD 10d8+1d4+3d8+14; hp 102; Init +6; Spd 30 ft.; AC 22, touch 16, flat-footed 16; Base Atk +13; Grp +15; Atk +14 melee (1d8+4/17-20, +1 keen longsword), or +23 ranged (1d8+5/x3, 2d6+2 vs. goblins, +1 goblin bane composite longbow [+2 Str bonus]); Full Atk +14/+9/+4 melee (1d8+4/17-20, +1 keen longsword) and +14 melee (1d6+2/19-20, +1 shortsword) or +23/+18/+13 ranged (1d8+5/x3, 2d6+2 vs. goblins, +1 goblin bane composite longbow [+2 Str bonus]); SA enhance arrow +2, imbue arrow, woodland fighting, deadeye; SQ woodland stride, woodland sense, blend in, tree-runner, favored enemy goblinoids +4, favored enemy aberrations +2, animal companion, link with companion, share spells; AL CN; SV Fort +13, Ref +18, Will +9; Str 14, Dex 22, Con 14, Int 12, Wis 16, Cha 13.

Languages: Common, Elf, Goblin.

Skills and feats: Balance +25*, Climb +12*, Hide +25*, Intuit Direction +3, Knowledge (Nature) +3, Listen +20*, Move Silently +25*, Search +11, Spot +20*, Survival +22*; Alertness, Endurance, Point Blank Shot, Precise Shot, Rapid Shot, Track, Two-Weapon Fighting, Weapon Focus (longbow).

*includes bonus for woodwraith class ability

Possessions: +3 studded leather armor, +1 goblin bane mighty composite longbow Strength +2, +1 keen longsword, +1 shortsword, potions of bear's endurance, bull's strength, cure serious wounds, cure moderate wounds, arcane scroll: shocking grasp, chill touch, sleep (1st level caster), 116gp.

Ranger Spells Per Day (1; save DC 13 + spell level): 1st – pass without trace

Woodwraith Spells Per Day (3/2/1; save DC 13 + spell level): 1st – entangle, speak with animals, summon nature's ally I; 2nd – speak with plants, warp wood; 3rd – spike growth

Wizard spells Per Day (3/2; save DC 11 + spell level): 0 – dancing lights, ghost sound, mage hand; 1st – ray of enfeeblement, true strike

Spellbook:

0 – all; 1st – chill touch, magic missile, ray of enfeeblement, shocking grasp, true strike

3: The Golden Vine: Part tavern and part music hall, this building is the social center of Safinian's Hollow. A beautiful two-story wooden structure covered in flowering vines, the place looks warm and inviting, and the scents and music from within beckon even the most jaded traveler.

The interior décor is warm and elegant, dominated by a superbly crafted grand piano. It is all very elvish. Refined behavior is encouraged, as is audience participation in wine tastings and songs.

Valriel is a beautiful elf of about 130 years. She stands a shade under five feet tall, weighs 90 pounds, and has honey blond hair and hazel eyes. She is smart, clever, and personable with an elegant, graceful manner and an easy smile. She decided to pick up some bardic skills to augment her business here and to expand her scope of knowledge.

Valriel can be a little melancholy at times, although she tries to only let it show when she thinks no one is going to notice. Growing up, she and Ralandara Leafwhisper were very, very close. She feels the distance between them spreading, as Ralandara seems to descend a little further into a pit of hatred every week. Valriel wants to help the sheriff, but is unsure how. She will not allow anyone to speak ill of Ralandara while she is earshot, but will eagerly entertain any ideas on how to help her.

Valriel Frostleaf, female elf Brd2/Exp3: CR 4; Medium humanoid; HD 5d6; hp 24; Init +3; Spd 30 ft.; AC 16, touch 13, flat-footed 13; Base Atk +3; Grp +3; Atk +7 melee (1d6+1/18-20, +1 rapier), or +7 ranged (1d6/x3, shortbow); Full Atk +7 melee (1d6+1/18-20, +1 rapier), or +7 ranged (1d6/x3, shortbow); SQ bardic music, bardic knowledge +4, countersong 2/day, fascinate 2/day, inspire courage 2/day; AL CG; SV Fort +3, Ref +7, Will +7; Str 10, Dex 17, Con 10, Int 15, Wis 13, Cha 18.

Languages: Common, Elf, Gnome, Draconic.

Skills and feats: Appraise +8, Balance +9, Bluff +9, Craft (winemaking) +10, Diplomacy +12, Knowledge (art) +6, Perform (keyboard instruments) +9, Perform (sing) +7, Perform (string instruments) +9, Perform (wind instruments) +9, Sense Motive +6; Great Fortitude, Weapon Finesse (rapier).

Possessions: +1 rapier, masterwork studded leather, potion of invisibility, shortbow, masterwork piano, masterwork flute, masterwork harp, 187gp, 6,712sp in lockbox (Open Lock DC 20).

Bard Spells Per Day (3/1; save DC 14 + spell level): 0 – dancing lights, ghost sound, mage hand, mending, open/close; 1st – expeditious retreat, unseen servant

4: Seriteela's tower: This three-story hexagonal tower is the only stone structure in the town. Some of the residents resent the way it mars the hamlet's harmony with nature, but Seriteela has worked hard to grow ivy and other vines to cover much of it. Since she performs her alchemical experiments here, building her tower with stone was for the town's own safety.

Seriteela stands five foot six and weighs 120 pounds. She has brown hair and is fairly plain except for her eyes, which are a startling amber in color. She was born in the village about 40 years ago and left to explore the world after she was a teenager. She returned to Safinian's Hollow two years ago at the behest of her cousin Torandilas to help defend the town.

Seriteela doesn't feel completely comfortable in this tiny elven settlement; her experiences in the outside world have made her far more cosmopolitan than the other villagers. She is always eager for news from beyond the forest or the opportunity to trade spells with visiting mages. She is pleasant to everyone she meets, but is especially happy to talk to adventurers since they bear the news she craves and the money to buy potions.

Seriteela, female half-elf Wiz6: CR 6; Medium humanoid; HD 6d4+6; hp 21; Init +2; Spd 30 ft.; AC 14, touch 14, flat-footed 12; Base Atk +3; Grp +1; Atk +2 melee (1d8-2/19-20, longsword) or +6 ranged

(1d8/19-20, light crossbow); Full Atk +2 melee (1d8-2/19-20, longsword) or +6 ranged (1d8/19-20, light crossbow); AL CG; SV Fort +3, Ref +4, Will +5; Str 7, Dex 14, Con 12, Int 17, Wis 10, Cha 11.

Languages: Common, Elf, Giant, Undercommon, Celestial.

Skills and feats: Concentration +10, Craft (alchemy) +12, Craft (brew) +12, Knowledge (arcana) +12, Spellcraft +14; Brew Potion, Craft Wand, Empower Spell, Enlarge Spell, Scribe Scroll. Possessions: +2 ring of protection, masterwork longsword, masterwork light crossbow, wand of web (22 charges), potions of fox's cunning, bull's strength, cat's grace, haste, fly, and blur, alchemist's lab, 823gp, 3,756sp.

Wizard Spells Per Day (4/4/4/3; save DC 13 + spell level): 0 – detect magic, mage hand, ray of frost, read magic; 1st – identify, mage armor, magic missile, shield; 2nd – cat's grace, invisibility, mirror image, touch of idiocy; 3rd – blink, hold person, lightning bolt

Spell book:

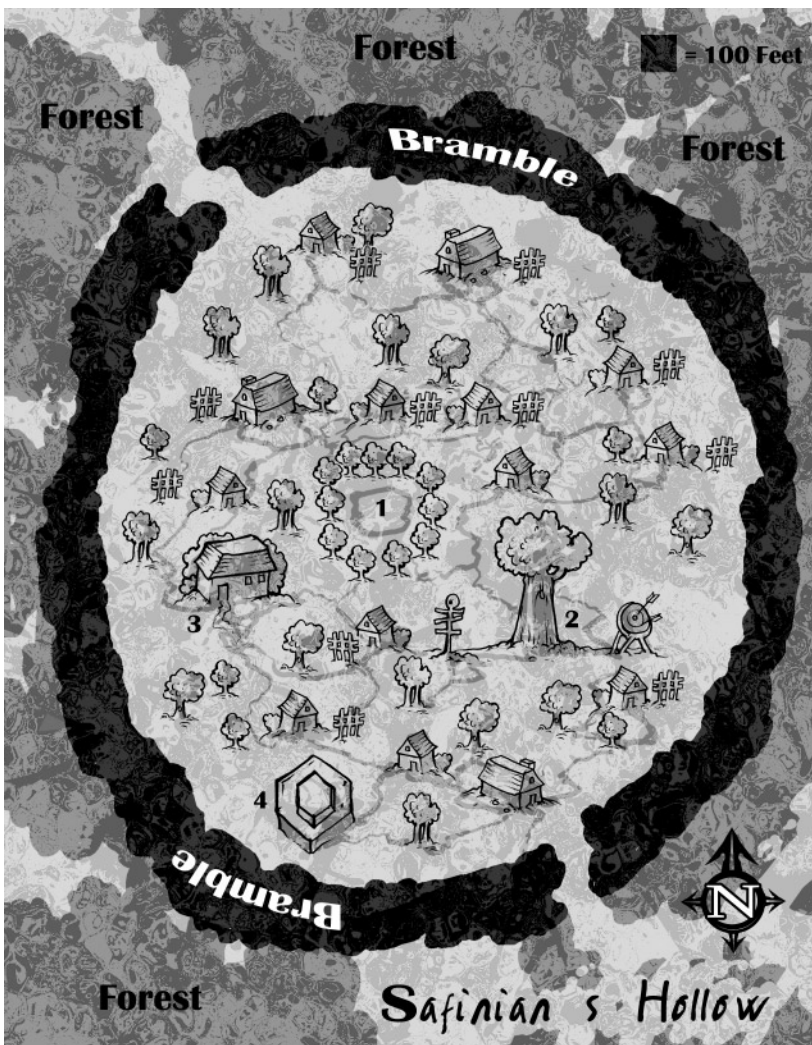
0 – all; 1st – alarm, charm person, chill touch, comprehend languages, endure elements, erase, hold portal, identify, mage armor, magic missile, message, mount, shield, spider climb, ventriloquism; 2nd – arcane lock, bull's strength, cat's grace, invisibility, mirror image, obscure object, pyrotechnics, see invisibility, shatter, touch of idiocy, web; 3rd – blink, explosive runes, fly, haste, hold person, lightning bolt, stinking cloud, vampiric touch, wind wall

What brings the PCs

- 1: They get news of an abandoned temple, keep, or other structure near the town. The elves know of it, but have not bothered to investigate it, as it seems deserted.
- 2: They are hired to transport one of the living wood sculptures to a wealthy patron.
- 3: The PCs want to attack the hobgoblins and the village is an excellent base from which to do it.
- 4: They hear about Safinian's great work and decide to come see it, assuming the elves allow them to do so.
- 5: They have some luxuries to sell, and hear that the hamlet pays surprisingly well for them.

Adventure Hooks

- 1: The PCs are approached by the sheriff and asked to raid a hobgoblin outpost.
- 2: Seriteela needs some materials for her experiments from a section of forest the elves avoid, due to whispered legends of great danger. She hires the PCs to accompany her.
- 3: Safinian's great work has disappeared, torn from the ground by some great force and carried off. But how? The PCs, with their diverse skills, are asked to help find the sculpture before Safinian's Hollow is disgraced.



Sparklehill

Summary: A small hamlet overseen by a coven of hags.

Size/Type: Hamlet

Population: 188

Alignment: NG/CE

Demographics: Isolated (96% human, 2% halfling, 1% half-elf, 1% other)

Gold Limit: 100/940 assets.

Power Center: Magical (secret coven - CE)

Authority figures: The Sisters

Important Non Player Characters: Martell Fegin, male human, Exp3 (brewer); Hurrall Drenz, male human, Com2/War2 (trademaster); Armorer Baldwick, male human, Exp2 (smithy); Marlane, human female, Com3 (lead fisher).

History/Background : The town of Sparklehill was formed long ago by a cleric of the god of travels, who lead a small

group of pilgrims on an overland journey to find what would be their perfect home. This cleric, named Wyrus Wisewind, was famous for his travels and stories in his homeland. Over the years he earned many followers, mostly among the simple folk who desperately needed to believe in something better. Eventually, Wyrus' mind began getting old and he started tales of a new place called Sparklehill, a fortified land of rolling grasslands, defensible mountains, a wide bright lake teeming with fish and a vibrant forest nearby. With encouragement from some of his best supporters, he finally called those who would follow him to pack up their things, leave their families, friends and jobs behind if need be, to find this paradise.

The journey was long and hard. Not everyone lived to see it through, and frequently as the months and soon years passed, many began losing hope, until at last they found their destiny. It was nearly as Wyrus had told, unclaimed by any lord yet close enough to civilization to trade on a monthly basis. The hill, the mountains, the lake, the forest, all was as Wyrus had seen. After a week long fit of planning, direction and leadership, Wyrus wandered into the woods and was never seen again.

The pilgrims were ecstatic at having found their new home, however, and their enthusiasm showed with how quickly the town formed. The lake did prove excellent for fishing and homes were built within months. It was then that the sisters came...

The three mid-aged women approached the villagers with gifts of herbs, berries, and healing leaves from the forest, which was their home. While they admitted their home was fairly deep in the forest, they say they made the journey to let the village leaders know that Wyrus had died in their care. They presented his holy symbol and the town mourned. However the trio also brought the news that Wyrus wished them to look over "his people" and help them thrive. With nothing to lose or fear, the pilgrims accepted the wisdom and direction of the women. And so for the last 20 years they have lived in ignorance.

General Layout/First Impressions: From a picturesque standpoint alone the area where Sparklehill thrives could have been in dozens of paintings and dreams. To the south and east a large, dark, vibrant forest stretches for miles. To the southwest are grassy foothills which grow to a mighty mountain range as you look due north-northwest which border ripe fertile land. To the northeast, a beautiful mile-wide lake of the brightest waters reflect the sun across the land giving the hamlet its name. The villagers came from the south originally, and their nearest neighbor is a border village of a nearby kingdom three days' journey west through the foothills. Atop the hill in the center of town a sundial has been erected dedicated to Wyrus, the founder. The small family huts follow a uniform design octagonal in shape with thatched rooftops and wooden construc-



tion. For large or extended families they simply add on another section. The majority of the huts are gathered around the hill where the shepherds and craftsmen live, while many more are situated north parallel to the mountains where the farmlands are. There are no inns to be seen but there is one building decidedly different from the others with a fenced-in, partially roofed yard with rows of tables and benches offering what appears to be food and drink.

The first light of day illuminates the lake like a golden kaleidoscope, offering a breathtaking start to the day. The sun shines high and strong for most of the day until it begins to fade behind the mountains west in the late afternoon, bathing the town in extended twilight. Close examination of the tools and workmanship outside huts and in yards may betray the occupation of those inside, for there are no obvious signs denoting proper businesses.

Economy/Trade: Sparklehill lies on an important trade route with the bordertown to the west. Each month a group of ablebodies join trademaster Hurrall on the journey to trade Fegin's Ale and prepared forest herbs and preserved fish for workable metal and occasionally additional livestock. There are three different inns in that town that depend on Fegin's Ale to draw in regular customers and each claims its own variation on the brew. The shrine to the god of travels makes excellent use of the medicinal herbs and roots that the Sparklehill folks provide as well as a local healer as well as a shady character who insists on buying packets of the chewing tobacco blackroot from the Sisters despite there being plenty of crops locally (something about the "purity" of the lake area crop that he enjoys, and can apparently afford). Fishermen enjoy a good return selling fish and occasionally the rare eels found in the deeper waters to restaurants.

Customs/Laws: At the end of every two weeks the Sisters come to check up on the villagers and hold a small meeting to discuss news and happenstance. As the villagers have come to lean on the Sisters for healing herbs, dusts to help their crops grow stronger and pastes to help their fishing boats last longer (and in one instance drive off bandits), this is a time of celebration and thanks. The sisters will meet individually with children to help guide their futures and offer them council. Locals gather to play music at Fegin's Tavern to dance and share meals. There has never been a need to set up a list of laws, nor is there truly a sheriff or militia. There is a hut down by the lake where occasionally folk have to be locked when they show signs of "Lake Madness," a form of dementia that temporarily wipes folks memories and personalities that leads to erratic and sometimes harmful behavior to themselves or others. The locals will say this only happens once or twice a year and the cause is unknown. Sunrise is commonly called "firstlight" and evening referred to as "hilldusk." At firstlight the shepherds tend to their flocks on the nearby hills, farmers start their day and fisherfolk head out on the lake. Everyone's in by hilldusk and small groups of friends occasionally work in a quick stop at Fegin's for a drink and local gossip.

Religion/Worship: Many of the trappings about local houses still show a verdant respect for the god of travels and his ways despite them having settled down, as it was he who helped lead

them here they believe. Most workers spend a moment in thanks each morning at firstlight giving a nod of respect and a moment of silence at the sundial on the hill in thanks to Wyrus. Thanks to the sorcerous ways of the Sisters, the villagers all have a healthy respect for (and more than passing knowledge of) the god of magic.

Locations/Personas

1: Fegin's Tavern: Fegin's Tavern is a collection of three of the village huts worked together with a wooden fence, a hay floor roofed open yard and benches and tables for 'patrons'. Fegin does the brewing while his wife Olyia bakes up various snacks. He has no proper menu nor a set schedule for food, villagers pay him a little each week for his continued services and help Fegin and Olyia with house repairs and the like. There are a number of lanterns set about the fence on posts that give it a warm glow, and the place always smells delicious.

Fegin is a small man in his mid 30's, slim of build with uncombed short brown hair. He's almost always seen in a work apron. He has a calm demeanor and a friendly voice. He greets old friends or newcomers with the same warm smile. That smile quickly fades however when his wife comes around.

Olyia is a tall, large-boned woman in her early 30's with a perpetual frown. She'll suck the laughter out of a joke and hush a room of bawdy singers just by walking in. Luckily, she spends most of the day obsessing with her cooking and tending to household matters. Her blonde hair is always up in a bun and her robes are usually food stained. She delights in nitpicking her husband's every move and get downright panicky when he dares let visitors or explorers get off with paying "a few coins" for their mugs of his excellent ale, never letting him forget how much the Inns in the nearby town charge.

Martell Fegin, male human Exp3: CR 2; Medium humanoid; HD 3d6; hp 18; Init +1; Spd 30 ft.; AC 13, touch 11, flat-footed 12; Base Atk +2, Grp +2; Atk +2 melee (1d6 sickle), or +3 ranged; Full Atk +2 melee (1d6 sickle), or +3 ranged; AL NG; SV Fort +1, Ref +2, Will +4; Str 10, Dex 13, Con 11, Int 12, Wis 12, Cha 13.

Languages Spoken: Common, Giant.

Skills and feats: Craft (alchemy) +6, Diplomacy +6, Gather Information +6, Handle animal +6, Heal +6, Knowledge (nature) +6, Knowledge (local) +6, Profession (brewer) +8, Ride +6, Sense Motive +5; Alertness, Skill focus (Profession (brewer)), Weapon Finesse (sickle).

Possessions: Sickle; Masterwork Leather Armor; 33sp, 4 Gems (10 gp each).

Olyia Fegin, female human Com2: CR 1; Size M; HD 2d4; hp 6; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; Base Atk +1, Grp +3; Atk +3 melee (1d6+2 /x3 shortspear), or +1 ranged (1d6+2 /x3 shortspear); Full Atk +3 melee (1d6+2 /x3 shortspear), or +1 ranged (1d6+2 /x3 shortspear); AL LN; SV Fort +0, Ref +2, Will +0; Str 14, Dex 10, Con 10, Int 13, Wis 10, Cha 10.

Languages Spoken: Common, Halfling.

Skills and feats: Handle Animal +5, Listen +7, Profession (cook) +9, Spot +7; Alertness, Skill focus (Profession (cook)).

Possessions: Shortspear; 236gp.

2: Trademaster Hurrall: Hurrall and his wife and five children live in this collection of huts. The large shed is a storeroom for keeping items from the village to trade in the nearby town, including salt bins for fish and eels, crafts, and storage or the

herbs and medicines they trade. He also owns “Durney”, a large mighty horse and a large wagon for the monthly trips into town, which he leads. For precaution, he does employ a sturdy lock on the shed (Pick Lock DC 24, Break DC 20).

Hurrall, 36, is a gentle giant of a man with a big barrel chest, a thick head of black hair and bellowing laugh to match his appearance. He’s everyone’s friend and looked up to by children. He’s kind to the ladies, befriends even the gruffest men and is usually the first to talk to newcomers. His wife Anne and their five children Samwin, Courtney, Eldon, Leanna and Churt (aged 10, 8, 6, 4 and 2 respectively) are always with him, except on the monthly trip into the nearby town. Oddly enough the only folks he’s wary of (and politely finds ways to avoid letting his children alone with) are the three Sisters.

Hurrall Drenz, male human Exp2/War2: CR 3; Medium humanoid; HD 2d4 + 2d8; hp 20; Init -1; Spd 30 ft.; AC 11, touch 9, flat-footed 11; Base Atk +3, Grp +5; Atk +5 melee (1d6+2 spiked gauntlets, 1d8+2/19-20 longsword), or +3 ranged (1d4+2 sling); Full Atk +5 melee (1d6+2 spiked gauntlets, 1d8+2/19-20 longsword), or +3 ranged (1d4+2 sling); AL LG; SV Fort +3, Ref -1, Will +4; Str 15, Dex 9, Con 10, Int 14, Wis 13, Cha 16.

Languages Spoken: Common, Elven, Goblin.

Skills and feats: Climb +7, Diplomacy (bargain*) +13, Handle animal +9, Jump +7, Listen +6, Ride +4, Search +7, Spot +6, Survival +5, Swim +7; Iron Will, Power Attack, Skill Focus (Diplomacy).

Possessions: Spiked gauntlets; longsword; sling; sling bullets (x16); large steel shield; 1pp, 21gp, 8sp, 84cp.

*see new uses for old skills later in this section

3: Armorer Baldwick: Attached to this villager’s hut is a workshop complete with a forge and full set of tools. Armorer Baldwick works primarily on horseshoes, farm equipment, and tools rather than weapons or armor, but his shop does indeed repair such items and offers not just a few for show (and sale) thanks to generous visitors and through trade. This was one of the first buildings to go up when Sparklehill was founded, Baldwick and his wife (who has since passed away) chose the spot next to the huge, full apple tree that grows there to this day.

Prices arstandard with a75% chance of having any given simple weapon or light armor in stock and a 30% chance of a martial weapon or medium armor, no other weapons or armor to be had.

Armorer Baldwick is one of the original settlers who remembers the journey as he was an adult. Now in his mid 50’s, Armorer Baldwick wears his lines of experience well. His hands are strong and sure, and he is in good shape for a man his age. His white hair and easy smile make him a friendly sort to deal with, and he’s known for exceptional patience. Many a villager has fond memories of snitching apples from his tree when they were young and foolish.

Armorer Baldwick, male human Exp2: CR 1; Medium humanoid; HD 2d6; hp 8; Init +2; Spd 30 ft.; AC 15, touch 12, flat-footed 13; Base Atk +3, Grp +5; Atk +2 melee (1d8+1 morningstar), or +3 ranged; Full Atk +2 melee (1d8+1 morningstar), or +3 ranged; AL CG; SV Fort +2, Ref +2, Will +4; Str 13, Dex 14, Con 10, Int 16, Wis 13, Cha 13.

Languages Spoken: Common, Elven, Giant, Orc.

Skills and feats: Climb +4, Craft (alchemy) +8, Craft (weaponsmith) +6, Craft (armorsmith) +7, Forgery +8, Hide +7, Jump +5, Knowledge (metallurgy) +6, Listen +5, Spot +5; Great Fortitude, Skill focus (craft: armorsmith).

Possessions: Morningstar; studded leather armor; 204gp, 3 Gems (25 gp each).

4: Lady Marlane, “Eel Wrestler”: The village fishermen set their schedules and patterns to Marlane as well as the tide and season. Years ago Marlane’s young husband Tarl had a bout of “Lake Madness” which left him with a loss of fishing or boating skills and the inability to relearn them! Marlane took up her husband’s position and quickly became one of the greatest fishers in the village. She also has the distinction of getting the largest commissions from the nearby town for the number of rare eels she’s managed to catch. Her husband, forced to take up a new skill, found he naturally excels at healing and herbalism. He also prepares and preserves all Marlane’s caught fish.

Marlane is a tall, strong woman in her late 20’s. She has shoulder-length blonde hair and bright green eyes. She and her husband Tarl remember the founding of Sparklehill as children. She’s thrilled to be so respected among the villagers. On the other hand her suspicious nature hasn’t earned her many friends, and there’s plenty of villagers who would say she worries too much. In reality she’s consumed inside with the mystery of the Lake Madness and joins Trademaster Hurrall in suspicions the Sisters may be more than they say.

Marlane, female human Com3: CR 2; Medium humanoid; HD 3d4; hp 12; Init +2; Spd 30 ft.; AC 12, touch 12, flat-footed 10; Base Atk +1, Grp +4; Atk +4 melee (1d3+3 subdual, whip or 1d4+3/19-20 dagger), or +3 ranged (1d4+3/19-20 dagger); Full Atk +4 melee (1d3+3 subdual, whip or 1d4+3/19-20 dagger), or +3 ranged (1d4+3/19-20 dagger); AL LG; SV Fort +1, Ref +4, Will +4; Str 17, Dex 15, Con 11, Int 10, Wis 12, Cha 14.

Languages Spoken: Common.

Skills and feats: Jump +5, Move silently +6, Profession (fisherman) +6, Ride +6, Swim +9; Iron will, Exotic Weapon Proficiency (whip), Skill focus (swim).

Possessions: Whip; dagger; 9gp, 21sp.

5: The Sisters: Deep in the nearby, dark wood, at least a day’s journey from the hamlet Sparklehill, a group of three sisters dwells in a modest but strong woodsman’s home, preferring the seclusion of the forest to the bustle of civilization. The middle-aged, kindly women have befriended the villagers who made their home nearby and in exchange for privacy they provide many of the local trappings and resources that have helped them thrive. No villager has ever visited the sisters in the woods (partially thanks to the haunting tales they spin about the forest) but the sisters come to visit the village every two weeks to exchange information, goods, and to provide some of their poultices to Trademaster Hurrall for sale in the nearby town.

The terrible truth is that the three sisters are actually a coven of three hags who are using the villagers of Sparklehill as living experiments in their continual quest to brew more potent and specialized poisons, drugs and chemicals. The bushels of forest blackroot that Trademaster Hurrall sells in the nearby town to an unsavory buyer can be boiled down into some of the world’s more deadly poisons. Poor Hurrall is actually the unsuspecting delivery boy for a malevolent trade deal between the sisters and a growing Assassin’s guild thriving in the nearby kingdom. Their mysterious drugs and poisons are the truth behind the “Lake Madness,” and they make use of carefully placed magic

charms and compulsion to have the village children deliver the drugs to the victims in innocent and unsuspecting ways.

Arnbella is the lead brewer and distiller of the group, inventing some of the more insidious poisons, brews and drugs for their plans. She also rigs an ingenious number of woodland traps around their lair. In her natural form she has stringy, black, oily hair and favors various leather straps, which have slots to conceal various poisons or potions in small cork-stopped vials for quick use. She has a nervous twitch about her left eye that carries over into her disguised form, a middle-aged robed woman with black hair up in a bun and a healer's kit.

Shq'ssanhh is the leader of the coven. She has patches of hair missing from a lost fight with a fire elemental years ago and what is left hangs in grotesque dreadlocks about her chiseled head. She prefers wearing layers of robes with bright colors that have faded with dirt, blood, and sweat. In her disguised form she appears as a dark-haired, middle-aged woman with flowery robes and a walking staff. It is her mastermind that the Coven first stumbled across old Wyrus Wisewind when he went into their woods to die in peace. They approached him in disguise and learned all they could about the fledgling settlement before poisoning him to death.

Orlankey is the middle woman in the coven and knows her place, but her treachery knows no ends and she seeks to slowly build up years of trust from Shq'ssanhh before taking her place with a well-placed poisoned knife. She carefully keeps her rogue skills to herself for that reason. She has a head of hair like hay and a crooked nose and dresses in earth tone leathers and cloaks swaddled about her person. In her disguise she plays the part of the kindly druid teaching survival skills and the like to the villagers. She wears her long blonde hair down this way and actually manages to catch a few eyes from among the villagers.

Arnbella, female hag, green Exp6/Sor3: CR 13; Medium monstrous humanoid; HD 9d8+27 + 6d6+18 + 3d4+9; hp 137; Init +3; Spd 30 ft.; AC 26, touch 13, flat-footed 23; Atk +7 melee (1d6+3 silver sickle), or +7 ranged; Full Atk +7 melee (1d6+3 silver sickle), or +7 ranged; SA weakness, spell-like abilities; SQ darkvision 90 ft., spell resistance 18; AL NE; SV Fort +11, Ref +12, Will +14; Str 16, Dex 17, Con 17, Int 19, Wis 11, Cha 18.

Languages Spoken: Common, Giant, Gnome, Goblin, Infernal, Undercommon.

Skills and feats: Bluff +14, Concentration +16, Craft (alchemy) +19, Craft (trapmaking) +16, Disable Device +10, Heal +7, Hide +10, Jump +9, Knowledge +20 (arcana), Knowledge (nature) +13, Listen +6, Move silently +13, Spellcraft +20, Spot +12, Swim +10, Tumble +9, Wilderness lore +7; Alertness, Blind-Fight, Combat Casting, Craft Wondrous Item, Brew Potion, Dodge, Great Fortitude, Skill Focus (Craft (alchemy)).

Possessions: Silver sickle; potion of alter self; potion of spider climb; potion of cat's grace; potion of invisibility; bracers of armor +2; 6pp, 219gp, 10 gems (each worth 50 gp).

Sorcerer Spells Known (6/6; save DC 14 + spell level): 0 - dancing lights, detect magic, disrupt undead, ghost sound, prestidigitation; 1st - hypnotism, identify, sleep.

Shq'ssanhh, female hag, green Wiz12: CR 17; Medium monstrous humanoid; HD 9d8+18 + 12d4+24; hp 118; Init +4; Spd 30 ft.; AC 27, touch 14, flat-footed 23; Atk +7 melee, or +10 ranged (1d8+1 light crossbow); Full Atk +7/+2 melee, or +10/+5 ranged (1d8+1 light crossbow); SA weakness, spell-like abilities; SQ darkvision 90 ft., spell resistance 18; AL CE; SV Fort +11, Ref +14, Will +15; Str 15, Dex 18, Con 15, Int 19, Wis 13, Cha 10.

Languages Spoken: Abyssal, Common, Giant, Gnome, Goblin, Orc.

Skills and feats: Concentration +23, Craft (alchemy) +22, Diplomacy +12, Hide +10, Listen +12, Knowledge (arcana) +22, Move silently +14, Spellcraft +22, Spot +12, Wilderness lore +13; Alertness, Armor Proficiency (light), Blind-fight, Brew Potion, Combat Casting, Enlarge Spell, Great Fortitude, Leadership, Scribe Scroll, Silent Spell, Spell Focus (illusion), Spell Mastery (magic missile, sleep, mage armor).

Possessions: +1 light crossbow; light bolts (x16); leather armor; potion of fly; potion of vision (x2); potion of invisibility; scroll [arcane, caster level 5; hold person; greater magic weapon; gaseous form]; scroll [arcane, caster level 3; cat's grace]; scroll [arcane, caster level 7; lighting bolt; ice storm]; pearl of power (1st); figurine of wondrous power (onyx dog); necklace of fireballs (I); wand of detect magic [32 charges]; wand of cure moderate wounds [32 charges]; wand of enlarge [35 charges]; 12pp, 124gp, 4sp, 40cp, 11 gems (five worth 50 gp, six worth 90 gp).

Wizard Spells Known (4/5/5/5/4/3/2; save DC 14 + spell level): 0 - arcane mark, dancing lights, daze, detect magic, detect poison, disrupt undead, flare, ghost sound, light, mage hand, mending, open/close, prestidigitation, ray of frost, read magic, resistance; 1st - burning hands, charm person, feather fall, hypnotism, identify, mage armor, magic missile, ray of enfeeblement, shocking grasp, sleep; 2nd - blur, ghoul touch, hypnotic pattern, knock, levitate, acid arrow, mirror image, see invisibility, web; 3rd - blink, fireball, flame arrow, haste, hold person, invisibility sphere, lightning bolt, shrink item, slow; 4th - bestow curse, charm monster, improved invisibility, lesser geas, polymorph other, summon monster IV; 5th - cone of cold, false vision, transmute mud to rock, wall of iron; 6th - chain lightning, contingency, mass haste, summon monster VI;

Orlankey, female hag, green Rog5/Drd7: CR 17; Medium monstrous humanoid; HD 9d8+27 + 5d6+15 + 7d8+21; hp 160; Init +4; Spd 30 ft.; AC 25, touch 14, flat-footed 21; Attack +10/+5 melee (1d6+4 quarterstaff), or +11/+6 ranged (1d4+4, dart); SA weakness, spell-like abilities; SQ darkvision 90 ft., spell resistance 18; AL NE; SV Fort +14, Ref +16, Will +16; Str 17, Dex 18, Con 17, Int 12, Wis 20, Cha 13.

Languages Spoken: Common, Druidic, Giant, Undercommon.

Skills and feats: Balance +9, Bluff +19, Climb +10, Concentration +16, Diplomacy +11, Hide +15, Listen +18, Knowledge (nature) +21, Move Silently +14, Perform +13, Sleight of Hand +14, Spot +18, Tumble +14, Survival +21; Alertness, Blind-Fight, Combat Casting, Craft Wand, Dodge, Empower Spell, Great Fortitude, Quicken Spell, Track.

Possessions: +1 dart (x7); +1 quarterstaff; +1 padded armor; +1 light wooden shield; potion of cure moderate wounds (x2); potion of cure serious wounds; potion of delay poison; potion of speak with animals; potion of vision; scroll [divine, caster level 7; summon monster IV; summon monster IV; cure serious wounds; speak with dead]; phylactery of faithfulness; eyes of the eagle; wand of magic missile (5th) [25 charges]; 67pp, 2719gp, 8cp, 13 gems (each worth 25 gp).

Druid Spells Prepared (6/5/4/3/2; save DC 15 + spell level): 0 - detect magic, detect poison, light, resistance (2); 1st - animal friendship, detect snares & pits, entangle (2), obscuring mist; 2nd - barkskin, fire trap, soften earth and stone, warp wood; 3rd - contagion, poison, speak with plants; 4th - flame strike, giant vermin.

Individual Spell-like Abilities: At will – dancing lights, disguise self, ghost sound, invisibility, pass without trace, tongues, water breathing

Hag Covey Spell-like Abilities – 3/day – animate dead, bestow curse (DC 17), control weather, dream, forcecage, mind blank, mirage arcane (DC 18), polymorph, veil (DC 19), vision.

What brings the PCs

- 1: The party is exploring a dungeon under the western mountains and finds an exit that leads them from a cave to one of the Sparklehill farm fields.
- 2: The party is heading for work in the nearby kingdom in the west. Coming from the east they find the large lake and are offered a ride across by Marlane in her fishing boat.
- 3: While walking through the woods, the party comes across a wandering, confused man who remembers he comes from a nearby village but not why he's wandering the woods alone and barely dressed.

Adventure Hooks

- 1: An NPC that the PCs are familiar with is effected by the Feebleskull drug and they begin to look into his bizarre

- behavior (the NPC was someone who needed to be issued a warning by the assassin's guild). Talking to bards or travelers, they hear of a similar phenomenon that happens around the small hamlet Sparklehill, and the PCs come to investigate.
- 2: Trademaster Hurrall learns of the PCs experience in the nearby town he trades with and finally works up the courage to ask them to come to Sparklehill to help investigate the strange goings-on there under the guise of old friends of his father's. He explains his suspicions about the mysterious sisters, and how some villagers memories differ radically on otherwise simple matters.
 - 3: A foe of the PCs successfully administers a dose of the Spelldrain drug to a party spellcaster, and investigation betrays that he obtained the exotic drug from the unsavory fellow Hurrall deals with and the party must track him down.



Bastion Arcane

Summary: An abandoned cathedral wizards and sorcerers use as a sanctuary when in hiding.

Size/Type: Village

Population: 596

Alignment: N

Demographics: 90% human, 4% half-elf, 2% elf, 4% other

Gold Limit: 200 / 5,690 assets.

Power Center: Magical (anonymous Council of Arcanists)

Authority figures: Wymar Runebane, male human Sor12 (head of the Arcanists Council)

Important Non Player Characters: Annora, female half-elf Exp6 (librarian); Old Paraphas, male human (magical merchant); Nathalia, female human Exp3/Adp1 (owner of the Drunken Familiar tavern); Narron, male half-elf Brd4/Exp1 (owner of Enchanted Tales Inn), Eddamir Moonsky, male half-elf Clr7 (traveling cleric).

History/Background: Many years ago, the land on which this mighty stone temple now stands were highly contested and fought over by many nations. Legend has it that as the fighting reached its peak, the codes of war were ignored and the warfare disintegrated into and all manner of blasphemy; churches were destroyed and false accusations made to sate the nobles bloodlust. Adding to the chaos, duplicitous mages, trained in the art of war, were frequently employed and switched sides multiple times.

One such temple that came under continuous attack was the Cathadrael Mysterium, a mighty stone temple to the god of magic and sorcery. Numerous times the structure and the nearby tradesmen village come under attack from one army or another, but each time the building remained standing. Finally, in the worst of the conflicts, the village was razed and the temple gutted with fire. After the smoke cleared, the temple remained and as conflicts waned and years passed it became a symbol of hope, determination and strength to local settlers. For an escaped mercenary war wizard, on the other hand, it became a fortress.

General Layout/First Impressions: The temple to the god of magic is now known as the Bastion Arcane and is an imposing, gothic stone structure. Its bizarre ground reinforcements and internal structural integrity lead philosophers (and more than a few bards) to conclude that elementals had a hand in its construction. Dwarves stop and shake their heads, but many more stroke their beards, pondering the design with interest. It stands as a rectangular core building, with four battlement towers at each corner, and a bell tower over the main entrance. In the center of the structure is a courtyard now overgrown with a variety of bizarre vines, monstrous plants, and exotic herbs. The external color isn't inviting. While the inside has apparently undergone massive reworking over the years, the stone outside appears as a dark gray slate overwhelmed by blackened scars from fire both mundane and magical. No banners fly from its towers and no symbol stands at the threshold. An old road passes before the building and opposite it is a collection of



wooden buildings, simple homes, and a medium-sized pillared stone structure, yet another collection of tradesmen, apprentices-to-be and those that would deal in sorcerous merchandise. For while the outside fails to reveal its current inhabitants, the locals all know a powerful circle of arcane experts dwell within, creating wondrous items and divining a future of prosperity.

Economy/Trade: Bastion Arcane and its local village support the arcane arts, the ne'er-do-wells that try to pass off knowledge of the same, and the true craftsmen that can complement their craft. Two different inns share a healthy competition to impress travelers with arcane spectacles and all manner of exotic wines, food, and service. Material components are plentiful as are books promising insight into spellcasting arts. A local library has a brisk trade hiring adventurers to search out lost texts on magical subjects and copying, combining and lending the tomes for anyone interested and willing to pay a hefty price. Many merchants make a living selling various wares produced by a patron within the Arcanists Council from minor healing herbs, tindertwigs, or scrolls, to magical weapons, poisons, and even magical rings.

Customs/Laws: The Council of Arcanists does not post local laws; they simply enforce their will, which the locals have developed into a code. Folks do not go out of their way to support traveling mercenary bands or squads representing authority from a known nation. Basic services will be given but no more. This helps move such folks along and deters their return visit but doesn't make enemies. Destruction of tomes or infractions against the library meets with vigilante justice. Everyone assumes this is dealt from the Arcanists themselves. Subtle spellcasting and effects are welcomed or ignored, but grandiose or destructive spellcasting brings down the wrath of the Arcanists.

Religion/Worship: As far as the locals know, there is no set religion. The Arcanists have made no particular motions to quell or promote any particular faith; the town has had a number of run-ins over the years with pilgrims, adventuring clerics and displaced parishes come to reclaim the temple to the god of magic, but the Council adamantly refuses such claims or offers. Only in recent years has a permanent resident (Eddamir Moonsky, a half-elven cleric) begun hosting impromptu religious meetings for the worship of the god of magic

Locations/Personas

1: The Bastion Arcane: The Bastion Arcane of today is a great stone structure inhabited by a council of arcane spell casters who always wear individually designed masks which vaguely resemble many saints that are said to have served the god of magic long ago. Many use magic to subtly augment their stature or overall appearance... suffice to say the Council of Arcanists (as they like to be known) are safely anonymous. No one knows the size of the council, but popular estimates place it between 10 to 15 members. While Wyrmar may be the founder of the council, and many younger members defer to him, the Council has no one official leader. The council subscribes to one creed: any mage who comes seeking sanctuary is absolved of whatever was done in the outside world. In return the council demands

complete and total loyalty. To ensure their anonymity council spell-users have reinforced the already fantastic stonework with nondetection spells, lead linings, and anti-scrying mechanisms.

Fleeing persecution from one nation and many mercenary forces, Wyrmar doubted the wars end would remove the bounty placed upon him, a bounty large enough to encourage many to deliver his head on a platter. Wyrmar Runebane discovered the hollowed out temple during the final days of the wars then made it his own. It can be surely said he was opportunistic, greedy, and underhanded, but he knew the meaning of the word loyalty (even though it might not have always applied to him). Today he oversees the council, continues to research new protection and penetration spells and keeps a scrying eye on everyone who passes through the village outside.

Wyrmar Runebane, male human Sor12: CR 12; Medium humanoid; HD 12d4+12; hp 38; Init +0; Spd 30 ft.; AC 16, touch 13, flat-footed 16; Base Atk +6; Grp +9; Atk +10 melee (1d10+3/19-20, masterwork bastard sword), or +7 ranged (1d10+1/19-20, masterwork heavy crossbow); Full Atk +10/+5 melee (1d10+3/19-20, masterwork bastard sword), or +7 ranged (1d10+1/19-20, masterwork heavy crossbow; SV Fort +5, Ref +4, Will +10; AL CN; Str 16, Dex 11, Con 13, Int 11, Wis 14, Cha 17.

Languages Spoken: Common.

Skills and feats: Concentration +11, Craft (talismans) +8, Knowledge (arcana) +10, Listen +8, Spot +6; Blind-Fight, Combat Casting, Empower Spell, Maximize Spell, Point Blank Shot, Exotic Weapon Proficiency (bastard sword).

Possessions: Masterwork bastard sword ("Foelopper"); masterwork heavy crossbow; +1 heavy bolts (x17); scroll [arcane, caster level 5; minor image; suggestion]; scroll [arcane, caster level 5; tongues]; scroll [arcane, caster level 3; burning hands; protection from arrows; silent image]; scroll [arcane, caster level 1; mage armor; color spray; unseen servant]; scroll [arcane, caster level 3; sleep; invisibility; ray of enfeeblement]; scroll [arcane, caster level 7; dimension door; spectral hand; vampiric touch; lightning bolt]; ring of protection +3; ring of mind shielding; wand of cure light wounds [27 charges], amulet of natural armor +3, 122pp, 4,904gp, 30sp, 34cp, 13 gems (each worth 150gp).

Sorcerer Spells Known (6/7/7/7/6/5/3; save DC 13 + spell level): 0th -- detect magic, light, mage hand, open/close, ray of frost, read magic. 1st -- identify, magic missile, protection from evil, protection from law, shield. 2nd -- cat's grace, invisibility, knock, locate object, acid arrow. 3rd -- blink, fly, magic circle against chaos, slow. 4th -- bestow curse, lesser geas, minor creation. 5th -- telekinesis, wall of iron. 6th -- mass suggestion.

2: The Old Library: There is a small stone structure to the northern end of town with pillars at the entrance and no windows to be seen. A heavy set of stone doors adorned with the holy designs of both the god of magic and the goddess of history. Within are stone tables and shelving adorned with all manner and size of tomes on nearly every subject that could be desired.

Hourly perusing fee (self-help): 1 silver

Daily perusing fee (with staff help and indexing aide): 1 gold

The library also employs a half-dozen scribes copying and selling many of the tomes within. The proceeds from the sale of

knowledge are used to recruit adventuring groups to reclaim lost or ancient tomes of knowledge.

Annora is a blond-haired beauty that has run the library for several years and managed to make it very profitable and active. She was the apprentice of the old master, who lacked proper motivation or ingenuity to better the library's cause, and she changed it around from its theft-prone barely respectable ways to a fountain of collected knowledge within the first few years. The library is in perfect order, the filing system alone takes some getting used to but works without fail. Village residents highly respect her, because they know the library is one of the major draws for visitors. She's not beyond stretching the truth just a tad or embellishing excitement about a particular mission to coerce adventurers to retrieve this or that tome for her.

Annora, female half-elf Exp6: CR 5; Medium humanoid; HD 6d6+6; hp 31; Init +3; Spd 30 ft.; AC 17, touch 13, flat-footed 14; Base Atk +4; Grp +4; Atk +5 melee (1d8, masterwork morningstar), or +7 ranged; Full Atk +5 melee (1d8, masterwork morningstar), or +7 ranged; SV Fort +3, Ref +5, Will +4; AL LN; Str 10, Dex 16, Con 13, Int 15, Wis 10, Cha 13.

Languages Spoken: Common, Elven, Goblin, Halfling.

Skills and feats: Diplomacy +8, Forgery +10, Intimidate +5, Knowledge (history) +13, Move silently +9, Profession (librarian) +12, Search +10, Sense Motive +9, Spot +11; Alertness, Skill focus (knowledge (history)), Skill focus (Profession (librarian)).

Possessions: Masterwork morningstar; masterwork chain shirt; potion of glibness, 86gp, 336gp, 7 gems (3 worth 50gp, 4 worth 25gp).

3: Rings and Things: All manner of adventuresome personas make their way through the small village usually for the unique entertainment, to peruse the knowledge in the library or get work from the same. This being the case, a number of intrepid explorers and treasure hunters passing through have allowed many of magical items to have worked into the town's economy. Old Paraphas, owner of Rings and Things, simply made a living of it by purchasing up a number of half-failed experiments and potions from the Council of Arcanists and traded a number of them for single, working items that he later turned around to fund his small shop. Depending on the season (and the DM's whims) the Rings and Things shop may have any common potion or magic item costing less than 3,000 gold pieces.

Old Paraphas is a staple of the community but had a hard time changing the local's initial impression from being a con artist and snake oil salesman to a legitimate merchant with talent. Still, many in the town suspect he's as slick as in his younger days and the tales of the minor artifacts passing through his fingers in the past 25 years keep getting longer and more unbelievable. Paraphas is mostly bald with a thick mane of white around the perimeter of his skull, with friendly, sparkling green eyes and animated hands when he gives his sales speeches.

Old Paraphas, male human Merchant 5: CR 5; Medium humanoid; HD 5d6; hp 21; Init +1; Spd 30 ft.; AC 15, touch 12, flat-footed 14; Base Atk +3; Grp +5; Atk +5 melee (1d6+3, masterwork quarterstaff), or +4 ranged; Full Atk +5 melee (1d6+3, masterwork quarterstaff), or +4 ranged; SQ: detect thievery, detect magic, lie convincingly, additional spoken language; SV Fort +1, Ref +4, Will +4; AL N; Str 14, Dex 12, Con 10, Int 14, Wis 12, Cha 16.

Languages Spoken: Common, Halfling

Skills and feats: Appraise +10, Bluff +14, Decipher Script +10, Diplomacy +11, Forgery +10, Gather Information +11, Knowledge (arcana) +9, Ride +9, Sense Motive +9, Spellcraft +10, Use Magical Device +11; Alertness, Iron Will, Skill Focus (Bluff).

Possessions: Masterwork quarterstaff; masterwork studded leather armor; potion of glibness (x2); ring of protection +1, 12pp, 194gp, 7 gems (3 worth 50gp, 4 worth 100gp).

Merchant Spells Known (4/4/3/1; save DC 13 + spell level): 0th – arcane mark, light, mage hand, prestidigitation; 1st – charm person, erase, identify, message; 2nd – arcane lock, phantom trap, magic mouth; 3rd – suggestion.

Detect Thievery: Merchants are watchful of their goods. If anyone attempts to steal, pick pockets, pick locks, move silently, hide or attempt a Sneak Attack there is a chance that a merchant will spot it. To determine this, make an opposed check against a thief using one of the above skills. The thief uses the total skill ranks in the skill being used and the merchant uses his or her Int bonus + 1 per level. If the merchant rolls higher than the thief, then he or she has detected the thief at work. This is above and beyond any chances to listen or spot that the DM may allow and should be rolled first.

Detect Magic: A merchant gains the ability at 2nd level to detect magic by simply handling an object.

This is per the detect magic spell and can be used 2/day for a merchant of 5th level.

Additional Spoken Language: A merchant usually travels far and needs to barter in several languages.

At 5th level, the merchant gets to add one free additional language that he or she can speak to a conversational level.

Lie Convincingly: Merchants, at times, need to be expert liars. To this end, the merchant can enhance the skills of Bluff, Innuendo, and Diplomacy by +1/2 of the merchant's total levels to his or her roll when attempting to lie using these skills. Also, magic that allows for a detection of a lie will be totally confounded if the merchant's total roll is above an 18.

4: The Drunken Familiar Tavern: This tavern, the rowdier of the two in town, still appears respectable and in good order, with the exception of the bizarre noises, lights, and folk who seem to be present at all hours in this two-story inn. The owners and employees each have their own fascination and respect for minor magic and an honor system is in play: as long as patrons leave off with the fire, lightning, and acid magic, any manner of spellcasting is allowed and even encouraged. The taproom is filled with levitating drinks from the bar, phantasms, multi-colored hearthfires, and a few critters (usually the familiar companion of this or that spellcaster). Prices are commonly high as many of the drinks are imported and share their time in the spotlight of popularity among mages.

Nathalie is the raven-haired daughter of a famous witch from a nearby, allegedly haunted, wood. Her mother died at a very young age and her mother's surviving familiar, a fairy dragon, raised her until age 10. She left her home with the bizarre teachings of the miniature wyrm and came to the village where the former caretaker of the inn adopted her. After he left to care for an estate, he left the inn to her. Now in her mid 20's, she

turns plenty of heads, but still retains a quirky personality and distant demeanor to most interested men. She's at constant odds inside, wishing at times she could escape the magic around her, but drawn to it like a moth to flame.

Nathalie, female human Exp3/Adp1: CR 3; Medium humanoid; HD 3d6 + 1d6; hp 17; Init +2; Spd 30 ft.; AC 12, touch 12, flat-footed 10; Base Atk +2; Grp +3; Atk +5 melee (1d6+1/x3, masterwork shortspear), or +4 ranged; Full Atk +5 melee (1d6+1/x3, masterwork shortspear), or +4 ranged; SV Fort +1, Ref +3, Will +7; AL NG; Str 12, Dex 14, Con 11, Int 14, Wis 15, Cha 10.

Languages Spoken: Common, Halfling, Sylvan.

Skills and feats: Bluff +7, Diplomacy +6, Knowledge (arcana) +9, Knowledge (nature) +8, Knowledge (religion) +7, Listen +9, Sense motive +6, Spellcraft +9, Spot +9, Use magic device +10; Alertness, Skill Focus (Use Magical Device), Weapon Focus (shortspear).

Possessions: Masterwork shortspear, 40pp, 605gp

Adept Spells Per Day (3/2; save DC 12 + spell level): 0 - create water, detect magic, guidance; 1st - comprehend languages, cure light wounds.

5: Enchanted Tales Inn: This one story spread-out structure is much more homey and comfortable than its competitor, the Drunken Familiar. The room and hallways almost appear ramshackle and added on, but it's very solid and the rooms offer exceptional quiet and solace. Bards, storytellers and professional readers are encouraged to take the stage in the main hall where everything from ballads about wizards long dead to experimental spellsongs which are practiced for the entertainment of all. Every once in a while a learned speaker will read select passages from ancient text from the library to show off translation skills and transport the patrons back to the early days of spellcasting.

Narron is possibly the most liked individual in the town. He's famous for the elven weed he smokes in his long pipe that leaves a cozy smell that follows him wherever he goes. His long hair and fine elven features serve him well in first impressions though he does not get along well with Paraphas the merchant. He frequently takes his own personable manners too seriously. Those who have avaricious agendas or the adventurers who come to town to hire out to the librarian are often the butt of derisive comments concerning lost souls. He has frequently been seen meeting with various hooded members of the Bastion Arcane, and there are a few that believe his self-righteous tone that creeps into his conversation might be a backlash of guilt from something the spellcaster himself did and that he secretly wishes to join the Arcanist's council one day.

Narron, male half-elf Brd4/Exp1: CR 4; Medium humanoid; HD 4d6+4 + 1d6+1; hp 23; Init +2; Spd 30 ft.; AC 13, touch 13, flat-footed 11; Base Atk +3; Grp +2; Atk +3 melee (1d8-1/19-20, masterwork longsword), or +6 ranged (1d4-1, masterwork dart); Full Atk +3 melee (1d8-1/19-20, masterwork longsword), or +6 ranged (1d4-1, masterwork dart); SV Fort +2, Ref +6, Will +4; AL CN; Str 9, Dex 14, Con 13, Int 14, Wis 10, Cha 16.

Languages Spoken: Auran, Common, Elven.

Skills and feats: Balance +10, Diplomacy +9, Listen +8, Perform (sing) +13, Sense Motive +3, Tumble +10; Dodge, Skill Focus (Perform (sing)).

Possessions: Masterwork dart (x9); masterwork longsword; scroll [arcane, caster level 3; spider climb; summon monster II]; ring of protection +1; ring of climbing; everburning torch, 7pp, 130gp, 2sp

Bard spells known (3/3/1; save DC 13 + spell level): 0th -- detect magic, flare, mending, open/close, read magic, resistance. 1st -- charm person, sleep, ventriloquism. 2nd -- hold person, invisibility.

6: Shrine to the God of Magic: This small but well-tended shrine gains little notice from the villagers, indeed what would the village want with it when they have a mighty temple to the god of magic himself? But Eddamir believes since the "mysterious shadow" that is the Arcanist's Council has pulled the curtain down on the temple's once grand purpose and refuses to negotiate for its growth and meaning, he finds the shrine necessary.

Proving to be the most stubborn of the clerics who have traveled to the town, Eddamir is actively recruiting followers, but is careful not to speak out against the Arcanists. He waits until he has the villagers trust and support before reminding the Arcanists of the true nature of the Bastion Arcane and reclaiming the temple for the worship for which it was constructed.

Eddamir Moonsky, male half-elf Clr7: CR 7; Medium humanoid; HD 7d8+21; hp 58; Init +0; Spd 20 ft.; AC 17, touch 10, flat-footed 17; Base Atk +5; Grp +5; Atk +6 melee (1d6+1, +1 light mace), or +5 ranged (1d10/19-20 heavy crossbow); ; Full Atk +6 melee (1d6+1, +1 light mace), or +5 ranged (1d10/19-20 heavy crossbow); SA turn undead 7/day; SV Fort +8, Ref +2, Will +8; AL NG; Str 10, Dex 11, Con 16, Int 15, Wis 16, Cha 11.

Languages Spoken: Common, Elven, Terran, Undercommon.

Skills and feats: Concentration +8, Heal +13, Knowledge (arcana) +11, Knowledge (religion) +12, Listen +7; Enlarge Spell, Extra turning, Silent Spell.

Possessions: +1 light mace; heavy crossbow; heavy bolts (x20); +1 scale mail; heavy steel shield; scroll [divine, caster level 3; summon nature's ally II]; scroll [divine, caster level 5; searing light; detect good]; necklace of prayer beads (blessing); 6pp, 142gp, 8 gems (25gp each).

Cleric Spells Per Day (6/5+1/4+1/3+1/1+1; save DC 13 + spell level): 0 - create water, detect magic, guidance, light, mending, resistance; 1st - bless, divine favor, endure elements, shield of faith, summon monster I, sanctuary*; 2nd - augury, bear's endurance, hold person, summon monster II, identify*; 3rd - invisibility purge, negative energy protection, speak with dead, dispel magic*; 4th - freedom of movement, neutralize poison, spell immunity*

* Domain spell. Domains: Magic (use items as a wizard of one-half your cleric level), Protection (grant someone touched a resistance bonus equal to cleric level on next saving throw, lasts one hour, usable 1/day)

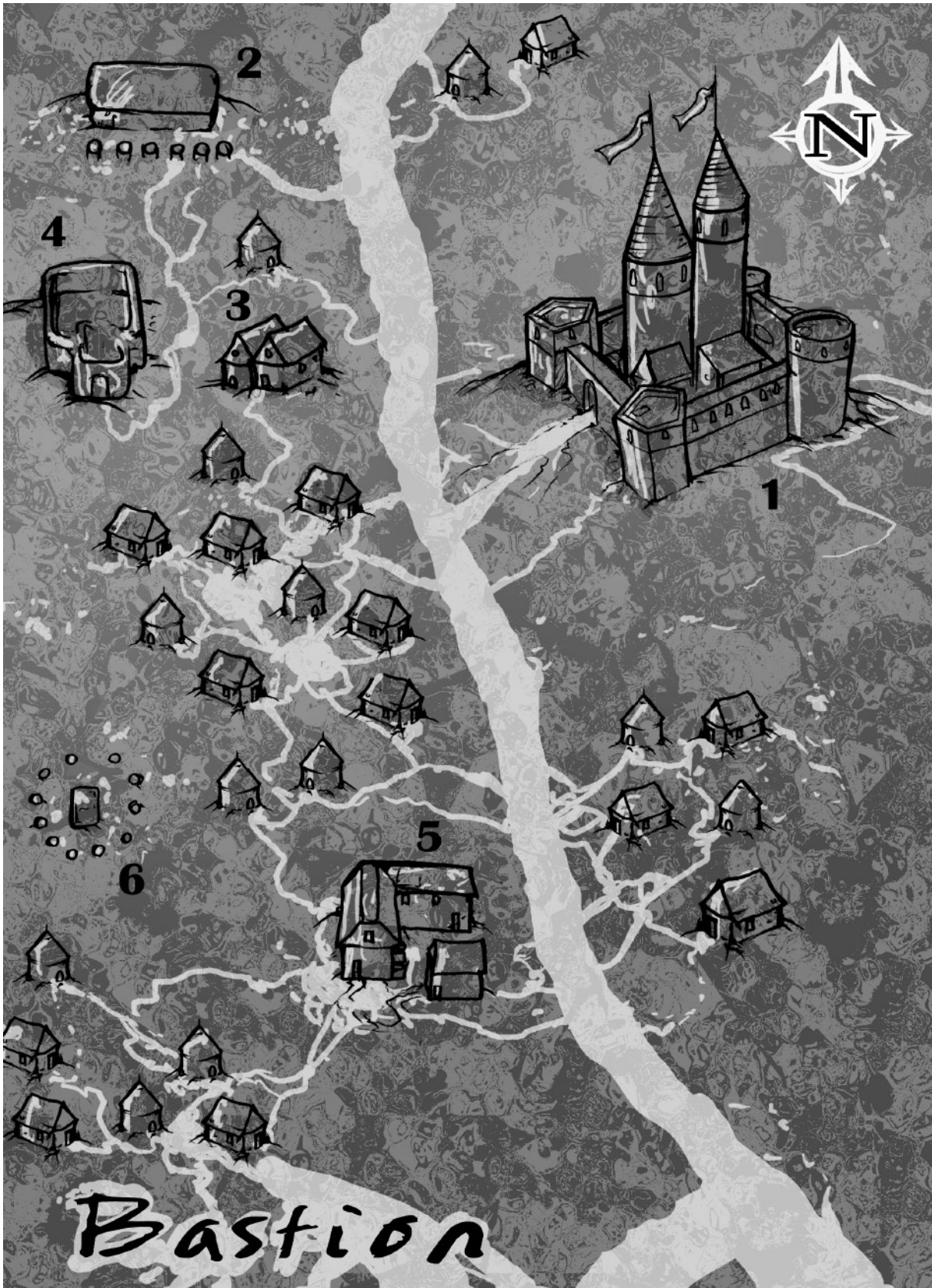
What brings the PCs:

- 1: They have need of a rare or valuable herb or material component, one that is rumored to be found among the merchants of the town.
- 2: One or more of the party has connections to the god of magic (an arcane spellcaster or a cleric or paladin) and is asked to negotiate a deal for reintegrating the clergy into the Circle of Arcanists.
- 3: One of the party's wizards seeks to join the rank of the Arcanists or is wanted by authorities for magic crimes and seeks shelter.

Adventure Hooks:

- 1: The library of the town hires the party to track down and recover a magical text rumored to be lost in a nearby dungeon.
- 2: A wizard who wanted by authorities hires the party to escort him to the Bastion Arcane so he can begin his exile.

- 3: A noble or mercenary captain hires the party to find the mage who once betrayed them, and the clues lead them to the village.
- 4: The party is visiting when one of the giant plants in the courtyard is subjected to powerful magics that turn it into a rampaging horror which escapes the courtyard and terrorizes the town.



Blood Fang Keep

Summary: A large village of gnolls at war with the humans.

Size/Type: Village

Population: 850

Alignment: CE

Demographics: 95% gnoll, 5% other

Gold Limit: 200gp /8500gp assets.

Power Center: Gnoll chieftain

Authority figures: Grenesh, male gnoll Ftr9 (chieftain);

Zotrah, female gnoll Adp 7 (shaman)

Important Non Player Characters: T'gorblam, male gnoll Rgr2/Ftr1/Sct4/Bbn1 (scout); Kasgul, male gnoll Rgr5/Ftr10 (weapons master); O'oluk, male ogre Bbn4 (wolf trainer)

History/Background: This village, founded five years ago in an old outpost, is a staging point for attacks against foul human interlopers. Up until the keep was re-established, the gnolls had experienced only moderate success against the humans in their raids and wars. The reclaiming began when Grenesh slew the chieftains of the Gnarl Fist tribe and the Death Fang tribe and unite them and lead them on numerous successful raids. Other tribes heard of their successes and warriors from each of the other six neighboring tribes went out to join them. When scouts from the growing contingent came across the old keep, they excitedly claimed it for their own in the name of Ushak Blood Fang. Ushak, a gnoll of legendary stature, led the gnolls to victory many years ago by driving out all traces of humans from the area. Since the establishment of Blood Fang Keep, gnoll warriors from various tribes all over the forest have been gathering here. Grenesh, sensing an opportunity for even greater power, has been stockpiling weapons and armor in preparation for open war.

The various tribes are worth mentioning because elements of each tribe are found at Blood Fang Keep. Together the eight tribes are the Gnarl Fists, The Death Fangs, The Shadow Claws, The Scarred Eyes, The Raging Fists, The Blood Shields, The Iron Claws, and The Black Howlers. Theoretically, they were once one nation but they divided over many differences and loosely realigned by familial relations.

The *Scarred Eye* tribe is the only tribe originally comprised solely of banished gnolls. Now a tribe in its own right, they struggle to keep a foothold in the power struggles by providing coal to the keep's forge. Though not respected for their battle prowess they are excellent climbers.

The *Howlers* have developed a harrowing war cry that shakes their opponents will.

The *Raging Fists* are the most barbaric and bloodthirsty of the tribes having become even more so in recent years after a devastating and violent attack by human rangers that wiped half of them out.

The *Shadow Claw* tribe prides itself on its many excellent scouts. They also prefer cunning and traps to brute force.



The *Iron Claws*, aside from having a number of good warriors, also produces some of the best smiths of all the gnoll tribes. Their smiths have developed iron claws specially designed for holding poison. They also reside closest to the mountainside of the forest, where the terrain is rockier.

The *Blood Shields* tend to work best with fortifications, defensive walls surround their villages and most likely were the first tribe to actually fortify their homes rather than just hide them. In combat, they use their spiked shields as weapons and enjoy charging with them.

The *Death Fangs* are an offshoot, so they claim, of the original Blood Fang tribe. They tend to be the most diverse of the gnoll tribes and the closest with their shamans. Of all the tribes, The Death Fangs are the most fanatical about their ancestry and any question of it will likely result in a fight to the death.

General Layout/First Impressions: The approach to Blood Fang Keep lies along a long narrow trail that appears to be little more than a deer path. The path opens onto a clearing in the woods at the center of which rests an ancient keep. It is raised slightly higher than the clearing, having been built sturdily upon some of the largest rocks the woods have to offer. The keep itself is relatively small, but provides a defensive position to fall back to when needed. The walls have been rebuilt in places and the gate repaired, but one can still see the traces of an older civilization in the design of the keep. Within what are now watchtowers, creative brickwork covers elegant windows leaving only defensive arrow slits. Most who come across the place would hardly call it a village, since it is surrounded by so few buildings built mainly from mud bricks and sticks with rough thatched roofs. What they do not notice are the carefully concealed lodgings scattered around it. Some are located in the trees, some under what appears to be a large deadfall, while others are found in concealed cave entrances nearby. Gnoll guards are on watch at all times and slay any human upon sight.

There are only about fifteen visible dwellings outside the Keep. Seven of them are longhouse style buildings for gnoll crafters. For example, the carpenter's longhouse is large enough to store supplies, tools and enough workspace for at least five carpenters. Gnolls that have no place to 'stable' their dire wolf mounts keep them in one of these longhouses. The rest are slightly smaller and hold about eight to ten gnolls each. The remaining 50 dwellings are scattered up to a quarter mile from the keep and are homes for the remaining population.

Economy/Trade: This village has several of the best gnoll smiths who work day and night producing weapons and armor. They are currently preparing for the day when they will destroy the foul humans. They rarely trade. Food is gathered or hunted and provisions are relayed between the tribes and the keep. Stealing from merchants traveling between Grey Gate and Iron Minister brings them ores, foodstuffs, and fabrics. Each tribe is protective of its own unique skills and do not share their secrets or techniques. What they get from each other is gained only through conquest.

Customs/Laws: Each tribe has its own chieftain. Grenesh, however, is not only a chieftain of his own tribe but also in charge of the onslaught against the humans. This gives him great power relative to the other chieftains who do not dare challenge him. Might makes right. A chieftain is only as strong as the last gnoll he slew in ritual combat. Anyone at any time can challenge the chieftain to ritual combat, with only one exception. The Shaman must bless the match. Failure results in death, which may happen at the end of the match or at the hands of gnoll pups if the lingering combatant deserves the added insult.

All crimes worthy of punishment are handled in the same way. They are sent to the pit. Such crimes include consorting with enemies, fleeing a battle before the leader, or insults or crimes of any manner which risk starting internal feuding. The shaman or highest leader judges these things individually since no laws are written or official.

The woman serve as gatherers, caretakers of the young, cooks, builders, smiths, and generally everything else that the village needs to survive. They also rear the pups. All gnoll pups are kept in a central area but generally consort only with pups

of their own age. Once a pup has dominated all the other pups in his age group he is promoted to the next age group. The term 'playing nicely' is unknown amongst gnolls. Pup mortality runs high as they can be terminated by their playmates just as easily as by their own caretakers.

Religion/Worship: While both the gods of tyranny and slaughter are called upon before battle, the gnolls do not venerate them. They do worship their ancestors and many of them can speak to them. The tribal shaman is a respected and feared member of the society. She is also a pariah. All fear her because of her ability to speak to the spirits. They say she knows the outcome of battles. Though they may trace their ancestry through tribal pathways, individual ancestry is difficult to trace, since cubs are raised within groups where they learn survival skills, not familial bonds. Because of this, many gnolls hearken back to the same great heroes in their ancestor worship, which in turn can be grounds for a fight. Each success is 'proof' that their ancestors watch them.

Locations/Personas

1: The Keep: There are strange designs on some of the walls of the keep and it is of such quality that even a dwarven engineer would grudgingly admit to its craftsmanship. Five years ago Grenesh lead a large band of gnolls to clear the undead out of the keep. They were reasonably successful until they tried to penetrate the catacombs where an unknown force dwells destroying all living things in its territory. Grenesh is the only one who has seen it, and the only one of thirty gnolls who escaped it. He has never spoken about what he saw but as soon as he regained consciousness, he had the only entrance barred with eight-inch thick steel bars to which only he has the key.

The central building which houses the Main Hall and the treasury is two stories tall with a flat stone roof. The once brightly lit Main Hall is now dim, hiding many of the finer details of the interior stonework. A great chair at the end of the Hall and one large wooden table are the only pieces of furniture in the place. Dirt and straw line the floor and it is not uncommon for gnolls to sleep on it. Even on the second floor there is little in the way of furniture. Several ancient balconies remain off the second story, although they would not support the weight of a gnoll in their current states. A few of the balcony doors have been bricked over. In the courtyard outside the central building, an ancient marble font lies broken in pieces, though the spring which it was built upon, still flows. A stone lined ditch was built recently to collect its water. Aside from a few scraggly bushes, the courtyard is free from plant growth of any kind.

Grenesh is a scarred gnoll veteran. He began his military exploits early in life, leaving his tribe for a mercenary band. He served with The Legion of Blood in several campaigns in many different lands. When he returned, his experience made him the obvious choice to lead his own tribe and the campaign against the humans. However his travels have also made him realize that there are more humans than any other race and while they may be weak, their numbers give them the superior position. Caught between the anger of his tribesman and the realization that they cannot hope to destroy all of the humans Grenesh has become exceptionally cautious, which is the only reason that the town has not been fully attacked in the last five years. Currently he is

building up supplies and contacts amongst the other gnoll tribes for a protracted siege of the town. Once he has gathered enough warriors and supplies, he will deliver an ultimatum backed by a sizable force. After his conquest of the humans, he intends to take control of all the tribes, by whatever means necessary, forging them into mighty nation with him as the king.

Grenesh, male gnoll Ftr9: CR 10; Medium humanoid; HD 2d8+4 + 9d10+18; hp 105; Init +0; Spd 30 ft.; AC 17, Touch 10, Flat Footed 17; Base Atk +10; Grp +13; Atk: +15 melee (1d10+7/19-20x3, +1 keen glaive); Full Atk +15/+10 melee (1d10+7/19-20x3, +1 keen glaive); SQ darkvision 60 ft.; SV Fort +11, Ref +2, Will +2; AL NE; Str 16, Dex 11, Con 15, Int 13, Wis 11, Cha 9

Languages: Gnoll, Common.

Skills and feats: Handle animal +8, Hide +1, Listen +3, Move Silently +1, Ride +7, Spot +5; Combat Expertise, Combat Reflexes, Cleave, Improved Trip, Leadership, Lunge (see Appendix B: New Skills & Feats), Mounted Combat, Power Attack, Weapon Focus (glaive), Weapon Specialization (glaive).

Possessions: +1 keen glaive, +1 breastplate, feather token (whip), potion cure serious wounds, three vials giant wasp poison (DC 18, 1d6 Dex/1d6 Dex),

2: Stables: Outside of the keep about 100yds, is a grouping of large rocks that lead into a large cave entrance that formerly ran beneath the castle. Ancient pieces of statuary litter the area. Once this cave was part of the catacomb network but this section is blocked off by a cave-in. This currently serves as the gnolls stables. Weather worn steps lead down to a large square room with two semi-circular alcoves to either side. The far end is collapsed. If the grime and filth were cleaned from the walls, an astute observer might notice the remains of beautiful wilderness scenes. If the blood, bones, dirt and refuse were cleaned from the floor, an equally beautiful mosaic would be revealed. However, no one comes here but the Houndmaster and all that outsiders know of the workings of this place are the blood curdling screams of something (or someone) occasionally emanating from the cave during the night. During the day, however he is seen outside instructing gnolls on how to care for their mounts. Once trained, each gnoll is responsible for his own mount, and must find a new place to keep it.

O'oluk is an ogre with exceptional talent for training animals and unleashing his temper. Currently he is training a pack of Dire wolves for the gnolls to ride into combat. In addition to his pack, he has captured and trained four trolls that act as his assistants. The trolls regenerative nature make them ideal for working with the feral animals until they are docile enough for O'oluk to handle. He could, of course, handle them in any state but he finds this method easiest. This also frees him up to work on actual training instead of the grueling process of breaking the animal. The troll trainers never leave the cave since they are little more than prisoners. Once a month he demands a live victim so that his young pups can learn how to feed.

O'oluk, male ogre Bbn4: CR 6; Large giant; HD 4d8+16 + 4d12+16; hp 72; Init +1; Spd 50 ft.; AC 20, Touch 11, flat-footed 19; Base Atk +7; Grp +19; Atk: +15 melee (2d8+12/x3, masterwork greataxe (double damage on charge)) or ranged +8 (2d6/19-20, masterwork heavy crossbow); Full Atk melee +15/+10 (2d8+12/x3, masterwork giant great axe (double damage on charge)), or ranged +8 (2d6/19-20, masterwork lheavy crossbow); SQ darkvision 60 ft, lowlight vision, uncanny dodge, rage 2/day, fast movement; SV Fort +12, Ref +3, Will

+3; AL CE; Str 26, Dex 12, Con 18, Int 8, Wis 13, Cha 10

Languages: Giant, Gnoll

Skills and feats: Climb +12, Handle Animal +9, Hide -4, Jump +21, Listen +4, Ride +7, Speak Language (gnoll), Spot +2, Survival +4; Power Attack, Skill Focus (Handle Animal), Weapon Focus (greataxe).

Possessions: +2 rhino hide armor, masterwork greataxe, masterwork heavy crossbow

Relukam (She who drinks moon blood): She is the pack mother of the dire wolf pack. She and O'oluk have come to an agreement whereby she allows him to train the other dire wolves as long as she is left alone and fed. She has grown so large that she would have a difficult time ever leaving the cave entrance. She is a 17HD Dire wolf.

3: Zotrah's dwelling: About a half-day's travel from the keep near the edge of a swamp is Zotrah's dwelling. The swamp is comprised of a relatively small area of soft ground and natural springs with the deepest waters rarely going beyond a gnoll's armpits. The trees grow tall and thick here making it dark under their canop, even on the brightest day. At the end of the trail leading to the swamp, a small raft sits among the tall wet grasses and mud, waiting for Grenesh or other visitors. Zotrah's home is based on a large raft, which she occasionally moves about. In her hut are several very large cages with very sickly looking giant wasps. Their clipped wings hang limply from their malnourished bodies. Herbs hang from the thatch ceiling; a hole in the roof allows smoke to exit from her campfire, which sits in a large clay bowl. There is no furniture and most of her work is done on the floor. She has a crocodile, Kashul, who guides certain visitors to her home. Unwelcome visitors find themselves at the mercy of Kashul and other swamp denizens. Braziers of burning incense are lit nightly during the summer months when even Zotrah's thick hide cannot take the onslaught of insects. This same incense keeps the giant wasps docile while she milks their poison.

Zotrah has risen as far as a female gnoll can and intends on keeping her status. Part of her plan includes keeping several Giant wasps in her hut to milk them for their venom. Currently, only she knows the location of the nest so that she can remain the only supplier of the poison. Zotrah currently counsels Grenesh for patience and helps him during the challenges by casting bull's strength and cat's grace. This is blatantly against tradition but neither Grenesh nor she care. She is currently keeping her eye on T'gorblam whom she views as the greatest threat to Grenesh. Her loyalties lie with the most powerful gnoll and can switch in a heartbeat if she sees the seat of power changing.

Zotrah, female gnoll Adp7: CR 7; Medium humanoid; HD 2d8+2 + 7d6+7; hp 44; Init +1 (+1 Dex); Spd 30 ft.; AC 12, Touch 11, flat-footed 11; Base Atk +3; Grp +6; Atk: +8 melee (1d6+3, masterwork light mace) or ranged +6 (1d8/19-20, masterwork light crossbow); Full Atk: +8 melee (1d6+3, masterwork light mace) or ranged +6 (1d8/19-20, masterwork light crossbow); SQ darkvision 60 ft; SV Fort +6, Ref +3, Will +8; AL CE; Str 16, Dex 12, Con 12, Int 12, Wis 16, Cha 12

Languages: Gnoll, Common

Skills and feats: Craft poison +7, Concentration +4, Craft (pottery) +2, Handle animal (vermin) +4, Heal +7, Knowledge (religion) +10, Listen +6, Spot +5, Survival +10; Brew Potion, Combat Reflexes, Empower Spell, Power attack.

Possessions: Pipes of the sewers, ring of vermin friendship, masterwork light mace, five vials giant wasp poison (DC 18, 1d6 Dex/1d6 Dex), masterwork light crossbow, 25 gp

Adept Spells prepared: (3/4/3; save DC 13 + spell level): 0 – guidance, ghost sounds, light, detect magic 1st – cure light wounds (x2), cause fear, burning hands 2nd – bulls strength, cure moderate wounds, darkness

4: The Pit: The challenge pit is a large dugout arena/pit just outside the keep. Spikes line the walls at various points, which an especially strong gnoll might pull out, and use as a weapon. They are strong enough to be used to climb out of the pit and provide an extra sense of danger for the poor combatant unfortunate enough to find himself close to the wall. Death is often the outcome of these matches which progress until the shaman calls it to a close. Fights here are especially interesting after a bit of rain.

Kasgul is One of the strongest gnolls in the Shadow Claw tribe, or any other for that matter. Kasgul has spent his entire life training to wield his double hafted orc axe. He, like many gnolls, calls upon Ushak Blood Fang as one of his ancestors and seeks to emulate him in battle. Though considered the greatest fighter in the tribe, he has no interest in ruling.

Kasgul, male gnoll Rgr5/Ftr10; CR 16; Medium humanoid; HD 7d8+7 + 10d10+10; hp 102; Init +4; Spd 30 ft.; AC 18, touch 10, flat footed 18; Base Atk: +15; Grp +20; Atk + 21 melee (1d8+9, +2 wounding axe, orc double) or ranged +15; Full Atk +21/+16/+11 (1d8+9, +2 wounding axe, orc double) and +20/+15 (1d8+8, +1 mighty cleaving axe, orc double) or ranged +15/+10/+5; SQ darkvision 60 ft., favored enemy human +4, favored enemy elf +2, link with companion, share spells; SV Fort +15, Ref +4, Will +5; AL LE; Str 20, Dex 11, Con 12, Int 5, Wis 12, Cha 10

Languages: Gnoll

Skills and feats: Climb +6, Hide +6, Listen +5, Ride +5, Spot +6, Survival +3, Swim +7; Alertness, Cleave, Dodge, Endurance, Exotic Weapon Proficiency (axe, orc double), Greater Two-Weapon Fighting, Improved Bull Rush, Improved Critical (axe, double orc), Improved Initiative, Mobility, Power Attack, Quick Draw, Spring Attack, Track, Two-Weapon Fighting, Weapon Focus (axe, orc double), Weapon Specialization (axe, orc double).

Ranger Spells Per Day (1; save DC 11 + spell level): 1st - entangle.

Possessions: +2 wounding/+1 mighty cleaving axe, orc double, +4 studded leather, 2 vials giant wasp poison (DC 18, 1d6 Dex/1d6 Dex), 50 gp gem x1, 25 gp gem x 3, 25 gp.

Wolf Animal Companion: CR -; Medium magical beast; HD 2d8+4; Hp 15; Init +2, Spd 50 ft.; AC 14, touch 12, flat-footed 12; Base Atk +1; Grp +2; Atk +3 melee (1d6+1, bite); Full Atk +3 melee (1d6+1, bite); Space/reach 5 ft./5 ft.; SA Trip; SQ bonus trick, evasion, low-light vision, scent; SV Fort +5 Ref +5, Will +1; AL N; Str 13, Dex 15, Con 15, Int 2, Wis 12, Cha 6.

Skills and Feats: Hide +2, Listen +3, Move Silently +3, Spot +3, Survival +1; Track, Weapon Focus (bite)

5: T'gorblam's retreat: A short distance from the keep, near the hidden caves is one of T'gorblam's retreats. There is always one of his own men watching the place. The tunnel runs down about 100ft and is trapped. Inside, it is large enough for his sixteen raiders and himself. There are also a few dugout spaces for other uses such as storage and a small private cave for T'gorblam. This is just one of his retreats. He has caches within the woods, waiting for the day when he will take over the tribe.

When T'gorblam was just 10 winters old a human ranger band attacked his tribe. Half the gnolls in the tribe were slain and T'gorblam barely escaped alive. To this day, he bears a nasty scar across his forehead and down his snout. He has since sworn to hunt humans to extinction. He took to fighting at once and quickly caught the attention of Aruk, an aged scout of the tribe who trained T'gorblam extensively. T'gorblam's first forest victim was the human druid Jelian two seasons ago. He was also one of the first to join in the attacks over five years ago and has since developed an entourage of his own and continues to wage war on the humans as Grenesh test's the gnolls patience. Should Grenesh continue to prove to be weak he will replace him, marshal all of the gnolls against the humans, and drive them from the face of the world. Until that day, T'gorblam continues to prove himself invaluable to his leader. He commands a skilled unit of 16 gnoll Huntsman and raiders (6 Rgr L2 6 Rgr L3 and 4 Ftr L4) who specialize in slaying humans and raiding the merchant caravans that supply the nearby villages. Recently T'gorblam has merged with his ancestor's spirit and now rages when fighting humans. Unless the odds are greatly against him or ¾ of his band has fallen, he will not retreat from combat.

T'gorblam, male gnoll Rgr2/Ftr1/Sct4/Brb1; CR 9; Medium humanoid; HD 8d8+16 + 1d10+2 + 1d12+2; hp 88; Init +3; Spd 40 ft.; AC 22, touch 15, flat-footed 19; Base Atk +8; Grp +15; Atk +19 melee (2d6+12/19-20, +2 humanbane greatsword (+2/2d6+2 additional to humans)), or ranged +13 (1d8+4/x3, masterwork composite longbow [+4 Strength]); Atk +19/+14 melee (2d6+12/19-20, +2 humanbane greatsword (+2/2d6+2 additional to humans)), or ranged +13/+8 (1d8+4/x3, masterwork composite longbow [+4 Strength]); SA rage 1/day; SQ ambush, darkvision 60 ft., favored enemy human +2, favored terrain +4, hide trail, trail signs, woodland stride, scent; SV Fort +13, Ref +6, Will +4; AL CE; Str 20 (24), Dex 16, Con 14, Int 14, Wis 16, Cha 11.

Languages: Gnoll, Common, Orc, Gnoll Trail Signs

Skills and feats: Handle animal +4, Hide +13, Jump +12, Listen +8, Move silently +13, Search +7, Spot +17, Swim +10, Survival +12, Cleave, Leadership, Power Attack, Track, Weapon Focus (greatsword), Sunder.

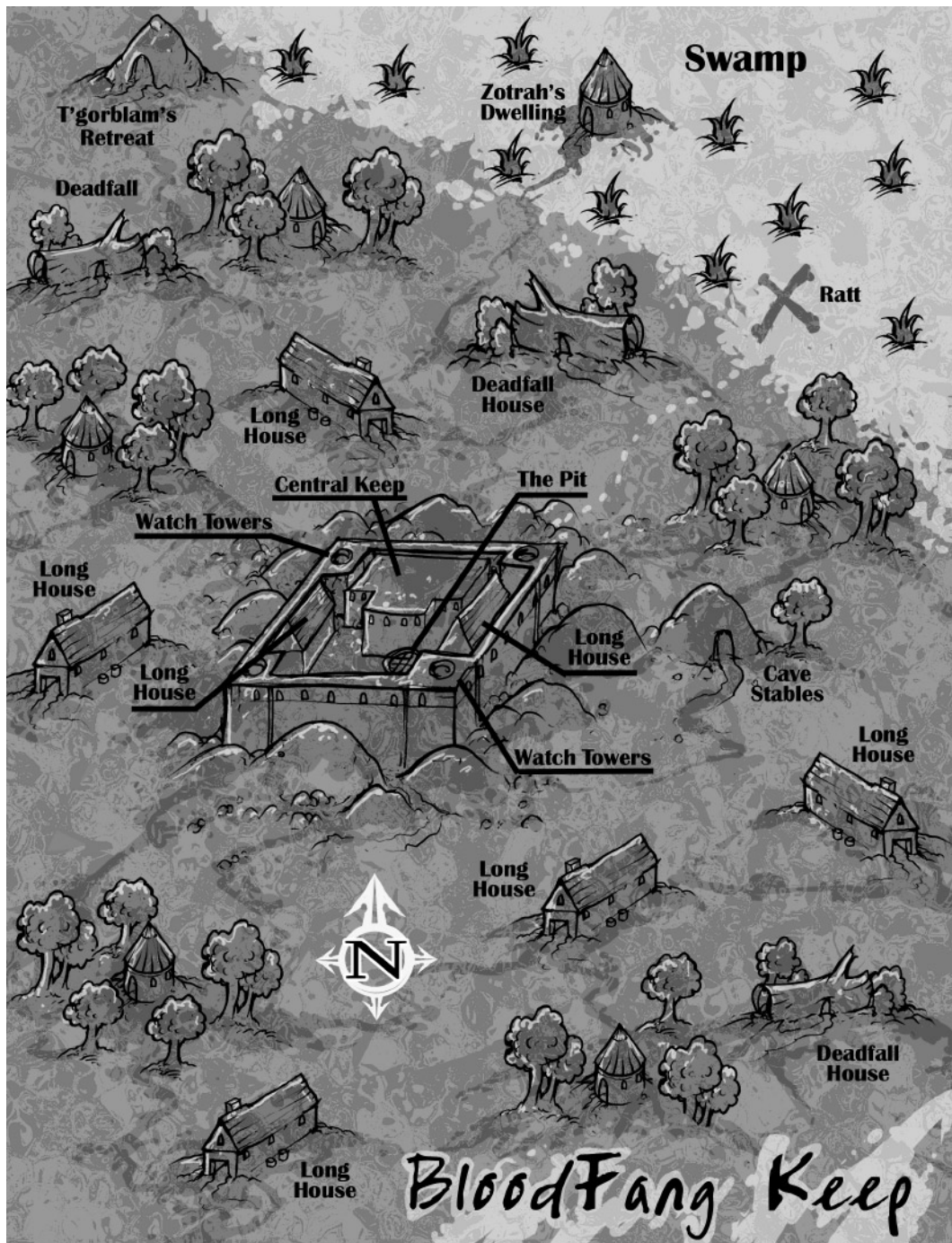
Possessions: 3 vials giant wasp poison (DC 18, 1d6 Dex/1d6 Dex), 1 potion of bull's strength, 1 potion of bear's endurance, +2 humanbane greatsword, +2 chain shirt, +2 ring of protection, +4 gauntlets of Strength, masterwork composite longbow (+4 Str bonus), backpack, necklace with six elven ears, eight human ears, pouch with 50gp ruby x1 and 5gp, gnoll rations (smoked elven thigh, rump of human, etc...)

What brings the PCs

- 1: The PCs could be asked by the humans to conduct negotiations with the gnolls.
- 2: A local lord may be looking for strong mercenaries and has asked the PCs to hire a few famed gnoll scouts.
- 3: The PCs may be looking for an exotic mount.

Adventure Hooks

- 1: A local noble has asked the PCs to find his brother Jelian a druid of the White Oak Circle. Jelian has been missing for over two seasons and his brother has become concerned.
- 2: The PCs have heard of the gnoll scout from a local beast-hunters guild. They also notice a reward for one brought back alive. The beast-hunters hope to study their skill and learn how they became so talented.
- 3: An ancient wizard believes he has discovered a lost ancient nation. He believes it is located within the center of the forest. The PCs will have to sneak past lots of angry gnolls to find the ruins of the ancient culture. Then they must sneak back out.



Briarvale

Summary: A halfling town living harmoniously with its plant and animal neighbors.

Size/Type: Village

Population: 459

Alignment: Neutral Good

Demographics: 92% halfling, 4% gnome, 3% human, 1% other

Gold Limit: 200gp/4,590gp assets

Power Center: Conventional (town council, NG)

Authority figures: Peryee Dalfur, male halfling Ars5 (councilman).

Important Non Player Characters: Beeryn Tensil, male halfling Exp6 (relic dealer); Tassine Berrel, female halfling Drd7 (circle liaison); Leniel “Wa-hoe!” Grensleaf, male human halfling Com8 (owner of the Beerbellie Inn); Jerrison Warhollow, male halfling Rgr5.

History/Background: Briarvale wasn’t always as peaceful as it is today. For two hundred years of its history it served as an ambush site and battleground for various human armies of two warring kingdoms. Briarvale is located in a valley that offers the only pass through an otherwise unforgiving land surrounded by dangerous gorges and the armies used it when at war. The halflings lived in the valley for as long as they can remember and perfected the art of hiding when the humanfolk came bearing arms (sometimes in the numerous small caves on the valley walls or sometimes in burrows underneath boulders). Neither side in the conflict ever took the valley, and the sturdy halflings would quickly recover after each conflict, salvaging what the warriors left behind and disposing of the dead.

After a while, the battles ceased. The halflings soon came out of their hiding holes to build proper burrows and farms. One day, a human druid named Galen came from nearby lands bringing word that a strong and beloved king assumed the throne and managed a truce with its long-warring neighbor. He came on a personal crusade to heal the damaged vale. Galen fell in love with the valley and its people. It soon became his permanent home and many halflings aspired to match his woodland skills and ways. When he finally passed on, old Galen left behind a group who carried on his tradition, learning the spells of the druids as well as how to live in harmony with their surroundings. They were well prepared when just a generation ago the long family line of the good king perished, sending the kingdom into chaos and its rival back on the warpath. However, this time invading human soldiers found both ends of the vale defended by all manner of beasts. Hawks would attack and frighten riders, black bears crashed through the scrub to scatter formations and even the weather seemed to be against any unwelcome guest. It was no coincidence; it was Galen’s legacy: the circle of halfling druids who watch over the vale to this day.

General Layout/First Impressions: Briarvale is a village of scattered thatch, wood huts and buildings coupled with halfling burrows like in the great shires. Two large streams and countless minor creeks form from the higher lands on the east and west sides empty into a small lake, around which the buildings are spaced. An old road winds its way through the valley from north

to south and intersects just east of the small paths and hills of the village proper. An abundance of plant life, thick trees and hearty shrubbery line the gentle rolling hills flanking the valley, providing excellent cover and a fantastic view in autumn. The valley is nearly three miles in length and the sounds of wildlife provide a constant soundtrack. A large, fantastic inn stands near the outskirts of the village proper bearing the sign “Beerbellie Inn.” Frequently, small caravan wagons and their horses are tethered outside. Briarvale is populous and bountiful and halflings can be seen scurrying about during all times of the day undertaking innumerable tasks.

Economy/Trade: Briarvale is almost self-sufficient. Soldiers who come for battle meet strong resistance as the druids call up their resources to force them to retreat. However, the valley is also a favorite for a variety of merchants whose family’s always used the pass as a shortcut through the rough surrounding lands. In time, the halflings did not hide from these visitors and even began to trade with them as they came through. The human and elven merchants would trade exotic spices and cloth while the halflings provided entertainment, sold a plethora of “ancient war relics” from battles long past (see area 3) and traded rare and valuable herbs from the woods for use in cooking, alchemy, and



even spellcasting. Currently these regular caravans are expected, and while each receives a druidic escort, they are welcome to camp in the village proper.

Laws/Customs: Briarvale has no proper dungeon for prisoners, and has little to fear internally. There is no one in the small community that would knowingly steal from or harm another. On the other hand, drunkenness and emotions can sometimes cause brawls or love-triangle difficulties and the occasional misunderstanding can go awry. For this, there are the village stocks, which can hold up to three halflings (or small to medium sized creatures). The sentence is usually no longer than a day or two at most, and is very rarely used at all. For outsider transgressions the halflings turn to their well-known privacy. As their ancestors hid from trespassers, these halflings banish criminals that come to visit, often by disabling them, stripping them of weaponry, and then calling upon woodland friends to “escort” the wrongdoers outside the valley.

Religion/Worship: Before the coming of Galen, the halflings were not very religious. They had their heroes and their legends but didn’t give much credence to the halfling pantheon. Today they worship the embodiment of nature in all its forms. Their devout following and respect for nature has earned all halflings born in this valley a special gift, a +2 holy bonus to the skills Animal Empathy and Handle Animal. Each spring equinox there is a celebration called “Sylvarhome” in which it’s common practice for young halflings to play games of hunt and chase under the tree-covered hills. For adults it’s a time of music, dancing and special foods baked but once a year.

Locations/Personas

1: Beerbelle Inn: This fine work of halfling craftsmanship is one of the older structures in the town. A proud, ramshackle collection of walkways, exits and entrances, porches, add-ons and various sized windows have visiting human architects wondering if the original builder was either a certified genius or an authentic whacko. Indeed, the Grenleaf family each contributed their own vision to an overall frame to create the most unique place in all Briarvale. At the same time even the tallest human will find comfort within, as it was built with medium-sized folks in mind. Booths are heavily cushioned and it’s always a whirlwind of activity during the day but it’s also a subdued, quiet and safe place to rest a long night.

It is owned and operated by the portly and jovial Leniel Grenleaf and his four eccentric sons Dandle, Keris, Ornaskar and Lortho. Passersby often gain a smile on their face at the commonly bellowed phrase “Wha-hoe!” comes from within. It’s Leniel’s favorite greeting to old friends and newcomers alike, when he’s done counting the day’s tips, or when one of his sons breaks a cup or spills an order! Leniel always has something on the oven so that even though it might not be made to order, an unexpected guest can get some warm food quickly. Leniel has a proud potbelly and large mutton sideburns and the years are treating him nicely. He frequently changes his shirt as it’s seems perpetually stained and his bright eyes accentuate his friendly way with folks.

Leniel Grenleaf, male halfling Com8: CR 7; Small humanoid; HD 8d4; hp 21; Init +3; Spd 20 ft.; AC 14, touch 14, flat-footed 11; Base Atk +4, Grp +1; Atk +7 melee (1d4+1, light mace), or +8 ranged; Full Atk +7 melee (1d4+1, light mace), or +8 ranged; AL NG; SV Fort +3, Ref +6, Will +5; Str 13, Dex 16, Con 10, Int 10, Wis 11, Cha 11.

Languages Spoken: Common, Halfling.

Skills and feats: Craft (brewing) +5, Profession (innkeeper) +14, Listen +3, Spot +4, Swim +4; Alertness, Iron Will, Skill Focus (Profession: innkeeper).

Possessions: Masterwork light mace (“Reprisal”), 342gp and 412sp in metal box with masterwork lock (Open lock DC 40).

2: Druid’s Grove: It’s here where the decisions and activities of the village are pondered and decided, as well as the continued druidic training that the village holds dear. This was the home of Galen and his grave nearby continues to watch over all proceedings of the small but talented council. There are seven druids on the council, including the liaison to the villagers and challenged visitors, Tassine Berrel. Tassine does not smile often, for she has become desensitized to visiting tall folk who would abuse the halflings forest home. At the same time, she is happy and content within, spending nights reading from some of old Galen’s log books and gathers halfling children to teach them the respect nature deserves. She also leads the minor druids of the vale in aiding the town council in times of crisis. She wears brown and gray robes and sports shoulder-length blonde hair dyed in places with brown and the occasional bright flowery color. When angered, her eyes can flash with danger to her foes.

Tassine Berrel female halfling Drd9: CR 9; Small humanoid; HD 9d8; hp 42; Init +8; Spd 20 ft.; AC 18, touch 15, flat-footed 14; Base Atk +6, Grp +3; Atk +6 melee (1d4, quarterstaff), or +14 ranged (1d3+2 + 1d6 shocking sling); Full Atk +6/+1 melee (1d4, quarterstaff), or +14/+9 ranged (1d3+2 + 1d6 shocking sling); SQ: Animal Companion, Nature Sense, Wild Empathy, Woodland Stride, Trackless Step, Resist Nature’s Lure, Wild Shape (S, M<L) 3/day, Venom Immunity; AL N; SV Fort +7, Ref +8, Will +10; Str 9, Dex 18, Con 10, Int 11, Wis 17, Cha 11.

Languages Spoken: Common, Druidic, Halfling.

Skills and feats: Concentration +10, Diplomacy +10, Handle Animal +14, Heal +11, Knowledge (nature) +12, Spellcraft +12, Spot +14, Swim +7; Augment Summoning, Silent spell, Improved Initiative, Weapon Focus (sling).

Animal Companion (Ex): Hawk animal companion.

Hawk: CR 1/3; Tiny animal; HD 4d8; hp 21; Init +3; Spd 10 ft., fly 60 ft. (average); AC 21, touch 15, flat-footed 18; Base Atk +3; Grp -7; Atk +6 melee 1d4-2, talons); Full Atk +6 melee 1d4-2, talons); SA —; SQ bonus tricks (4), evasion, devotion, link, low-light vision, share spells; AL N; SV Fort +2, Ref +5, Will +2; Str 8, Dex 17, Con 10, Int 2, Wis 14, Cha 6.

Skills and Feats: Listen +2, Spot +14; Weapon Finesse (talons).

Hawks combine both talons into a single attack.

Skills: Hawks have a +8 racial bonus on Spot checks.

Link (Ex): A druid can handle her animal companion as a free action, or push it as a move action, even if she doesn’t have any ranks in the Handle Animal skill. The druid gains a +4 circumstance bonus on all wild empathy checks and Handle Animal checks made regarding an animal companion.

Share Spells (Ex): At the druid’s option, she may have any spell (but not any spell-like ability) she casts upon herself also affect her animal companion. The animal companion must be within 5 feet of her at the time of casting to receive the benefit. If the spell or effect has a duration other than instantaneous, it stops affecting the animal companion if

the companion moves farther than 5 feet away and will not affect the animal again, even if it returns to the druid before the duration expires. Additionally, the druid may cast a spell with a target of "You" on her animal companion (as a touch range spell) instead of on herself. A druid and her animal companion can share spells even if the spells normally do not affect creatures of the companion's type (animal).

Evasion (Ex): If an animal companion is subjected to an attack that normally allows a Reflex saving throw for half damage, it takes no damage if it makes a successful saving throw.

Devotion (Ex): An animal companion gains a +4 morale bonus on Will saves against enchantment spells and effects.

Possessions: +2 shocking sling, +1 leather armor, quarterstaff, wand of entangle (8 charges).

Druid Spells Per Day (6/5/5/4/2/1; save DC 13 + spell level): 0 - create water, detect poison, light, mending, purify food & drink, resistance; 1st - calm animals, cure light wounds, entangle, obscuring mist, summon nature's ally I; 2nd - animal messenger, barkskin, chill metal, speak with animals, summon nature's ally II; 3rd - bark worse than bite*, plant growth, speak with plants, summon nature's ally III; 4th - quicksand*, summon nature's ally IV; 5th - summon nature's ally V.

*See end of chapter for spell description.

3: The Lost Age (artifacts and relics): This small but well-kept building is home to Beeryn Tensil, is a halfling who spent his entire childhood scouring the valley for old weapons, armor or equipment from the ancient battles, cleaning them up, and offering them for sale with a tale to boot. Beeryn may not be a scholar of history, but he is a very good listener, and what he can't verify with facts from years of tavern tales thanks to human visitors, he embellishes with his own entertaining style of falsehoods (which on occasion are so outlandish that a human who knows the truth will laugh so hard he cries). Many of the items in here are suitable for use they have been so well kept or repaired. Prices are standard except for occasional decorative or interesting pieces, which can go for up to 10 times the norm. Many masterwork items are also available for sale.

Beeryn is personable and possesses a keen intellect, but can lose patience with boring folks or those who can't follow a conversation. He wears spectacles that are as much to help his seeing as they are a conversation piece, which he'll put on and take off a dozen times during a good debate.

Beeryn Tensil, male halfling Exp6: CR 5; Small humanoid; HD 6d6+6; hp 24; Init +4; Spd 20 ft.; AC 19, touch 15, flat-footed 15; Base Atk +4, Grp +1; Atck +6 melee (1d2+1 subdual, whip), or +9 ranged (1d4+1/x3, composite masterwork short bow [+1 Str bonus]); Full Atk +6 melee (1d2+1 subdual, whip), or +9 ranged (1d4+1/x3, composite masterwork short bow [+1 Str bonus]); AL CG; SV Fort +4, Ref +7, Will +7; Str 12, Dex 19, Con 13, Int 16, Wis 13, Cha 12.

Languages Spoken: Common, Elven, Gnome, Goblin, Halfling.

Skills and feats: Bluff +7, Craft (armorsmithing) +12, Craft (weaponsmithing) +12, Diplomacy +8, Gather information +8, Hide +12, Knowledge (history) +12, Perform (oratory) +8, Listen +7, Move silently +11, Spot +8, Survival +7; Exotic Weapon Proficiency (whip), Point Blank Shot, Precise Shot.

Possessions: Masterwork chain shirt, whip, composite masterwork short bow Strength +1, 637gp, 230sp, 40cp.

4: Jerrison Warhollow's residence: Arguably the finest fighting halfling in the vale, Jerrison is the only halfling to have any real extensive experience outside the valley. He is an excellent tracker and for a fee leads human soldiers who fear the valley through some of the nearby badlands a safe distance from his home. He also trains and upkeep a number of the village's aspiring warriors, all of whom look up to him.

Jerrison's greatest advantage is his stature; bigger folk usually underestimate him. Still, he rarely appreciates this and has braided various strands of his dark black hair and wears a necklace of orc teeth, giving an untamed look to his appearance.

Jerrison Warhollow, male halfling Rgr5: CR 5; Small humanoid; HD 5d8; hp 36; Init +8; Spd 20 ft.; AC 19, touch 15, flat-footed 15; Base Atk +5, Grp +3; Atk +9 melee (1d6+3/19-20 +1d6 fire, +1 flaming longsword), or +10 ranged (1d4+2/x3, composite shortbow [+2 Str bonus]); Full Atk +9 melee (1d6+3/19-20 +1d6 fire, +1 flaming longsword, or +10 ranged (1d4+2/x3, composite shortbow [+2 Str bonus]); SQ Favored Enemy (giants) +4; AL NG; SV Fort +5, Ref +6, Will +5; Str 14, Dex 19, Con 11, Int 12, Wis 16, Cha 11.

Languages Spoken: Common, Halfling, Orc.

Skills and feats: Hide +10, Listen +10, Move silently +9, Search +9, Spot +7, Survival +11; Alertness, Endurance, Improved Initiative, Track, Two Weapon Fighting.

Possessions: +1 leather armor, masterwork buckler, +1 flaming longsword, composite shortbow, 53gp, two 25gp gems
Ranger Spells Per Day (1; save DC 13 + spell level): 1st - magic fang.

5: Peryee Dalfur's residence and town council meeting hall:

The town council of Briarvale consists of the four oldest halflings of the four most prominent families along with Peryee Dalfur, the eldest and therefore the leader of the meetings. His home is a small, modest, but comfy hut attached to the large building which acts as the council hall and town meeting place in times of rain or snow. The meeting hall is especially built with a prominent stage and layers of seating planks and nooks and crannies able to house every halfling in the village at once if need be.

Peryee has locks of grey hair around a weathered, lined but jovial halfling face. He wears a smart button-up jacket and presents a very thoughtful appearance. He is heavily influenced by the druids' council in decisions.

Peryee Dalfur, male halfling Ars6: CR 5; Small humanoid; HD 6d8; hp 30; Init +2; Spd 20 ft.; AC 14, touch 13, flat-footed 12; Base Atk +4, Grp -1; Atk +3 melee (1d4-1/x3 handaxe), or +6 ranged (1d3-1 sling); Full Atk +3 melee (1d4-1/x3 handaxe), or +6 ranged (1d3-1 sling); AL NG; SV Fort +2, Ref +4, Will +8; Str 9, Dex 15, Con 10, Int 11, Wis 12, Cha 16.

Languages Spoken: Common, Halfling.

Skills and feats: Appraise +7, Diplomacy +13, Handle animal +10, Listen +6, Sense Motive +9, Ride +9; Alertness, Iron will, Negotiator.

Possessions: Handaxe, sling, masterwork steel small shield, ring of jumping, 11pp, 822gp, 6 Gems (50 gp each).

What brings the PCs

- 1: The characters were hired by an aging noble to recover his great ancestors' chainmail that was lost to him in a battle in the Briarvale ages past. Perhaps Beeryn has it in his shop, or if not, he's the one to help them track it down.
- 2: The characters are acting as guards with a caravan that always passes through the valley and stops overnight with the halflings.
- 3: The characters need to pass the dangerous surrounding lands but they get word of the valley and decide to take that route instead.

Adventure Hooks

- 1: A small mercenary force lead by an ogre mage working for one of the warring lands is hired to take his monstrous band into the vale and clear it of trouble so the army can use it safely again (this Ogre Mage is detailed below). The characters are visiting and asked to help the halflings defend the town.
- 2: One hundred years ago the council of druids attacked and chased out a mercenary force that was passing through but was unaligned to either of the warring kingdoms (it was just abusing the forest). A single warrior was accidentally killed when he stumbled down a steep ravine, breaking his neck. The fighter's ghost returns on the anniversary of his death and seeks revenge on the halflings and anyone in the village.
- 3: A caravan crew (perhaps the PCs') awakens to find one of their own missing. No one saw where the man went or heard anything suspicious during the evening. It turns out that the man wandered off into the woods by the sight of a beautiful woman who turned out to be a wood nymph. He became charmed and lives in bliss in a hidden clearing. The PCs need to track him down without battling the nymph (who is an occasional friend to the halfling druids).

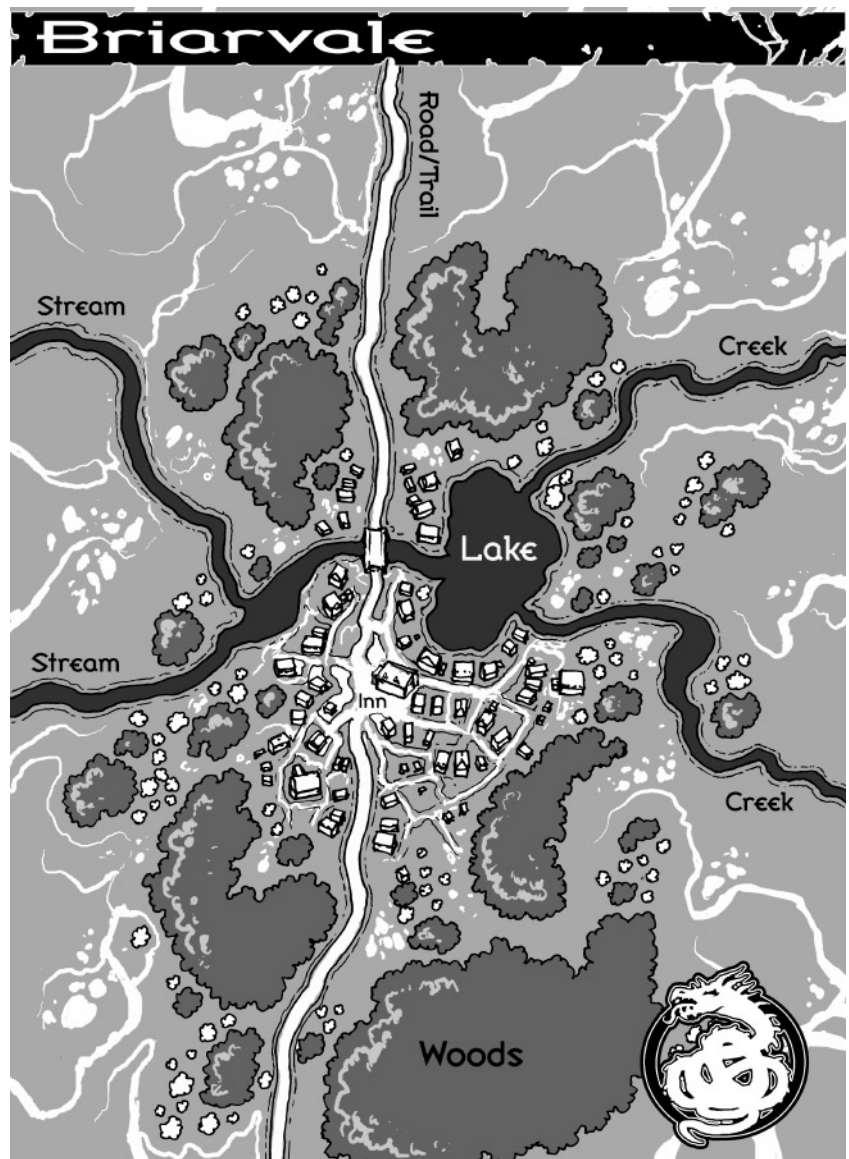
Gothia Jorgg, male ogre mage Ftr2/Sor4: CR 14; Large giant; HD 5d8+10 + 2d10+4 + 4d4+8; hp 68; Init +6; Spd 30 ft.; AC 16, touch 11, flat-footed 14; Base Atk +7, Grp +20; Atk +16 melee (2d6+10, large +1 spiked chain), or +8 ranged (1d8+9/x3, large shortspear); Atk +16/+11 melee (2d4+10, large +1 spiked chain), or +8/+3 ranged (1d8+9/x3, large shortspear); SA Spell-like abilities; SQ Darkvision 90', regeneration 5, SR 19; SV Fort +10, Ref +4, Will +8; AL LE; Str 28, Dex 14, Con 14, Int 18, Wis 17, Cha 23.

Languages Spoken: Abyssal, Common, Giant, Gnoll, Infernal, Undercommon.

Skills and feats: Climb +14, Concentration +17, Jump +10, Knowledge (arcana) +10, Listen +5, Spellcraft +14, Spot +9, Swim +10; Blind-fight, Extend Spell, Improved Initiative, Leadership, Exotic Weapon Proficiency (spiked chain), Skill Focus (concentration).

Spell-Like Abilities: At will – darkness, invisibility; 1/day – charm person (DC 17), cone of cold (DC21), gaseous form, polymorph, sleep (DC 17)

Possessions: +1 spiked chain; shortspear (x4); potion of cat's grace; potion of blur; scroll [arcane, caster level 3; darkvision]; scroll [arcane, caster level 1; identify]; scroll [arcane, caster level 5; fireball; halt undead; spectral hand]; scroll [arcane, caster level 5; flaming sphere; blindness; tongues]; Sorcerer Spells Known (6/8/5; save DC 16 + spell level): 0 - dancing lights, detect magic, light, open/close, prestidigitation, read magic; 1st - mage armor, protection from good, shield; 2nd - ghoulish touch.



Dellamabad at Serpent Rock

Summary: A village in the desert lying near an oasis in the shadow of a holy rock.

Size/Type: Village

Population: 543

Alignment: Lawful Neutral

Demographics: 90% human, 9% dwarf, 1% other

Gold Limit: 200 gp/5430 gp assets.

Power Center: Conventional (Village council, LN)

Authority figures: Sheik Abdullah Kazir, male human Com12 (village elder); Kassir En-Virk, male dwarf Exp8 (village council member); Vassira Kazir, female human Clr7 (village council member); Lawmistress Sailama Tel-Iviir, female human Exp7 (village council member); Hassan Bin Fassoon, male human Brd4 (village council member)

Important Non Player Characters: Asyra Salome, female pureblood yuan-ti Brd4/Scg4 (spy and fortune teller)

History/Background: In the heart of the desert stands a rock, though calling it a rock is like calling a dragon a lizard. Over five miles long, a half-mile wide, and 700 feet high at its highest point, from above, the Serpent Rock appears to be a sinuous snake traversing an endless sea of sand.

Its size and uniqueness alone would be enough to attract attention, but Serpent Rock is more than just a convenient landmark for travelers. First, it harbors a substantial oasis, supporting plants and wildlife, particularly snakes. Second, the rock is a miner's paradise, offering up gemstones of several different types to those with the skill to find them. Third, and most importantly, a long lost temple to the Law Lord is carved from the living rock.

For many years, Serpent Rock was nothing more than a reference point for merchant caravans crossing the desert. But 120 years ago, after exhaustive research, the great sage Dellama discovered in an obscure text that at that very rock, the Law Lord's faithful won a great battle against the followers of a chaotic snake god. They carved a temple into the stone to commemorate their victory, and prospered for a time. But some disaster befell them, and the last of their

clerics sealed the temple and buried the doors under an enormous pile of rock. When the next caravan came through and found nothing but corpses and ruin, the word quickly spread among the superstitious desert folk that Serpent Rock was cursed. None of them would go there, and knowledge of the temple faded into obscurity until Dellama found word of it in that venerable text.

She funded an expedition to recover the temple, and the base camp they established eventually became the village that now bears her name. The resurrection of the temple and town subsequently restored the trade route past the rock, and Dellamabad has prospered as a result of both this trade and the discovery of precious stones near the west end of the rock. This attracted a small group of dwarves willing to brave the desert heat for a chance to tap this new resource.

General Layout/First Impressions: Serpent Rock is visible for miles in the desert. The oasis, village, and temple doors are nestled on the south side of the rock in one of its twists, and much of it stays in the shade except when the sun is high in the sky. A large, still pond, a number of tents, and three stone buildings make up the main village. The glorious golden doors of the temple reflect in the oasis's still waters. Horses and



camels are a common sight about the village, as are children playing ball in their billowing, loose native clothes while adults go about their business.

Economy/Trade: The inhabitants of Dellamabad produce very little for trade. Their primary means of income are resupplying traveling merchants and maintaining the temple and its ancient records. However, the dwarves and young humans that help them mine and craft jewelry have started to sell their wares, increasing the village's wealth and the merchant traffic through it. Some of the more austere, devout villagers disapprove of this, though, as they feel the increase in traffic and money distracts the village from the worship of their god.

Tea has great value here, as it is the favored drink of the villagers. Merchants that have tea can always find buyers here.

Customs/Laws: Dellamabad has a strictly enforced code of laws, as one might expect. Three members of the village council preside over cases on a rotating basis. Murder, rape, and other such heinous crimes are punishable by execution. This normally involves staking the guilty out in the desert until dead. Thieves or their families must repay double the value of what they stole, and the thief gets 10 lashes. A third conviction for stealing indicates a refusal to learn the law, and the thief is maimed, normally by having one of his hands cut off.

Wasting water gets five lashes, as does allowing an animal to drink directly from the oasis. Bathing or swimming in the oasis is an affront to the town, and the transgressor is given 10 lashes and banished from the village. Fighting and other minor infractions are settled with a simple fine, usually amounting to one percent of the guilty party's total worth, but not usually more than 20gp unless someone was seriously hurt, in which case reparations to the wounded are sometimes assessed. Blasphemy against the Law Lord is treated very harshly; the offender gets 20 lashes, his wounds are salted, and he is banished on pain of death.

The customary dress in the town is a long, loose fitting robe, normally white or black, that covers all but the face and hands. This both protects the wearer from the sun and encourages modesty. During celebrations, such as the anniversary of the village's founding or weddings and the like, this custom is relaxed, and brighter colors and more attractive fabrics are worn.

Hospitality is very important to the residents, and all that obey the village's laws are made welcome. A family will give its guests the best of its wares, and will eat and sleep poorly if it must, rather than be a bad host. Tea is the favored drink of Dellamabad, and each family takes pride in its quality and presentation.

Rituals to honor the Law Lord are performed weekly. These are attended by all his faithful. Most villagers offer up daily prayers on their own, as well.

Like most desert folk, the villagers are a superstitious lot. Nearly every resident has some charm, gesture, or saying used to ward off evil. As well, every week a small offering of gold and silver is left on a flat protrusion of the rock to appease the spirits of the desert. The next morning, the offering is always gone, and none have seen who takes it.

Religion/Worship: Almost every inhabitant of Dellamabad worships the Law Lord. They are not exactly intolerant of other gods, but they do wear an air of superiority some may find annoying. Clerics of chaotic gods, bards, and barbarians are looked upon with suspicion and watched closely for the slightest infraction against the village's laws, but if they prove themselves, this scrutiny usually stops.

Locations/Personas

1: Hall of the Lawkeepers: This stone building is three stories high with a domed roof. The high front doors are decorated in gold and lapis. Tasteful draperies flap in the breeze from the many windows in stark contrast to the dark gray stone quarried from Serpent Rock.

It is here that the village council meets to discuss its issues. Town meetings and trials are also conducted in its walls. A small bureaucracy, typical of even such a small lawful village, has taken root here and visitors may find themselves spending a few hours in the Hall when they arrive, filling out forms and stating their business and the like.

This building is also the living quarters for two of the council members, the village elder, Sheik Abdullah Kazir, and the Lawmistress Sailama Tel-Iviir.

Abdullah is a portly man in his mid-fifties, standing five foot seven and weighing nearly 200 pounds. He has dark brown eyes, gray, curly hair and a wiry gray beard. He originally came to Dellamabad as a young merchant some 35 years ago. Over the course of the next ten years, he came to love the village, and decided to settle. He has continued his businesses from here, and is quite prosperous.

Abdullah is calm, reasonable, loves the law and has a deep commitment to the truth. He is shrewd and not easily fooled, and detests lying. His daughter, the high priestess of the temple, is his pride and joy.

Sheik Abdullah Kazir, male human Com12: CR 11; Medium humanoid; HD 12d4+3; hp 35; Init -2; Spd 30 ft.; AC 8, touch 8, flat-footed 8; Base Atk +6; Grp +5; Atk +7 melee (1d8-1, morningstar) or +5 ranged (1d8/19-20, light crossbow); Full Atk +7/+2 melee (1d8-1, morningstar) or +5 ranged (1d8/19-20, light crossbow); SV Fort +4, Ref +3, Will +8; AL LN; Str 8, Dex 7, Con 10, Int 16, Wis 18, Cha 14.

Languages: Common, Goblin Dwarf, Draconic.

Skills and feats: Craft (tailor) +19, Knowledge (law) +10, Knowledge (religion) +10, Listen +14, Profession (merchant) +19, Ride +6, Sense Motive +11, Spot +14; Alertness, Skill Focus (Craft (tailor)), Skill Focus (Profession (merchant)), Toughness, Weapon Focus (morningstar), Weapon Proficiency (light crossbow).

Possessions: masterwork morningstar, masterwork light crossbow, fine clothes and fabrics worth 3,000 gp, potion of invisibility, potion of cure serious wounds, potion of fox's cunning, two vials of antitoxin, 782gp, 17,152sp.

Sailama is a slender, almost frail woman in her late twenties with shoulder length black hair and sapphire blue eyes. She is five feet, three inches tall and weighs 105 pounds. Sailama

is actually very attractive, but is also quiet, bookish, and unassuming. She has lived in Dallamabad her whole life and knows as much about the town as anyone. She favors law tempered by compassion, and has tried to change the village's draconian laws, thus far with little success.

The Lawmistress has an astonishing wellspring of knowledge and is respected by the villagers. This sometimes isolates her from the rest of the town, and Sailama is a bit of a lonely woman; her only real friend is Asyra Salome, whose talents for deception have actually managed to fool Sailama. She is usually incredibly sharp, and is likely to see through any insincere lothario's attempts to curry her favor.

Lawmistress Sailama Tel-Iviir, female human Exp7: Medium humanoid; Size M; HD 7d6-7; hp 16; Init +0; Spd 30 ft.; AC 13, touch 10, flat-footed 13; Base Atk +5; Grp +3; Atk +4 melee (1d6-2/x3, halfspear) or +6 ranged (1d8/19-20, light crossbow); Full Atk +4 melee (1d6-2/x3, halfspear) or +6 ranged (1d8/19-20, light crossbow); SV Fort +1, Ref +2, Will +9; AL LG; Str 6, Dex 10, Con 8, Int 19, Wis 15, Cha 13.

Languages: Common, Infernal, Celestial, Abyssal, Dwarf.

Skills and feats: Appraise +11, Decipher Script +16, Diplomacy +11, Knowledge (arcana) +14, Knowledge (history) +14, Knowledge (law) +17, Knowledge (religion) +14, Listen +12, Sense Motive +15, Spot +12, Profession (scribe) +14; Diligent, Iron Will, Skill Focus (Knowledge (law)), Skill Focus (Sense Motive).

Possessions: masterwork halfspear, masterwork light crossbow, studded leather, oil of timelessness x 3, a book collection worth 4,000gp, jewelry worth 150gp, 28gp, 204sp.

2: Delver's Guildhall: This squat, one-story stone building houses many of the village's dwarves when they are not digging into Serpent Rock's west end for gems. The dwarves have acclimated to many of their human neighbors' customs, but in typical dwarven fashion are somewhat less open with strangers.

Most of the dwarves worship both their own god and the Law Lord. The interior of the guildhall is not quite as spartan as the dwarves' image might indicate. Fine stone sculptures can be seen in the halls, and dwarven finery features many precious and semi-precious stones.

The head of this small clan, Kassir En-Virk, is a dedicated servant of his people, and worked hard to attain his position on the council.

Kassir is just over four feet tall and weighs 165 pounds. He is an interesting study in contrasts. Kassir is a gruff, surly dwarf dedicated to his people, and is disdainful of "flighty" races like elves, halflings, and gnomes. However, he also has the soul of an artist. His jewelry and sculpture are developing a reputation that extends far beyond his isolated desert home. His appearance is dour and very dwarven, but his quarters, which few are ever permitted to see, are decorated with beautiful works of art.

Kassir En-Virk, male dwarf Exp8: CR 7; Medium humanoid; HD 8d6+16; hp 49; Init -1; Spd 20 ft.; AC 15, touch 9, flat-footed 15; Base Atk +6; Grp +10; Atk +11 melee (1d8+5/x3, +1 battleaxe) or +6 ranged (1d10/19-20, heavy crossbow); Full

Atk +11/+6 melee (1d8+5/x3, +1 battleaxe) or +6 ranged (1d10/19-20, heavy crossbow); SV Fort +4, Ref +1, Will +6; AL LG; Str 18, Dex 8, Con 15, Int 15, Wis 10, Cha 9.

Languages: Common, Dwarf, Orc, Goblin.

Skills and feats: Appraise +13, Craft (jeweler) +16, Craft (sculpture) +16, Diplomacy +4, Knowledge (art) +13, Listen +11, Profession (miner) +13, Sense Motive +5, Spot +11; Shield Proficiency, Skill Focus (Craft (jewelry)), Skill Focus (Craft (sculpture)), Weapon Proficiency (Battleaxe).

Possessions: +1 battleaxe, masterwork heavy crossbow, masterwork chain shirt, heavy steel shield, masterwork craftsman tools, 2,700gp in assorted gems and art.

3: Temple of Law: The temple around which Dellamabad has grown was carved right into Serpent Rock. The huge golden doors are carved with the story of the snake god's defeat at the hands of the Law Lord's forces. The temple is the focal point of the town and was constructed to be defensible should the need arise.

A small antechamber decorated in bas-reliefs of the Law Lord's history, leads from the doors to the main hall. The main hall can easily hold the entire village's populace for the weekly prayer meetings. There are archways that lead out of the main hall to smaller crèches and a couple of stone doors which only a select few in the village are permitted to enter. These lead to the burial catacombs, library vaults, or priests' quarters depending on the door. The deepest parts of the temple are still sealed, as neither the high priestess nor the lawmistress have been able to divine exactly what is down there.

Vasira, the current high priestess of the temple, is Sheik Abdullah Kazir's oldest daughter. She stands slightly under five-and-a-half feet tall, and weighs 130 pounds. She has long, wavy, auburn hair, hazel eyes and is about thirty. Less strict in her interpretation of law than her predecessors, some village elders disapprove of her forward thinking. She is also less cerebral than some of the other clerics. Vasira is a woman of action, not introspection. In spite of the grumblings of some of the devout, Vasira is very dedicated to the Law Lord. She takes her responsibilities and the spiritual well being of her people very seriously, but simply does not fit the image of the stern, righteous daughter of law some would expect.

Vasira Kazir, female human Clr7: CR 7; Medium humanoid; HD 7d8+7; hp 35; Init +0; Spd 20 ft.; AC 20, touch 10, flat-footed 20; Base Atk +5; Grp +6; Atk +8 melee (1d8+2, +1 heavy mace) or +6 ranged (1d8/19-20, light crossbow); Full Atk +8 melee (1d8+2, +1 heavy mace) or +6 ranged (1d8/19-20, light crossbow); SA turn undead 5/day; SV Fort +6, Ref +4, Will +9; AL LN; Str 13, Dex 10, Con 13, Int 11, Wis 18, Cha 14.

Languages: Common.

Skills and feats: Concentration +6, Diplomacy +7, Knowledge (law) +2, Knowledge (religion) +6, Sense Motive +7, Spellcraft +4; Enlarge Spell, Leadership, Lightning Reflexes, Weapon Focus (heavy mace).

Possessions: +1 splint mail, +1 heavy steel shield, +1 heavy mace, pearl of power (1st level), elixir of truth, potion of owl's wisdom, masterwork light crossbow, 56gp.

Cleric spells per day (6/5+1/4+1/3+1/2+1; save DC 14 +

spell level): 0 - create water*2, detect magic, light, mending, resistance; 1st - bless, command, comprehend languages, divine favor, shield of faith, sanctuary*; 2nd - augury, bull's strength, hold person, summon monster II, shield other*; 3rd - invisibility purge, negative energy protection, speak with dead, magic circle against chaos*; 4th - freedom of movement, neutralize poison, order's wrath*

* *Domain spell. Domains*: Law (cast law spells at +1 caster level), Protection (grant someone you touch a resistance bonus equal to cleric level on next saving throw, lasts one hour, usable 1/day)

4: Palm Fronds Inn: This is the third stone structure in town. It stands two stories high and has palm trees planted about it. While village customs demand hospitality for visitors, merchants generally prefer a more solid place to stay than a tent, so the inn sees a good amount of business.

The décor is elegant and tasteful, and it's clear that someone with a fine aesthetic sense maintains the inn. The food and drink is expensive but worth it. There are regular performances of music, drama, and poetry given by the inn's owner, Hassan Bin Fassoon, and Asyra Salome sometimes performs here as well.

At six feet tall and 173 pounds, Hassan is every inch the tall, dark, and handsome bard. His long black hair and goatee give him an air of mystery his customers lap up. A few of the villagers mistrust him because he is a bard, but his great charisma has won over most of them, and he was recently voted to the council. Despite the sidelong glances of some, he loves the village that has been his home for five years, and enjoys the merchant caravan audiences desperate for entertainment after many days traversing the desert.

Hassan is secretly having an affair with Asyra Salome. He is weak-willed and easily swayed by a pretty face, and is blithely unaware of her true nature. He simply believes her advice on village matters is meant to help him.

Hassan Bin Fassoon, male human Brd4: CR 4; Medium humanoid; HD 4d6+4; hp 23; Init +3; Spd 30 ft.; AC 16, touch 13, flat-footed 13; Base Atk +3; Grp +4; Atk +5 melee (1d6+2/18-20, +1 rapier) or +6 ranged (1d8/19-20, light crossbow); Full Atk +5 melee (1d6+2/18-20, +1 rapier) and +3 melee (1d4/19-20, dagger) or +6 ranged (1d8/19-20, light crossbow); SQ bardic music, bardic knowledge +6, countersong 4/day, fascinate 4/day, inspire courage 4/day, inspire competence 4/day; SV Fort +2, Ref +6, Will +2; AL N; Str 12, Dex 17, Con 13, Int 14, Wis 7, Cha 18.

Languages: Common, Draconic, Terran.

Skills and feats: Balance +10, Decipher Script +4, Disguise +9, Escape Artist +10, Hide +6, Knowledge (history) +6, Move Silently +7, Perform (act) +8; Perform (string instruments) +10, Perform (wind instruments) +8, Tumble +11; Agile, Two-Weapon Fighting, Weapon Finesse (rapier).

Possessions: +1 rapier, masterwork dagger, masterwork studded leather, masterwork lute, masterwork flute, masterwork mandolin, 38gp, 2534sp.

Bard spells per day (3/3/1; save DC 14 + spell level): 0 - daze, detect magic, ghost sound, mage hand, open/close, prestidigitation; 1st - charm person, grease, silent image; 2nd - hypnotic pattern, invisibility

5: Asyra's Oddities: This gaily-colored tent is the home of Asyra Salome, who settled here about a year ago. Her assortment of glass and crystal trinkets and charms are popular in the village and with passing caravans. She also tells fortunes and performs at the inn, and is very knowledgeable about certain topics, which has endeared her to the Lawmistress in particular.

Asyra Salome is a stunning, exotic-looking woman standing five foot eight and weighing 136 pounds, with waist-length, straight black hair and green eyes, and appears to be in her mid-twenties. Her slightly angular features suggest she is from some land far away. The villagers of Dellamabad have no idea from where she hails, and would be shocked if they knew exactly how foreign she really is. Why? Because Asyra is a pureblood yuan-ti, and a dedicated worshipper of the very snake god that the Law Lord defeated at Serpent Rock those many years ago. The only hint to her origin is a tracery of fine green scales that runs from the nape of her neck to the base of her spine. Courtesy of the town's customary dress, this is almost always covered up. If someone should happen to notice it, she says it is the result of an encounter with a yuan-ti that went poorly, and that's why she gave up adventuring. There is enough truth in this lie to satisfy even magical tests, and in the village, only Hassan has seen it, and he believes her tale completely.

Asyra is smart, devious woman, but she doesn't see herself as evil. She feels that her god was wronged in the Law Lord's crusade against him, and wishes to set things right in her mind. She is not cruel, certainly not by yuan-ti standards, and is normally very pleasant and charming, but she doesn't suffer fools gladly, and is very impatient with anyone that wastes her time.

She found ancient texts in her distant homeland that led her on a trail that finally brought her to Dellamabad. Now that she is here, she finds herself uncertain of what to do next. She's surprised to find these humans don't eat snakes every day or sacrifice nagas by the full moon, as her people's legends say, but the at the same time, the story on the temple doors celebrates the slaughter of her deity's worshippers, and that tells her something about them.

She has worked to become friends with the Lawmistress, whose intelligence and sheer force of will she admires, by helping Sailama with her research. She also seduced Hassan Bin Fassoon, rather than the other way around. To her surprise, over the past year she has become genuinely fond of these two humans, which is causing some further internal conflict. But despite these misgivings, Asyra's first loyalty is to her god. She is using her influence on these two council members to try and find out more about the temple her people's records say is somewhere in the rock.

If she finds it, she isn't sure what she will do. Should she retrieve the artifacts that are there and quietly return them to other temples, or alert her fellow serpent guardians that infidels live near the remnants of a serpent deity's holy site, and have them raze Dellamabad and its temple to the ground? And what if something even worse than Law Lord worshipping humans has moved into the ruins?

What brings the PCs

- 1: They are hired by a wealthy patron to retrieve some of the fine dwarven jewelry for a daughter's wedding
- 2: They need to find some ancient lore, and hear of the Lawmistress and the temple library.
- 3: One of the lawful PCs hears of the temple and decides to visit it.
- 4: The PCs need to traverse the desert on a quest, and Dellamabad is on their route.

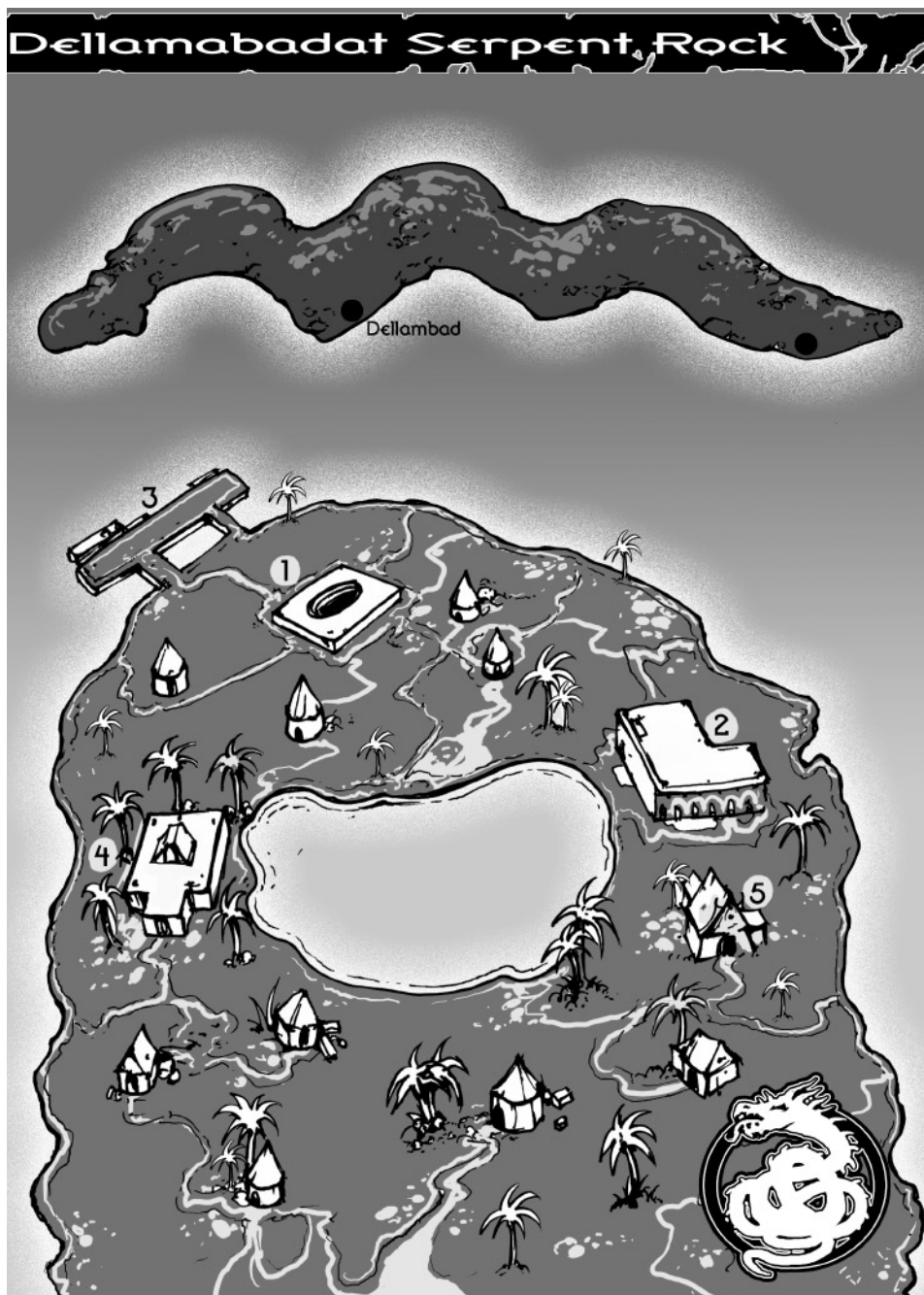
Adventure Hooks

- 1: The disappearance of the weekly offering to the desert spirits is actually a long-running ruse by a particularly clever and lazy xorn to get easy food. But now several other xorn have found its

little portal and are raiding the temple and mine for food.

- 2: The miners have broken into what looks like a temple or other structure, and it looks like it is dedicated to a snake god, possibly the very one the Law Lord defeated. Someone needs to investigate. Could there be more to the name "Serpent Rock" than even Dellama herself knew?

- 3: A child playing on the rock found a huge cave with a "big blue lizard" sleeping in it. Is the child lying to avoid punishment? Is it actually a dragon, or something else entirely? If it's a dragon, can it be driven out or killed? If not, it is known that most blues are lawful. Can it be bargained with, perhaps even made into an ally? How long has it been sleeping there, and is anything else down there with it?



Hammerholme

Summary: A dwarven mining community located under an ancient tower.

Size/Type: Village

Population: 587

Alignment: Lawful Neutral

Demographics: 100% dwarf

Gold Limit: 800 gp/23,200 gp assets.

Power Center: Conventional (Magistrate: LN)

Authority figures: Prince Ithragor, male dwarf Ars5/Ftr7 (crown prince of Hammerholme); Karazkon, male dwarf Ftr6 (captain of the guard)

Important Non Player Characters: Tarunoli, female dwarf Clr4 (Priestess of Moradin); Dworbanlok, male dwarf Wiz10 (clan wizard and experimenting necromancer); Ballum, male dwarf Exp4/Rgr3 (Mining Chief)

History/Background: Hammerholme is situated in a land of rocky desolation, bordered on the east by the Thunderhead Hills. The surrounding land was said to once have held a great stone mound called Rubyfill by humans of old. According to dwarven legend, the tower they occupy was once ruled by the Askulgrom clan who mined the mountain and brought them their riches. It was these riches that eventually brought Whisperbane the Shade Dragon and his Necromancer master Yarlzedd. Using magic from legend they fought a great battle that caused the destruction of Rubyfill and shattered the surrounding lands. No survivors were ever found. As the nearby human kingdom expanded, it engulfed the lands and old tower, but no settlers or explorers dared to enter what was thought a cursed place. About 200 years ago, the dwarven prince Ithragor came to the lands to reclaim the tower. He led a group of those who could trace some lineage to the Askulgrom clan and settle the lands. The tower was discovered mostly intact but the land infertile but the dwarves were determined to stay. Within a few years, new

halls were constructed beneath Hammerholme as various mining tunnels provided wealth for trade. During initial mining operations, the miners discovered veins of a dark black rock with grey lines embedded throughout. Dwarven smiths experimented and forged away to discover this previously undiscovered mineral, which they dubbed ebonite. While the tower itself wasn't fully refurbished or rebuilt, it now acts as the gateway, a bastion against entry to their underrealm. The surrounding human kingdom traded often early on, and eventually Ithragor was able to secure rights to the lands within the human borders with careful negotiation. Eventually, a faint trail was formed from the human trade route that passed around the lands west, running north to the coast. While trade is slow, it is enough (and preferable) to the dwarves. During the intervening years however, Hammerholme has seen a subtle but undeniable change: the inhabitants' stern but good nature has slowly become one of stoic duty and rigid work (this manifests in turning many dwarves from Lawful Good to Lawful Neutral).

General Layout/First Impressions:

Approaching from the north or south brings travelers through a slate-laced landscape with craggy outcroppings and a complete lack of plant life. Travel from the west usually means taking a dependable path from an established trade route through the aforementioned desolation. From the east one would have to cross the ravine-filled and unstable Thunderhead Hills. The tower of Hammerholme repre-



sents dwarven engineering at its finest and stands tall and proud from a distance of a mile. It's a gray-black stone construction is just over 200 feet tall, with its back resting against a jutting ridge of the Thunderhead hill. Dwarven sentries can be seen manning the roof with various siege weapons at hand. There are no guards present at the 15 foot vaulted iron doors carved with runes that are the sole entrance. An odd quiet hangs over the land, and no sounds of mining escape to the surface.

Once inside, a large, wide passageway leads down to a chamber for visitors to wait to be seen by the cleric of the Soulwright or the wizard. Temporary quarters are available for dwarven ambassadors or visitors; there are no amenities for other races (see Customs/Laws below). Iron lanterns shed a healthy orange glow over the passageways which branch out like spokes on a wheel to the main locations noted below, as well as the general quarters for extended families and the mining tunnels.

Economy/Trade: The dwarves prefer to keep trade to a minimum. While they have no set schedule, they try to keep caravan visits to one a month. Human merchants have come to the tower within a few days of another, and been turned away. The dwarves don't require much but get great deals thanks to the ebonite trade and silver they mine. The dwarves happily trade weapons and armor made of both ebonite and mithral. On occasion the wizard can be talked into creating magical items or aiding in research.

Occasionally, many of the more good-natured dwarves (those still Lawful Good) make their way to the surface to spend some time with visitors, exchanging news, ale, and stories. Within Hammerholme itself gold is still the unit of exchange, valued by the dwarves as much as those they trade with.

Customs/Laws: The dwarves do their best to keep the traditions of their forefathers alive despite how isolated they are from a proper dwarf kingdom. A law passed just 50 years ago states that only dwarves will be welcomed within the confines of the city. Caravans are welcome to camp outside the tower but all trading is done on the surface. Visiting dwarves are welcome to visit the inner chambers but are kept under escort at all times.

Thieves are looked down upon as the worst type of lowlifes, and dwarven thieves are expelled. When dealing with visiting merchants they take careful note of exactly who they are dealing with. A good transaction means the dwarves pass the word along. A charlatan or cheat is also noted and banned from future transaction with the dwarves.

Religion/Worship: The dwarves of Hammerholme worship the Soulwright. High Hammer Tarunoli the cleric sees to the worship of the Creator and the teaching of his ways. She tends the clan shrine daily and oversees the multitude of holidays and festivals she insists on having to free the workers from their daily grind.

As strange behavior affects many of her clansmen, more dwarves are making daily stops at the shrine for guidance. Tarunoli herself spends an hour each week in deep meditation hoping for a sign of what must be done to lift the curse.

Locations/Personas

1: The Tower: Karazkon and a contingent of four dwarven guards are usually atop the tower watching the surrounding lands, ready to attack interlopers with a ballistae. A mighty horn called a Sumner (see appendix) is blown, alerting everyone below to the approach of travelers. Upon approach, Karazkon (or another on duty) hails travelers in both common and dwarven to identify themselves and ask the purpose and length of the visit. If another caravan has visited within the past 25 days or so, the visitors are cordially dismissed. If the caravan contains a known and recognized cheat, it is turned away.

Karazkon is a strong, sturdy grizzled warrior with very little sense of humor and a lifelong sense of duty. His ebonite armor and smoke-colored beard gives him a dangerous look...there are few dwarves that could stare him down. However, he is a very good judge of character and there isn't a dwarf in Hammerholme who wouldn't agree he is fair.

Karazkon, male dwarf (hill) Ftr6: CR 6; Medium humanoid; HD 6d10+18; hp 62; Init +2; Spd 20 ft.; AC 19, touch 10, flat-footed 19; Base Atk +6, Grp +9; Atk +10 melee (1d8+4, +1 morningstar or 1d8+3/x3, masterwork warhammer) or +10 ranged (1d8+1/19-20, masterwork light crossbow w/ +1 bolts); Full Atk +10/+5 melee (1d8+4, +1 morningstar or 1d8+3/x3, masterwork warhammer) or +10 ranged (1d8+1/19-20, masterwork light crossbow w/ +1 bolts); SV Fort +8, Ref +4, Will +5; AL LN; Str 16, Dex 14, Con 17, Int 13, Wis 12, Cha 10.

Languages Spoken: Common, Dwarven, Giant.

Skills and feats: Appraise +4, Climb +4, Craft (stonework) +9, Jump +1; Alertness, Blind-Fight, Combat Reflexes, Endurance, Point Blank Shot, Iron Will, Rapid Shot.

Possessions: Masterwork light crossbow; +1 morningstar ("Old Whacker"); masterwork warhammer; +1 light bolts (x18); +1 light steel shield; ebonite half-plate; 11 gp, 1 sp, 19cp, 6 Gems (70gp each).

2: Visitor's Chamber: This octagonal room is set with benches along the walls and standards and shields with the Askulgrom clan insignia on it: a gauntleted hand within an octagon atop a tower. Dwarven children may be asked to bring in food and drink for waiting guests of importance. Soon Tarunoli will come to offer welcome to Hammerholme and address any visitors concerns. She asks pointed questions to determine the motives of strangers and, just to be cautious, even those she knows. Dwarves are welcomed and shown to visitor's chambers or taken to the prince or the wizard depending on their business.

Tarunoli has a stern brow but can easily dismiss that with a glinting smile. She has long braided golden hair and proudly wears a buckler adorned by a hammer and anvil on her left arm. Her simple armor is always in the best condition. She is truly loyal to Prince Ithragor, but has been witness to a change in her people after she came to serve here almost 100 years ago. She is certain there is a curse upon the land but cannot place it. She does feel the ebonite is dangerous and was very distressed to learn that Dworbanlok was experimenting in necromantic magic. She gave an oath to keep this a secret but canny visitors might tell she isn't entirely comfortable or that heavy concerns rest on her mind.

Tarunoli, female dwarf (hill) Clr4: CR 4; Medium humanoid; HD 4d8+12; hp 24; Init +1; Spd 20 ft.; AC 18, touch 11, flat-footed 17; Base Atk +3, Grp +4; Atk +4 melee (1d8+1, heavy mace or 1d6+1/x3,

shortspear), or +4 ranged (1d8/19-20, light crossbow or 1d8+1/x3 shortspear); Full Atk +4 melee (1d8+1, heavy mace or 1d6+1/x3, shortspear), or +4 ranged (1d8/19-20, light crossbow or 1d8+1/x3 shortspear); SQ Turn undead 3/day; SV Fort +7, Ref +2, Will +10; AL LG; Str 13, Dex 12, Con 16, Int 17, Wis 17, Cha 11.

Languages Spoken: Common, Dwarven, Gnome, Goblin, Undercommon.

Skills and feats: Concentration +10, Diplomacy +7, Heal +8, Knowledge (religion) +11, Spellcraft +11; Brew Potion, Iron Will.

Possessions: Heavy mace; light crossbow; shortspear; silver light bolts (x16); +1 chainmail; buckler; potion of blur; potion of wisdom (x2); 31pp, 316gp, 5 gems (12gp x3, 130gp x2). Cleric Spells per day (5/4+1/3+1; save DC 13 + spell level): 0 - detect magic, detect poison, light, mending, virtue; 1st - cure light wounds, detect evil, obscuring mist, protection from evil, magic stone*; 2nd - consecrate, make whole, resist elements, shield other*.

**Domain spell. Domains:* Earth (turn/destroy Air creatures, rebuke/command Earth creatures), Protection (generate protective ward 1/day).

3: Wizard's Study: This laboratory is overflowing with stone tables and shelves, walkways and chimneys, a maze of magical experiments at work. Old Archmage Dworbanlok spends his time here experimenting on the Ebonite. His gold robes streaked with black are exquisite, but do not match the condition of his beard, which in recent years has fallen victim to a few alchemical accidents. Regardless, Dworbanlok is much sought after by the rare dwarven hopefuls of other clans seeking to learn the ways of the magi. Dworbanlok has rejected, without explanation, all the hopefuls of the past 30 years.

Dworbanlok is slowly changing his ways. Nearly 50 years ago he was Lawful Good and only tinkered with the rare ebonite. Since then he has increased his studies in the necromantic arts, forging weapons looked down upon by the honorable Soulwright and drawing the ire of the clan's priestess Tarunoli. He has a thoughtful brow, accented by eyebrows that animate as he speaks. He has the patience of a saint and rarely rushes into any decisions. His robes are adorned with runes of both an arcane and dwarven variety.

Dworbanlok, male dwarf (hill) Wiz10: CR 10; Medium humanoid; HD 10d4+30; hp 58; Init +2; Spd 20 ft.; AC 14, touch 14, flat-footed 12; Base Atk +5, Grp +4; Atk +4 melee (1d6+1, quarterstaff), or +7 ranged; Full Atk +4 melee (1d6+1, quarterstaff), or +7 ranged; SV Fort +6, Ref +5, Will +7; AL LN; Str 9, Dex 14, Con 17, Int 16, Wis 10, Cha 9.

Languages Spoken: Common, Dwarven, Terran, Undercommon.

Skills and feats: Concentration +16, Craft (alchemy) +15, Craft (weaponsmithing) +10, Knowledge (arcana) +15, Spellcraft +13; Combat Casting, Craft Magic Arms and Armor, Eschew Materials, Heighten Spell, Scribe Scroll, Spell Penetration, Still Spell.

Possessions: +2 quarterstaff ("Olde Skullcrusher"); potion of fox's cunning; ring of counterspells; rod of metal and mineral detection; wand of shocking grasp [12 charges]; +2 ring of protection; scroll [arcane, caster level 1]; scroll [arcane, caster level 5; displacement]; scroll [arcane, caster level 7; polymorph self; haste; dimension door; vampiric touch]; 201pp, 8079gp, 11 gems (80gp x4, 60gp x7).

Wizard Spells Prepared (4/5/5/4/3/2; save DC 13 + spell level): 0th - dancing lights, daze, detect magic, flare; 1st - change self, charm person, hold portal, mage armor, magic missile; 2nd - blur, detect thoughts, ghoul touch, invisibility, mirror image; 3rd - crushing despair, fireball, ray of enfeeblement, slow; 4th - polymorph, wall of ice(x2); 5th - hold monster, teleport.

Wizard Spells Known (4/5/5/4/3/2; save DC 13 + spell level): 0th -

arcane mark, dancing lights, daze, detect magic, detect poison, disrupt undead, flare, ghost sound, light, mage hand, mending, open/close, prestidigitation, ray of frost, read magic, resistance; 1st - animate rope, change self, charm person, feather fall, hold portal, identify, mage armor, magic missile, shield, silent image, sleep, true strike; 2nd - blur, detect thoughts, ghoul touch, invisibility, mirror image; 3rd - crushing despair, fireball, haste, hold person, ray of enfeeblement, lightning bolt, slow; 4th - fire trap, polymorph, wall of ice; 5th - cloudkill, hold monster, baleful polymorph, teleport, transmute rock to mud.

4: Ebonite Processing: This is the chamber where the minerals mined by the dwarves of Hammerholme are processed. Overseer Ballum is the son of the dwarf that discovered the ebonite on this site so many years ago, and he does his job with pride and skill. He not only supervises the appraising and finishing of the ores, he creates the mining schedules, leads new expeditions belowground and is a master of spelunking.

Ballum has become even more dour and gruff than even his fellows appreciate. Instead of leading holiday banquets with his song like when he was young, he prefers to forego holidays if possible to continue to work the mines with a work ethic some may call manic. He is never seen without his father's helm, a relic passed down through the ages in his family. His calloused hands show the signs of his talent.

Ballum, male dwarf (hill) Exp4/Rgr3: CR 6; Medium humanoid; HD 4d6+8 + 3d8+6; hp 47; Init +3; Spd 20 ft.; AC 19, touch 13, flat-footed 16; Base Atk +6, Grp +7; Atk +9 melee (1d10+3/x3, +2 dwarven waraxe), or +10 ranged (1d6+1/x3 shortbow w/ +1 arrows); Full Atk +9/+4 melee (1d10+3/x3, +2 dwarven waraxe), or +10/+5 ranged (1d6+1/x3 shortbow w/ +1 arrows) or +8/+8/+3 ranged (1d6+1/x3 shortbow w/ +1 arrows); SQ wild empathy, favored enemy (monstrous humanoids) +2; SV Fort +6, Ref +8, Will +6; AL LN; Str 13, Dex 16, Con 15, Int 11, Wis 12, Cha 10.

Languages Spoken: Common, Dwarven.

Skills and feats: Appraise +8, Craft (stoneworking) +8, Knowledge (dungeoneering) +9, Knowledge (local) +6, Profession (miner) +10, Search +7, Spot +11; Die Hard, Endurance, Rapid Shot, Skill Focus (Profession (miner)), Skill Focus (spot), Track.

Possessions: +2 dwarven waraxe; +1 shortbow arrows (x10); shortbow arrows (x10); shortbow; light wooden shield; chainmail; potion of bear's endurance; potion of enlarge (5th level); 46pp, 1551gp, 5sp, 59cp.

5: Prince's Chambers: The self-dubbed Prince Ithragor is the crown ruler of the new Askulgrom clan. Having the closest ties to the Askulgrom bloodline from centuries ago. He has declared that until a full-blooded Askulgrom make himself known to be declared King, he shall rule as Prince of Hammerholme and continue the work of his defeated clansmen. It is in this chamber that Ithragor both lives and greets visitors to his realm. The prince does not necessarily live a life of royalty. If anything, it is privacy he gets the most of, at his request. Gifts from his faithful workers, many carved or made of the valuable ebonite, decorate the walls of this chamber.

Prince Ithragor has become sullen and withdrawn within the past 20 years, but his heart is strong and his faithfulness to the Soulwright may yet prove itself in turning around the 'curse' that had befallen his people. The prince looks more like an ancient advisor, with wrinkles through his long face that are not unlike the veins of ebonite running through the deeper tunnels of his realm. From his heart he occasionally manages smiles and

makes sure to attend all the festivals throughout the year, though he does wish that Tarunoli would cut back a bit on these.

Ithragor, male dwarf (hill) Ars6/Ftr7: CR 12; Medium Humanoid; HD 6d8+6 + 7d10+7; hp 71; Init +5; Spd 15 ft.; AC 22, touch 11, flat-footed 21; Base Atk +11, Grp +14; Atk +17 melee (1d12+5/x3, +2 greataxe), or +14 ranged (1d6+2/x3 +1 illuminating shortbow w/ +1 arrows); Full Atk +17/+12/+7 melee (1d12+5/x3, +2 greataxe), or +14/+9/+4 (1d6+2/x3 +1 illuminating shortbow w/ +1 arrows); SV Fort +11, Ref +8, Will +11; AL LN; Str 17, Dex 12, Con 12, Int 12, Wis 13, Cha 14.

Languages Spoken: Common, Dwarven, Orc.

Skills and feats: Appraise +9, Diplomacy +13, Gather information +12, Jump +7, Knowledge (history) +15, Knowledge (religion) +7, Spot +10; Alertness, Cleave, Combat Reflexes, Great Cleave, Improved Bull Rush, Improved Initiative, Point Blank Shot, Power Attack, Weapon Focus (greataxe).

Possessions: +2 greataxe (“stumpgiver”); +1 shortbow illuminating; sleep arrow of returning (x3); +1 shortbow arrows (x15); masterwork shortbow arrows (x37); +3 light steel shield; +1 half-plate; potion of bull’s strength; potion of delay poison (x2); potion of enlarge; brooch of shielding; cloak of resistance +3; 30pp, 382gp, 7sp, 79cp, 14 gems (1100gp x14).

What brings the PCs

- 1: They are traveling with a caravan that visits the dwarves.
- 2: A necromancer has determined that a piece of the Ebonite rock he purchased from a caravan has arcane properties. Once he discovered the source, he immediately hired the party to purchase more in his name

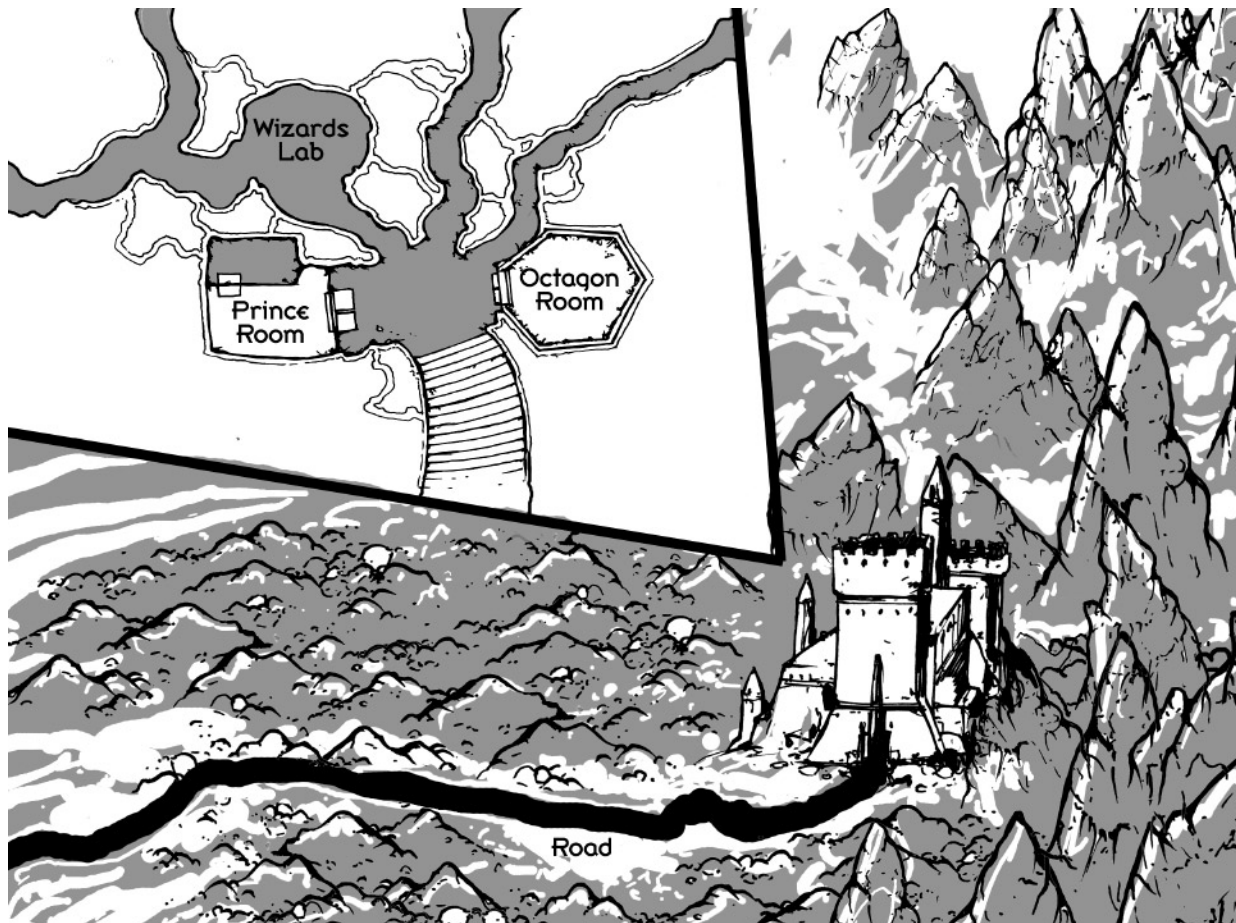
3: The party is exploring an ancient dungeon in the Thunderhead Hills and part of a wall collapses leading to a tunnel connecting to Hammerholme.

Adventure Hooks

1: A shade drake from a far away land is making his way across the continent searching for the desolation surrounding Hammerholme, hoping to find remains of relics left from the great necromancer that caused the destruction so long ago. The party gets wind of the drake’s approach and realizes they don’t have long to travel to Hammerholms and warn or aid the dwarves in the defense of their home.

2: The party comes to the tower with a scheduled caravan but there is no answer. True, another caravan may have come recently and the dwarves don’t wish to trade, but there are no sentries on the roof either! Digging deep the dwarves unearthed a monstrosity from the underrealm and the PCs will have to investigate to learn the truth. Surely the dwarves will pardon the intrusion if the PCs help save the day...

3: The DM must decide what exactly is causing the dwarves to shift in alignment. Ebonite may not be all it first seems. There needs to be a reason that the dwarves have slowly become more isolated, and turned from Lawful Good to Lawful Neutral (albeit over a long period of time). Perhaps the ancient high magi spell the necromancer used so long ago shattered even his shade drake mount, and his essence permeated the very earth creating this ebonite? The characters must discover what the cause of the curse is and if it can be lifted.



Sentinel Fortress

Summary: A fortress located on a mountain pass built inside an ancient statue from a forgotten age.

Size/Type: Village

Population: 611

Alignment: LG

Demographics: 85% human, 7% half-elven, 4% elven, 3% dwarven, 1% other

Gold Limit: 200 / 6,110 assets.

Power Center: Typical (military controlled)

Authority figures: Asta, female human Pal8 (commander); Tharilor, male elf Pal8 (strategist)

Important Non Player Characters: D'bon, male dwarf Ftr4/Exp4 (siege engineer); Zhanna, female human Rgr2/Rog7 (fortress scoutmaster); Starkad, male half-elf Exp6/War1 (weaponsmith); Zinyda, female human Exp5 (armor smith)

History/Background: Built into the eastern cliff wall at the end of the Valley of Storms is a gargantuan statue of stone standing over 100 feet tall which serves as a fortress. In the form of a soldier from an ancient empire that once ruled the land, it is much more than a decoration. Within it, passageways, halls and rooms snake their way through the structure from head to toe housing a legion of the current kingdom's mightiest warriors who use the post to protect the valley from the frozen Scourgelands to the north. The small village which has grown up around the fortress has known hard times but refuses to abandon the soldiers, most notably because many of the families of the men within the fortress have come to live here due to the distance from the core of the kingdom. Since the time of the first orc war, the statue has been a site of conflict and heroism. Some of the most spectacular wars have been fought by the gallant men and women from within the fortress; in spite of the fact many of the kingdom's folk will never know of their bravery. The men and women of the fortress will defend it to the last, while an even braver group faces the catacombs beneath searching for a legendary magical tome that is said to bring the statue fortress to life under the commands of the reader.

General Layout/First Impressions: The statue compound known as the Sentinel Fortress appears as a tall human figure flush against the cliff wall. Large sandals, shin-plate armor, a form-fitting breastplate and a mighty open helm adorn the hollow statue. From a distance at twilight one can make out the tiny spaces of dark orange that betray the lookout posts on the statue that are in the eyes, belt, shoulders, knees and ankles. Construction has begun on fitting the shoulders with a stone wall to allow an arsenal of siege equipment to rest there. The statue stands with its left arm down, and its right is angled to its side holding up a gigantic spear that would have passed beyond the cliff walls, except that damage from an earlier age has left it a broken shaft. A small collection of buildings sit within a wooden palisade fence surrounding the feet of the statue. To the south, the miles of the Valley of Storms fade away, mostly rocky and sparse. Through a particularly treacherous craggy land to the north on the horizon, perpetual gray clouds mark the territory of the Scourgelands, home of winter orcs.



Economy/Trade: The small village around the statue's base primarily deals with the soldiers and villagers there. Nearby hills to the west offer some grazing potential, and the miniature gardens within the walls feed individual families. Supply runs from the inner kingdom come once a month with news and much needed supplies. There's no one else to trade with and it's not along a popular trade route! Occasionally caravans using a short cut skirt the southern border of the Scourgelands and regularly stop at the village; however, these are but a handful a year. There are a few inland nobles, however, who insist on paying extra to have their armor or personal weapons made from the smiths at the Sentinel Fortress. These items are no better than anywhere else but have an interesting story attached to each... whether that story is true or not.

Customs/Laws: Rogues or conniving merchants won't be at ease here. Laws would be enforced heavily, per the King's edicts, if anyone were to actually break them. The camaraderie ensures no one deserts his post. The villagers are there for the soldiers and the symbiotic relationship has filtered the tight schedules, loyalty, and rigid views to one another, and there's no need to worry about such silliness as thievery, arson, or cons. Visitors are not left alone for long...not necessarily because they are followed (but suspicious folk are) but because there's little place to go where you will not be seen. Criminals disobeying the King's law are held in a prison near the catacombs beneath the statue until they can be taken back to the kingdom for justice by one of the monthly caravans.

Religion/Worship: The entire community fervently worships the God of Guardians and Protection. The state religion is that of the God of Justice, but the folk of the Sentinel Fortress follow their lives knowing their duty is for the defense of the kingdom and the thousands that count on them. To them, the God of Guardians is right there with them, to others, the statue must have been an ancient gift by the God himself to the civilization before and they are holding the tradition for their lands. There is a temple of worship for the God of Guardians in the statue's halls, and a shrine to the God of Justice in the village. The Goddess of Stamina and Endurance is also a favorite household faith among the workers of the village.

Locations/Personas

1: Warmaster's Ready Room: In the level of the statue that would be the mighty warrior's belt is the planning chambers of the master strategist Tharilor. Iron sconces light the many tables with maps, charts and special collected information on the winter orcs and their plans.

Tharilor is one of the last of the Elven community of Sorthananfel which was devastated by a winter orc horde over 100 years ago. Tharilor's people were taken in and accepted as equals by the kind humans of the Kingdom he now protects. Adopted by the Church of the God of Justice, he has become one of the premiere paladins of the church and a military tactician the fortress is proud to have. Tharilor's elven stature means little when in his +1 breastplate carved with elven symbols, crafted by the armorsmith Zynida and ensorcelled by her father, a wizard for the king. He is blissfully unaware of the human Zynida's affection towards him.

Tharilor, male elf Pal8: CR 8; Medium humanoid; HD 8d10; hp 47; Init +2; Spd 20 ft.; AC 18, touch 12, flat-footed 16; Base Atk +8; Grp +10; Atk +11 melee (1d8+3, +1 heavy lance) or +11 melee (1d10+3/19-20, +1 bastard sword), or +11 ranged (1d8/19-20, masterwork light crossbow); Atk +11/+6 melee (1d8+3, +1 heavy lance) or +11/+6 melee (1d10+3/19-20, +1 bastard sword), or +11 ranged (1d8/19-20, masterwork light crossbow); SA turn undead 7/day, smite evil 2/day; SQ aura of good, divine health, aura of courage, divine grace, lay on hands, detect evil, remove disease 1/week; SV Fort +10, Ref +8, Will +9; AL LG; Str 15, Dex 14, Con 10, Int 15, Wis 16, Cha 19.

Languages Spoken: Common, Elven, Gnoll.

Skills and feats: Diplomacy +15, Handle animal +13, Knowledge (religion) +13, Ride +13, Endurance, Extra turning, Power Attack.

Possessions: +1 heavy lance; +1 bastard sword, masterwork light crossbow, light bolts (x24), +1 breastplate, potion of cat's grace, potion of cure serious wounds, 55gp, 6sp.
Paladin Spells Per Day: (2/1; save DC 13 + spell level): 1st – cure light wounds, divine favor; 2nd – shield other

2: Tower Battlements: The chambers in the head of the statue grant an unparalleled view of the view north and west. Stairs from the "ear" archways lead down to platforms atop the shoulders brimming with catapults, large and small, with a reach unknown to most armies and able to repel advancing forces thousands of feet away.

D'bon is the proud dwarven engineer and siege master of the lookouts and war machines the Sentinel Fortress uses. Over 40 men are under his command, trained to spot the slightest change in the landscape and keep the siege weaponry in top shape to repel attackers. D'bon is proud of his post and duty and is another fine example of the kingdom's fair ways of treating his nearby clan Karazund as trusted neighbors and allies. His red beard is tied in the ring-like knots of his forefathers.

D'bon Karazund, male dwarf Ftr4/Exp4: CR 7; Medium humanoid; HD 4d10+16 + 4d6+16; hp 72; Init +7; Spd 20 ft.; AC 20, touch 14, flat-footed 17; Base Atk +7; Grp +9; Atk +12 melee (1d10+6/x3 +2 dwarven waraxe), or +11 (1d10+1/19-20, +1 heavy crossbow); Atk +12/+7 melee (1d10+6/x3 +2 dwarven waraxe), or +11 (1d10+1/19-20, +1 heavy crossbow); SQ dark-vision 60 ft.; SV Fort +9, Ref +7, Will +6; AL LN; Str 14, Dex 17, Con 19, Int 11, Wis 12, Cha 11.

Languages Spoken: Common, Dwarven, Gnome, Undercommon.

Skills and feats: Craft (siege weaponry) +8, Knowledge (military tactics) +10, Listen +5, Search +8, Spot +9; Dodge, Endurance, Improved Initiative, Lightning Reflexes, Weapon Focus (dwarven waraxe), Weapon Specialization (dwarven waraxe).

Possessions: +2 dwarven waraxe ("King Vengeance"); +1 heavy crossbow; heavy bolts; masterwork small steel shield; masterwork chainmail; ring of protection +1.

3: Scout's Stables: The immediate craggy lands to the north as well as the valley south are patrolled regularly and diligently. The fine steeds raised for this task are given the utmost training and care by their riders and respected as fellow soldiers by the men and women here. These stables house the scouting mounts as well as the cavalry horses for the small force the fortress

trains. There are about 20 full-time scouts that keep their eyes on the lands, all under the respectful leadership of Rhanna.

Rhanna is the scout leader and coordinator for the forces that patrol the lands around the fortress. She has braided deep black hair and is fond of liberal use of Bladeblack. Her techniques are sometimes viewed as dangerously rash by the more conventional planners here, but her methods are undeniable: there is little information that is overlooked or missed despite how close at times her scouts risk capture to ensure their information is complete and accurate. She is a good drinking friend of D'bon the dwarf as the two work in tandem frequently in the prevention of unprepared attack.

Rhanna, female human Rgr2/Rog7: CR 9; Medium humanoid; HD 2d10 + 7d6; hp 39; Init +3; Spd 30 ft.; AC 18, touch 13, flat-footed 15; Atk +9 melee (1d8+1/19-20, +1 longsword), or +11 ranged (1d4+1/19-20 +1 hand crossbow); Full Atk +9/+4 melee (1d8+1/19-20, +1 longsword), or +11 ranged (1d4+1/19-20 +1 hand crossbow); SA sneak attack +4d6; SQ evasion, favored enemy orcs +2, trapfinding, uncanny dodge, trap sense +2, wild empathy; SV Fort +7, Ref +8, Will +3; AL LG; Str 10, Dex 16, Con 11, Int 13, Wis 12, Cha 15.

Languages Spoken: Common, Dwarven.

Skills and feats: Animal empathy +9, Balance +14, Hide +13, Listen +12, Move silently +23, Read lips +11, Search +10, Spot +17, Survival +10; Tumble +13; Exotic Weapon Proficiency (hand crossbow), Great Fortitude, Point Blank Shot, Run, Track, Weapon Focus (longsword).

Possessions: +1 longsword ("Icebiter"); +1 hand crossbow; hand bolts (x12); +1 chain shirt; potion of aid; eyes of the eagle; boots of elvenkind, vial of bladeblack (x3) (see below).

4: Weaponsmith: The weaponsmith building is seen with fumes soaring into the sky nearly day and night as the schedule for repair, upgrading and manufacturing weaponry continues ad infinitum for the small but dedicated crew here. There are a number of forges and it's stocked with equipment the locals love harassing the monthly supply caravan to upgrade.

Starkad spent many of his youthful days not just apprenticing himself to every smith he could, but long nights studying every blade in the library, their shine, balance, weight, and feel. He was particularly excited to learn a great-grandfather on his elven side was a superior weaponsmith who crafted the legendary elven weapons Sorbrodrond ("Dancing Defiler") and Gloratost ("Lyrical Defender"). He was thrilled after completing apprenticeship to get in on the crew of the weaponsmiths of the Sentinel Fortress and quickly rose to lead its crew over time and repeated work that excelled.

Starkad, male half-elf Exp6/War1: CR 5; Size M; HD 6d6+6 + 1d8+1; hp 41; Init +1 (+1 Dex); Spd 30 ft.; AC 15, touch 11, flat-footed 14; Base Atk +5; Grp +8; Atk +10 melee (1d8+4/x3 +1 spear), or +8 ranged (1d8+4/x3 +1 spear); Atk +10 melee (1d8+4/x3 +1 spear), or +8 ranged (1d8+4/x3 +1 spear); SV Fort +5, Ref +3, Will +5; AL CG; Str 17, Dex 12, Con 13, Int 13, Wis 10, Cha 11.

Languages Spoken: Common, Elven.

Skills and feats: Bluff +10, Craft (weaponsmith) +13, Diplo-

macy +6, Hide +10, Open Lock +10, Jump +10, Sense Motive +8; Iron Will, Skill Focus (Craft (weaponsmith)), Weapon Focus (spear).

Possessions: +1 spear; Masterwork Chain Shirt.

5: Overseer's Ready Room: The overseer of the village and fortress rest squarely on the statuesque heroine of the kingdom, Asta Shadowgold. In the chambers nestled in the lower legs of the mighty fortress-statue, she and her advisors plan the daily schedules of the troops, villagers, scouts and operations. Tharilor is seen here frequently as well, helping as advisor and keen ear (and a few sideways glances, as he's found himself growing quite fond of her).

Despite numerous warnings from her colleagues that taking the job as lady of Sentinel Fortress would be a self-imposed exile from the kingdom's heartland, Lady Asta insisted, not only as a continued test of her abilities, but to escape the fame she'd won by saving the small forest hamlet of Ardborough nearly single-handedly. She led her adventuring party into a charge against an overwhelming force of worg-riding goblins, slaughtering them to a one and hunting out and burning their lair after exiling the survivors to the hinterlands. She enjoys that her fame hasn't followed her here and feels closer to her calling of the God of Guardians serving in this far away place. She is fully aware of Tharilor's interest in her but always finds convenient excuses not to follow through, for the brave Lady Asta suffers from a strong bashful complex.

Asta Shadowgold, Champion of Ardborough, female human Pal8: CR 8; Size M; HD 8d10+8; hp 65; Init +0; Spd 20 ft.; AC 19, touch 10, flat-footed 19; Base Atk +8; Grp +9; Atk +11 melee (1d8+3, +2 morningstar), or +9 ranged (1d8+1/x3, +1 composite longbow [+1 Strength]); Full Atk +11/+6 melee (1d8+3, +2 morningstar), or +9/+4 ranged (1d8+1/x3, +1 composite longbow [+1 Strength]); SA turn undead 6/day, smite evil 2/day; SQ aura of good, divine health, aura of courage, divine grace, lay on hands, detect evil, remove disease 1/week; SV Fort +10, Ref +7, Will +8; AL LG; Str 13, Dex 10, Con 13, Int 15, Wis 13, Cha 16.

Languages Spoken: Common.

Skills and feats: Diplomacy +14, Handle animal +14, Heal +12, Knowledge (religion) +13, Ride +13; Blind-fight, Leadership, Lightning reflexes, Iron will.

Possessions: +1 composite longbow (+1 Str bonus); +2 Morning Star ("Justicekeeper"); silver longbow arrows (x37); masterwork large steel shield; masterwork half-plate; potion of detect thoughts; potion of cure moderate wounds; potion of eagle's splendor; restorative ointment.

Paladin Spells Per Day (2/1; save DC 11 + spell level): 1st – cure light wounds, divine favor; 2nd – shield other

6: Armorsmith: The Armorsmith is not quite as busy as the weaponsmith, and it shows. The building takes on a much more organized and orderly appearance as well as being quieter. Specific shifts are arranged to ensure that each product from within is tended to by a number of smiths for maximum reliability and craftsmanship.

Zinyda is the young strawberry-blond, freckle-faced daughter of famous master armorsmith Eton Lansdon from the inner kingdom. She is feisty, precise and dedicated to her craft. She

tries ever so subtly to draw the affections of Tharilor the elven warmaster, but perhaps too subtly as it's gone unnoticed. She is increasingly aware, however, of his eye for Lady Asta; and while she respects her greatly, Asta didn't leave her family and friends to get positioned here specifically to pursue Tharilor, who Zinyda's had a crush on since seeing him at his knightly coronation many years before. Her most recent task has been to learn elven to further impress him.

Zinyda Lansdon, female human Exp5: CR 4; Medium humanoid; HD 5d6-5; hp 17; Init +2; Spd 30 ft.; AC 17, touch 12, flat-footed 15; Atk +6 melee (1d6+2/x3, masterwork shortspear), or +6 ranged (1d6+2/x3, masterwork shortspear); Full Atk +6 melee (1d6+2/x3, masterwork shortspear), or +6 ranged (1d6+2/x3, masterwork shortspear); SV Fort +0, Ref +3, Will +5; AL NG; Str 15, Dex 14, Con 8, Int 14, Wis 12, Cha 12.

Languages Spoken: Common, Elf, Orc.

Skills and feats: Bluff +9, Craft (armorsmithing) +10, Intimide +10, Knowledge (nature) +9, Knowledge (religion) +9,

Listen +8, Move silently +9, Sense motive +8, Spot +8, Survival +8; Blind-Fight, Skill focus (Intimidate), Skill Focus (Knowledge (religion)).

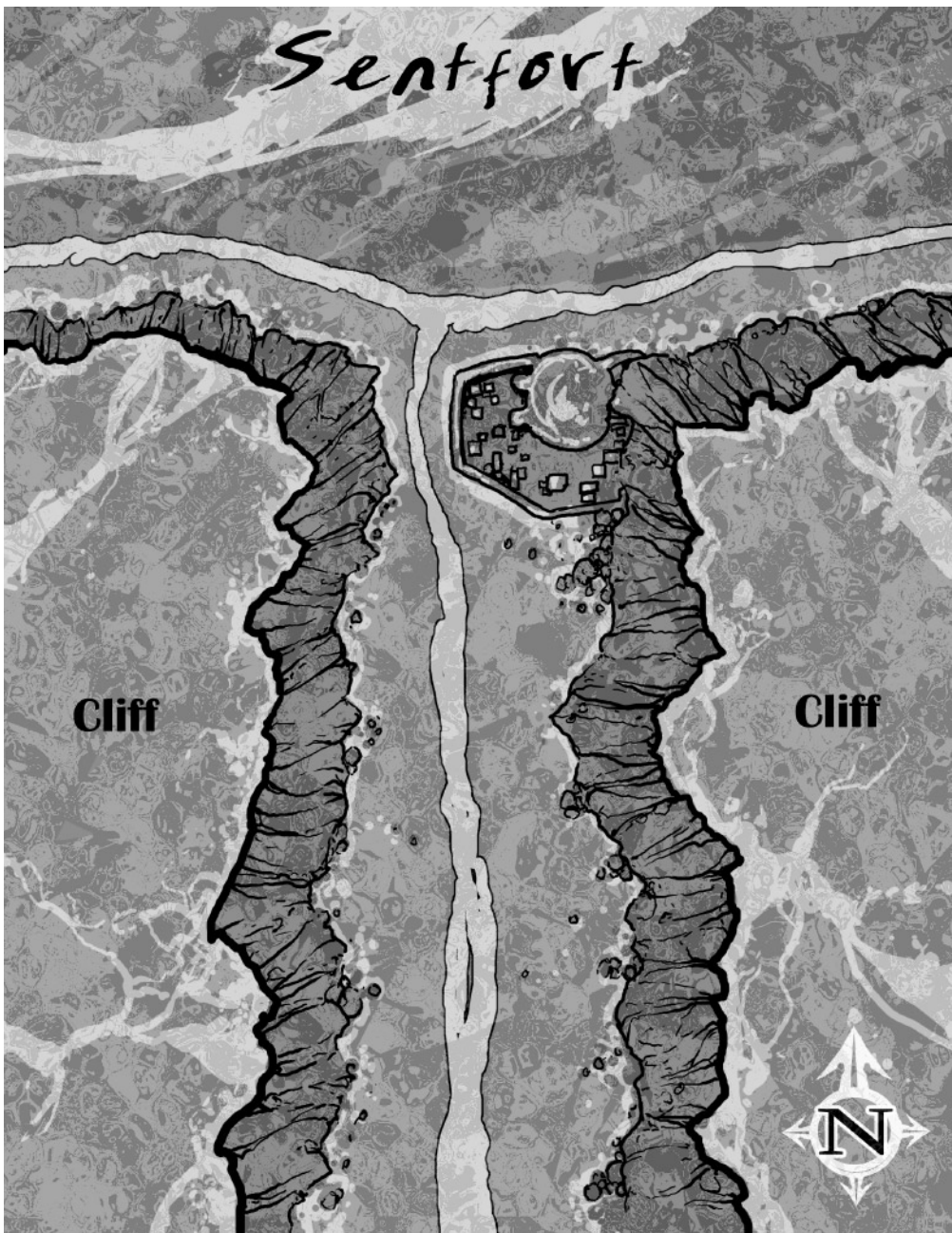
Possessions: Masterwork halfspear; +2 studded leather armor.

What brings the PCs

- 1: The PCs are skirting the edge of the Scourgelands along the border trying to escape an oncoming snowstorm and come to the entranceway of the Valley of Storms and the Sentinel Fortress for shelter.
- 2: PCs come as a summons from the King to aid the Sentinel Fortress troops with much needed spellcaster backup for a suspected imminent orc invasion.
- 3: The PCs are hired by agents of the king to locate the Codex Anamator by any means possible.

Adventure Hooks Three

- 1: While staying at the village, orcs come spilling out of the lower floor of the statue. A small warband discovered lost tunnels leading from miles north up under the catacombs and into the Sentinel! The PCs must help repel the surprise attack, discover the breach and seal it as well as investigate other possible lost tunnels.
- 2: An orc shaman approaches the village under a flag of truce. He bellows in terrible common that infiltrators have discovered the Codex Anamator in the caves in the cliff and that once translation is complete the statue will awaken to their commands and suggest the soldiers retreat while they still can. He then vanishes in a puff of smoke. The PCs are hired to infiltrate the Scourgelands to investigate the validity of this claim.
- 3: The PCs uncover a clue that is later identified as the missing lore revealing the location of the Codex Anamator. They are hired to retrieve the artifact from its one resting place, but that place is deep below the normal catacombs of the statue, which the orcs have infiltrated through side passages. The orcs have a similar clue as to its whereabouts making it a race against time!



Fort Grahluk

Summary: A mercenary company of half orc, orc, and human barbarians has been granted land to settle and defend in the cold northern reaches of a small kingdom.

Size/Type: Small town

Population: 1,376

Alignment: Chaotic Neutral

Demographics: 50% half-orc, 33% orc, 16% human, 1% other

Gold Limit: 800 gp/55,040 gp assets.

Power Center: Conventional (Mercenary Captain and officers, CN)

Authority figures: Captain Grahluk Ironfist, male half-orc Bbn8 (Mercenary Captain)

Important Non Player Characters: Kressa Ironfist, female half-orc Adp6 (Grahluk's wife and advisor); Bargrest Foesniffer, male orc Exp7 (scout and hunter); Jelykar Merkol, human male Rgr3/Bbn3 (horse trader); Arissi Ironfist, female half-orc Ars2/Bbn2 (daughter of Grahluk and Kressa, town diplomat); Kurg Kergin, male half-orc Com6 (owner of the Skullsmasher Inn); Roglun, male orc Bbn6 (village idiot); Merillon Serathin, human male Clr5 (cleric of the god of strength)

History/Background: Most orcs, as well as half-orcs raised among them, view all other creatures as inferior. Their rapacious evil demands they conquer as much land as possible. Occasionally, a leader comes about who feels differently. These unusual leaders are often rejected by their troops at best, or killed at worst. Grahluk Ironfist was one such a half-orc; besides being a powerful warrior and a great tactician, he was also a visionary of sorts who believed it would some day be possible for his people to settle somewhere in peace. He gathered like-minded orcs, half-orcs, and humans to his banner, and created the mercenary army known as The Fists of Iron. In a short time, his forces swelled to such a size that entire tribes of barbarians joined him,

families in tow, weary of wars that profited them little. It became clear to Captain Ironfist, encouraged by his pregnant wife, that he needed to find a home for his people. But for many months, they found no land willing to let them settle.

Their solution came from an unlikely source, some 16 years ago. The lord of a small, northern kingdom, a paladin named Norsus Rann, was in a difficult position. Besieged by humanoid tribes to the north and aggressive human rivals to the south, Lord Rann found his armies and his treasury stretched to their limits. Hiring mercenaries was a distasteful practice, but it was necessary to protect his people. Unfortunately, he found few mercenary companies willing to work for the little pay he could afford. By chance, he received word of a large mercenary force looking for a land to settle. Since the encroaching humanoids had forced him to abandon one of his northernmost fiefdoms, it seemed the ideal solution – offer land to the Fists of Iron in place of gold.

Sight unseen, Lord Rann offered the Fists this land, about 25 square miles in total, in return for their assistance in driving out his enemies, providing they agreed to abide by the laws of his land. Imagine his surprise when an enormous half-orc barbarian showed up at his gate two weeks later, backed by over 2,000 orc, half-orc, and human warriors, as well as nearly 500 women and children.

Lord Rann was appalled at the sight of these rough-hewn troops, but as he rode among them, inspecting them and “spot-checking” them as only a paladin can, he found none that had the taint of evil. He knew he could not be more thorough, lest he offend their captain and subsequently lose more of his land and people to his enemies, so he chose to serve the greater good and trust that he had been thorough enough. He had no choice but to keep his word, and grant them the land.

With the aid of the Fists, Rann repelled the enemies from his lands. The mercenaries suffered terrible losses in the campaign,



and the rank-and-file orcs were certain that in their weakened state, they would be betrayed, treated as any orc would treat a weakened ally. They were astonished when the paladin not only kept his word, but instructed his remaining knights and archers to aid Grahluk's troops in clearing out the humanoids and retaking the keep in the center of their promised lands.

Captain Ironfist's people have taken to their new life, but they are still backward relative to their human neighbors in some ways. Females in orc society are third class citizens at best; this attitude has started changing due to exposure to more civilized, human ways and the respect Grahluk demands be given his wife and daughter. However, there is still a long way to go, and female PCs may find their reception chilly at best until they prove themselves in some way.

Fully 35% of the males, or about 250 of the town and surrounding area's population, are warriors. This is a result of a combination of the town's history, the orc and half-orc mentality, and the realities of their hostile northern neighbors. Advancement through the ranks is still very much a matter of who is the strongest, even despite their turn from evil, and a sense of that pervades everyday life here, though it is slowly changing.

General Layout/First Impressions: Fort Grahluk proper is a small stone keep with a twenty foot gray wall surrounding it, creating a fair-sized courtyard where military drills can be held, though the chaotic nature of the inhabitants means their idea of discipline is somewhat lacking. Scattered about the keep are dozens of simple, wooden buildings. Most of the buildings' windows feature dark curtains, as the full-blooded orcs of the town dislike bright light. A large earthen rampart, six feet high and a half-mile in diameter, lies in a ring about the keep.

Small farms dot the landscape, and herds of sheep can be seen in the surrounding lands, tended by various youths of the town. Stands of coniferous trees dominate much of the land not covered by farms. There is some evidence of clear-cutting in spots, but since most of the homes the company needed are now complete, this practice has subsided. Because the growing season is short this far north due to the cold, hunting lodges are a common sight as well.

A large main road leads south from the keep to the heart of the kingdom. Several lesser roads lead to other neighboring fiefdoms and to various areas about Fort Grahluk itself. Patrols are frequent, as humanoid attacks are not uncommon. Patrols are usually made up of about a half-dozen warriors, led by a barbarian or ranger. Most warriors carry a greataxe and a heavy crossbow, preferring the simplicity of these weapons and the damage they deal. A few small streams and ponds provide fish and waterfowl. The grass is short and coarse, perfect for the sheep the town raises, and the land is somewhat rocky, making farming a chore and travel across country difficult.

Economy/Trade: Fort Grahluk's farming is barely at a subsistence level. It has a decent trade in wool, and Bargrest Foesniffer found a large cedar forest near the tundra to the north. They have started harvesting this expensive wood under the frugal eye of Kressa Ironfist, who makes sure that the usual orc policy of slash and burn is kept in check, lest they use up the entire forest and waste a valuable resource. The mercenaries also raid their humanoid enemies for plunder to trade with other towns.

Fort Grahluk's most valuable resource, however, is probably their horses. The half-orc, orc, and human barbarians of the town favor horses much like themselves: tough, strong, and loyal, but also a bit stubborn. These powerful horses have found some favor among Lord Rann's knights, and their reputation for strength and reliability despite the slight difficulty in training them is spreading.

Customs/Laws: Might makes right is still the primary law among these coarse people. However, to better get along with their more refined neighbors and to fall more in line with Lord Rann's agreement, they have begun to implement some of the kingdom's laws. They have set up a court of sorts to handle cases of murder and other major crimes. Minor infractions, if caught, are generally dealt with on the spot by the constabulary, usually with a spot fine and a good beating.

As Fort Grahluk is a fairly new town, it has established only a few customs thus far. Kressa Ironfist holds annual fertility and harvest rituals, and every new moon formal challenges for advancement in rank are held in the keep's courtyard.

Religion/Worship: Most of the male warriors follow a chaotic neutral war god, while the females and the non-warrior males follow a god or goddess of nature as appropriate to their alignments. Grahluk has forbidden the worship of the orcs' primary deity, as it represents everything he has tried to get away from. However, many of the town's full-blooded orcs still pay him homage in secret, fearing his wrath more than their captain's.

Recently a human cleric of the god of strength has set up a small shrine in town. He hopes that his deity's strength and luck aspects will appeal to the inhabitants, perhaps furthering their move towards good.

Locations/Personas

1: Fort Grahluk: The town and the keep that lies at its center both bear the name of the Fists' captain. Grahluk, his family, and about 100 of his warriors call it home. It has been patched up since the Fists moved in, but it is still somewhat rundown in appearance, its gray stone streaked with the grime of many years passage.

Grahluk is a huge man, standing six feet, eight inches tall and weighing nearly 300 pounds. He is in many ways the consummate barbarian; he wears his battle scars proudly and gleefully takes part in all manner of physical contests. But he is also more introspective than many of his people, and prays that they have finally found a home. His shock of coarse black hair is starting to gray slightly, but he is still as fit as any of his men, and his light brown eyes are still sharp.

Kressa is about six feet tall and weighs 240 pounds. She is calm and wise where her husband is passionate and reckless. However, anyone that speaks to her can tell there is iron in her will as great as any woman in the kingdom that belies her matronly appearance and the warmth of her gray eyes. Her long gray braid was once bright red, and is remembered fondly by some folks in town. Grahluk always listens to his wife's counsel, and he appreciates her private advice.

Arissi stands five foot ten and weighs 170 pounds. She has her mother's long, red hair and her father's light brown eyes, and is startlingly attractive as half-orcs go. Her parents have hired a professional diplomat to train her in the ways of the surrounding humans. They hope that by demonstrating their willingness to rely on a female to handle important matters, their neighbors will see they are going beyond their orcish roots. Unlike many orcish women, she is no shrinking violet, willing to defer to men. Her fiery temperament and longing to see more of the world has made the training difficult, but she is making progress. She is still young, and can sometimes be impressed by worldly adventurer types, but such folks are likely to be closely watched by her mother.

Grahluk Ironfist, male half-orc Bbn8: CR 8; Medium humanoid; HD 8d12+32; hp 96; Init +3; Spd 30 ft.; AC 20, touch 15, flat-footed 17; Base Atk +8; Grp +14; Atk +16 melee (1d12+11/x3, +2 greataxe) or +12 ranged (1d8+3/x3, masterwork composite longbow [+3 Str bonus]); Full Atk +16/+11 melee (1d12+11/x3, +2 greataxe) or +12/+7 ranged (1d8+3/x3, masterwork composite longbow [+3 Str bonus]); SQ damage reduction 1/-, rage 3/day, improved uncanny dodge, trap sense +2; SV Fort +10, Ref +5, Will +3; AL CN; Str 20 (22), Dex 16, Con 18, Int 10, Wis 12, Cha 8.

Languages: Common, Orc.

Skills and feats: Climb +12, Intimidate +9, Jump +14, Reading and Writing, Ride +7, Survival +12; Cleave, Great Cleave, Power Attack.

Possessions: rhino hide, +2 greataxe, +2 ring of protection, gauntlets of ogre power, potion of bull's strength, masterwork composite longbow (+3 Str bonus), 102gp.

Kressa Ironfist, female half-orc Adp6: CR 5; Medium humanoid; HD 6d6+21; hp 35; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; Base Atk +3; Grp +3; Atk +4 melee (1d8/x3, shortspear) or +4 ranged (1d10/19-20, heavy crossbow); Full Atk +4 melee (1d8/x3, shortspear) or +4 ranged (1d10/19-20, heavy crossbow); SQ weasel familiar, "Squee"; SV Fort +5, Ref +4, Will +9; AL N; Str 11, Dex 10, Con 17, Int 14, Wis 18, Cha 9.

Languages: Common, Orc, Goblin, Gnoll.

Skills and feats: Concentration +9, Craft (alchemy) +7, Heal +11, Knowledge (Arcane Lore) +10, Spellcraft +14; Brew Potion, Skill Focus (Spellcraft), Toughness.

Possessions: crystal ball, potion of invisibility, potion of cure light wounds, masterwork shortspear, masterwork heavy crossbow, 26gp, 476sp.

Adept spells per day (3/3/2; save DC 14 + spell level):

0 - create water, detect magic, guidance; 1st - comprehend languages, cure light wounds, sleep; 2nd - bull's strength, web

Arissi Ironfist, female half-orc Ars2/Bbn2: CR 3; Medium humanoid; HD 2d8+2d12+8; hp 33; Init +0; Spd 30 ft.; AC 16, touch 10, flat-footed 16; Base Atk +3; Grp +5; Atk +7 melee (2d6+3/19-20, masterwork greatsword) or +3 ranged (1d10/19-20, heavy crossbow); Full Atk +7 melee (2d6+3/19-20, masterwork greatsword) or +3 ranged (1d10/19-20, heavy crossbow); SQ Rage 1/day, Uncanny dodge SV Fort +5, Ref +0, Will +2; AL CG; Str 14, Dex 10, Con 14, Int 12, Wis 10, Cha 15.

Languages: Common, Orc, Goblin.

Skills and feats: Bluff +8, Climb +3, Diplomacy +11, Knowledge (local) +5, Listen +2, Ride +6, Sense Motive +8; Negotiator, Weapon Focus (greatsword).

Possessions: +1 breastplate, masterwork greatsword, heavy crossbow, several Courtier's outfits, jewelry worth 500gp, 79gp, 145sp.

2: The Skullsmasher Inn: This rough and tumble establishment is no place for the soft or retiring. Hewn from heavy logs and smelling faintly of smoke and stale beer, it is the favored watering hole for Grahluk's hard-nosed troops. The food is surprisingly decent, but the drink is not for the sophisticated palate.

The inn sometimes attracts teenaged humans seeking to prove their toughness. This activity has become something of a rite of passage for the youths from the neighboring villages. As long as the young men acquit themselves reasonably well at the barbarians' drinking games and roughhousing, while still showing the regulars the proper respect, they're not treated too badly. Heaven help the boys that are arrogant or weak; their experiences are often not pleasant ones.

Kerg is a wiry, balding old half-orc who is six feet three inches tall and weighs 200 pounds. He takes very little guff from anyone. Even though there are plenty of warriors that could easily beat him in a fight, the fact that he controls the town's booze is more than enough of a deterrent to keep them in line.

Kerg Kurgin, male half-orc Com6: CR 5; Medium humanoid; HD 6d4+12; hp 28; Init +1; Spd 30 ft.; AC 15, touch 11, flat-footed 14; Base Atk +3; Grp +6; Atk +7 melee (1d8+3, masterwork heavy mace) or +0 ranged (1d10/19-20, heavy crossbow); Full Atk +7 melee (1d8+3, masterwork heavy mace) or +0 ranged (1d10/19-20, heavy crossbow); SV Fort +5, Ref +3, Will +2; AL CN; Str 16, Dex 12, Con 14, Int 10, Wis 11, Cha 8.

Languages: Common, Orc.

Skills and feats: Craft (brew) +9, Listen +4, Profession (Bartender) +4, Spot +4; Armor Proficiency (light), Improved Unarmed Strike, Skill Focus (Craft (brew)).

Possessions: Masterwork chain shirt, masterwork heavy mace, heavy crossbow, strongbox with a 150gp tourmaline, 56gp, and 2,112sp, lock DC 25.

3: Beast Lodge: This long building with its low thatched roof and multiple smoking chimneys is where Bargrest Foesniffer and his fellow scouts and hunters spend much of their time. Part of the lodge doubles as a smokehouse for the preserving of game. As a result, the air can be a bit stifling for people unused to it, and Bargrest and his compatriots give those discomfited by the air a good-natured ribbing.

Bargrest is six foot four and weighs 310 pounds. He is easy-going for an orc; he has a bellowing, effusive laugh that makes his ample, beard-covered belly shake, and he enjoys a good joke. In the field, he's self-assured and talented, though sometimes it is difficult to keep him focused due to his highly chaotic nature.

Bargrest Foesniffer, male orc Exp7: CR 6; Medium humanoid; HD 7d6+7; hp 35; Init +0; Spd 30 ft.; AC 14, touch 10, flat-footed 14; Base Atk +5; Grp +7; Atk +8 melee (1d8+3/x3, shortspear) or +6 ranged (1d10/19-20, heavy crossbow); Full

Atk +8 melee (1d8+3/x3, shortspear) or +6 ranged (1d10/19-20, heavy crossbow); SV Fort +3, Ref +3, Will +7; AL CN; Str 15, Dex 11, Con 12, Int 9, Wis 14, Cha 8.

Languages: Common, Orc.

Skills and feats: Hide +8, Knowledge (Nature) +7, Listen +14, Move Silently +8, Spot +14, Survival +17; Alertness, Skill Focus (Survival), Track.

Possessions: masterwork chain shirt, masterwork shortspear, masterwork heavy crossbow, two tanglefoot bags, two flasks of alchemist's fire, three vials of antitoxin, 63gp.

4: Jelykar's Stables: This stable, with its ample grounds, is one of the primary farms where the town's horses are raised. Jelykar Merkol has a way with horses that few in the town can match. His beasts have established a reputation for toughness, strength, and loyalty that has begun to spread throughout the kingdom.

Jelykar stands slightly over six feet tall and weighs 210 pounds. He is human and has only a small amount of orcish blood in him. His heart, however, is all orc. While he projects an outward appearance of being a good citizen, making reasonable deals for his steeds, inside he thirsts for combat and conquest. He keeps his dark brown hair and beard closely cropped, and has several tattoos. He rarely walks anywhere if he can help it, preferring to be on horseback as often as is feasible.

Jelykar Merkol, male human Rgr3/Bbn3: CR 6; Medium humanoid; HD 3d8+6+3d12+6; hp 44; Init +8; Spd 40 ft.; AC 20, touch 14, flat-footed 16; Atk +7 melee (1d8+3/x3, +1 battleaxe) or +12 ranged (1d8+3/x3, +1 composite longbow [+2 Str bonus]); Full Atk +7/+2 melee (1d8+3/x3, +1 battleaxe) and +7 melee (1d6+1/x3, masterwork handaxe) or +12/+7 ranged (1d8+3/x3, +1 composite longbow [+2 Str bonus]); SQ rage 1/day, uncanny dodge, favored enemy (humans) +2, wild empathy, trap sense +1; SV Fort +7, Ref +7, Will +4; AL CE; Str 15, Dex 18, Con 14, Int 11, Wis 14, Cha 11.

Languages: Common, Orc.

Skills and feats: Handle Animal +9, Listen +6, Profession (horse breeder) +9, Ride +15, Speak Language (orc), Spot +6, Survival +11; Endurance, Improved Initiative, Mounted Combat, Ride-By Attack, Track, Trample, Two-Weapon Fighting.

Possessions: +2 chain shirt, +1 battleaxe, +1 composite longbow (+2 Str bonus), masterwork handaxe, horses, 372gp.

5: Shrine to the Strength God: This simple shrine is located on a small patch of land just outside the town proper. Merillon Serathin, a cleric from one of the southern areas of the kingdom, tends it. Surrounding it are a thatched hut that is Merillon's sleeping quarters, a sandy ring for wrestling and similar athletic competitions, and a great many heavy objects scattered about for lifting and other shows of strength.

Merillon is a muscular athlete standing six foot two and weighing 230 pounds. He hopes to attract enough followers to establish a full temple, and his powerful physique and refusal to back down from anyone have earned him a few new converts already. He has blond hair, a full beard, and bright blue eyes. He is missing a couple of his teeth from the rough wrestling matches he loves to engage in, but it seems to enhance his boyish looks rather than detract from them.

Merillon Serathin, male human Clr5: CR 5; Medium humanoid; HD 5d8+5; hp 29; Init +0; Spd 20 ft.; AC 17, touch 10, flat-footed 17; Base Atk +3; Grp +7; Atk +8 melee (2d6+7/19-20, +1 greatsword) or +3 ranged (1d10/19-20, heavy crossbow); Full Atk +8 melee (2d6+7/19-20, +1 greatsword) or +3 ranged (1d10/19-20, heavy crossbow); SA turn undead 5/day; SV Fort +5, Ref +3, Will +7; AL CG; Str 18, Dex 11, Con 12, Int 9, Wis 16, Cha 14.

Languages: Common, Orc.

Skills and feats: Concentration +3, Diplomacy +6, Knowledge (religion) +3, Profession (wrestler) +8, Speak Language (orc); Improved Unarmed Strike, Lightning Reflexes, Martial Weapon Proficiency (greatsword).

Possessions: +1 greatsword, potion of bull's strength, necklace of prayer beads (blessing), half plate, heavy crossbow, 85gp.

Cleric spells per day (5/4+1/3+1/2+1; save DC 13 + spell level): 0 - create water, detect magic, guidance, light, virtue; 1st - bane, command, protection from evil, random action, entropic shield*; 2nd - augury, endurance, hold person, bull's strength*; 3rd - blindness/deafness, summon monster III, protection from energy*

* *Domain spell. Domains:* Luck (reroll one roll per day, take the second result), Strength (gain enhancement bonus to Strength for one round/day equal to cleric level)

6: The Stone Circle: At the north edge of Fort Grahluk's territory, deep in a bramble-clogged wood, stands a stone circle. In the circle there lies what appears to be a burial mound, with a single, rune-covered door.

Roglun, the village idiot, discovered it along with his squad of orc scouts, shortly after the mercenaries were granted the land. At the time, Roglun was one of Grahluk's most trusted lieutenants. He and a few of his men decided to enter the mound. One of the men was a rogue, and managed to somehow get the door open. No one knows what they found down there; all that is known is that only Roglun returned, his mind mostly gone. The orcs closed the door fearing what might be inside. It locked with a loud click, and they have not entered the mound since.

Kressa Ironfist has studied the circle extensively in the years since Roglun's unfortunate experience. All that she is sure of is that the circle is magical and intended to protect . . . something. Whether it is meant to defend the mound from outsiders, or defend the lands from what's in the mound, she can't say.

Roglun is a huge orc, even bigger than Grahluk. He stands just under seven feet tall and weighs 350 pounds. He is barely able to feed and dress himself, but he has retained all of his fighting skills, as a hapless orc warrior discovered the hard way when he tried to push Roglun around. He either wanders about town, or sits alone in the Skullsmasher Inn, occasionally muttering incoherently to himself; no one has been able to understand what he says. The only things he appears able to care for are his weapons and armor; years of habit still seem to hold in that regard. Otherwise, his appearance is wild and unkempt, and his body odor shames even the other orc barbarians in the company.

Roglun, male orc Bbn6: CR 6; Medium humanoid; HD 6d12+12; hp 64; Init +6; Spd 40 ft.; AC 16, touch 12, flat-footed 14; Base Atk +6; Grp +12; Atk +14 melee (2d4+10/15-20,

+1 keen falchion) or +8 ranged (1d10/19-20, heavy crossbow); Full Atk +14/+9 melee (2d4+10/15-20, +1 keen falchion) or +8 ranged (1d10/19-20, heavy crossbow); SQ rage 2/day, improved uncanny dodge, trap sense +2; SV Fort +7, Ref +4, Will +1; AL CN; Str 22, Dex 14, Con 14, Int 1 (8), Wis 9, Cha 6.

Languages: None (Common, Orc).

Skills and feats: Climb +14, Intimidate +5, Jump +12, Swim +6; Athletic, Improved Initiative, Weapon Focus (falchion).

Possessions: +1 keen falchion, masterwork chain shirt, heavy crossbow.

behind his new crusade? See below.

3: Recently there have been lightning swift raids by horsemen against villages in neighboring fiefdoms. There is some evidence that Fort Grahluk's breed of horse may have been involved. Grahluk needs the PCs to investigate and find out if any of his people are involved so the transgressors can be dealt with before Lord Rann discovers them. Otherwise, they could lose title to the land, forcing them to move yet again, or worse yet, plunge them into a war with their human neighbors that they cannot hope to win.

What brings the PCs

1: A local nobleman needs to purchase some horses, and asks the PCs to bring him a few of the powerful steeds raised in Fort Grahluk.

2: Word of the tribes of humanoids to the north reaches the PCs ears. Fort Grahluk is a logical base camp for them to assault the humanoids for their treasure.

3: Rumor of a barbarous tribe of half-orcs and orcs living among quiet, lawful human neighbors may pique their curiosity.

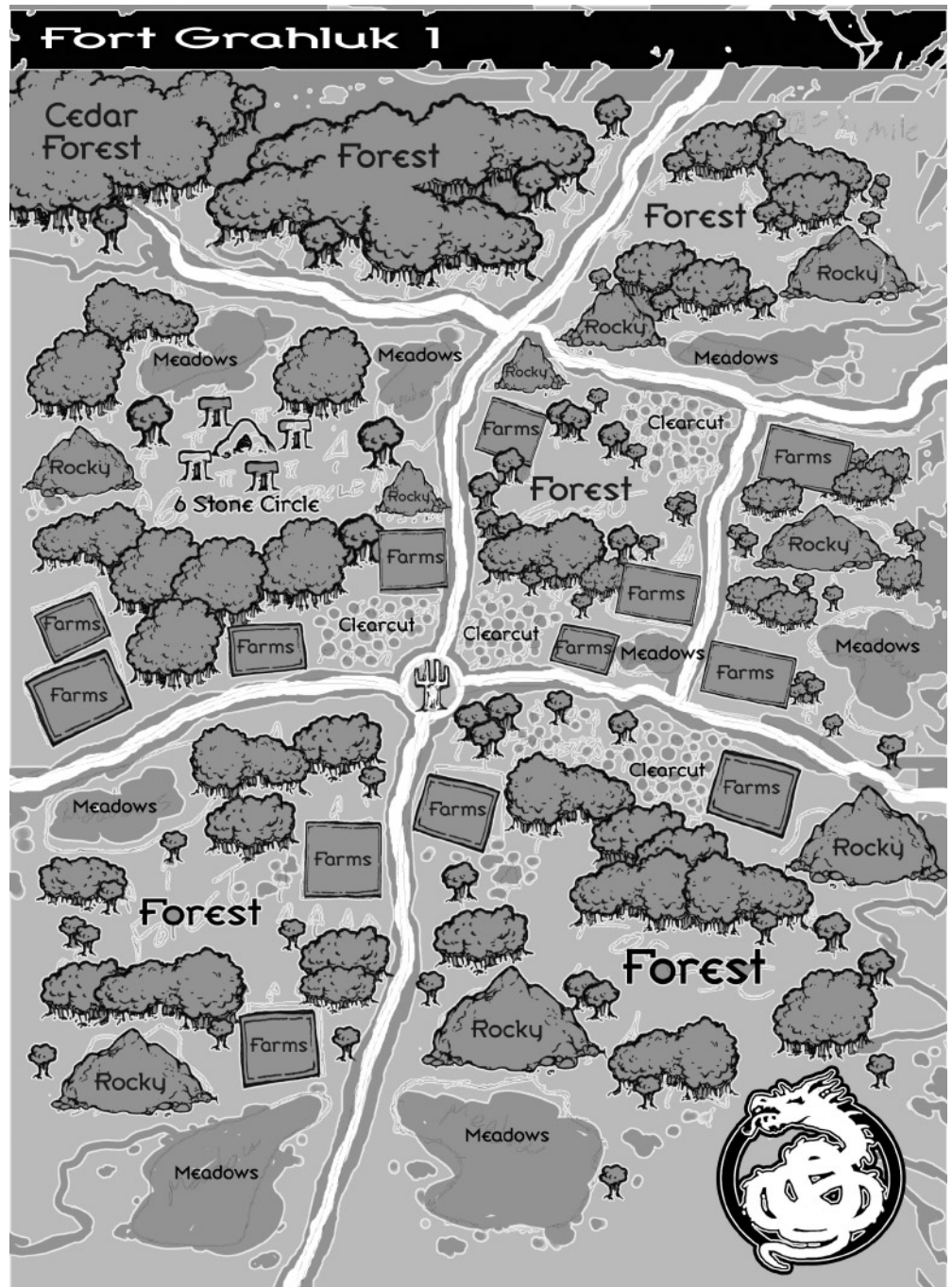
4: A merchant hires the PCs to accompany him on a trip to buy a large quantity of cedar wood. He wants to give his wife a masterwork cedar chest for their anniversary.

5: Word of the great magical stone circle has attracted the attention of one of the more scholarly PCs or of a sage willing to hire them to investigate for him.

Adventure Hooks

1: A hunting party brings news that has the superstitious orcs terrified - the door to the burial mound stands open. No one knows if someone went in or came out, but even the bravest warriors among them quake at the thought of what it could be.

2: Lord Rann's nephew Felagar, a paladin with a reputation as an unrelenting crusader against chaos and evil, has turned his attentions on Fort Grahluk. It is rumored that he is amassing a force to eliminate "the vile orc blight" from the land. Lord Rann will not war on his nephew, and the man refuses Grahluk's attempts at diplomacy. Perhaps the PCs can defuse the situation, or uncover the reason



Felagar Rann

Felagar is just under six feet tall and weighs about 200 pounds. He is in his mid-thirties and has a serious mien; the burdens of his life show in the deep lines that etch his craggy but handsome face. He and Brutus have traveled much of the surrounding lands for many years, though he has always avoided Fort Grahluk unless a great evil needed to be dealt with. The folks of the town have always suspected it was because Felagar doesn't like orcs. Sadly, they are right. Even paladins can feel prejudice; despite their pure hearts, most are only human after all, and subject to human frailties. A grim, tireless foe of chaos and evil like Felagar cannot help but be affronted by orcs, given their nature.

Still, until recently, he had always been willing to abide by his uncle's ruling, and let the half-orcs and their barbarous kin live in peace as long as they obeyed the land's laws. But since he returned from an expedition to a land far to the south, bearing a magnificent, elegant elven blade of ancient design, he has behaved much less charitably towards the citizens of Fort Grahluk, calling them "orc filth" and worse. There are rumors he is amassing an army at his keep, but Lord Rann has refused to believe it so far.

Felagar possesses the minor artifact Kareshirla. It has found Felagar Rann and his prejudices more than suitable for its purposes, though an elf would have been preferable. It is unknown exactly what would convince Kareshirla that the war is over, or at least that the orcs and half-orcs of Fort Grahluk deserve mercy, but the word of a high priest of the elven god (or better yet, the god himself) or exposure to the grace and pure heart of a half-orc paladin are two reasonable possibilities.

Felagar Rann, male human Pal15: CR 15; Medium humanoid; HD 15d10+30; hp 119; Init +1; Spd 20 ft.; AC 26, touch 11, flat-footed 25; Base Atk +15; Grp +19; Atk +23 melee (1d8+7/17-20 + 2d6 (vs. chaos) + 2d6+2 (vs. orcs), Kareshirla) or +17 ranged (1d8+2/x3, masterwork composite longbow [+2 Str bonus]); Full Atk +23/+18/+13 melee (1d8+7/17-20 + 2d6 (vs. chaos) + 2d6+2 (vs. orcs), Kareshirla) or +17/+12/+7 ranged (1d8+2/x3, masterwork composite longbow [+2 Str bonus]); SA turn undead 9/day; SQ detect evil, lay on hands, divine health, aura of courage, smite evil 4/day, turn undead, remove disease 4/week, mount (heavy warhorse), empathic link with mount, share spells with mount; SV Fort +17, Ref +12, Will +12; AL LG; Str 15 (19), Dex 12, Con 14, Int 11, Wis 13, Cha 18 (22).

Languages Spoken: Common, Orc.

Skills and feats: Craft (armorsmith) +9, Diplomacy +18, Handle Animal +12, Knowledge (Religion) +10, Ride +17, Speak (orc); Blind-Fight, Improved Critical (longsword), Leadership, Mounted Combat, Ride-By Attack, Spirited Charge, Weapon Focus (longsword)



Possessions: Kareshirla ("Orcdoom" see below), +1 heavy lance, +3 full plate, +2 large steel shield, +4 cloak of Charisma, belt of giant's Strength +4, ring of warmth, potion of bear's endurance, potion of cure serious wounds, masterwork composite longbow (+2 Str bonus), paladin's warhorse ("Brutus"), masterwork chain barding.

Paladin spells per day (3/1/1; save DC 11 + spell level): 1st – bless weapon, divine favor, protection from evil; 2nd – resist energy; 3rd – heal mount

Brutus, heavy warhorse Large magical beast; HD 12d8+12; hp 80; Init +1; Spd 50 ft.; AC 23, touch 10, flat-footed 22; Base Atk +9; Grp +20; Atk +15 melee (1d6+6, hoof); Full Atk +15/+15 melee (1d6+6, hooves) and +9 melee (1d4+3, bite); Space/Reach 10ft./5 ft.; SQ command, 7/day, low-light vision, scent, spell resistance 20; SV Fort +11, Ref +9, Will +5; Str 22, Dex 13, Con 17, Int 9, Wis 13, Cha 6

Skills and feats: Listen +10, Spot +9; Endurance, Run

Pigtown

Summary: A small border town, existing in a demilitarized zone between two hostile kingdoms.

Size/Type: Small Town

Population: 1257

Alignment: N

Demographics: 90% human, 6% dwarf, 2% Gnome, 1% half-ling, 1% other races

Gold Limit: 800 / 50280 assets.

Power Center: Non-Standard

Authority figures: Sar Reddick, male gnome Ars8; Mazzl'n Chulrith, male half-elf Clr6; Hel'an Rostok, male dwarf Rgr12

Important non-player characters: Murk, male half-orc Bbn5/Brd4; Marlow Teelfoot Selway, male halfling Exp6; Danvers, male gnome Exp3/Wiz7; Ong Torlek, male half-orc Bbn6; Eloise Marquand, female human Ars6/Rog3; Hayden Bulwark, male human Ftr5/Ulp5; Bruno, Human Clr10

History/Background: Before the expansion of the humans, elven life in the Mol'irral Forrest, the plateau and surrounding territories was tranquil; relations with the dwarves to the North were cordial, and the ebb and flow of life in balance. Spread of human settlements from the East and West appeared like water overflowing the banks of a river during rain season. The humans did not exhibit patience in their way of living. Where these two kingdoms met fire erupted and war swept across the plateau. Initially the elves remained neutral hoping, like most human endeavors, the combatants would grow bored and direct their energies elsewhere. Sadly human bloodlust proved itself enduring and its stain spread farther to the north.

Eager to sell their wares to the two factions; dwarf and human traders increasingly trepassed through sacred elven groves en route to market. The elves sent emissaries to all nations attempting to broker peace. The Marquands returned the agent's head and the dwarves refused an audience. King Ulrich met with the elven emissary to discuss peace, and those talks

resulted in an alliance between the human and elven kindgoms.

Utilizing eons of ancestral arcane knowledge elven mages unleashed raw elemental energies upon the mountains of the dwarf clans and Marquand armies. Within a year, both sued for peace. The priests of the god of travel and commerce acted as intermediaries, and a truce was signed.

From this treaty Pigtown was born to serve as trade center and diplomatic exchange between the kingdoms of Ulrich and Marquand. Pigtown's lack of development can be attributed to efforts at preventing either nation from developing a vested interest in the land.

General Layout/First Impressions: Situated on the highest point between the Varygout Mountains and Hawkina Sea, Pigtown is easily recognized at night by its glowing perimeter created by numerous continual light spells cast upon the outer wall. Depending on wind direction, daytime travelers and predators can smell the town's namesake several leagues away. During the rainy spring Pigtown presents a muddy, smelly, and dangerous layover. Buildings are arranged haphazardly within the one-mile diameter of the wall. The streets and alleyways between houses, shacks, and lean-tos are built using a hodgepodge of lumber, gravel, and logs. The towns base clay layer is a reddish brown and its texture depends on the weather. There is a slight slope to the town from North to South. The wealthy live in solid buildings uphill, and the laborers quarters down hill where spring rains sweep all detritus and backed up sewage.

The town maintains a defensive posture behind a spiked timber wall, surrounded by dry mote. Two retractable ramps are built on the West and East entrances to town, these are retracted at night. A covered sewage trench and spillway runs several hundred yards down hill into a deep pit.

Pigtown has a highly transient population comprised of traders, trappers, adventurers and ne'er do wells. The core population is comprised of merchants, craftsmen, guides, and a horde



of laborers that shuttle the goods from the stables to the market place. "Clean foot" is a local expression for tourist or visitor whose feet/footwear do not bear the reddish stains of the clay streets. Considering the town's raucous environment children are few and far between .

Economy/Trade: Fur, swine, dry goods, merchant caravan protection, larceny, murder for hire, etc.

Customs/Laws: To minimize the amount of erosion and general rainy season misery all pack animals must be stabled. Most humans do not trust elves, particularly subjects of the Marquand kingdom. Elves will not be barred entrance, but the gatekeepers will point out that the sign is there for a reason.

A traveler with horses or beasts of burden is required to put them up at the town stables. The price is one sp per day per animal. An army of itinerant laborers carry product within town limits for tsp a day.

Misdemeanors are punished by branding, flogging, and the stocks. The hunt is a form of banishment/capital punishment where the defendant is stripped, doused with distilled hog musk and given from dawn until midmorning to flee the town gates. At midmorning huntsmen and dogs are set loose to track the defendant until sundown.

Hanging above each gate into the town are carved signs with the following:

"Mind your own business, lest others mind yours."

"Please keep Pigtown a clean place to live. Check your mounts or beasts of burden at the stable. "

"No spell casting within town walls- blatant use of arcane and divine magic is a punishable offense."

"Elves belong in the forest"

Religion/Worship: Overtly the God of Travel, but the cult of the Malice God is growing.

Locations/Personas

1: Shrine to the God of Travel: *"All journeys begin with a step."* A compass rose is carved above the doorway to this sturdy wooden structure. Inside visitors step onto an ornate carpet bearing a huge compass rose. The compass is accurate in its north heading. Inset sconces around the room's ceilings give off a soft continual light. Lacquered maps of the surrounding territories adorn the walls. To the left off the entryway is a passage to the priests and adepts chambers.

Mezzaln's predecessor at the Shrine, Fin Waydok, disappeared several months ago. Upon arrival, she set about investigating his disappearance. Her investigation ended at Rostok's encampment. Since then she has rarely ventured outside the shrine. She is aware of the growing corruption, but fears exposure could re-ignite hostilities.

Mezzaln Chulrith, male half-elf Clr6; CR 6; Medium humanoid; HD 6d8-6; hp 31; Init +2; Spd 30; AC 18, touch 12, flat-footed 16; Base Atk +4; Grp +5; Atk +6 melee (1d6+1,

masterwork club), or +7 ranged (1d6+1, magic stone); Full Atk +6 melee (1d6+1 masterwork club), or +7 ranged (1d6+1, magic stone); SA turn undead 5/day; SQ half-elf traits; AL NG; SV Fort +4, Ref +4, Will +8; Str 13, Dex 14, Con 9, Int 12, Wis 16, Cha 14.

Skills and Feats: Concentrate +3, Diplomacy +11, Craft (calligraphy) +6, Knowledge (religion) +5, Profession (scribe) +8, Survival +5; Combat Casting, Run, Scribe Scroll.

Cleric Spells Per Day (5/4+1/4+1/3+1; save DC 13 + spell level): 0th-create water, detect poison, guidance, purify food and drink, light; 1st – longstrider*, comprehend languages, detect evil, protection from evil, sanctuary; 2nd – locate object*, find traps, zone of truth, calm emotions, cure moderate wounds; 3rd – fly*, dispel magic, continual flame, glyph of warding.

**Domain spell; Domains:* Luck (reroll one roll that you have just made before the DM declares whether the roll results in a success or failure, 1/day), Travel (confers supernatural ability as freedom of movement spell for total time equal to one round per cleric level, survival is a class skill)

Possessions: +1 animated heavy wooden shield, masterwork club, masterwork studded leather, scrolls:4 cure light wounds (x3), sanctuary (x3), bag of holding type I, 120 gp.

2: Rostok's encampment: *"If I stacked those that fell by my hand like cords of wood, the pile would surpass my height tenfold."* Stockade fencing similar to the type used on the surrounding hog pens surrounds a large wood cabin. Each of the the cabin roof's four corners posses a walled parapet with a guard standing watch. Guards continually patrol the perimeter of the compound.

The plateau once belonged to the Mountain Dwarves. The human settlement worried the dwarf chieftains until they observed that almost as soon as different human clans encountered each other war broke out. This served his ancestors well, enabling them to fill their coffers through arms sales and reduce the human population by attrition. The cursed elves intervened using pretensions of peacekeeping to claim dwarf land. Unfortunately his ancestors underestimated elven magic; most died or fled their homes as raw elemental forces swept their caverns clean.

Rostok has spent his life hunting sylvan creatures. During one safari he rescued a young half-orc named Murk from an elven war band. Several years ago he began receiving visions from his ancestors. These ancestral visions instruct him to form an army and retake the mountain home. Rostok's recurring vision is of him sitting high above the plateau upon a throne of skulls, black curling smoke drifts towards the sky on all sides from the burnt wreckage of both Ulrich and Marquand kingdoms, before him awaits the Mol'irral Forrest.

He has most recently returned from a failed attempt on the Duke Ulrich's life, and seeks to vent his frustration.

Hel'an Rostok male dwarf Rgr12: CR 12; Medium humanoid; HD 12d10+36; hp110; Init +7; Spd 20; AC18, touch 14, flat-footed 15; Base Atk +12; Grp +15; Atk +16 melee (1d10+3/x3, masterwork dwarven waraxe) or +18 ranged (1d10+2/17-20 +1 heavy crossbow of distance); Full Atk +16/+11/+6 melee (1d10+3/x3, masterwork dwarven waraxe) or +12/+7/+2 (1d10+3/x3 masterwork dwarven waraxe) and +12/+7/+2 melee (1d10+3/x3 masterwork dwarven waraxe), or +18 Ranged

(1d10+2 /17-20, +1 heavy crossbow of distance); SQ: animal companion, camouflage, darkvision 60ft., Dwarf traits, evasion, favored enemy elves +6, favored enemy humans +4, favored enemy goblinoids +2, swift tracker, woodland stride; AL NE; SV Fort +11, Ref +7, Will+3; Str 16, Dex 16, Con 16, Int 12, Wis 9, Cha 13.

Skills and Feats: Hide+20, Listen +12, Move silently +20, Profession (hunter) +10, Spot +17, Ride +12, Survival +12; Alertness, Greater Two-Weapon Fighting, Improved Critical (heavy crossbow), Improved Initiative, Improved Two-Weapon Fighting, Leadership, Point Blank Shot, Two-Weapon Fighting.

Possessions: “Lurker” +2 silent moves shadow leather, “Whispering death” +1 heavy crossbow of distance, masterwork dwarven waraxes (2), +1 bolts (10), ring of protection +1, 527gp.

Animal companion (Ex): Snarl Riding Dog : CR-; Medium Magical bBeast; HD 6d8+12; hp 36; Init +3; Spd 40 ft.; AC 21, touch 13, flat-footed 18; Atk +4; Grp +7; Atk +1 melee (1d6+3, bite); Full Atk +7 melee (1d6+3, bite); Space/Reach 5ft./5ft.; SA trip; SQ bonus tricks, low-light vision, scent; AL N; SV Fort +7, Ref +8, Wil +3; Str 17, Dex 17, Con 15, Int 2, Wis 12, Cha 6.

Skills and Feats: Alertness, Combat Reflexes, Endurance, Track, Jump+8, Listen+5, Spot+5, Swim+3, Survival +5.

Trip (EX): Rostock has trained Snarl for tracking down and hindering victims. When Snarl hits with a bite attack he can attempt to trip the opponent as a free action.

Tricks: Rostock has trained Snarl for Hunting.

Cohort: Murk male half-orc Bbn5/Brd4: CR 9; Medium humanoid; HD 5d12+15+4d6+12; hp 75; Init +1 (+1 Dex); Spd 40 ft.; AC 17, touch 11, flat-footed 16; Base Atk +8, Grp +12, Atk +13 melee (1d10+5/17-20 bastard sword), or Ranged +11/+6 (1d8+4/x3, composite longbow [+4 Str bonus]); Full Atk +13/+8 melee (1d10+5/17-20 bastard sword), or ranged +11/+6 (1d8+4/x3, composite longbow[+4 Str bonus]); SQ: fast movement, dark vision 60ft.; rage 2/day; improved uncanny dodge (cannot be flanked), bardic knowledge, bardic music; AL CN; SV Fort +8, Ref +6, Will +6; Str 18, Dex 12, Con 16, Int 9, Wis 13, Cha 14.

Skills and Feats: Climb +11, Intimidate +9, Gather Information +9, Listen +11, Perform (sing) +9, Survival +5; Exotic weapon proficiency (bastard sword), Power attack, Sunder, Weapon Focus (bastard sword).

Bard Spells Known (3/3/1; save DC 12 + spell level): 0 – daze, detect magic, flare, ghost sound, lullaby; 1st-comprehend languages, expeditious retreat, feather fall; 2nd-heroism, mirror image.

Possessions: “Bred for War” +1 keen bastard sword, composite longbow (+4 Strength), +1 steel buckler, masterwork chain shirt, 20 masterwork arrows, brooch of shielding (36chg) 16 pp, 23 sp.

3: Barber/healer/dentist: “*Even the most hardened warrior is laid low by an abscessed tooth.*” A small metal print of a razor and a tooth mark the outside of this small hut. The hut is proportioned for halflings, requiring any medium sized creature to stoop upon entering. A small stepladder stands next to a squat human sized chair, and charcoal drawings of various species’ jaws hang around the entrance.

Marlow provides basic health and dentistry to the bulk of Pigtown, this fact illustrated by a perpetual line of patients outside his door. Marlow serves patients on a first come, largest coin basis, meaning that the person with the most coin gets served first. The entryway to his office occasionally breaks out into an impromptu public auction for his services.

Marlow Selway, male halfling Exp6: CR 5; Small humanoid; HD 6d6-12; hp 19; Init +3; Spd 20; AC 14, touch 14, flat-footed 11; Base Atk +4, Grp +1; Atk +6 melee (1d3+1/19-20, dagger), or ranged +9 (1d3+1, sling); AL CN; SV Fort +1, Ref +7, Will +4; Str 12, Dex 17, Con 7, Int 14, Wis 12, Cha 7.

Skills and Feats: Craft (dentures) +10, Heal +13, Jump +12, Knowledge (local) +11, Knowledge (history) +10, Listen +9, Profession (dentist) +10, Search +11; Lightning Reflexes, Quick Draw, Skill Focus (Heal),.

Possessions: Masterwork healers kit, jar of restorative ointment, antitoxin (x3); Potions: cure light wounds(x5), 76sp, 34gp.

4: Bruno’s House of Fun: “*Pleasure or pain, it makes no difference to me.*” Merchants and other moneyed visitors are drawn to this two-story structure white washed walls of clay brick and protruding heavy beam by reputation or laborers direction. Visitors tired of losing at Lucky’s gaming tables often head here to spend their gold on a sure thing. The ground floor houses a sprawling tavern filled with gaming tables, a bar and kitchen, and numerous prostitutes of every mundane form imaginable. The air is heavy with the smell of incense, alcohol, and food, covering up the underlying scent of unwashed bodies. A staircase leads to a second floor tier running the circumference of the building broken up into 10 individual rooms. Bruno usually sits at the stairs base, collecting the john’s fees with a wink and grin. Rostock and several of his men frequent Bruno’s most evenings.

In his youth, Bruno discovered he had a knack for ruthless action and sold his talents to mercenary companies serving both Ulrich and Marquand. A broad smile containing perfect teeth paints his face a mask of perpetual charm. He maintains this demeanor whether toasting a successful merchant treating his crew to a night’s entertainment or extracting maximum suffering from an errant employee.

At the end of the last war most mercenary companies disbanded or turned bandit. Bruno’s good friend, Rostok, suggested bringing his talents to Pigtown and since that time both have prospered. Despite his material success, the voice of Malice beckons, and when the treaty fails, Bruno will shed no tears.

Bruno, male human Clr10: CR10; Medium humanoid; HD 10d8+10; hp 70; Init +2; Spd 20; AC 21, touch 14, flat-footed 19; Base Atk +7; Grp +10, Atk +11 (1d8+4+2d6 vs. good /19-20, morningstar) or +9 ranged (1d4+3, dart); Full Atk +11/+6 melee (1d8+4 + 2d6 vs. good/19-20, morningstar), or +9/+4 ranged (1d4+3, dart); SA rebuke undead 5/day; AL CE; SV Fort +8, Ref+5, Will+11; Str16, Dex 14, Con 13, Int 12, Wis 18, Cha 14.

Skills and feats: Bluff +17, Concentration +9, Heal (torture) +12, Knowledge (arcana) +9, Knowledge (religion) +9, Profession (pimp) +12; Cleave, Improved Bull Rush, Improved Criti-

cal (morningstar), Power Attack, Skill Focus (Bluff), Weapon Focus (morningstar).

Cleric Spells Prepared (6/5+1/5+1/4+1/4+1/2+1, save DC 14 + spell level): 0-create water, inflict minor wounds(2), guidance, detect magic, detect poison; 1st-disguise self*, sanctuary, entropic shield, command, cause fear, detect good; 2nd-invisibility*, undetectable alignment, silence, hold person, enthrall, desecrate; 3rd- magic vestment*, magic circle vs. good, dispel magic (2), bestow curse; 4th- divine power*, poison, freedom of movement, lesser planar ally, sending; 5th - flame strike*, spell resistance, wall of stone.

**Domain spell; Domains:* Trickery (Bluff is a class skill), War (weapon focus with deity's weapon).

Possessions: +1 glamer breast plate, +1 unholy morningstar, ring of protection +2, light steel shield, darts (3), chest with 560 SP and 137 gp.

5: Ironsmith: *"I make dreams into steel."* The front of this two story clay brick structure bears no placard, but the sound of clanging hammers and wall of heat surrounding the building describe its purpose. During winter months laborers erect shoddy tarps outside its walls to capture waste heat from the forge.

The first thing visitors note after wiping the sweat from their eyes is that Ardale is not sweating and lacks the stereotypical dwarven beard. Ardale is different from most smiths considering he handles white hot metals wearing only thin gloves.

While he has no love for the Fey, Ardale had lived in exile for decades before the Elven deluge forever extinguished his clan's forges. He spends his days managing several ironsmiths in production of various masterwork weapons and tools. Nights are devoted to his first love, metallurgy. A recent delivery of Ebonite from the north has defied all his attempts at analysis or alloy production.

Ardale Frinter, male dwarf Exp6: CR 5; Medium humanoid; HD 6d6+18; hp 38; Init +0; spd 20ft.; AC 10, touch 10, flat-footed; Base Atk +4, Grp +7, Atk +8 melee (1d8+3, warhammer), or ranged +4; SQ darkvision, dwarf traits; AL LN; SV Fort +5, Ref +2, Will +5; Str 16, Con 17, Dex 11, Int 12, Wis 11, Cha 12.

Skills and Feats: Appraise +10, Craft (weaponsmith) +12, Craft (armorsmith) +12, Knowledge (geography) +10, Knowledge (metallurgy) +13, Profession (blacksmith) +12; Martial Weapon Proficiency (warhammer), Skill Focus (Profession (blacksmith)), Skill Focus (Knowledge (metallurgy)).

Possessions: masterwork war hammer, masterwork artisan's tools, gauntlets of fire resistance, 45 gp.

6: Tanner/leather working: *"The Tawny Bander Cat is magnificent beast. It makes a fabulous parka."* The sour smell of tannic acid greets each visitor, a study of every native creatures hide is stretched over every inch of the shops ceiling and walls. The floor is covered in the scaly hide of some unlucky dire lizard. During daylight hours several gnomes, garbed in heavy aprons, are occupied skinning various beasts, treating the hides, or tailoring elaborate articles of clothing. Each gnome's hands and forearms are stained dark brown.

Sluce runs her shop with several sisters and their families. She pays huntsmen to find exotic skins to clothe wealthy and

royal patrons in both kingdoms. Price is determined by how exotic the beast is and how damaged its condition.

Sluce Windage, female halfling Exp 3: CR2; Small humanoid; HD 3d6-3; hp10; Init +3; Spd 20 ft.; AC 16, touch 14, flat-footed 13; Base Atk +2, Grp -1; Atk +4 melee, or +6 ranged; Full Atk +4 melee, or +6 ranged; AL NG; SV Fort +1, Ref +4, Will +3; Str 12, Dex 17, Con 9, Int 13, Wis 9, Cha 11.

Skills and Feats: Appraise+7, Craft (leatherworking) +12, Gather Information +6, Knowledge (nature) +7, Profession (Tanner) +8, Ride +9, Use rope +9; Skill focus (craft), Skill focus (Profession).

Possessions: riding pony, masterwork leather armor, masterwork artisan's tools, bag of holding type 1, 100gp.

8: Swine stockade: *"Soo eee! Pig."* The "stockade" runs the perimeter of the town outside the main wall within its own smaller wooden fencing. Every hundred yards a swine minder post sits atop a doghouse. The presence of the pigs attracts all manner of predator seeking fast food. To counter this threat, town militia and huntsmen patrol the territory around the plateau for signs of troll, ettin, and worg movement.

Chon Razim, male human Drd6: CR 6; Medium humanoid; HD 6d8; hp 24; Init +2; Spd 20; AC 17, touch14, flat-footed ; Base Atk +4; Grp +5; Atk +6 melee (1d6+1/x3, short spear), or Ranged +7 (1d6+1/x3, short spear); SQ: animal companion, nature sense, wild empathy, woodland stride, trackless step, resist nature's lure, wild shape 2/day; AL NG; SV Fort +5, Ref+4, Will +8; Str 13, Dex 14, Con 11, Int 15, Wis 16, Cha 12.

Skills and Feats: Handle Animal +14, Heal +13, Knowledge (nature) +10, Listen +12, Profession (herdsman) +12, Spot +12, Survival +14; Natural Spell, Self-Sufficient, Skill Focus (Handle Animal), Track.

Druid Spells Prepared (5/4/4/3; save DC 13 + spell level): 0-create water, light(2), know direction, guidance; 1st-calm animals, entangle, longstrider, speak with animals; 2nd- animal trance, bark skin, hold animal, soften earth or stone; 3rd- plant growth, remove disease, summon nature's allyIII.

Possessions: Amulet of natural armor +2, masterwork short spear (x2), masterwork hide armor.

"Piggy" Boar animal companion: CR -; Medium magical beast; HD 5d8+15; hp 51; Init +0; Spd 40ft.; AC 18, touch 10, flat-footed 18; Base +3, Grp+4; Atk +6 melee (1d8+3, gore), Full Atk +6 melee (1d8+3, gore); Reach 5ft. by 5ft./5ft.; SA ferocity; SQ evasion, link, low light vision, scent; AL N; Str SV Fort +6, Ref +3, Will +2; 16, Dex 11, Con 17, Int 2, Wis 13, Cha 4.

Skills: Listen +8, Spot +6; Alertness, Toughness.

9: Merchants association and dry goods: *"If you need anything I can get it for you given the proper amount of time and money."* This two story wooden structure has "Dry Goods" marked across the front door. During daylight there is a constant flux of people in and out of the store. Two of Rostok's men usually sit in the corner near the front playing games of chance. The entire bottom floor is packed with shelves containing anything a

traveler could want. Huntsmen, rangers and other guides seeking employment gather outside the store next to one of the only existing trees on the plateau. To the right of the store are a set of double stocks, aged by weather and the wicked.

Sar is the de facto mayor of Pigtown. Sar divides his time between minding the store and civic duties. Despite the stockades outside and practice of the hunt, thieves' guilds far and wide view Sar's Dry goods as a rite of passage for initiate shoplifters.

Sar Weelo Talnen Reddick, male gnome Ars8: CR7; Small humanoid; HD 8d8+16; hp 57; Init +2; Spd 20; AC 13, touch 13, flat-footed 11; Base Atk +6; Grp +2; Atk +8 melee (1d6/x3, gnome hooked hammer) or +9 ranged; Full Atk +6/+1 (1d6/1d4/ x3/x4, gnome hooked hammer) or ranged +9/+4; AL N; SV Fort +5, Ref +4, Will +6; Str 10, Con 15, Dex 15, Int 13, Wis 8, Cha 18.

Skills and Feats: Appraise +8, Bluff +14, Diplomacy +16, Gather Information +14, Knowledge (local) +8, Listen +7, Sense Motive +8, Spot +6; Leadership, Negotiator, Weapon Focus (gnome hooked hammer).

Possessions: stones of alarm (x3), circlet of persuasion, ring of invisibility, gem of seeing, gnome hooked hammer.

10: The Pitfighter: *"Hey you! Drink, fight, or get out!"* Just below the northern swineherd are the tarps of the Pitfighter. The pub is situated about a five feet deep, 15ft. wide hole in the clay. Arranged around the pit on tiers are several rough-hewn tables and stump stools. A ring of stakes with netting surrounds the perimeter of the pub allowing only one easy entrance, although some attempt to crawl under the netting. Just past the entrance is the bar comprised of several casks of ale. The pit rules are simple: no magic, weapons, or spitting (it's bad for business).

Seven years back Ong traded in the call of the wild for last call after coming upon a wine caravan under attack by Worgs. The surviving merchants were so grateful for rescue that they accepted Ong as partner in a new venture in Pigtown. Ong was able to bolster his percentage by the fact their guide had died in the combat, and the merchants had no way of navigating the wilds. The coarse nature of pig town's inhabitants soon drove the merchants' back home, leaving Ong as sole proprietor.

Ong is quite garrulous for a half-orc, but considering his size few ever complain. He enjoys playing host and providing running commentary on the bouts taking place in the pit. Locals out of earshot, joke about Ong's mood, which tends to lighten as the hour grows later. Laborers sometimes exact revenge on non-tipping merchants and tourists by recommending the Pitfighter as a great place to breakfast.

Ong Torlek, male half-orc Ftr7: CR 7; Medium humanoid; HD 6d10+6; hp 52; Init +2; Spd 60; AC 17, touch 12, flat-footed 15; Base Atk +7; Grp +12; Atk +13 (1d12+9/x3, greataxe) or +9 ranged (1d6+5, javelin); Full Atk +13/+8 melee (1d12+9/x3, greataxe) or ranged +9/+4 (1d6+5, javelin); AL CN; SV Fort 6, Ref +4, Will +4; Str 21, Dex 14, Con 12, Int 10, Wis 14, Cha 8.

Skills and Feats: Intimidate +9, Jump +11; Cleave, Dodge, Improved Sunder, Power Attack, Unarmed Combat, Weapon Focus (greataxe), Weapon Specialization (greataxe).

Possessions: breast plate, greataxe, boots of striding and

springing, Potions: heroism, cure light wounds (x2), 1200 gp.

11: Kingdom of Ulrich mission: *"Many celebrate the new peace, but I stand guard just in case."* The tallest structure in Pigtown is the gleaming adamantine walls of a Daern's Instant Fortress. The flag of Ulrich hangs outside one of the arrow slits and pikemen patrol the outside continuously.

Heydan has fought against the Marquand his entire life. The truce forced him to choose between retirement on a small plot of land or continue serving king and country in a slightly less martial fashion.

Millit is 201 years old and has served Heydan the last 10. King Ulrich was the only human to show courtesy to the Elven kings, but then again he was losing his war against the Marquand. She has disguised herself as a royal fool and secretly reports to the elven rulers of the Mol'irral Forrest on the truce between Ulrich and Marquand.

Soldiers of Ulrich are typically first level warriors wearing splint mail and armed with a halberd and darts.

Heydan Bulwark, male human Ftr5/Ulp5: CR 10; Medium humanoid; HD 5d10+10+5d10+10; hp 94; Init +8; Spd 20; AC 19, touch 14, flat-footed 15; Base Atk+10; Grp +12; Atk +15 melee (1d10+7/19-20x3 +2 halberd), or +12 melee (1d6+2/19-20, short sword) or +14 ranged (1d4+2, dart); Full Atk +15/+8 (1d10+7/19-20x3, +2 halberd) or +12/+7 melee (1d6+2/19-20, short sword) or +14/+9 ranged (1d4+2, dart); AL LG; SV Fort +8, Ref +10, Will +4; Str 14, Dex 18, Con 14, Int 12, Wis 13, Cha 14.

Skills and Feats: Balance+7, Climb +7, Diplomacy +9, Intimidate +9, Jump +10, Knowledge (nobility) +6, Spot +6; Combat Reflexes, Dodge, Improved Critical (halberd), Improved Initiative, Leadership, Lightning Reflexes, Weapon Focus (halberd), Weapon Specialization (halberd).

Possessions: Elven chain, short sword, +2 halberd, ring of sustenance, potion of heroism, feather token (Tree)(x4), 140 gp.

Cohort: Millit Thurfoot, female elf Brd8: CR 8; Medium humanoid; HD 8d6+8; hp 43; Init. +1; Spd 30 ft.; AC 17, touch 12, flat-footed 16; Base Atk +6; Grp +6; Atk +9 melee (1d6+2/18-20, +1 rapier) or +8 ranged (1d6/x3, masterwork shortbow); Full Atk +9/+3 (1d6+2/18-20, +1 rapier) or +8/+3 (1d6/x3, masterwork shortbow); SQ: bardic music, bardic knowledge; AL LN; SV Fort +3, Ref +7, Will +5; Str 10, Dex 13, Con 12, Int 14, Wis 8, Cha 17.

Skills and Feats: Bluff +10, Diplomacy +14, Gather Information+12, Perform (wind instruments) +10, Perform (buffoonery) +5, Sense Motive+8, Sleight of Hand +12, Spellcraft +11, Tumble +10, Use Magic Device +12; Dodge, Eschew Material, Weapon Focus (rapier).

Bard Spells Known (3/4/4/2, save DC 13 + spell level): 0-lullaby, message, summon instrument; 1st-animate rope, comprehend languages, hideous laughter, undetectable alignment; 2nd- detect thoughts, invisibility, suggestion, tongues; 3rd- good hope, haste.

Possessions: hat of disguise, mithral shirt, darkwood buckler, +1 rapier, masterwork shortbow, 20 +1 arrows, ring of protection +1, potions: cure light wounds (x3).

12: Duchy of Marquand mission: *“Trust is an expensive luxury.”* The most elaborately decorated set of houses in Pigtown belongs to the Marquand embassy.

“If you do not stop bothering my lady, I will envision a point behind your head and punch through to it.” There are many forms of warfare ranging from bashing in another’s skull to more subtle manipulations. Mastery of these subtle manipulations has been her life’s work. Eloise believes that the separation between crisis and opportunity are a matter of an individual’s will. Ali’s corrupt order has served the Marquand family for countless generations as bodyguards.

Eloise Marquand, female human Rog3/Ars6; CR 9; Medium humanoid; HD 3d6+3+6d8+6; hp 49; Init. +3; spd 30; AC 18, touch 14, flat-footed 15; Base Atk +6; Grp +5; Atk +10 (2d4, +1 spiked chain of speed) or +10 ranged (1d8/19-20, masterwork light crossbow); Full Atk +10/+5 (2d4, +1 spiked chain of speed) or +10 ranged (1d8/19-20, masterwork light crossbow); SA sneak attack +2d6; SQ evasion, trapfinding, trap sense +1; AL NE; SV Fort +4, Ref+8, Will+6; Str 8, Dex 16, Con 13, Int 18, Wis 10, Cha 18.

Skills and Feats: Appraise +7, Bluff +13, Decipher Script +10, Diplomacy +17, Forgery +13, Gather Information +15, Hide +9, Knowledge (local) +7, Knowledge (nobility) +7, Listen +9, Move Silently +10, Open Lock +10, Ride +13, Sense Motive +9, Sleight of Hand +12, Spot +6, Survival +9; Combat Expertise, Combat Reflexes, Exotic Weapon Proficiency (spiked chain), Improved Feint, Weapon Finesse (spiked chain), .

Possessions: Bracelet of friends (linked to Ali), masterwork light crossbow, +1 spiked chain of speed, +1 studded leather, ring of protection +1, masterwork thieves’ tools.

Ali, male human Mnk9; CR 9; Medium humanoid; HD 9d8+9; hp 53; Init. +6; Spd 60ft.; AC 19, touch 19, flat-footed 16; Base Atk +6; Grp +8; Atk+8 melee (1d10+2, unarmed strike) or +9 ranged (1d2+2, masterwork shuriken); Full Atk +8/+3 (1d10+2, unarmed strike) or +8/+8/+3 melee (1d10+2, unarmed strike) or +9/+4 ranged (1d2+2, masterwork shuriken) or +9/+9/+4 (1d2+2, masterwork shuriken); SA flurry of blows, ki strike (magic); SQ: stunning fist 9/day, still mind, slow fall (40ft.), purity of body, improved evasion, wholeness of body; AL LE; SV Fort+7, Ref+9, Will+9; Str 14, Dex 14, Con 12, Int 10, Wis 16, Cha 8.

Skills and Feats: Balance +13, Escape Artist +8, Hide +11, Jump+15, Listen +12, Move Silently +11, Tumble +15; Acrobatic, Deflect Arrows, Dodge, Improved Initiative, Improved Trip, Mobility, Spring Attack, Stunning Fist. Stunning Fist (Ex): save DC 17.

Possessions: bracers of armor +2, monk’s belt, slippers of spider climbing, 15 masterwork shuriken, 10 gp.

13: Danvers House of Danger: *“If I told you what components went into a potion of regeneration, you wouldn’t drink it.”* A simple one-story shack with smoking chimney conceals the workshop of the town’s alchemist. Racks of multi-colored vials line the walls.

Regold needed a place to conduct his experiments unmo-
lested. His cousin Sar suggested Pigtown as an ideal place con-
sidering its location at the intersection of several trade routes.
In exchange for occasional arcane assistance, Sar keeps Regold

supplied with various components. Few know Regold improved
quality of life in town by digging the sewer system while poly-
morphed into an umber hulk. Sadly his familiar and pet cat,
Patches, has gone missing.

Regold Danvers, male gnome, Exp3/Con7: CR9; Small humanoid; HD 7d4+3d6; hp 30; Init +3; Spd 20ft.; AC 14, touch 14, flat-footed 11; Base Atk +6 melee (1d3-1, dagger) or +9 ranged (1d3-1, dagger); Full Atk +6 melee (1d3-1, dagger) or +9 ranged (1d3-1, dagger); SQ familiar, gnome traits; SV Fort +3, Ref +6, Will +9; AL CN; Str 9, Dex 16, Con 10, Int 18, Wis 13, Cha 12.

Skills and feats: Concentration+13, Craft (Alchemy)+18, Deceiver Script+13, Knowledge (arcana)+15, Knowledge (dungeoneering) +6, Knowledge (history) +6, Knowledge (nature)+6, Listen +8, Profession (alchemist) +13, Spellcraft +13, Survival +6; Brew Potion, Craft Wondrous Item, Scribe scroll, Skill Focus(alchemy), Spell Mastery x2.

School specialization: Conjururation; prohibited schools: Abju-
ration, Necromancy.

Wizard spells Prepared (4+1/5+1/4+1/3+1/2+1; save DC 14 + spell level): 0 – acid splash, read magic*, mage hand, arcane mark; 1st – unseen servant*, grease, comprehend languages*, identify, reduce person, magic missile; 2nd – acid arrow*, locate object, continual flame*, bear’s strength, cat’s grace; 3rd – sepia snake segil, lightning bolt, fly*, shrink item; 4th – minor creation*, phantasmal killer*, stone shape. *indicates mastered spell.

Possessions: iridescent spindle ioun stone (sustains without air), wand of unseen servant (22), scrolls: summon monster IV, wall of fire, identify(x3), shield (x2), detect thoughts; potions: fire breath, alchemist fire(x3); goggles of minute seeing, por-
table hole with 500 gp.

14: charnel pit: Several hundred yards away from the southern gate various spillways and sewage troughs end in a fetid cess-
pool. Among the filth the remains of Fin Waydock can be found here. This fetid cavern occasionally attracts various eaters of
carrion and muck.

15: Lucky’s-Gambling hall and fence: *“What are the odds of that happening”* This barn serves as bar and gaming den to the
multitude soon parted from their money. There is a back room
where goods can be exchanged for credit at the tables.

Torpid isn’t the best gambler, he is not a very smooth
talker, but he is honest and that is why Sar has him manage this
establishment. Lucky’s original owner disappeared several years
back while on a trek to Ulrich, his personal chambers contained
a letter wishing ownership of the building to Sar.

Torpid Segnar, male halfling Exp4: CR 3; Small humanoid; HD6d6+6; hp 30; Init +3; Spd 20; AC 16, touch 14, flat-footed 13; Base Atk +3; Grp -1; Atk +5 melee (1d3/x3, Punching Dagger) or +9 ranged (1d3, Dart); Full Atk +5 melee (1d3/x3, Punching Dagger) or +9 ranged (1d3, Dart); SQ: Halfling traits; SV Fort +3, Ref +5, Will +5; AL CN; Str 10, Dex 17, Con 12, Int 14, Wis 10, Cha 8.

Skills and Feats: Appraise +12, Bluff +6, Escape Artist +10, Gather Information +6, Knowledge (local) +9, Profession (gambler) +10, Search +9, Slight of hand +10; Skill Focus

(Appraise), Skill Focus (Profession (gambler)).

Possessions: masterwork leather, masterwork punching dagger, 5 masterwork darts, chest with 300 GP.

16: The stables: “I can tell a great deal about a person’s character by the condition of their animals.” Row after row of hitching post, feed trough, and hay bale fill these stalls. The price of boarding is 1 Sp per beast, per day payable upon pickup. The stalls appear clean and well sheltered from the elements. Several laborers clean the stalls and attend the feedings. The presence of the town watch discourages rustling.

Kohl’s prides herself on the cleanliness of her stables and level of care horses and beasts of burden receive while boarded. She has noticed that several merchants animals have left the stables only to return with Rostok, but she knows better than to comment on it.

Kohl Rabi, human female Com8: CR 7: Medium humanoid; HD 8d4+3; hp 21; Init +1; Spd 30; AC 11, touch 11, flat-footed 10; Base Atk +4; Grp +4; Atk +4 melee (1d8/x3, shortspear) or +5 ranged (1d8/x3, shortspear); Full Atk +4 melee (1d8, shortspear) or +5 ranged (1d8, shortspear); SV Fort +2, Ref +3, Will +2; AL NG; Str 10, Dex 12, Con 10, Int 10, wis 11, Cha 12.

Skills and Feats: Handle Animal +16, Profession (stable hand) +11, Ride +13; Animal Affinity, Skill Focus (Handle Animal), Mounted Combat, Toughness.

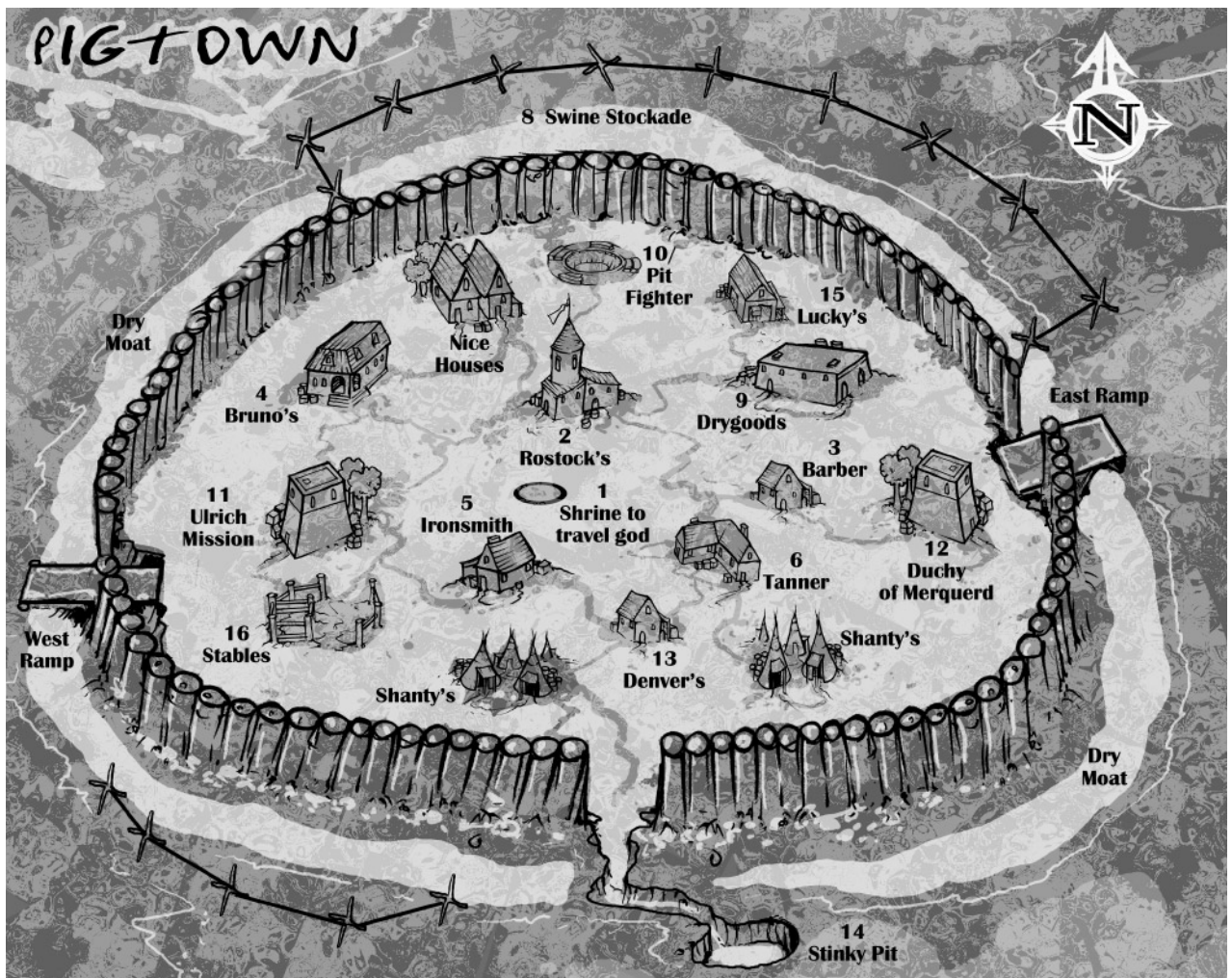
Possessions: Riding horse, horseshoes of the zephyr, sustaining spoon, shortspear.

What brings the PCs

- 1: A place to sell booty with no questions asked.
- 2: Information gathering about rival nation.
- 3: Meet a courier with important information for the court.
- 4: Escorting a caravan through the wilds to the plateau.
- 5: Bruno’s Happy Consort. Some places people pay extra for fantasy.
- 6: If you are looking for exotic hides then pig town is the place.
- 7: Games of chance and leads to dwarf treasure.

Adventure Hooks

- 1: An attempt has been made of the king’s life and the assassin escapes.
- 2: Party member witnesses random act of crime. Garrisoned forces from both sides do nothing.
- 3: Party member is witnessed using magic witching town limits, to the hunt with them!
- 4: An elven member of the party doesn’t maintain a low enough profile. To the hunt with him/her/it whatever those stinking elves are.



Thornbridge

Summary: A small Logging town lies between a river and a great forest. They are at war with the Gnoll tribes of the forest.

Size/Type: Village

Population: 750

Alignment: CG

Demographics: 80% human, 8% ½ elven, 5% ½ orc, 7% other

Gold Limit: 200gp /7,500gp assets.

Power Center: Merchant Council

Authority figures: Councilor Garnash, male gnome, Con8, Councilor Haelana, female Human, Rog5/Mnk2, Councilor Hjorleif, male Human, Clr5, Councilor Garto, male dwarf Com3, Councilor Gilbert, male halfling Nob5, Sheriff Bardi, male ½ orc, War5 (Town Constable)

Important Non Player Characters: Briana, Female, ½ elvan Exp12 (Bowyer Runs Briana's Bows), Illiana, Female Human Brd7, (Runs Celestial Heavens Inn)

History/Background: Twenty-five years ago the adventuring party named Crimson Streak penetrated deep within the forest and found the most exquisite growths of Darkwood, Silverbark and Thornbark anywhere. These woods are greatly prized by bowyer/fletchers, weaponsmiths, woodworkers and druidic armorsmiths. Crimson Streak received backing from the Jelanease clan to run this town and provide it with discounted merchandise.

The site Thornbridge was chosen for its defensibility. The bridge was created by a magic item the party found in the forest. No one knows where the adventurers found the item or who made it, although most people speculate that it is made of Thornbark, a type of black wood with carved and fluted designs that stick out like thorns on a briar patch. The bridge is impossibly thin and has no supports, yet it can hold a full troop of lancers without even a tremble. Even after flood season the bridge remains strong.

The gnolls on the other hand do not like humans trespassing in their forest. When construction of the village began so too did the raids. Many of the adventurers died in the raids, and now only three remain. The council would dearly love to build stone walls, but is unable to afford to have the rocks transported. For now, they treat each building and wall against fire. This eats into most of their profits and so far the town has barely broken even.

General Layout/First Impressions: Thornbridge is a walled and fortified town that rests on the top of a small hill within a bowshot of the river. There is not a shrub or tree within twice the length a master archer could fire an arrow. It is built to defend against attacks and the walls bear scars of numerous assaults. Gnoll heads rest on spikes protruding from the top of the walls. There is only one entrance. It faces the river and is flanked by large wooden watchtowers. This gate is typically open during



the day when wood is brought in. At night this gate is shut and nothing short of an order from the full council will open it. Sharp-eyed guards patrol the walls and are posted at each watch tower.

When entering the village, one immediately notices that the roads curve around the wall in a counter clockwise pattern. No road leads directly to the center of town. All of the houses are built of wood and are one uniform height, allowing defenders to easily fight from the rooftops should the walls be breached. The Barracks, The Council Hall and the Inn reside in the center of town. If the walls fall and the Militia is forced back, they will make their last stand here. These three stone buildings are connected via a 10-foot stone wall. Each building only has one door, which faces the well in the center of town. There are no windows on these buildings only arrow slits.

Economy/Trade: Thornbridge imports almost all of its food, in addition to wine, metal, stone and luxuries. It exports the best bows, wooden weapons and furniture to be found anywhere. A handful of merchants visit every few months, but tariffs make it difficult to make a profit. Only the Jelanease clan visits on a regular basis. If you are not of the Jelanease clan, all items in the village cost 20% above the PHB costs. Metal items (or mostly metal items) cost an additional 10% due to the great distance metal must travel.

Religion/Worship: Councilor Hjorlieif runs the only temple in Thornbridge, which is dedicated to the god of travel.

Locations/Personas

1: The Council hall: This was the first building built. It looks more like a fortified stone manor than it does a council hall. This massive squat stone building is four stories tall. It contains battlements on the roof allowing many an archer to rain death down upon any attackers. By the scars in the massive wood reinforced doors, it is obvious that this building has seen some rough times. When open, the doors allow up to six large men to walk in without having to jostle one another. Only a dwarf would find this building attractive. The entire first floor is left open so that when people wish to come and speak their minds all of the town can gather at once. Several pillars support the ceiling above and at the far end is a table where all council business is conducted. Every man, woman, and child has a right to speak his mind at a council hearing, but the council makes the final decisions on village matters. The adventuring band that first founded the town fills two of the council posts, including the president (who only votes in a tie). The town residents choose the other three seats every five years. All of the council members stay at the council halls. The second through fourth floors are reserved for private meetings with merchants, and sleeping chambers. The current council members currently are Council President Garnash, Councilor Haelina, Councilor Hjorlieif, Councilor Garto, and Councilor Gilbert.

Garnash Brandybock was born in a small town on the other side of the mountains 95 years ago. He grew up under the tutelage of his father, a famed illusionist. The name Brandybock is known far and wide within gnomish circles. His future looked bright; he showed an instant spark for magic and studied intensely. But he was more interested in summoning real

creatures than creating illusions of them. This led to many fights about going against tradition. Garnash finally had to leave his village and seek out his own future.

From that point on he rarely used his last name, and instead goes by the name Garnash the conjurer. Many times during his adventuring career his knowledge of conjuration proved very helpful. Many a foolish enemy assumed he was an illusionist in disguise and ignored his pets. 30 years ago he led an adventuring band deep into the forest. During the Crimson Streak's year adventures in the forest they several groves of Darkwood, Thornbark and Silverbark. They also discovered something very disturbing as well, a cave with a passage to the underdark. After a short foray into the passage they came upon a sinister looking portal. They returned to the surface and sealed off the tunnel without exploring further. Where the portal leads no one knows. None of the Crimson Streak that returned ever spoke of their adventures. The only thing known for sure is that they did bring back powerful magic in the form of the Thornbridge.

He got the backing of a wealthy merchant family, the Jelanease clan, to build and defend the town. All they ask in return is that all other merchants pay a 150% tariff while Garnash pays back the loan. Garnash has been an able administrator of the town and has kept it from being over run by gnolls. He is beginning to despair of ever making a profit, and has recently been considering a second foray into the forest depths. He hopes to get enough gold to make the needed repairs to the town and pay off the loan from the merchant. He knows that if he could pay off the Jelanease clan and get competition between multiple merchants, he could start realizing a profit.

Haelina was rescued from a slave auction when Garnash bought her. As soon as they were out of the city he promptly set her free. They have traveled together for the past 30 years. Always shy, the scars she received as a slave have made most people shy away from her, although those who talk to her would be hard pressed to find a more kind hearted soul. She is deeply devoted to Garnash and willing to die to defend him. She is always willing to lend a hand and travels with most of the lumberjacks when they go out, although they rarely see her. She spends most of the time scouting around for tracks and gnoll ambushes.

Hjorlieif is a large man standing almost six and a half feet tall. At over 300lbs he is hard to miss. He comes from the far north where the snow stays on the ground year round. He speaks little of his past but all know him to be friendly and kind if a little bit slow. Recently he has begun to go on excursions with Councilor Haelina and is beginning to learn how to hide his large frame. The lumberjacks pretend not to notice him skulking through the forest, but are relieved when he is around. He has told the council that he feels the call of his god. He will remain until a new priest arrives in town but then it is time for him to walk the path of enlightenment.

Garto arrived in town only three years ago. Councilor Garto has proven himself not only one of the best lumberjacks but also very wise when it comes to town politics. The other lumberjacks consider him their voice on the council.

Sir Gilbert arrived from court a few months ago and quickly gained a seat on the council. No one knows why he left court nor why he has decided to join the town council but most people are glad. He is highly intelligent and knowledgeable. Councilor Gilbert's reason for being here is quite simple. He is a skilled

con artist looking to fleece the town. He is hoping to gain control of the books as he is an 'expert accountant' and slowly embezzle the funds away. But so far Councilor Garnash has resisted turning over the books.

Sherrif Bardi won the job last year by being the only one to show up. It didn't hurt that he threatened to break the bones of any of the others who wanted the job. Surprisingly he has done an excellent job at organizing the watch and stopping bar brawls before someone gets severely hurt. Sherrif Bardi is in charge of the town guard, which is a very professional unit of 25 archers and 25 long spearmen. Additionally he has the responsibility of training the militia which reports for duty for 2 days each month. All men and women over the age of 16 are required to serve on the militia.

Councilor Garnash, male gnome Con8: CR 8; Small humanoid; HD 8d4+24; hp 46; Init +1; Spd 20 ft.; AC 15, touch 13, flat-footed 14; Base Atk +4; Grp -2; Atk melee +3 (1d3-2/19-20, masterwork dagger), or ranged +6 (1d6/19-20, light crossbow); Full Atk melee +3 (1d3-2/19-20, masterwork dagger), or ranged +6 (1d6/19-20, Light Crossbow); SQ Conjuratation specialist; AL NG; SV Fort +5, Ref +3, Will +6; Str 7, Dex 13, Con 17, Int 16, Wis 10, Cha 14;

Languages: Common, Elven, Gnome, Gnomish, Celestial

Skills and feats: Craft (Alchemy) +11, Climb +2, Craft (wood working) +12, Diplomacy +4, Hide +5, Knowledge (arcana) +9, Knowledge (nature) +10, Listen +3, Move silently +1, Profession (Accountant) +10; Combat casting, Craft wand, Craft wondrous item, [Scribe scroll], Empower Spell,

Conjuratation Specialist: This conjuration specialist can cast one additional conjuration spell of each spell level his opposition schools are Enchantment and Abjuration

Wizard Spells Prepared (5/6/5/5/3; save DC 13 + spell level): 0 - detect magic, flare, light, mage hand, mending 1st - grease, mage armor (always cast prior to leaving town), magic missile, summon monster I (x2), sleep; 2nd - cat's grace, mirror image, summon monster II (x2), web 3rd - fly, lightning bolt, stinking cloud, summon monster III (x2) 4th - black tentacles, improved invisibility, summon monster IV.

Spellbook (14/9/9/7/3): 0- detect magic, flare, light, mage hand, mending, ray of frost, arcane mark, dancing lights, detect poison, disrupt undead, ghost sound, open/close, prestidigitatation, read magic 1st- grease, mage armor, magic missile, summon monster I, sleep, burning hands, feather fall, identify, spider climb 2nd- cats grace, mirror image, summon monster II, web, fog cloud, invisibility, levitate, acid arrow, see invisibility 3rd- fly, lightning bolt, stinking cloud, summon monster III, invisibility sphere, phantom steed, water breathing 4th- black tentacles, improved invisibility, summon monster IV.

Possessions: wand summon monster IV 15 charges L8, +2 amulet of natural armor, +1 ring of protection, potion of cure light wounds, potion of invisibility, signet ring denoting that he is a council member, nobles outfit, masterwork dagger, spy glass, anti toxin, 350 gp gem, five gems each worth 50gp, 10pp, 25gp, 10sp. plus any normal equipment he requires that costs less than 50gp.

Councilor Haelina, Female human Rog5/Mnk2: CR 7; Medium humanoid; HD 5d6+5 + 2d8+2; hp 38; Init +4; Spd 40 ft.; AC 20, touch 17, flat-footed 20; Base Atk +4; Grp +4; Atk

melee +5 (1d6/18-20, masterwork rapier) or +4 (1d6, unarmed), Ranged +7 (1d10/19-20, masterwork heavy crossbow); Full Atk: melee +5 (1d6/18-20, masterwork rapier) or +4 (1d6, unarmed) or +2/+2 (1d6, Flurry unarmed), Ranged +7 (1d10/19-20, masterwork heavy crossbow); SA flurry of blows, sneak attack +3d6, stunning fist 2/day; SQ evasion, trapfinding, trap sense +1, uncanny dodge; AL LG; SV Fort +7, Ref +11, Will +7; Str 10, Dex 18, Con 12, Int 15, Wis 16, Cha 8

Languages: Common, Gnomish, Celestial

Skills and feats: Appraise +8, Balance +12, Climb +2, Diplomacy +7, Disable Device +12, Hide +13, Jump +14*, Listen +8, Move silently +14, Open Lock +11, Search +10, Spot +10*, Survival +8, Swim +4, Tumble +7; Deflect Arrows, Dodge, Improved Unarmed Strike, Mobility, Spring Attack, Track.

Possessions: boots of striding and springing*, +2 bracers of armor, +1 amulet of natural armor, eyes of the eagle*, potion of haste (16), 2 potions cure light wounds, 1 potion neutralize poison, masterwork rapier, masterwork heavy crossbow, 20 bolts, signet ring denoting her a member of the council, explorers outfit, 25gp in a hidden pouch.

Councilor Hjorleif, male human Clr6: CR 5; Medium humanoid; HD 6d8-6; hp 32; Init +1; Spd 30 ft.; AC 20, touch 14, flat-footed 19; Base Atk: +4; Grp +7; Atk: melee +8 (1d6+4, masterwork quarterstaff); Full Atk: melee +8 (1d6+4, masterwork quarterstaff); SA turn undead 4/day; AL NG; SV Fort +4, Ref +3, Will +8; Str 16, Dex 12, Con 9, Int 8, Wis 16, Cha 13.

Languages: Common

Skills and feats: Heal +9, Hide +1, Knowledge (religion) +1, Profession (apothecary) +11; Brew Potion, Craft Magic Arms and Armor, Power Attack, Improved Bull Rush

Cleric Spells Per Day (5/4+1/4+1/3+1; save DC 13 + spell level): 0 - detect poison (3), detect magic, light, 1st - entropic shield, sanctuary*, bless, cause fear, divine favor 2nd - delay poison, lesser restoration, bulls strength, bear's endurance, aid* 3rd - prayer, summon monster III, magic circle against evil, protection from energy*

**Domains Spells; Domains:* Luck (Ex) - Once per day this cleric can reroll any one roll he just made. Protection (Su) - Generate a protective ward that grants someone touched a +6 resistance on his or her next saving throw.

Possessions: rhino hide, +2 lions shield, 10 potions cure light wounds*, 5 potions neutralize poison*, 1 scroll raise dead, masterwork quarter staff, clerics vestments, signet ring denoting that he is a member of the council, pouch with 25gp. Note most of his potions are stored at the temple but he always carries one of each.

Councilor Garto, male dwarf Com3: CR 2; Medium humanoid; HD 3d4; hp 10; Init +1; Spd 20 ft.; AC 11, touch 11, flat-footed 10; Base Atk +1; Grp +1; Atk melee +3 (1d8+2/x3, battleaxe); Full Atk melee +3 (1d8+2/x3, battleaxe); AL NG; SV Fort +1, Ref +2, Will +4; Str 14, Dex 12, Con 11, Int 11, Wis 16, Cha 15.

Languages: Common, Dwarven

Skills and feats: Climb +5, Listen +4, Hide +1, Profession (lumberjack) +9; Skill focus (Profession (lumberjack)), Marital Weapon Proficiency (battleaxe)

Possessions: He owns an old rusty chain shirt but rarely wears it. He always carries his father's battleaxe and his council signet ring. His pouch contains 25gp.

Councilor Gilbert, male halfling Ars5: CR 4; Small humanoid; HD 5d8-5; hp 17; Init +3; Spd 20 ft.; AC 14, touch 14, flat footed 11; Base Atk +3; Grp -2; Atk melee +3 (1d3-1/19-20, masterwork dagger), or ranged +8 (1d6/19-20, masterwork light crossbow); Full Atk: melee +3 (1d3-1/19-20, dagger), or ranged +8 (1d6/19-20, masterwork light crossbow); AL NE; SV: Fort +1, Ref +5, Will +8; Str 8, Dex 17, Con 9, Int 16, Wis 16, Cha 19.

Languages: Common, Dwarven, Elven, Gnome, Halfling

Skills and feats: Climb +1, Diplomacy +13, Disguise +9, Forgery +11, Gather information +12, Handle animal +12, Hide +7, Jump +1, Knowledge (history) +9, Listen +8, Move silently +5, Profession (accountant) +9, Sense motive +11, Spot +9; Deceitful, Negotiator.

Possessions: gloves of storing, type 1 bag of holding, 2 potions of invisibility, 1 potion of haste, 1 potion of cure critical wounds, 1 potion neutralize poison, 1 salve cause critical wounds, masterwork light crossbow, 20 bolts, masterwork silver dagger, council signet ring, 100pp, 500gp.

Sherrif Bardi, male half-orc War6: CR 5; Medium humanoid; HD 6d8+18; hp 45; Init +2; Spd 20 ft.; AC 20, touch 11, flat-footed 19; Base Atk: +6; Grp + 11; Atk melee +11 (1d8+7/x3, masterwork orc double axe), or ranged +9 (1d8+4/x3, masterwork composite longbow [+4 Str bonus]); Full Atk melee +11/+6 or +9/+9/+4/+4 (1d8+7/x3, masterwork orc double axe), or ranged +9/+4 (1d8+4/x3, masterwork composite longbow [+4 Str bonus]); AL LN; SV Fort +8, Ref +4, Will +1; Str 20, Dex 17, Con 16, Int 12, Wis 9, Cha 13.

Languages: Common, Elven

Skills and feats: Intimidate +10, Jump +8, Ride +13; Improved Two-Weapon Fighting, Power Attack, Two-weapon Fighting

Possessions: +1 spiked full plate, masterwork axe, orc double, masterwork composite longbow +4 Strength, 20 arrows, masterwork heavy lance, heavy war horse, masterwork spiked halfplate barding, masterwork military saddle.

2: Briana's Bows: When walking thought the front gate the first thing one will see is Briana's Bows. Her shop takes up almost a full block. Not all of this space is actually for her shop. A good portion is for storage and the center is open so that perspective buyers can test their bows without prying eyes, not to mention that she lives on the premises. The part of the shop that most get to see is small. There are several yew bows on the racks, as well as a multitude of arrows but these are not Briana's specialty. Her true joy comes when working with those who know what they want and are willing to pay for it. For those customers she has several services available. She can make bows out of Darkwood or Silverbark. Additionally she can make Thornbark armor. Finally, she also has several alchemical concoctions for coating the items. The special equipment for information on Darkwood is standard and see the appendice for information on Silverbark, Thornbark and alchemy.

Briana came here as soon as she heard of the town's find. Most people spend their lives trying to master one skill. She is a renowned master of two and a lesser-known master of a third.

She is the premier bowyer/fletcher. Her bows are valued far and beyond their mere gold piece value. She is also known to make armor from wood better than anyone. A little less known is her skill at alchemy and that she soaks each of her creations in an alchemical bath.

Briana can offer the following services for a fee:

Protection from fire: This alchemical formula offers some modest protection from fire. Applying the compound requires five minutes. If spread over the entire body (or an object), the target will gain energy resistance 5 from fire for 1 hour. The DC for creating such a formula is 20. This can be added to any wooden item permanently, but this requires time and is harder DC 25. The base cost is 40gp for a potion and 75gp for a permanent version.

Glow arrows: This is a simple alchemical concoction that when spread over an arrow causes them to glow with a phosphorescent light. These arrows, if shot off at night, can be clearly seen for miles except by those using dark vision whom can not see the glow. The DC to create is the concoction is 15. The base cost to coat one arrow is.

Briana, Female half-elf Exp12: CR 11; Size M; HD 12d6; hp 41; Init +7; Spd 30 ft.; AC 13, touch 13, flat-footed 10; Base Atk: +9; Grp: +13; Atk: melee +13 (1d4+4/19-20, dagger), or ranged +17 (1d8+8/x3, +2 composite longbow [+4 Str bonus]); Full Atk: melee +13/+8 (1d4+4/19-20, dagger), or ranged +17/+12 (1d8+8/x3, +2 composite longbow [+4 Str bonus]); AL LG; SV Fort +4, Ref +8, Will +10; Str 18, Dex 18, Con 10, Int 13, Wis 14, Cha 12.

Languages: Common, Draconic, Elven

Skills and feats: Balance +18, Bluff +8, Craft (alchemy) +19, Craft (armor) +25, Craft (bowyer/fletcher) +29, Diplomacy +16, Knowledge (arcana) +14, Knowledge (nature) +5, Sense Motive +10; Many shot Point Blank Shot, Rapid Shot, Skill Focus (Craft (alchemy)), Skill Focus (Craft (bowyer/fletcher)).

Possessions: Efficient quiver, cloak and boots of elven kind, gloves of arrow snaring, bracers of archery, tools of the master bowyer (See Appendix D: Weapons & Equipment p. 105), tools of the armorer (see crunchy bits), +2 silverbark composite longbow +4 Strength, +2 thornbark armor, Artisan tools, 300gp, 25sp.

3: Celestial Heavens Inn: Celestial Heavens is the one and only Inn in the town. One would think that with no competition, this inn would be a dump. One could not be more wrong. It is located in the center of town and from the outside does not look very inviting. It, like the council hall, was originally built as a fortified building more for defense than looks. The building is four stories tall and made of stone. There are no windows on the first floor and only arrow slits on the upper floor. The roof of this building is also flat so that more archers can rain death down upon the attackers. But once you enter the front door you enter a whole new world. The scents of lilacs and roses commingle. A diffuse golden light lights the room and there are plants on each table. The sound of gentle harp playing drifts throughout the room. This inn caters to visiting merchants, the council, and those who are seeking peace and quiet. Brook trout and truffles are a specialty here. The rooms are top rate but what draws in the locals is when Zokrah sings each night. Her unearthly beauty enthalls everyone.

Zokrah is the daughter of a paladin and a half celestial. But she rebelled against the strict rules that her parents imposed and left at a young age. Wherever she traveled, people suspected her of working for some greater purpose. Usually she would end up fleeing the town after the local villains tried to kill her before 'she interrupted their plans.' When she arrived in Thornbridge she found a town of hard working people who accepted her with open arms. For the first time, she truly feels comfortable.

Zokrah, female half celestial human Brd7: CR 9; Medium humanoid Type outsider; HD 7d6+14; hp 39; Init +2; Spd 30 ft.; AC 12, touch 12, flat-footed 10; Base Atk: +5; Grp +7 Atk melee +8 (1d6/18-20, masterwork rapier) or ranged +8 (1d8/19-20, masterwork light crossbow); Full Atk melee +8 (1d6/18-20, masterwork rapier) or ranged +8 (1d8/19-20, masterwork light crossbow); SA: daylight, smite evil, spell-like abilities; SQ: bardic knowledge +11, bardic song 7/day (countersong, fascinate, inspire courage, inspire competence, suggestion), calf celestial traits; AL CG; SV Fort +4, Ref +7, Will +7; Str 15, Dex 16, Con 19, Int 18, Wis 18, Cha 22
Languages: Common, Elven, Celestial, and Gnoll.
Skills and Feats: Balance +13, Decipher script +10, Disguise +12, Gather Information +14, Hide +12, Listen +16, Move

Silently +11, Perform (sing) +19, Perform (string instrument) +12, Spot +6, Swim +9; Scribe Scroll, Skill Focus (Perform (sing)), Weapon Finesse (rapier).

Half Celestial Traits: Darkvision out to 60 feet, Immunity to disease, Resistance to acid 10, cold 10, and electricity 10, Damage reduction: 5/magic, A half-celestial's natural weapons are treated as magic weapons for the purpose of overcoming damage reduction. Spell resistance 17, +4 bonus on Fortitude saves against poison.

Spell Like Abilities (Save DC 16 + spell level): Protection from evil 3/day, bless, aid, detect evil, cure serious wounds, neutralize poison, holy smite, remove disease

Bard Spells Known (3/5/4/1 save DC 16 + spell level):
 0 - daze, detect magic, flare, open/close, prestidigitation, read magic; 1 - charm person, mage armor, protection from evil, sleep; 2 - cure moderate wounds, invisibility, minor image, silence; 3 - blink, clairaudience/clairvoyance.

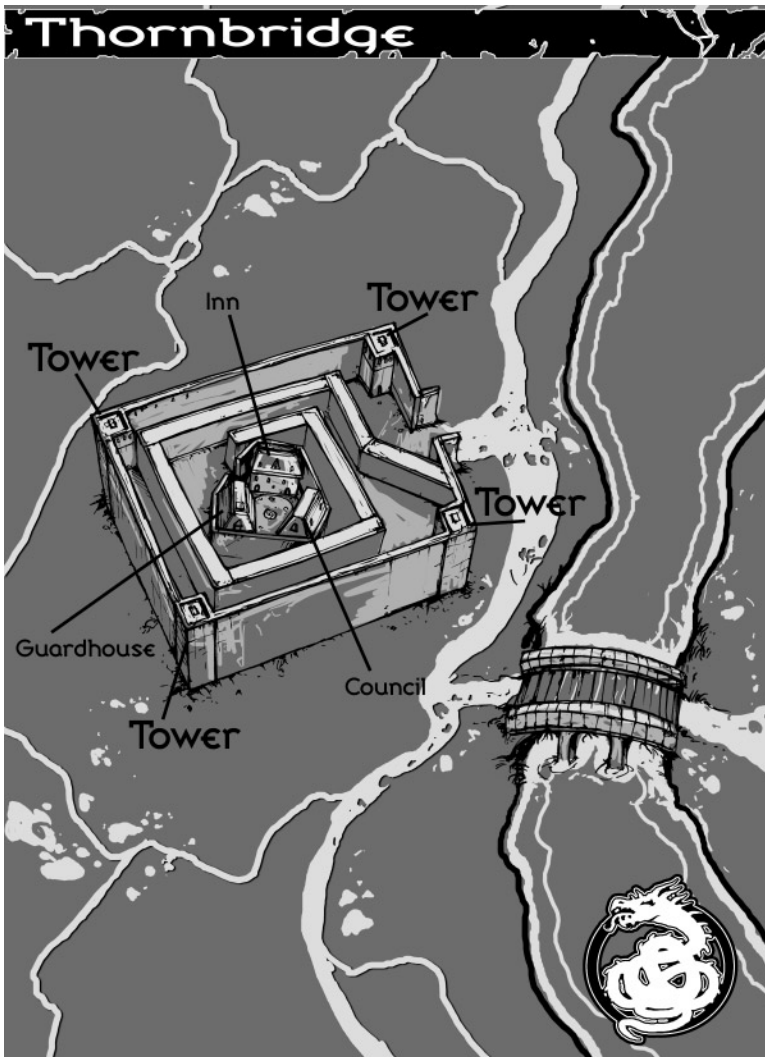
Possessions: +2 glamerer mithral chain shirt, masterwork light crossbow, 1 potion of charisma, 2 potions cure light wounds, 1 potion neutralize poison, masterwork harp, masterwork flute, 245gp, 1 fire opal worth 100gp

What brings the PCs

- 1: They could come to acquire one of the famed bows made by Briana.
- 2: They could come to collect a reward for gnoll ears.
- 3: They could come because they have heard stories of great treasures that are reputed to be within the forest.

Adventure Hooks

- 1: Briana is looking for guards while she enters the forest to harvest some silverbark. She hires the party to avoid as many patrols of gnolls as possible and protect her from those they cannot avoid.
- 2: Briana has gone missing, Councilor Garnash is desperate to find her, as she is one of the only reasons the town has not collapsed in bankruptcy. He will hire the party to find her, offering the party a silverbark bow and 50gp each. He only hopes Briana will agree to make the bow when she returns, as the town can not afford to buy the group one.
- 3: Councilor Gilbert hires the party to find out what Zokrah is doing here. He is beginning to suspect she may be here to ruin his plans.
- 4: Councilor Garnash has decided the time has come to return to where he found the gate. He has turned the books over to Councilor Gilbert. All he needs now is for some brave heroes willing to travel the length of the forest to a cave that leads deep within the underdark to the portal his band explored 25 years ago.



Unger's Junction

Summary: An integrated gnome town existing at a planar crossroads.

Size/Type: Small Town

Population: 1000

Alignment: N

Demographics: 78% forest gnome, 10% human, 5% elf, 2% dwarf, 4% half-elf, 1% other.

Gold Limit: 800gp / 40000 assets.

Power Center: Conventional/Magical

Authority figures: Mellick Unger-Shorn, forest gnome, Ftr11/Ars1 (Mayor and captain of militia), Harquon Felthip, gray-elf Wiz10/Lmr6 (Advisor)

Important Non Player Characters: Salia Three-foot, tiefling Rog7 (Barkeep at the Greasy Cupboard), Nestle wood-elf Rgr6 (Woodsmen's Gathering), Siobhan Unger, forest gnome Exp3 (Weavers hut), Trellis Bailincourt, Human Clr3 (Temple of Providence)

History/Background: Overheard in some dusty ale soaked dive, bards sometimes speak about a time of legend, before the time of man when a war raged throughout the heavens. As deities battled each other sparks from the clash of arms became the stars. Pieces of shattered divine weaponry tore through the cosmos, and one piece traveled through several planar layers before coming to rest on the material plane.

A few moments after the shard appeared, night became day, and the gnomes of the Marley Forest found themselves rudely awakened by a blinding light, thunderous explosion, and a force sucking the breath from their lips. Many died as their burrow homes collapsed around them. This event is referred to in local lore as "gods'prank."

As day broke survivors cleared wreckage to recover loved ones, and a few brave warriors ventured north in search the explosions cause. An increasing swath of destruction led the warriors to a burnt clearing at the center of which was a crater 100 yards across. Closer inspection proved impossible as residual heat blistered the warriors' skin and they returned to their shattered communities to either join the exodus south or rebuild.

Eons passed, the crater became a pond, the gnomes prospered and spread throughout the Marley Forest. The Unger clan settled a natural clearing to the north containing fertile soil and little stone. At the center of the clearing a pond fed by several streams afforded plenty of drinking water.

Generations passed, the community grew and life progressed at a bucolic pace until the time of the spiders. Woodsmen and livestock began disappearing; search parties eventually recovered their desiccated corpses shrouded in fine silk husks. Hunting parties eventually discovered the insidious root of the disappearances. Wood spiders had always presented a minor threat to unwary woodsmen, but these new creatures were larger in size and had the disturbing ability to wink out of sight and reappear behind off guard victims.



Desperate times followed as the Unger clan was forced divide its energies between daily routine and constant readiness for spider attacks. Respite arrived one midsummer's day announced by the sound of shrieking children fleeing the pond edge. Warriors rushed to the pond, spears at the ready, only to find a gray elf wringing out his tattered sopping wet robes. Harquon the Traveler had arrived.

After an initial challenge and flurry of questions regarding his intentions, Harquon assured the elders he meant no harm and merely sought a quiet locale to retire and conduct his studies. In exchange for being allowed to stay he would provide assistance with the towns spider problem. Weary of the constant vigilance, the elders accepted Harquon's offer.

Harquon thanked them and with a wave of his arms and resounding pop, disappeared. A fortnight later shrieking children again announced Harquons sudden return, this time accompanied by another heavily armed elf named Nestle.

Within a few months, Nestle had re-organized the gnomish militia into a force capable of driving the spiders out of the forest surrounding the town. Unfortunately, despite the town's efforts at hunting the spiders, the occasional livestock or woodsmen still goes missing.

Since Harquon and Nestle's arrival over 150 years ago Unger's Junction has prospered through expanded trade with

fellow gnomish communities and increasing interaction with other races. At present life in Unger's Junction is relaxed and generally less insular than many other gnome settlements.

General Layout/First Impressions: Trekking through Marley Forest is seldom easy and never boring, and as PCs approach the area of Unger's Junction they may notice old webbing in the canopy above their heads. Arcane spell casters may feel faint warmth on their scalp.

Immediately noticeable when approaching Unger's Junction is how the Forest suddenly ends in cultivated fields and organized orchard rows. Differentiating gnome from other racial abodes is easy. The gnomes live in raised earthen mounds surrounded by vibrant gardens while other races dwell in rustic huts or log cabins.

Visitors to Unger's Junction are first greeted by a pack of dogs suddenly materializing around the visitors. Depending on the motive for the visitors' arrival, the blink dogs will either surround the visitor, barking, growling and baring their teeth until a member of the militia arrives and calms them, or attack viciously.

Economy/Trade: Most inhabitants make their living as farmers or supporting craftsmen. The Woodsmen's Gathering is responsible for logging and harvesting silk from slain phase spiders. Inter-community commerce is mostly through barter. Visitors' gold and gems are readily accepted at the Greasy Cupboard.

Besides warping local spiders the shard's power has gradually mutated the town's canine population into blink dogs. Lawful good visitors may be able to purchase a blink pup from the Woodsmen's Gathering, although this usually involves performing some dangerous task for Harquon.

Customs/Laws: Dogs have free run of the town, and most dwellings leave food on their front steps. Harming one of the town's dogs is considered a capital crime. During the full moon, the pond shard's effects on the land become more apparent and unease sweeps the town. People seldom travel alone and never unarmed during this time. While pranking is a constant in gnome culture the threat of phase spiders makes surprise type pranks ill received. It is considered rude to interfere with or disrupt another person's garden, weapons, or dogs. Public apology, orchard work or other community service deals with Petty crimes. Serious crimes are punishable by banishment, transformation, and/or deplaning by Harquon. Every gnome child knows the last person to prank Harquon spent a week as a newt.

Religion/Worship: Most inhabitants worship the Bundes Granhew, gnome god of providence. Elders are quick to point out how tragedy and fortune are intertwined. Their prime example is the phase spiders that once terrorized the town are now the source of a valuable commodity.

Locations/Personas

1: Harquon's hut: *"Curiosity killed the cat. Fortunately I've got more where it came from."* A small wooden shed sits by the pond edge. A large brass knocker, located three feet from the ground adorns the shed door, but there is no doorknob or hinges visible. The door has an arcane lock spell placed upon it. Using

the knocker alerts Harquon; he then scrys would be visitors to determine their intentions. The door opens into a 5 ft. by 5-ft room. Against the opposite wall is a shimmering portal to the 4200 square ft. Mordenkainen's magnificent mansion Harquon has permanently created. The interior is crammed floor to ceiling with various paintings, drawings, seemingly endless bookshelves and other arcane relics.

It has been 153 years since Harquon emerged from the pond soggy, but grateful he was neither on the plane of water nor repast for an especially gruesome extra-dimensional beastie. He accepted his escape as a sign he was getting too old for these sorts of adventures. His reign as the thief of knowledge had come to an end and Unger's Junction seemed a suitable place to settle. Fortunately, the mysterious force existing at the pond bottom proves suitable distraction. Utilizing the planar rift existing at the pond bottom Harquon has been able to send simulacrum to other planes in search of historical minutiae. The simulacra are all fashioned from adventurer's he has met over the ages. Occasionally he hires flesh and blood to investigate locations too challenging for his intellectually deficient copies.

Harquon Felthip, male gray elf Wiz10/Lrm6: CR 16; Medium humanoid; HD 10d4-10+6d4-12; hp 27; Init +4; Spd 30 ft.; AC 16, touch 16, flat-footed 15; Base Atk +8; Grp +7; Atk +8 melee (1d8/19-20, +1 longsword) or +10 ranged (1d6-1/x3, masterwork shortbow); Full Atk +8/+3 (1d8/19-20, +1 longsword) or +10/+5 (1d6-1/x3, masterwork shortbow); SQ grey elf traits, greater lore, instant mastery (Survival), weapon trick +1, applicable knowledge (Spell Mastery); AL CG; SV Fort +4, Ref +6, Will +15; Str 8, Dex 12, Con 9, Int 20, Wis 16, Cha 14.

Skills and feats: Appraise+14, Concentration +12, Craft (alchemy) +14, Craft (wood working) +18, Decipher Script +17, Gather Information+11, Heal +12, Knowledge (arcana) +18, Knowledge (dungeoneering) +11, Knowledge (nature) +15, Knowledge (The Planes) +21, Listen +10, Spellcraft +20; Spot +11; Survival +7; Brew Potion, Combat casting, Craft Wand, Eschew Materials, Scribe Scroll, Skill Focus (Knowledge (the planes)), Spell mastery x3, Still Spell.

Greater Lore (Ex): Harquon has the ability to understand magic items as with the identify spell.

Wizard spells prepared (5/5/5/5/5/3/3/2 save DC 15 + spell level): 0 - detect magic, read magic*, mage hand, open/close*, arcane mark; 1st - alarm, comprehend languages*, magic missile*, floating disk, feather fall*; 2nd - arcane lock, detect thoughts, locate object, shatter*, spectral hand; 3rd - dispel magic*, nondetection, clairaudience/clairvoyance, tongues*, blink; 4th - dimensional anchor, remove curse, arcane eye, animate dead, polymorph*; 5th - break enchantment, dismissal, telepathic bond*, teleport, permanency*; 6th - summon monster vi*, legend lore*, geas/quest*; 7th- plane shift, greater scrying*, simulacrum*; 8th-discern location, clone.

*indicates spell mastery

Possessions: crystal ball, white robe of the arch magi, blessed book, wand of polymorph (19), numerous priceless relics and antiquities, +1 longsword, masterwork shortbow, 4500gp.

2: The Greasy Cupboard: *"I don't know why when bad things happen to good people everyone looks at me."* The smell of cooking and sounds of music draw most visitors' attention to the largest cabin in the town. The Greasy Cupboard is a two-

story cabin hosting an inn on the bottom floor and sleeping chambers on the second. A small hand carved sign above the bar asks, "Inquire about the bard special." The bard special is an opportunity to perform atop the long bar. Curry the crowds' favor and receive free room, board and drink. Displease the crowd and receive a pelting with food and dunking in the pond.

Salia's father was a waylaid infernal tourist named Fourugh. The incubus emerged from the pond wet, angry and looking to vent his frustration. Sadly, his arrival coincided with the wedding celebration of Salia's parents. Seeking to emulate the spirit of the runts about him he played a prank so macabre that to this day some inhabitants of the hells still roll with laughter.

That night Fourugh drowned the groom, assumed his form, then consummated the marriage. In the morning Salia's mother awoke next to her drowned husband and began screaming. Within a year Salia was born and shortly after her mother died. She was taken in by the Threefoot family and raised as their own. She is the tallest Gnome in the Junction and considered the reigning queen of pranking. Unfortunately her pranks tend more towards the malicious than good-natured and she knows first hand what it is like to live as a newt.

When not polymorphed, minding the family business, or gossiping, she spends her time thieving from nearby villages and merchant caravans. Her quick wit and winsome physical beauty conceal a creature utterly devoid of conscience.

Salia Threefoot, female tiefling, Rog7: CR8; Medium humanoid; HD 7d6+6; hp 37; Init +4; Spd 20 ft.; AC 17, touch 16, flat-footed 17; Base Atk +5; Grp +6; Atk +6 melee (1d6+1, sickle) or +10 ranged (1d8/19-20 plus poison, masterwork light crossbow); Full Atk +6 melee (1d6+1, sickle) or +10 ranged (1d8/19-20 plus poison, masterwork light crossbow); SA darkness, sneak attack +4d6; SQ darkvision, evasion, uncanny dodge, cold, electricity, and fire resistance 5; AL NE; SV Fort +5, Ref +9, Will +2; Str 12, Dex 18, Con 12, Int 16, Wis 10, Cha 14.

Skills and feats: Appraise +10, Bluff +12, Disable Device +12, Escape Artist +10, Gather Information +12, Hide +14, Knowledge (local) +11, Listen +11, Move Silently +14, Open Lock +14, Profession (bartender) +10, Sleight of Hand +14; Dodge, Point Blank Shot, Skill Focus (Sleight of Hand).

Possessions: Sickle, map leading to buried swag, leather armor, masterwork light crossbow, masterwork lock picks, 5 poisoned light crossbow bolts, (injury, Fortitude save (DC 15); initial and secondary damage 2d6 Constitution).

3: Woodsman's Gathering: "Okay, who hid my slippers?" The sound of dogs barking and smell of pipe smoke fills the area where local hunters, loggers and warriors congregate to talk shop. Dog hutches on both side, and log stumps in the front flank the building, an odd fusion of earthen mound and log cabin. Unlike other dwellings in Junction, the mound portion on the dwelling has no elaborate landscaping adorning it.

Recruited by Harqon to help the gnomes fend off the phase spiders, Nestle quickly became attached to the local canine population and spends most of his time breeding them to increase their blinking potential.

Nestle, Wood Elf Rgr6: CR 6; Medium humanoid; HD 6d10; hp 42; AC 17, touch 13, flat-footed 14; Base Atk +6; Grp +7; Atk +8 melee (1d8+1/19-20, masterwork longsword) or +10 ranged (1d8+3/x3, +3 longbow); Full Atk +8/+3 melee (1d8+1/19-20, masterwork longsword) or +10/+5 ranged (1d8+3/x3, +3 longbow) or +6/+6 ranged (1d8+3/x3, +3 longbow); SA favored enemy (magical beasts) +4, favored enemy (outsiders) +2; SQ wood elf traits, wild empathy; AL CG; SV Fort +5, Ref +8, Will +5; Str 12, Dex 12, Con 10, Int 9, Wis 17, Cha 10.

Skills and feats: Handle Animal +15, Knowledge (geography) +8, Profession (dog breeder) +12, Spot +14, Survival +11; Animal Affinity, Endurance, Manyshot, Precise Shot, Rapid Shot, Skill Focus (Handle Animal), Track.

Ranger Spells Prepared: 1st-Detect animals or plants, summon nature's ally.

Possessions: ring of animal friendship, roots of the tree, elven chain, masterwork longsword, +3 longbow, 25 masterwork arrows.

Owl Animal Companion: CR-; Tiny magical beast; HD 3d8; hp 12; Init+4; Spd 10ft., fly 40ft. (average); AC 20,touch 16,flat-footed 16; Base Atk +2; Grp -9; Atk melee +2 (1d4-3, talons); Full Atk +2 melee (1d4-3, talons); Space/Reach 2-1/2ft./0ft. SA-; SQ Low-Light Vision, Link, Share Spells, Evasion; AL N; SV Fort+3, Ref+8, Will+3; Str 5, Dex18, Con10, Int2, Wis14, Cha4.

Skills and Feats: Listen +15, Move Silently +18, Spot +6 (Owls have a +8 racial bonus on Spot checks in areas of shadow illumination.; Fly-By Attack, Weapon Finesse.

4: Weavers hut: Set besides her family burrow, Siobhan's shack differs from most gnome construction by being scaled to fit her human employees. Several looms, spinning wheels and worktables fill the space. Multicolored bolts of cloth are stored on the rafters and partially finished quilts and other clothing are arranged on the worktables.

Bundes has smiled on Siobhan, granting her the ability to produce the valuable phase silk, which has made her family wealthy. As she enters her 31st decade as weaver she has begun teaching her great grandchildren the art, which she considers more precious than gold.

Siobhan Cleft-Unger, female forest gnome Exp3: CR 2; Small humanoid; HD 3d6; hp 12; Init +0; Spd 20 ft.; AC 13, touch 12, flat-footed 12; Base Atk +2; Grp -2; Atk +2 melee (1d4-1, club) or +4 ranged (1d3-1, dart); Full Atk +2 melee (1d4-1, club) or +4 ranged (1d3-1, dart); SQ gnome traits; SV Fort +1, Ref +2, Will +3; AL NG; Str 8, Dex 12, Con 10, Int 13, Wis 14, Cha 11.

Skills and feats: Appraise +7, Craft (spinning) +9, Gather Information +7, Knowledge (local) +8, Knowledge nature +8, Profession (weaver) +12, Use Rope +10; Deft Hands, Skill Focus (Profession (weaver)).

Spell-like abilities: speak with animal, dancing lights, ghost sound, prestidigitations 1/day.

Possessions: Club, padded armor, masterwork loom and spinner, 5 bolts of phase thread, portable hole containing 1,700gp, 245sp in a small chest.

5: Council Burrow: The largest grass covered mound has several barred windows facing the west. The inner chambers house a meeting hall and Mellick's quarters.

Mellick Unger-Shorn, Forest Gnome Ftr12: CR 12; Small humanoid; HD 12d10+22; hp 90; Init +1; Spd 20ft.; AC 18, touch 13, flat-footed 18; Base Atk +12; Grp +10; Atk +19 (1d6+8/19-20x3, +2 ghost touch hooked hammer) or +13 (1d3+2, sling); Full Atk +19/+14/+9 melee (1d6+8/19-20x3, +2 ghost touch hooked hammer) or +17/+12/+7 melee (1d6+7/19-20x3 hammer) and +17 melee (1d4+7/19-20x4 hook) or +13/+8/+3 ranged (1d3+2, sling); SQ gnome traits, spell-like abilities; AL LN; SV Fort +9, Ref +3, Will +3; Str 14, Dex 11, Con 14, Int 12, Wis 10, Cha 14.

Skills and feats: Climb +9, Diplomacy +8, Handle Animal +7, Intimidate +10, Jump +9; Cleave, Diehard, Dodge, Greater Weapon Focus (gnome hooked hammer), Greater Weapon Specialization (hooked hammer), Improved Critical (hooked hammer), Leadership, Power Attack, Weapon Focus (gnome hooked hammer), Weapon Specialization (hooked hammer), Two-weapon Fighting, Two-Weapon Defense.

Spell-like abilities: speak with animals, dancing lights, ghost shroud, prestidigitations 1/day.

Possessions: masterwork breast plate, +2 ghost touch hooked hammer, periapt of proof against poison, +2 ring of protection,

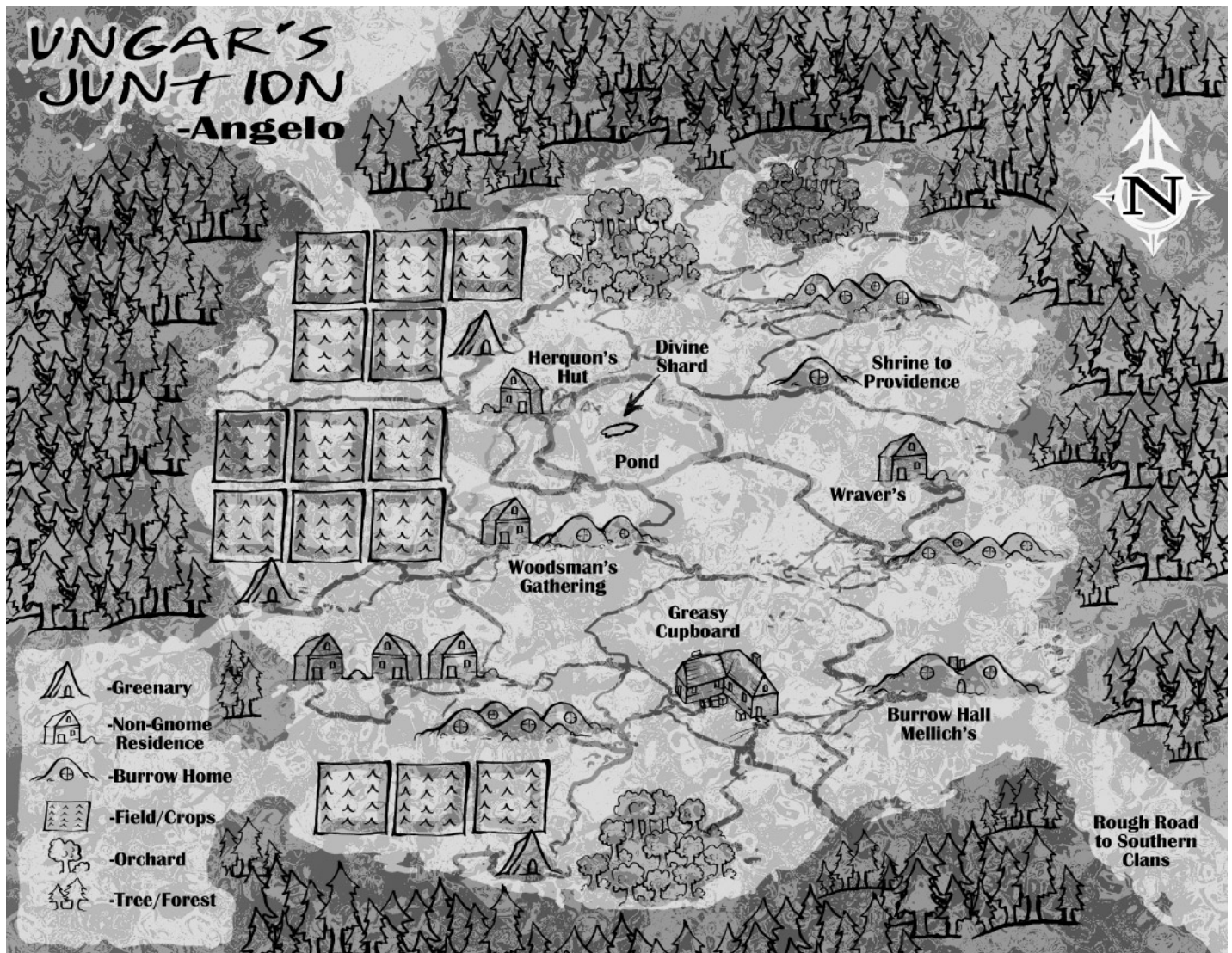
sling, Potions: heroism, cure light wounds x3, love (marked eagle's splendor; a prank by Harquon), gems valued at 2200 gp, 320 gp, 47 sp.

6: Shrine to the God of Providence: Above the entryway of this neatly groomed burrow hangs a gilded cornucopia. Residents place seasonal offerings to Bundes in the basket. During spring and summer months this burrow dwelling is covered with sunflowers. At each solstice and equinox the cleric walks the town's perimeter blessing the fields, orchards and children.

Trellis stands a head higher than most of the town's gnome inhabitants and three heads shorter than his fellow humans do. His good nature and kind manner have gained him acceptance and adoration of the community as a whole. Visitors are often invited into his tight quarters for tea and biscuits and regaled with the glory of the orchards and Bundes Grandhew's bounty.

Trellis Baillincourt, Human Clr3: CR 3; Medium; HD 3d8; hp 16; Init +1; Spd 30ft.; AC 14, touch 11, flat-footed 13; Base Atk +2; Grp +2; Atk +3 melee (2d4/x4, scythe) or +3 ranged (1d10/19-20, heavy crossbow); Full Atk +3 melee (2d4/x4, scythe) or +3 ranged (1d10/19-20, heavy crossbow); SA turn undead 3/day; SV Fort +3, Ref +2, Will +6; AL NG; Str 10, Dex 12, Con 10, Int 10, Wis 16, Cha 11.

Skills and feats: Craft (basket) +6, Heal +9, Knowledge



(religion)+6; Point blank Shot, Weapon focus (scythe).

Cleric Spells Prepared (4/3+1/2+1; save DC 13 + spell level):
0 - cure minor wounds x2, detect poison, purify food and drink;
1st - comprehend languages, magic weapon, sanctuary*, shield of faith; 2nd - delay poison, magic circle against evil*, zone of truth.

* *Domain spell. Domains:* Good (casts good spells at +1 caster level), Protection(+3 resistance bonus on next save, 1/day).
Possessions: Masterwork healers kit, hide armor, scythe, heavy crossbow, 10 bolts, assorted basket making materials.

What brings the PCs

- 1: Rumor has it that Harquon the Traveler possesses more planar knowledge than any other living being.
- 2: A collector of rare creatures desires to add a Blink dog to his collection. Unger's Junction seems the obvious place to start.
- 3: Traveling through the Marley Forest the PCs come across the quaint gnome town and a tavern called the Greasy Cupboard.
- 4: A magistrate hires the pc's to uncover the thieves' guild operating out of a gnome town to the north.
- 5: The PCs come across a near duplicate member of their party. The simulacrum has no memory of its past, but does wear a phase cloak.
- 6: While traveling the planes the PCs are sucked through the rift. They surface in Unger's Junction, wet, cold and surrounded by barking dogs.

Adventure Hooks

- 1: Xill hunters have followed the shard to its termination on the material plane discovering plentiful hosts to use for reproduction.
- 2: While visiting the town one of the PCs attracts the attention of an Ethereal Filcher.

3: During a full moon an unwelcome outsider guest emerges from the pond, perhaps Ethereal Marauders seeking the other white meat called gnomes.

4: Harquon enlists the pc's to perform some extra planar expedition for him.

5: Mellick requires assistance in clearing a new phase spider nest.

6: The shard's effects are spreading and must be stopped.

Special Terrain Feature

Divine shard: The pond in Unger's Junction is actually a crater where the jagged edge of a shattered deity's weapon protrudes from the ethereal plane into the material. The shard is incorporeal in nature and would require divine might to remove. The shard constantly emits waves of raw divine power on the surrounding area producing several effects:

1. The warping created by the shard produces a channeling effect. Spellcasters or creatures utilizing a planar shift within 10 miles of the shard travel to the exact same location on another plane.
2. The radiating divine energy causes a blurring between the ethereal and material plane. The most noticeable effect becomes evident during the full moon. This blurring enables material creatures to see ethereal creatures at a distance of up to 60 feet. Ethereal creatures find their sight and hearing into the material plane no longer limited to 60 ft.
3. It becomes possible for material creatures to attack ethereal creatures and vice versa as if their weapons possessed the ghost touch ability. This effect is unpredictable and all attacks suffer a 50% miss chance.
4. Spells such as ethereal jaunt, etherealness, and maze have their durations doubled.

Whisper Lake

Summary: A town in the middle of a lake in the wilderness is a haven for both travelers and smugglers alike.

Size/Type: Small town

Population: 1,878

Alignment: Neutral

Demographics: 85% human, 8% elf, 5% dwarf, 2% other

Gold Limit: 800gp/75,120gp assets.

Power Center: Non-standard (Smugglers)

Authority figures: Burghermeister Farsin Feldspar, male human Rog10 (boss of the smugglers and town mayor)

Important Non Player Characters: Jeran

Baerga, male human Exp4/War4 (head of Farsin's security and the town militia);

Quara Waterwalker, female human Wiz7;

Kedric Greenthumb, male human Com9

(chief farmer and boatwright); Teldara

Teredin, female dwarf Exp6/War1 (smith)

History/Background: Thirty five years ago, there was a fair-sized city settled next to Whisper Lake. It was a large, prosperous place despite its remote location, or rather because of it, as it faced little interference from the laws of the country to which it ostensibly belonged. However, this liberating isolation also meant the country's main army was far away when a force of monstrous invaders attacked the city. The attackers razed and looted the city while the few citizens that were able to escape onto the water in their barges did so.

From the center of the lake that gives the town its name, the fugitives watched their city burn. They lashed their barges together, sat among the meager possessions and foodstuffs they were able to salvage, and waited for the invaders to leave. It took two weeks for the army to get around to moving along, as they tried to get to the city's survivors out on the lake. After several failed attempts, the invaders decided to head to the next city, and left the survivors to their devices.

The remaining citizens decided they didn't want to return to the risks of the shore and its dangers. They instead decided to stay on the lake, taking advantage of its bounty and safety. Over the next dozen years, they built a few permanent structures to anchor their barges and give them some stability. This section has expanded over the years, but more than half the town still lives on barges and boats that are lashed together when they're not in use.

General Layout/First Impressions: Whisper Lake is a chaotic array of boats and barges of all kinds, surrounding a number of buildings on stilts. An orchard of fruit trees, a small herd of



sheep, and a patchwork smithy are located on the shore. The lake itself is large enough to easily accommodate the hundreds of small boats that crisscross it daily, hauling in fish and harvesting freshwater plants to feed its populace.

Economy/Trade: Most of Whisper Lake's legal trade consists of fish. Certain of the lake's fish stock are considered delicacies in distant cities. The town is generally self-sufficient courtesy of good planning, but certain livestock and metals are scarce in the region, and will fetch decent prices for enterprising visitors.

Whisper Lake has another source of income, however. Smuggling is a lucrative business here. Because the town is so isolated, it is easy to move all manner of illicit trade through it. Thanks to Farsin's caution about what he deals in, most of the citizens are happy to look the other way when they need to, especially since he invests heavily in their town's infrastructure and helps protect it when needed.

Customs/Laws: The residents throw small celebrations during the spring and fall equinoxes, and great festivals for the summer and winter solstices. During the coldest months, skating contests of many sorts are held on the frozen lake, and weddings are common in the winter as well.

The laws are lax here; most residents would never conceive of hurting or stealing from their fellow townspeople, and certain vices that would appall more “civilized” people, such as gambling, drugs, prostitution, and polygamy are perfectly legal here. These practices are kept hidden from any country officials that visit, of course.

On the rare occasion that someone commits a crime like murder, death by drowning is the only punishment meted out. Other crimes normally warrant a small fine and the return or replacement of any stolen or damaged merchandise. The smuggling operations are casually ignored unless slaves or violence against townspeople are involved. And in the latter case, Farsin normally handles it internally, and the offender is found face down in the lake as an example to others that decide to free-lance.

Religion/Worship: Brief morning prayers to the Nature Mother and the Storm Lord start the day for many residents. There is otherwise little organized worship in the town currently. A visiting cleric of either deity would be made very welcome; the town would likely try and convince him to stay on permanently, perhaps even offering to allow his companions to do the same.

Locations/Personas

1: Whisper Hall: This large, sprawling building at the center of the town is the only two-story structure in the town. It is the anchor around which the town was built, and it is well maintained by the townsfolk, as it is their meeting house and the only reinforced building made to handle that much weight and stress at once. The hall has a couple of ballistae and a catapult on the roof, and is built to withstand storms, attacks from flying creatures, and run-ins with the occasional dire fish that lurk in the deepest parts of the lake.

Whisper Hall is not just the center of the town’s legal dealings, though. It has several secret rooms and passageways throughout it wherein the burghermeister conducts his real business.

Farsin is a slight man about five foot four and 120 pounds. He has an easy grin that complements his blond hair, blue eyes, and tan skin. He’s lived in Whisper Lake for all of his 40 years, growing up in the family business, smuggling.

He enjoys a great deal of popularity among the townspeople. While he is a smuggler and sees very little wrong with that, he prefers to stick to drugs, illegal goods, stolen merchandise, rare animals, and information. He doesn’t deal in slaves or violent racketeering, as the good will of the citizens would quickly turn against him, making business difficult.

Farsin is a charming rogue with a pleasant demeanor, and a ready if insincere smile. He prefers to avoid violence if at all possible; he feels that it’s a tool more suitable for the slow-witted than for a businessman like himself. However, he can be ruthless if he feels his operations or his town are being threatened, and is perfectly capable of fighting when necessary. He has a fondness for statuettes carved from his namesake, and

will buy any nice pieces he can find. He is also able to spend much more than the normal gold piece limit suggests, and given sufficient time, he can acquire items of great value.

Jeran is Farsin Feldspars’ “security expert” in charge of protecting the town and the business, as well as the burghermeister’s person. He’s a large man in his mid 30’s with dark hair and skin, standing six foot three and weighing 245 pounds. He is gruff and short-tempered where his boss is good-natured and he is suspicious of everyone. Jeran is a simple man, and prefers to deal with problems in a straightforward manner.

He believes that Farsin has the best interests of the town at heart and backs the burghermeister at all times. Jeran harbors a secret, slightly unsavory passion for Farsin’s other regular companion, Quara Waterwalker. Anyone who could help him with that could gain his trust, and as a result, a good word with Farsin.

Burghermeister Farsin Feldspar, male human Rog10: CR 10; Medium humanoid; HD 10d6+10; hp 54; Init +8; Spd 30 ft.; AC 20, touch 14, flat-footed 16; Base Atk +7; Grp +6; Atk +13 melee (1d6+1/18-20, +2 rapier) or +12 ranged (1d6/x3, shortbow); Full Atk +13/+8 melee (1d6+1/18-20, +2 rapier) or +12/+7 ranged (1d6/x3, shortbow); AL N; SV Fort +5, Ref +12, Will +6; Str 9, Dex 18, Con 12, Int 15, Wis 14, Cha 13.

Languages: Common, Elf, Dwarf.

Skills and feats: Appraise +12, Bluff +14 (+17), Decipher Script +15, Diplomacy +12 (+15), Disable Device +7, Disguise +13 (+16), Forgery +10, Gather Information +14 (+17), Hide +12, Listen +12, Move Silently +12, Open Lock +9, Sleight of Hand +14, Search +7, Sense Motive +12, Spot +13, Swim +1; Alertness, Dodge, Improved Initiative, Leadership, Weapon Finesse (rapier)

Possessions: +2 mithral shirt, +2 rapier, cloak of resistance +1, circlet of persuasion, brooch of shielding (57 charges), masterwork shortbow, potions of invisibility, cure serious wounds, and alter self, 4,800gp.

Jeran Baerga, male human Exp4/War4: CR 7; Medium humanoid; HD 4d6+4d8+16; hp 59; Init +1; Spd 20 ft.; AC 18, touch 11, flat-footed 17; Base Atk +7; Grp +10; Atk +12 melee (1d10+5/19-20+1d6 fire, +2 flaming bastard sword) or +9 ranged (1d8+2/x3, composite longbow [+2 Str bonus]); Full Atk +12/+7 melee (1d10+5/19-20+1d6 fire, +2 flaming bastard sword) or +9/+4 ranged (1d8+2/x3, composite longbow [+2 Str bonus]); AL LN; SV Fort +7, Ref +3, Will +5; Str 16, Dex 13, Con 14, Int 12, Wis 10, Cha 7.

Languages: Common, Goblin.

Skills and feats: Climb +8, Gather Information +8, Intimidate +8, Knowledge (Tactics) +10, Listen +10, Sense Motive +8, Spot +9, Swim -3; Alertness, Cleave, Exotic Weapon Proficiency (bastard sword), Power Attack.

Possessions: masterwork chainmail, masterwork large shield, +2 flaming bastard sword, potions of fly, bull’s strength, masterwork composite longbow (+2 Str bonus) 84gp.

2: The Water Lily: This dark, forbidding house barge is usually lashed on the outskirts of the town, far from most of the commoners. The townspeople avoid the place, and the local children sometimes have little dare contests to see who will walk closest to it. It is a solid, well-maintained barge, decorated in dark

colors and arcane symbols. The smoky interior is resplendent with silks and small objects d'art, and it's all very mysterious and creepy.

Quara is a small, pale woman of about 30 with dark hair and eyes. Despite being only five feet tall and 95 pounds, she has an imposing presence, and the townsfolk always make way for her. She has been Farsin's employee and friend for several years, and is nearly as loyal to him as Jeran is.

Quara's reputation for using her magic in unpleasant ways to help Farsin's operations only enhances her fearsome reputation among Whisper Lake's residents. It is a reputation she enjoys having, as she is something of a sadist, though her boss tries to make her keep her excesses reined in, since it is his town. Quara has a taste for the grotesque, and will pay gladly for bizarre, well-crafted curiosities. If she is refused, and thinks she can wrest the item in question away without too much risk of danger or of Farsin finding out about her freelancing, she will. She is unaware of Jeran's desires, but might not be opposed to entertaining them should she learn of them.

Quara Waterwalker, female human Wiz7: CR 7; Medium humanoid; HD 7d4+7; hp 27; Init +2 (+2 Dex); Spd 30 ft.; AC 15, touch 13, flat-footed 13; Base Atk +3; Grp +2; Atk +2 melee (1d4-1/19-20, dagger) or +5 ranged (1d8/19-20, light crossbow); Full Atk +2 melee (1d4-1/19-20, dagger) or +5 ranged (1d8, light crossbow); AL NE; SV Fort +3, Ref +4, Will +5; Str 9, Dex 14, Con 12, Int 15 (17), Wis 11, Cha 14.

Languages: Common, Auran, Giant.

Skills and feats: Concentration +11, Craft (alchemy) +13, Knowledge (arcana) +13, Knowledge (the planes) +13, Spellcraft +15; Brew Potion, Enlarge Spell, Maximize Spell, Scribe Scroll, Silent Spell, Still Spell.

Wizard spells Per Day (4/5/4/3/1; save DC 13 + spell level): 0 – detect poison, flare, detect magic, read magic; 1st – cause fear, enlarge, magic missile, shield, sleep; 2nd – blur, bull's strength, cat's grace, web; 3rd – haste, hold person, lightning bolt; 4th – sleep with the fishes*

Spellbook: 0 – all, plus buoyancy*; 1st – alarm, cause fear, comprehend languages, identify, jump, magic missile, message, obscuring mist, ray of enfeeblement, sleep, spider climb; 2nd – arcane lock, barracuda's swiftness*, blur, bull's strength, cat's grace, darkvision, glitterdust, rope trick, shatter, summon monster II; 3rd – blink, flame arrow, fly, haste, hold person, illusory script, lightning bolt; 4th – charm monster, confusion, black tentacles, sleep with the fishes (New spell).

Possessions: bracers of armor +2, ring of protection +1, headband of intellect +2, arcane scroll: magic missile (maximized), web (enlarged), hold person, charm monster, haste, potions of invisibility, cat's grace, haste (7th level caster), 297gp.

3: Kelp beds: A large carpet of green, dotted with white and yellow flowers covers much of this part of the lake. Small, flat-bottomed boats pushed by pole-wielding farmers tend the freshwater kelp during the non-winter months. Years of lake living have helped the residents hone their water farming into an art. Add the orchard Kedric Greenthumb maintains on the shore to the excellent fishing and plentiful water plants, and Whisper Lake provides all the bounty its residents could ever need.

Kedric is a big, bald, sun-weathered man in his mid 40's with a black handlebar mustache. He is six foot one, weighs 270 pounds, and has a booming laugh that matches his personality. When he laughs, it can be heard clear across the lake.

Kedric is Whisper Lake's chief farmer and boatwright, and is very popular with his fellow townsfolk. He loves his simple life and his town. Kedric knows a lot about Farsin's extracurricular activities, even more than the burghermeister thinks he knows. Kedric is content to look the other way while Farsin conducts his business as long as the town's leader keeps supporting his home. Like most of the rest of the town, Kedric sees nothing wrong with the Farsin's smuggling; however, he is concerned about the presence of Quara Waterwalker among them, and would like to see her gone from his town.

Kedric Greenthumb, male human Com9: CR 8; Medium humanoid; HD 9d4+9; hp 33; Init -1; Spd 30 ft.; AC 9, touch 9, flat-footed 9; Base Atk +4; Grp +7; Atk +9 melee (1d6+3, sickle); Full Atk +9 melee (1d6+3, sickle); AL NG; SV Fort +4, Ref +3, Will +6; Str 16, Dex 9, Con 13, Int 14, Wis 13, Cha 11.

Languages: Common, Dwarf, Elf, Gnome.

Skills and feats: Craft (boatwright) +17, Profession (farmer) +13, Profession (fisherman) +16, Swim +15, Use Rope +11; Endurance, Iron Will, Skill Focus (Craft (boatwright)), Skill Focus (Profession (fisherman)), Weapon Focus (sickle).

Possessions: masterwork sickle, masterwork fishing equipment, masterwork lake barge, 100 yards of silk rope, large house barge, 124gp, 512sp.

4: The smithy: This shoreline structure near the fruit tree orchard is the only stone building in sight. It was cobbled together from the ruins of the old city, and it has an almost mosaic appearance arising from the many colors of the stone from which it was made. Teldara and her children have the smithy operating almost constantly, and they will almost always be there.

Teldara stands four feet tall and weighs 122 pounds, with dark red hair and brown eyes. She is every inch the gruff, impatient dwarf. She is also a very talented smith, and those that can get past her rude exterior will find her to be an intelligent and fair businesswoman.

She made her armor, shield, and axe herself, and they are of the highest quality, decorated with filigrees of precious metals and fine, delicate scrollwork. She takes enormous pride in her work, and will take great offense at anyone that doesn't appreciate it. Teldara generally charges non-residents an additional 5 to 20 percent above the standard prices in the PHB, but they will look impressive, in addition to their normal utility.

Teldara Teredin, female dwarf Exp6/War1: CR 6; Medium humanoid; HD 6d6+1d8+7; hp 37; Init +0; Spd 20 ft.; AC 20, touch 10, flat-footed 20; Base Atk +5; Grp +7; Atk +8 melee (1d10+2/x3, dwarven waraxe) or +6 ranged (1d10/19-20, heavy crossbow); Full Atk +8 melee (1d10+2/x3, dwarven waraxe) or +6 ranged (1d10/19-20, heavy crossbow); AL N; SV Fort +5, Ref +2, Will +4; Str 14, Dex 11, Con 13, Int 14, Wis 8, Cha 7.

Languages: Common, Dwarf, Terran, Ignan.

Skills and feats: Craft (armorsmith) +17, Craft (blacksmith) +17, Craft (weaponsmith) +17, Intimidate +8, Knowledge (local) +8, Knowledge (metallurgy) +12, Sense Motive +9, Swim +0; Skill Focus (Craft (armorsmith)), Skill Focus (Craft (blacksmith)), Skill Focus (Craft (weaponsmith)).

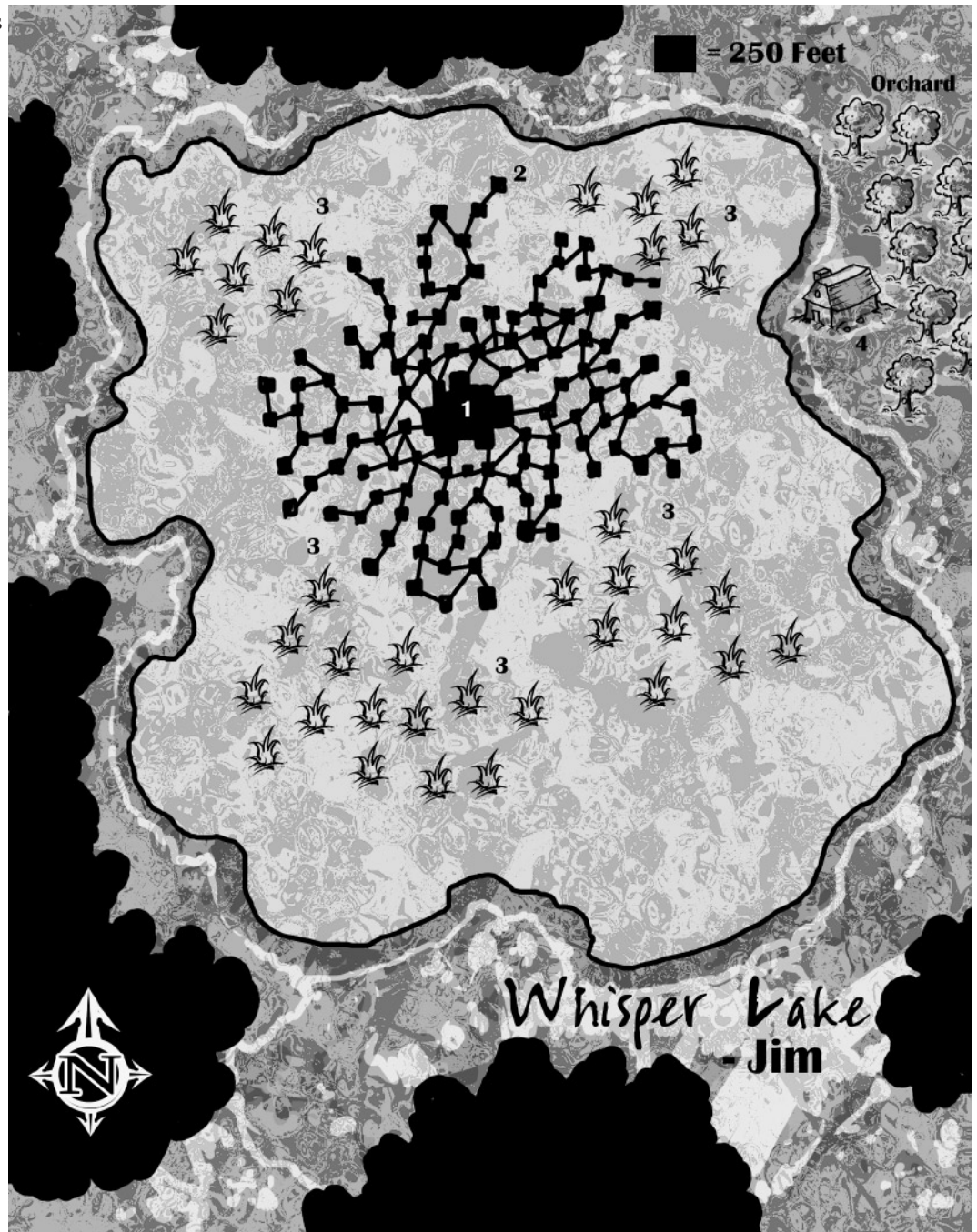
Possessions: masterwork full plate, masterwork large steel shield, adamantite dwarven waraxe, masterwork heavy cross-bow, masterwork forge tools, 439gp.

What brings the PCs

- 1: They have some stolen merchandise they need to move, and they hear that Whisper Lake might be a good place to sell it.
- 2: They are looking for monsters to slay, and the Whisper Lake area has plenty.
- 3: One of Farsin's contacts asks the PCs to deliver a package to him.
- 4: One of the PCs is designing a spell or magic item, and needs a component derived from the lake's dire fish.

Adventure Hooks

- 1: Kedric is found dead, shortly after an argument with Farsin. The townsfolk approach the PCs and ask them to investigate, since they may be the only ones that could be trusted.
- 2: A barbarian warlord's troops have been spotted moving about in the area. It's possible that the warlord has his eye on Whisper Lake, and the town hires the PCs to spy on him, find out what he is up to, and take the appropriate measures if need be.
- 3: A rival smuggler whose business practices are far more unpleasant than Farsin's wants to take over the burghermeister's operations. Farsin hires the PCs to safeguard him and track down any traitors in his operation.



Churak Tribe

Summary: A semi nomadic tribe wanders the plains.

Size/Type: Village

Population: 500

Alignment: CG

Demographics: 95% human, 3% half elven, 2% half orc

Gold Limit: 200gp /7,500gp assets

Power Center: Sheik

Authority figures: Sheik Vashpan male human Exp4/Rgr6 (tribal leader), Shelisca human female Adp12 (shaman)

Important Non Player Characters: Hrold male human Exp6 (horse breeder), Adan male human Clr8, Aminilu male human Clr12

History/Background: Once, many ages ago our forefathers lived in great cities that were marvels to behold, but not as free men. These cities rivaled the homes of the Gods. But these were not our homes. They belonged to the Overlords, a name we called them when their true names were lost to the wind. They took us from our homes and made us slaves. Their world of power and greed was not ours, they reveled in evening pleasures, dabbled in dark magic and called upon the dark god. They wasted a once green and forested land in their ambitious building. And when the forests were gone the dark god gave them new ones, twisted and wretched like the dark god himself. It is said that evil minions arose, from gnarled roots of these forests, which roamed the land and took more of us as slaves for their masters. Though beautiful to behold the Overlords had dark hearts, though their cities were exquisite, sinister rituals went on behind their walls. The murky forests and swamps that surrounded and protected the cities spread, and the swamps slowly spilled out upon the hills.

Still there were those of us that remained free. In time, there arose a great leader amongst the free tribes, Aragnostine. It is said that she called upon the gods for help and they responded. The god of the four winds responded by sending forth his Avatar, while the god of the sun gave Aragnostine the power over light. When Aragnostine called upon the divine powers for aid, the tribes gathered around her and protected by her faith, were immune to the searing heat that followed. As the heat spread from Aragnostine's body the swamps boiled away, and the forests burned. The wind fanned the flames stripping the minions of the overlords of their hiding places. There was no place to hide, and the overlords cities burned. Even behind their walls, they could not hide from the godly fire. As Aragnostine fell to the ground, lifeless, for no mortal was meant to wield such power, Churack took up the ring that was made for him through this ritual and led the free tribes against the Overlords who were driven out after long and bloody battles. It is said that all on the battlefield saw Aragnostine ascend into the heavens in a great beam of light carried a loft by her lover, the Avatar of the four winds. The slaves who had kept faith with the sun god were also protected, having been warned by their ancestral spirits of what was to come. They rejoiced in their freedom.

It is said that the Overlords who survived had found dark places in the ground, and have spent the ages festering in hate.



They say that the curse of Aragnostine not only helped defeat the overlords but protects us to this day - for not one of the overlords decedents can bear the light of day. To this day they take refuge in the dark places. But listen now; to this day when the moon is new, their twisted forms come forth from the earth, and take lonely little tribesmen in the dark. They are Tosya, the fallen lords. And that my child is why you never wander alone during the night.

General Layout/First Impressions: The Churack tribe lives on a great open plain with little in the way of water or mineral wealth. In the summer they travel far to the north to hunt antelope. In the Winter they travel far to the south where they fish in a great lake ringed by mountains. In the spring and fall they travel the great plains hunting buffalo. While traveling the plains however, one might come across smaller groups of plainsmen not affiliated with any particular tribe. These smaller groups do not prey just on the wildlife, but on unwary merchants or even their own kind.

The Churack tribe is typical of the other tribes. Their name comes from the warrior of the final battle and leader of the of one of the original tribes. They typically only stay in one place for a week or two before moving on. While they are constantly on the move they do tend to follow a pattern altered only slightly each year by the way of the wind.

While on the move they resemble a large caravan, without the wagons. They are typically strung out over a mile or so with hunters ranging far ahead so that they can capture any game they happen across. Each Family tends to travel together with goats, horses and occasionally cattle. Eventually each family catches up with the main group and they settle into their typical formation.

When encamped each yurt (or home) is set up around a central pit, forming concentric circles representing the sun, around the communal area. This central area is a large open place where the tribesmen meet to tell ancestral stories, dance, make merry, meet with outsiders, and if necessary make communal decisions. The tribe's Shaman, Priest and Sheik also have their personal yurts located in the center. One's closeness to the center of the circle generally denotes a higher status. Each Yurt is made from the hides of animals, is circular at the base and rises to a point which contains a small hole to let smoke out. A yurt typically houses an entire family: parents, children and elders. Each yurt is rarely used for anything other than sleeping and can be set up in less than one hour.

When a couple marries they are given three gifts by the tribe: a yurt to house their new family in, a bow for providing food, and a horse to travel with.

When tribes meet they often hold large celebrations. This is a time when the young look for husbands and brides amongst the other tribes. Often when the tribes separate people will shift from one tribe to another. Since all tribes consider themselves one family this is not viewed as strange. They believe that the spirit of the wind god has guided them to their new tribe.

Economy/Trade: The tribes trade amongst each other but rarely with anyone else. The only thing they generally need from the outside world is metal weapons. In exchange they have some of the best horses found anywhere. Many a noble has traded a fortune in exchange for just one stud.

When an outsider initiates trade with the tribe he first meets with the Sheik, and the three spiritual leaders. After they are satisfied that the outsider will not unduly corrupt the tribe and that he has shown proper respect (by bringing gifts) they hold a gathering. Here the Outlander is allowed to make his pitch to the entire tribe. If a particular family is interested in dealing with the Outlander they will then offer to negotiate with him. If more than one family is interested then the outlander is given the option of who he wishes to negotiate with. The Outlander is then expected to show his gratitude to the families who are willing to negotiate with him. Failure to offer the proper level of gratitude results in immediate expulsion at best and at times has resulted in the offenders death.

Religion/Worship: The tribesmen who remained after the downfall of the Overlords gathered where they could. They called upon their ancestors' spirits as well the gods of the wind and sun. That was when they were called to live free under the sun. According to the spiritual leaders, the remaining survivors felt a gust of wind at their backs, each from a cardinal direction. Each survivor traveled in the direction of the wind and was soon guided to others going the same way. In that way each tribe was formed. Now they ride the plains as the winds direct them. The Churack tribe has a combination of shamanic beliefs in spirits as well as a deep respect for the gods of Sun and Wind. Often within the same tribe you will have both a shaman and

a priest. Where this would normally cause difficulty, because of their history and tradition they meld perfectly here. The shamans focus on history and appeasing the ancestral spirits, while the priests see to it that the gods are not offended.

To become the Sheik of the Churack tribe one must first pass the three challenges. First he must prove that the wind has blessed him by outracing any challenger in the tribe. Second he must travel without provisions of any kind, into the desert and stay there for five days to prove that he has the blessing of the sun. Finally, he must go on a spirit quest to prove he has the blessing of his ancestors. Some joke that there is a fourth challenge; to hold the tribe together. If his tribe does not respect him, many of his tribesmen may 'follow the wind' to another tribe. The wanderings of individual tribesmen must be respected, to object in any manner is to offend the gods. Likewise to voice an objection about the sheik is to draw the wrath of the gods who chose him worthy. In the past, however, it has been known for an entire tribe to disperse due to an objectionable sheik. These trials vary by tribe but are all basically the same.

Locations/Personas

1: Sheik Vashpan's Yurt: One of the central three Yurts belongs to Sheik Vashpan. His yurt is large and crowded. Although his own family is small, he has but one wife and two young children, he has taken responsibility of four orphaned nieces and nephews as well as the middle brother's widow and three children. That along with the responsibility of overseeing the tribe means he's a very busy man. When he needs to get away from the stresses he can usually be found near the coral inspecting the horses. Most of the tribe recognizes his need for solitude and will only disturb him during his 'inspection' if it is very important. Besides the horses all benefit from his extra care.

Vashpan is not a tall man but is very stocky. When most people first see him move they are often surprised at how gracefully he moves. His fighting style is more like a dance than most of the other warriors of the tribe. This skill has only come recently though originally he trained to handle and care for the horses. Though his father was Sheik, he had two older brothers and a sister so he was never expected to have to lead the tribe. However, a bloody battle left him heir. An evil wizard and a doppelganger cohort had attempted to rip the tribe apart from the inside, in their search for the ring of Aragnostine which disappeared after the final battle against the Overlords. This artifact is said to be made of pure sunlight but he has no knowledge of its whereabouts. He personally slew the doppelganger and has made them his enemies. Consequently he is more distrustful of outsiders than any of his ancestors ever were. His possessions were heirlooms from his fallen family. He is young by leaders standards, barely 30, but is strong and resourceful. He's learned much and has the respect of his tribe.

Vashpan, male human Exp4/Rgr6: CR 9; Medium humanoid; HD 4d6+8 + 6d8+12; hp 68; Init +5; Spd 30 ft.; AC 16, touch 15, flat-footed 11; Base Atk +9; Grp +12; Atk melee +11 (1d8+3/crit 19-20x2 masterwork longsword, 1d4+3) or ranged +13 (1d8+3/x3 +1 composite longbow [+2 Str bonus]); Full Atk melee +11/+11/+6/+6 (1d8+3/19-20 masterwork long-

sword, 1d4+3/19-20 masterwork dagger) or ranged +13/+13/+8 (1d8+3/x3 +1 composite longbow [+2 Str bonus]); SA -; SQ favored enemy monstrous humanoid +4, favored enemy evil outsiders +2, AL NG; SV Fort +8, Ref +8, Will +10; Str 17, Dex 20, Con 15, Int 12, Wis 18, Cha 13.

Languages: Common, halfling.

Skills and feats: Appraise +8, Diplomacy +10, Handle Animal +13, Heal +9, Hide +7, Knowledge (local history) +9, Listen +10, Ride +17, Search +8, Sense Motive +10, Spot +11, Survival +12, Tumble +10; Endurance, Greater Two Weapon Fighting, Many Shot, Mounted Combat, Mounted Archery, Point Blank Shot, Rapid Shot, Two weapon Fighting, Track.

Possessions: masterwork dagger, +1 composite longbow Strength +2, masterwork spyglass, amulet of natural armor +1, 2 antitoxins, 3 sunrods, masterwork longsword, circlet of persuasion, 10 masterwork arrows, 500 gold in gems.

War Horse, Heavy Animal Companion: CR -; Large magical beast; HD 4d8+12; Hp 30; Init +1, Spd 50 ft.; AC 14, touch 10, flat-footed 13; Base Atk +3; Grp +11; Atk +6 melee (1d6+4, hoof); Full Atk melee 2 hooves +6/+6/+1 (1d6+4, hoof/1d6+4, hoof/1d4+2, bite); SA -; SQ bonus trick, evasion, low-light vision, scent; AL N; SV Fort +5 Ref +5, Will +1; Str 13, Dex 15, Con 15, Int 2, Wis 12, Cha 6.

Skills and Feats: Listen +5, Spot +4; Endurance, Run Ranger Spells Per Day (save DC 14 + spell level): 1st – entangle, speak with animals

2: Shaman's Yurt: Like most other yurts this has flaps on each 'side' to allow the breeze from any direction. It is sun-bleached and painted with walking figures and horses along the bottom. Above that are lighter figures walking as below, interspersed with ancient symbols representing the tribes past. These symbols do not represent a written language, rather tribal icons. Like the tribal warriors the shaman is expected to live solely for the tribe and thus has no family of her own. That family was given up when she was chosen to be shaman as a young child. And as she provides for the needs of the tribe so too does the tribe provide for her.

Shelisca is quite young to be a shaman at only 18 she is the youngest shaman in any tribe. She was chosen by the previous shaman only ten years ago. Her powers have progressed at a remarkable rate. She is also quite beautiful. Had she not been chosen to be the shaman of the tribe many a young lad would have fought over her. As a child a fall from a horse left her leg damaged, it never healed properly and to this day she has a slight limp. She is far less afraid of the dimming hours than most of her people. These are the hours of the spirits, in that time between day and night and so she finds beauty in it, not fear, though she is well aware of the dangers that lurk in the night. Lately though, she's been tentative and nervous. This is not because she doubts her powers or the spirits wisdom but because she harbors a secret she has told to no one. The spirits have been disappearing. The previous shaman was aware of it, which was why he waited so long in choosing Shelisca to take his place. Shelesca has talked to other shamans and saw the nervousness in them, though none would admit it. In the past when she has tried to locate the lost spirits she was attacked by dark shapes. Some even appeared in the guise of the Overlords.

Twice now she was almost killed by these dark spirits. Since then she has been forced to watch and wait. Her familiar is an owl named Bajin.

Shelisca, female human Adp12: CR 11; Medium humanoid; HD 12d6+24; hp 66; Init +3; Spd 30 ft.; AC 12, touch 12, flat footed 12; Base Atk +6; Grp +8; Atk melee +9 (1d8+3/x3, longspear); Full Atk melee +9/+4 (1d8+3/x3, longspear); AL N; SV Fort +6, Ref +3, Will +12; Str 14, Dex 8, Con 14, Int 16, Wis 18, Cha 16.

Languages Spoken: Common, halfling, Terran, Undercommon.

Skills and feats: Alchemy +15, Handle animal +10, Heal +11, Knowledge (local) +16, Knowledge (nature) +17, Knowledge (religion) +16, Listen +3, Move silently +9, Profession (herbalist) +16, Spot +3; Brew Potion, Craft Wondrous Item, Extend Spell, Improved Initiative, Maximize Spell, Weapon Focus (longspear).

Adept Spells Per Day (3/4/4/3/1 save DC 14 + spell level): 0 - create water, guidance, light; 1st - bless, cure light protection from evil, sleep; 2nd - cure moderate, animal trance, see invisible, mirror image; 3rd – lightning bolt, remove disease, cure serious; 4th- polymorph

Possessions: ring of protection +3, medallion of thoughts, masterwork longspear, potion of mirror image, potion of see invisible, potion of cure serious, 3 gems worth 100 gp each

3: Warriors' Yurt: Warriors are honored by the tribe and a select group called the Taichen are chosen to provide for and protect the tribe. Although individual families may hunt for themselves and fight against outside threats, Taichen do so for the tribe itself. Any game brought in by the Taichen is celebrated. It is considered an honor for a young hunter to take game with them. After the food is presented to the sheik and appropriate thanks is given, the rest of the tribe is called in for a share. It is however considered bad form for a family who has plenty to take first. Although some tribesmen find it wounds their pride, it is not dishonorable to be the first, and it is far worse to starve your family for prides sake. Elders, tribal servants, and those without families generally go first. The warriors have a large circular tent and they are all single. Once married their commitment to feeding and protecting the tribe is considered compromised. They also are required to keep the outer perimeter of the encampment safe. Warriors can be of any age so long as they are capable. Retired warriors simply wander off into the plains never to be seen from again. Any elder of the tribe has this rite and may lose himself from the tribe whenever the wind calls for it.

4: The corral: This is not a fenced in area, rather a perimeter where the horses from various families wander and mingle. They never go far from the hands that care for them. At night they are tethered to a series of rope posts. Each post has a place for torches which is lit all night. Each section of posts belongs to a different family. Each family has it's own night watch, though trouble is met by all. If danger is near a few well placed shots and some skillful herding generally puts things right. Painted markings show which horses belong to who.

One of a number of families that breed horses his family has the largest number of stock. Hrold is in charge of his family's

horses. He is unremarkable in most aspects but he knows his horses. He is in his early 30's and has 6 children from ages 4-14. Even the youngest assists in the family business and his shouted orders to them can often be heard across camp. It is rare that these shouts take on a truly hostile tone but beware to the poor soul who finds himself on his bad side. For when he holds a grudge, it can be many years before he lets go of it, if he does at all. Hrold is a cousin of the sheik and because of his cousin's full hands he has taken his horses into his own fold. Though his family has primary care of these horses he will not sell any horse belonging to his cousin without permission. He is repaid with preference and in gifts for his family.

Hrold, male human Exp6: CR 5; Medium humanoid; HD 6d6; hp 20; Init +1; Spd 30 ft.; AC 13, touch 11, flat-footed 12; Base Atk +4; Grp +4; Atk +4 (1d8/x3, shortspear), or +7 ranged (1d6+1 +1 returning javelin); Full Atk +4 (1d8/x3, shortspear), or +6 ranged (1d6+1 +1 returning javelin); AL NG; SV Fort +2, Ref +3, Will +5; Str 10, Dex 12, Con 11, Int 11, Wis 11, Cha 10.

Languages: Auran, Celestial, Common, halfling, Dwarven, Elven, Goblin, Orc, Sylvan.

Skills and feats: Craft (leatherworking) +8, Handle Animal +11, Knowledge (nature) +9, Listen +9, Move Silently +9, Profession (horse breeder) +11, Ride +11; Animal Affinity, Mounted Combat, Skill focus (Profession (horse breeder)), Weapon Focus (Javelin).

Possessions: returning javelin +1, leather armor, masterwork leatherworking tools, shortspear. 10 gold

5: The core: A ritual to the wind god is held first giving thanks for choosing this place. The central pit is dug and lined with rocks at its edge. Small triangular stretches of hide, painted with symbols are laid into the ground in a ray like formation out to the first ring of yurts. Circular patterns of rocks can be found interspersed amongst the yurts pathways which symbolize the wind and is thought to bring good luck. Later a ceremony is held with a sacrifice to the fire of the sun god followed up with a ritual to the tribes ancestors. If the first hunts are bountiful then feasting accompanies the dedications.

6: Adan's Yurt: Because of Adan's height it is slightly taller than the other Yurts, that combined with its burnt orange hue makes it easy to spot amongst the sea of other Yurts. Like most other yurts this one is decorated with icons that are personal to its owner. In Adan's case this means sun symbols and a battle along the bottom edge of the yurt depicting Aragostine's glory.

Lankey and just a touch clumsy this tall man is a devoted as they come. He is proud of the role his god played in the liberation of his ancestors to the point of occasionally neglecting the role the others played. Adan has dreams of glory and believes that if he proves himself worthy that the location of the ring of Aragostine will be revealed to him. He also believes in honesty to the point of occasionally being blunt about things he should probably keep quiet about. He also has nightmares about the dark and a foreboding about the welfare of the tribe. He hoped to solve these disturbing visions on his own but is beginning to believe he will have to ask for help soon. He knows Shelisca hasn't been herself lately but can't get her to say why.

Adan, male human Clr8: CR 8; Medium humanoid; HD 8d8+16; hp 62; Init +3; Spd 30 ft.; AC 10, touch 10, flat-footed 10; Base Atk +6; Grp +8; Atk melee +9 (1d8 +2 (+2d6 vs evil), +1 holy morningstar); Full Atk melee +9/+4 (1d8 +2 (+2d6 vs evil), +1 holy morningstar); SA turn undead 4/day; SA turn undead 4/day; SQ -; AL CG; SV Fort +8, Ref +1, Will +9; Str 14, Dex 9, Con 15, Int 14, Wis 16, Cha 12.

Languages: Common, Ignan, Celestial.

Skills and feats: Concentration +13, Heal +14, Knowledge (religion) +13, Listen +7, Spellcraft +13, Spot +7; Enlarge Spell, Improved Initiative, Scribe Scroll, Weapon Focus (morningstar).

Cleric Spells Per Day (6/6+1/4+1/4+1/2+1; save DC 13 + spell level): 0 - create water, detect magic, detect poison, light x2, resistance; 1st - endure elements*, bless, cure light, divine favor, shield of faith, entropic shield; 2nd - produce flame*, spiritual weapon, zone of truth, consecrate, delay poison; 3rd - searing light*, continual flame, daylight, dispel magic, remove disease; 4th - wall of fire*, discern lies, divination

**Domain spells; Domains:* Fire (turn or destroy water creatures, rebuke, command, bolster fire creatures), Sun (perform greater turning 1/day, destroying undead that would normally be turned)

Possessions: 100gp in gems, +1 holy morningstar, ring of protection +1, 2 shield of faith scrolls written at 8th level, leather armor (worn only when traveling alone), heavy steel shield (worn only when traveling alone).

7: Aminilu's yurt: This small yurt, where Aminilu is often found these days, opens completely on all sides. The wind is free to pass through at any direction and the outside is decorated with wind runes and a figure being carried aloft by the wind god's avatar. A few pieces of pottery, bunches of herbs and some minor possessions are neatly stacked around the yurts interior.

Aminilu is old and wise, though he now doubt's his wisdom. He lost his apprentice in the fight against the mage and doppelganger and has since fallen into depression. He condemns himself for not foreseeing it and for not having the ability at the time to raise the fallen. He feels he is too old to take another apprentice and has not yet found a worthy heir. His long white hair, which starkly contrasts his tanned skin, often falls free with the wind. The weathered lines on his face do not diminish the kindness in his visage. When he has time to himself he makes flat drums, stretched with animal skins and usually painted with the swirling symbols of the wind. It calms him and he enjoys giving them to the children. Both his bow and staff are intricately carved and he is never without them, especially these days. He senses a growing evil on the wind but like the others can not see its true nature. Of all the spiritual leaders he has the best chance of learning what is to come but he no longer has the will to try.

Aminilu, male human Clr10: CR 10; Medium humanoid; HD 10d8-10; hp 39; Init +0; Spd 30 ft.; AC 10 touch 10, flat-footed 10; Base Atk +7; Grp +8; Atk melee +10 (1d6+3 +2 dancing quarterstaff), or +8 ranged (1d8+1 masterwork composite longbow [+1 Str bonus]); Full Atk melee +10/+5 (1d6+3 +2 dancing quarterstaff), or +8/+3 ranged (1d8+1 masterwork composite longbow [+1 Str bonus]); SA turn undead 5/day; SQ-; AL CN;

SV Fort +6, Ref +3, Will +12; Str 13, Dex 11, Con 9, Int 14, Wis 20, Cha 14.

Languages Spoken: Celestial, Common, Auran.

Skills and feats: Concentration +9, Craft (alchemy) +4, Craft (painted drums) +7, Diplomacy +7, Heal +18, Knowledge (religion) +9, Perform (percussion) +3, Profession (herbalist) +10, Spellcraft +7, Survival +10; Brew Potion, Extend Spell, Maximize Spell, Martial Weapon Proficiency (longbow), Track
Possessions: 20 gold, masterwork longbow +1 Strength, 2 potions cure serious wounds, dancing quarterstaff +2, 25 gp.

Cleric Spells Per Day (6/6+1/5+1/4+1/4+1/3+1; (save DC 15 + spell level): 0 - create water, detect magic, detect poison, light, purify food and drink, guidance; 1st- expeditious retreat*, bless, bless water, obscuring mist, random action, sanctuary; 2nd - windwall*, augury, zone of truth, sound burst, spiritual weapon, summon monster II; 3rd - fly*, create food and water, speak with plants, invisibility purge, remove curse; 4th - dimension door*, freedom of movement, divine power, airwalk, tongues; 5th - control wind*, true seeing, healing circle, summon monster V

**Domain spells; Domains:* Air (turn or destroy earth creatures, rebuke, command, bolster air creatures), Travel (may use freedom of movement 10 rds/day, Survival is a class skill)

What brings the PCs

1: A PC who wishes to gain the best horse around might travel to find the tribe. The negotiations will prove to be very difficult

but should the PC gain their friendship and trust he could end up with an excellent horse.

2: A PC with an interest in either history or a priest of the god of sun might be interested in learning more about these peoples oral traditions.

3: A group of rouge plainsmen have been stirring up trouble and PCs find their way to the larger tribe in their search for the offenders.

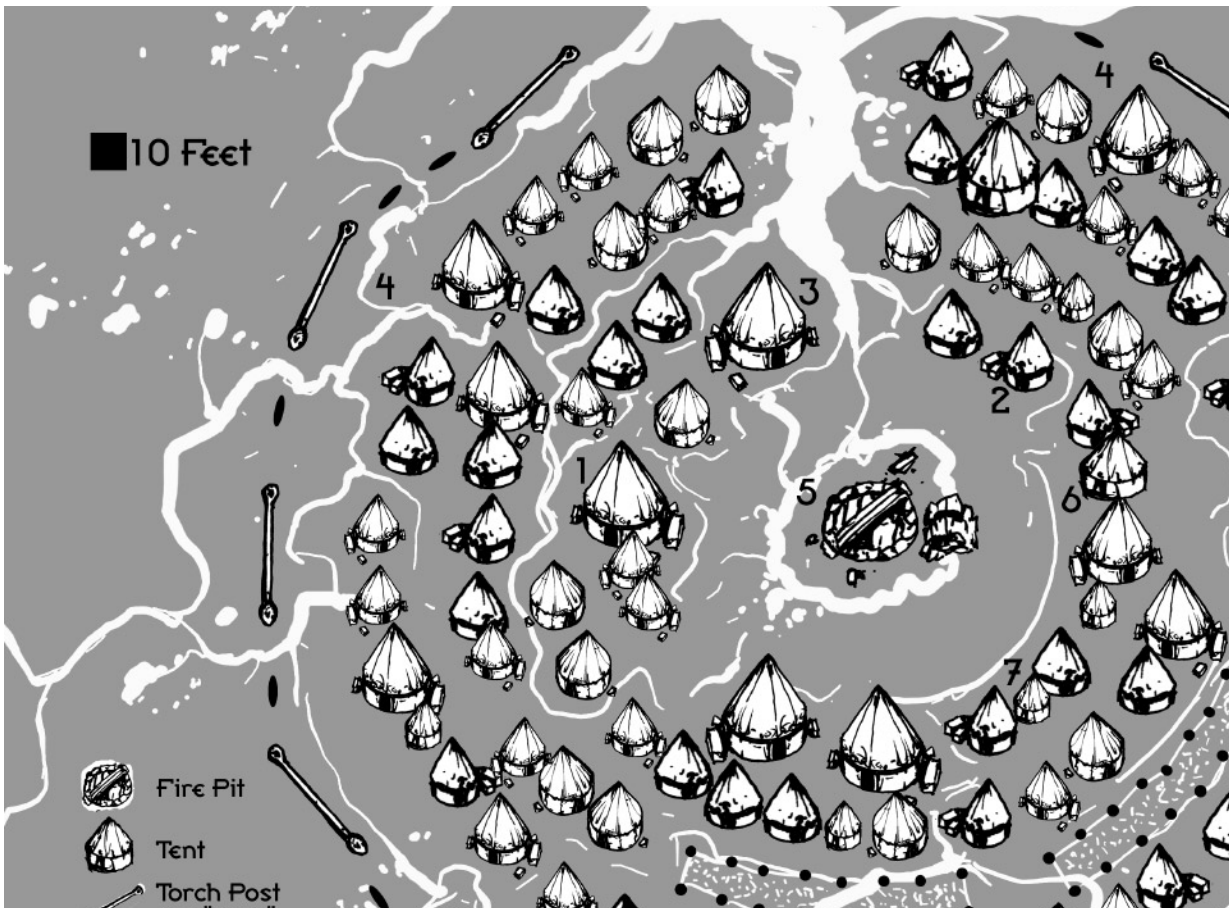
Adventure Hooks

1: A noble has asked the PCs to travel to the tribes and acquire him the best horse these barbarians own. Should the PC's not treat the tribes with respect they are likely to face problems.

2: A priest of the god of sun has received an evil portent. He senses a great evil arising in the plains. The PCs will be asked to travel to the plains to determine what this evil is and how it might be stopped.

3: While the PCs are with the tribe, several hunters disappear. Later their bodies are found hacked to bits. The PCs are asked to investigate, possibly earning the tribes friendship.

4: Shalesca comes to the PCs asking for their help. It seems that after the battle with the doppelganger she began to research the disappearance of the ring of Aragnostine and the spirit of Churack. What she has found has greatly unnerved her. She believes that the spirit of Churack is being held captive deep underground. Even worse, some spirits seem to have disappeared completely.



APPENDICES

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Appendix A *Skills and Feats*

Appendix A contains a list of skills, each of which has a new use. Several new feats are also included. Each relates to a specific setting described in the text which is noted at the end of each description.

Skills

Concentration (CON)

You are particularly good at focusing your mind.

New Use

Meditative Focus - From Seeker's Rest (pg7)

Through various breathing, chanting, and other techniques you focus you mind and body in performing a simple task.

Check: This focusing requires a full round action to do properly. Successful meditation provides +1 Circumstance bonus to the next ability check for every two points in excess of target DC. The ability check must be made during your next available action. The DC for successful meditation's depend on the circumstances:

Serene surroundings	DC 10
A loud or other wise distracting environment	DC 15
In the midst of melee	DC 20

Increase DC by one for every hit point of damage suffered. Allies cannot aid meditation checks.

Example: Tohl has just navigated the first four tests in the Temple of Five Strengths hall of tests and prepares to lift Tae Duk's brazier. He stands before the brazier concentrating on his breathing and preparing to accept the pain and not let it weaken his efforts at lifting the brazier to uncover the exit. He will need all his energy focused to succeed so he meditates. The temple is quiet making the Mediatative focus check DC 10. He rolls a 3 making his total on the check 11 providing no help in ignoring the smell of his sizzling flesh upon the brazier. His strength check fails and he leaves, licking his wounds and vowing to practice harder for his next attempt in one year.

Craft (INT)

You are skilled in a trade.

New Use

Craft: Living Wood Sculpture - From Phaelin's Cove (pg 22)

Through bending, trimming, and splicing, trees and shrubs can be coaxed over many years to take on astonishing, fan-

tastical shapes. Several different kinds of trees can be grown together with this technique, allowing the sculptor to use different leaves and flowers to create a whole greater than the sum of its parts.

Elves are the main practitioners of this rare art, having the patience, longevity, and love of nature required to be truly proficient at it. Non-elves rarely take to this craft; however, a few green dragons are known to excel at it. In particular, the great wurm Erithalagus is acknowledged as one of the art's masters, though naturally the elves avoid her at all costs, as she is as likely to eat them as to show them her latest masterpiece.

Craft (INT)

You are skilled in a trade.

New Use

Craft: Scrimshaw - From Phaelin's Cove (pg 22)

In remote areas along coastlines and in fishing communities, artists often have few materials with which to express themselves except an ample supply of ivory like fish bone. Many beautiful and useful items can be made from this material including jewelry, hooks, buttons, arrowheads, boxes, and a form of hardened bone mail.

Diplomacy (CHA)

Diplomacy covers a wide range of social interactions. You can use it to talk a guard into letting you into the rich part of town or to give a rousing speech to a crowd. In addition, this skill covers etiquette, proper methods of address and protocol when dealing with nobles or rulers, and general social grace and tact. Diplomacy allows you to fit into a wide range of social situations, allowing you to effortlessly fit in and get along with others.

New Use

Bargain - From Sparklehill (pg 31)

You may use this skill to talk a merchant into charging you less for his wares.

Check: When you buy something, you may make a Diplomacy roll opposed either by the merchant's Diplomacy skill or his Will save. If you succeed, you gain a 10% discount on the item. You may attempt to gain an additional 10% discount by using your Diplomacy skill additional times. With each success, increase your total discount by 10%. You cannot talk a merchant down to dropping a price by more than 50%. The merchant gains a +2 circumstance bonus to his Diplomacy check or Will save for each previous Diplomacy check you made to decrease the price. If you fail a check to decrease the price, you may not attempt to reduce the price again that day.

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Heal (WIS)

You can administer aid to the wounded.

New Use

Torture - From Pigtown (pg 69)

Knowledge of anatomy and physiology can be used for good or evil. The torturer puts his knowledge to use extracting

information or intimidating victims.

Check: In order to use this skill the victim must be pinned through grapple, or otherwise held helpless. The victim must be conscious for the torturer efforts to work. The torturer must deal some form of either subdual or lethal damage each round, this is followed by an opposed skill check, the torturer's Heal vs. the victim's Bluff, Concentration or Constitution check whichever is highest.

Each time the victim fails the check he receives an additional -1 morale penalty to the next check; this effect is cumulative. Every successful opposed check the victim makes grants a +1 to the next check; this is also cumulative. Sessions can continue until the torture is satisfied, or the victim is no longer helpless or succumbs to damage. Information gained from the session is dependant on how much the torturers heal check exceeds the victims opposed check.

- +10 Name, place or origin
- +20 Plans, location of important item(s)
- +25 Location or plans of comrades.
- +30 Subject is treated as if under the effects of the zone of truth spell.

Hide (DEX)

You can effectively conceal yourself from others.

New Use

Hide in Clouds - From Ulocahn (pg 12)

By using the sun, shadows, and clouds an airborne creature can reduce his chances of being spotted.

Check: Normal

Move Silently (DEX)

You can move without being heard.

New Use

Glide Silently - From Ulocahn (pg 12)

Like an owl flies without noise, so too can an airborne rider. By knowing how to keep the glider taut and how to use the wind, the rider can reduce his chances of being heard.

Check: Normal

Ride (DEX)

You have the ability to mount a horse or other beast and control it.

New Use

Gliding Tasks - From Ulocahn (pg 12)

This skill allows the character to use and control a glider.

Check: As normal with the following exceptions:

The glider uses the rider's attacks, it does not leap over obstacles, nor does it require anything more than free hands to control it in battle. The rider is strapped in so "staying in the saddle" is also irrelevant. With this skill a rider can attempt the following:

Free hands: You can react instantly to guide the glider with your body so you can use both hands in combat. If you fail you can use only one hand because you need the other to control

the glider. DC 10

Cover: You can react instantly to use glider for 1/2 cover. You cannot attack or cast spells while doing this. If you fail you, do not get the cover benefit. DC 15.

Crash land: You can react instantly to try to take minimal damage when a glider is 'killed' or is forced to the ground. For every point above the required DC, reduce falling damage by 1d6 per point. If you fail you take full falling damage. DC 20

Fast mount or dismount: You can mount or dismount as a free action when grounded. DC 20

Special: Having five or more ranks in Balance grants a +2 synergy bonus to ride (glider) checks

Survival (WIS)

You can survive in uncivilized environments.

New Use

Survival at Sea - From Phaelin's Cove (pg 22)

Using this skill the fisher man can find and follow large schools of fish, guide small skiffs through rough seas, and identify tell tale signs of dangerous aquatic predatory activity.

Check: Normal

DC	Task
10	Find good fishing. You can find enough fish to feed 2 people for 1 day for every two points your check result exceeds 10.
15	Gain a +2 on all Fortitude saves vs. drowning.
15	Avoid being caught flat-footed by attacking aquatic creature.

Survival (WIS)

You can survive in uncivilized environments.

New Use

Trap Game - From Phaelin's Cove (pg 22)

An experienced huntsman should have no trouble using his knowledge of the wilderness to set snares, create deadfalls, dig and cover pits, or create other simple, non-mechanical traps outdoors. **Check:** The DC to create such traps is 15. This is the minimum roll needed to set them. A failure means the trap collapses as soon as it is completed. If the roll is failed by more than five, the character making the trap is somehow caught in it; the snare entangles him, the deadfall falls on him, or the sides of the pit cave in, sending him to the bottom.

Assuming the trap is set successfully, the Survival roll determines how well hidden the trap is and sets the DC for finding it. Characters can notice something amiss with the Spot or Survival skills. If a character is actively using the Search skill to find traps, the DC is reduced by five, since the traps are not sophisticated. The DC to successfully disable these traps is the greater of 15 and half the creator's Survival roll. Traps made this way can be disabled with a Survival check, though the DC is 5 higher in this case.

Unlike complex mechanical traps such as those found in dungeons, these simple traps cost nothing to make unless poison is somehow used, and only take two hours per point of CR to create. However, they only last three days per point of CR, rather than being essentially permanent, due to their basic construction and the impact of the elements on them.

Feats

Battle Cry (General) - From Blood Fang Keep (pg 40)

You release a battle cry of such ferocity that your enemies fear you.

Prerequisites: Base Attack bonus +2.

Benefit: After releasing your battle cry, any opponent that heard it must make a Will save DC 10 + ½ your level or suffer a –1 morale penalty to their attack rolls against you.

Five Strength Fighting Style (General) - From Seeker's Rest (pg 7)

By focusing their mind to the essence of air, earth, fire, and water the attacker becomes capable of more damaging attacks.

Prerequisites: Improved Unarmed Strike, Stunning Fist.

Benefit: Increases stunning attack DC +2

Lunge (General) - From Blood Fang Keep (pg 40)

Choose one type of weapon. You can now lunge much farther than most opponents expect with that weapon.

Prerequisites: Combat Expertise, proficiency with weapon, base attack bonus +8

Benefit: When using the weapon you selected, you increase your weapons threatened area by 5 feet. The act of lunging will provoke an attack of opportunity from anyone that threatens you.

Appendix B Prestige classes

Bounty Hunter Bass Class - From Crossroads (pg 3)

The bounty hunter seeks the fortunes paid for by the return of fugitives from the law, stolen objects or people, and is a tracker extra ordinaire. Using contacts, special tools of the trade, and possessing an unyielding will, they pride themselves on their reputation and the fear they strike in the hearts of their targets, relishing the stand-up hunt. Some bounty hunters work for honorable kingdoms that need to track down fugitives of their good justice, playing the part of the returning hero with the culprit in irons. But some have a darker side, ruthless hunters for gold and coming close to playing the part of assassin, bringing back their victims dead or alive, dark clad sadists who resort to poisons and their own twisted sense of justice.

Literally being a "hunter of bounties," a bounty hunter is frequently misunderstood, for any deed offering a reward is their forte, not just criminals. They might be tasked to return a priceless stolen artifact, or be tempted by the reward for the death of goblin bandits plaguing a trade road. As long as the job is done they can move on to the next, larger reward. Any long-term payment would mean settling down to a regular job, which is not the bounty hunter's way so he generally prefers a pay-off.

Adventurers: Bounty hunters go on adventures usually because of the rewards involved. Many of the tasks others see as adventure, a bounty hunter sees as a chance to prove himself, build his reputation and collect a reward. It is very rare for a bounty hunter to undertake a quest without a guaranteed reward. While it's true many bounty hunters work alone there are just as many that understand safety in numbers.

Characteristics: A bounty hunter is a consummate user and abuser of special tools, fear and reputation, and ruthless efficiency. Because a number of their rewards involve returning a live captive, they must be able to subdue and hold the victim for return. Often seen as a romantic but dark figure, most bounty hunters adapt a unique look deliberately, relishing their reputations knowing if even rumor betrays he is on the job it can be enough to have their victims panic, make mistakes, even surrender! Many have learned to be as quick and agile as the slippery criminals they sometimes pursue.

Alignment: Bounty hunters are trained to work as loners, to trust themselves first, and to respect contracts as vital to their survival. For this reason, bounty hunters of all are rarely if ever chaotic. A bounty hunter not obeying and living by an agreed contract gains a reputation as no bounty hunter at all. As far as the treatment of the prisoner, and the option to obey the letter or spirit of the contract means neutral, good and evil bounty hunters.

Religion: Many bounty hunters revere the gods of travel, with wanderlust of their own and a need to be watched over on many of the travels their missions take them. Bounty hunters also often worship the god of retribution and revenge. Those who work for kind and good kingdoms worship the god of justice, while those agents of evil that track the targets of their dark masters follow the gods of war and evil.

Background: Bounty hunters can come from all walks of life but seem to draw the strong, intelligent and resourceful to their ranks. Greed plays a factor in the birth of many a bounty hunter. A soldier or guardsman who served his time for a few coppers a day saw the occasional bounty hunter return an escaped prisoner for a year's worth of his own wages. A former criminal who was tracked down and outwitted by a great bounty hunter may actually have gained great respect and choose to emulate his tracker when freed from (or escaped) his punishment. Rulers who offer outrageous rewards for their will to be done draw bounty hunters, as there are plenty who simply can't turn down such riches.

Races: Many bounty hunters are human. Half-elves or half-orcs are also naturals, using their exotic origins and appearance to enhance their reputation. The chaotic nature of elves means they rarely feel the call to contractual careers, and even the lawful dwarves turn more toward the exile of criminals rather than seeking the return of evildoers. Halflings and gnomes are rarely, if ever, bounty hunters, even among their own kind.

Other Classes: Bounty hunters have a few skills in similar to Rangers, Rogues and Fighters, and any of these classes make good company to learn from, use, or teach. Spellcasters who wield illusion and divination magics are very useful and respected. Paladins however very frequently come into conflict with bounty hunters, often doing the hunting task and then refusing the bounty! Bards are useful as both information gatherers and as the quickest way to gain infamy and notoriety.

Abilities: All of the abilities can be important to bounty hunting, depending on how you plan your career. Intelligence is vital to learning about your opponent. Wisdom is important for learning how to outwit the criminal mind. Strength is necessary to keep your quarry after capture, as well as traveling the dangerous places the vocation takes them. Charisma helps the all-important reputation many seek.

Alignment: Any non-chaotic.

Hit Die: d8

Class Skills

The bounty hunter's class skills (and the key ability for each skill) are Bluff (Cha), Climb (Str), Craft (Int), Diplomacy (Cha), Disable Device (Int), Gather Information (Cha), Hide (Dex), Intimidate (Cha), Jump (Str), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Search (Int), Sense Motive (Wis), Spot (Wis), Survival (Wis), Swim (Str), Tumble (Dex), and Use Rope (Dex).

Skill points at 1st Level: (4 + Int modifier) x4.

Skill Points at each additional Level: 4 + Int modifier.

Class Features

All of the following are class features of the bounty hunter. **Weapon and Armor Proficiency:** bounty hunters are proficient with all simple and martial weapons, and medium and light armor. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silent, Pick Pocket and Tumble. Also, Swim checks suffer a 1 penalty for every 5 pounds of armor and equipment carried.

Exotic Weapon Proficiency: A bounty hunter masters the difficult tools of the trade, usually gaining reputation with a specific

weapon to help in his task of bringing in criminals alive. the list of exotic weapons to choose from is: 3-ball bolas, mancatcher, net, lasso, and whip.

Track: A bounty hunter gains Track as a bonus feat.

Preceding Reputation: As the bounty hunter gains in skill, so too does his reputation. While at first it might seem odd how a bounty hunter would not want to remain in the shadows, bounty hunters soon learn that fame and infamy are unavoidable, and so use it to their best advantage. Starting at 2nd level and increasing at 5th, 10th, 15th, and 20th levels, Preceding Reputation adds a bonus to all Diplomacy and Intimidate skill checks. **Bring 'em Back Alive:** At 6th level the bounty hunter makes subduing attacks at only 2 instead of the usual 4 penalty. At 12th level the penalty is negated completely.

Hunt's Desire: Once a bounty hunter is sure of the name of a living target to which a bounty has been assigned, he can choose to concentrate all his resources tracking this target and bringing him in (or taking him out). Once named, the bounty hunter receives a +2 bonus to the skills Bluff, Listen, Sense Motive, Spot, and Survival (Track) checks when using these skills against that target. Likewise, he gets the same bonus to weapon damage rolls against the target. A bounty hunter also gets the damage bonus with ranged weapons, but only when the target is within 30 feet (the bounty hunter cannot strike with deadly accuracy beyond that range). The bonus doesn't apply to damage against creatures that are immune to critical hits. At 4th level this bonus applies to one named individual. At 12th level the bonus increases to +4 and it can also apply to a specifically named group, the number of members of which cannot exceed the bounty hunter's level. At 16th level the bonus increases to +6 and it can apply to any group or portion of a larger group, the number of members of which cannot exceed three times the bounty hunter's level.

The Bounty Hunter

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1	+1	+0	+2	+2	Exotic Weapon Proficiency, Track
2	+2	+0	+3	+3	Preceding Reputation +1
3	+3	+1	+3	+3	
4	+4	+1	+4	+4	Hunt's Desire 1
5	+5	+1	+4	+4	Preceding Reputation +2
6	+6/+1	+2	+5	+5	Bring 'em back alive 1
7	+7/+2	+2	+5	+5	
8	+8/+3	+2	+6	+6	Hunt's Desire 2
9	+9/+4	+3	+6	+6	
10	+10/+5	+3	+7	+7	Preceding Reputation +3
11	+11/+6/+1	+3	+7	+7	Know Thy foe
12	+12/+7/+2	+4	+8	+8	Bring 'em back alive 2
13	+13/+8/+3	+4	+8	+8	
14	+14/+9/+4	+4	+9	+9	
15	+15/+10/+5	+5	+9	+9	Preceding Reputation +4
16	+16/+11/+6/+1	+5	+10	+10	Hunt's Desire 3
17	+17/+12/+7/+2	+5	+10	+10	
18	+18/+13/+8/+3	+6	+11	+11	
19	+19/+14/+9/+4	+6	+11	+11	
20	+20/+15/+10/+5	+6	+12	+12	Preceding Reputation +

Know thy foe: A bounty hunter frequently takes jobs against rogues, and by this time the bounty hunter has studied their deadly sneak attack to be wary of the incoming attempt. At 11th level the bounty hunter may make a Reflex save to avoid a sneak attack attempt made against him. The DC is equal to 10 + the level of the character attempting the Sneak Attack.

Glider Class - From Ulochan (pg 12)

Only seconds after you are beset upon from above, razor sharp talons ripping into you, do you realize your mistake. This is not a giant bird of prey, but a halfling warrior. A halfling glider is intimately familiar with wind currents and the glider which is his mount. He is one with his glider and can perform remarkable feats with it, even defy the wind itself.

Hit die: d8

Requirements

Base attack bonus: +3

Ride (glider): 7 ranks

Feats: Mounted Combat.

Class Skills

Balance, Climb, Craft (glider), Hide, Jump, Listen, Move Silent, Ride (glider), Spot, Survival, Tumble, Use Rope.

Skill points: 4 + Int modifier.

Class Features

Catch the wind: Even in the stillest air, a glider can find a current, as long as it has a place to drop from. This also allows for the glider to move normally, and to exercise greater control over its speed regardless of wind direction. The rules for wind force in chapter three of the DMG still apply.

Call wind (Ex): When stationary a rider can summon a gust of wind to give his glider lift. This ability effectively grants upward lift of 10 ft. per round. This ability can be used for a cumulative number of rounds equal to their Ride skill ranks per day. When crash landing, this ability grants the rider a +10 on his Ride check.

Improved maneuverability: The character's great skill increases the maneuverability rating of the glider by one class. **Flyby attack:** When flying the character can take a move action (including a dive) and another partial action at any point during the move. The character cannot take a second move action during a round when he makes a flyby attack.

Power dive: The character is trained at making a devastating flyby attack. The dive angle is increased to up to 180 degrees and down speed is tripled. When used in conjunction with fly by attack damage is doubled.

Bonus feat: This feat may be chosen from the following: Exotic Weapon Proficiency (talon), Exotic Weapon Proficiency (bladewing), Mounted Archery, Skill Focus (Ride (glider)), Skill Focus (Craft (glider)).

The Glider

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1	+0	+0	+2	+0	Catch the wind
2	+1	+0	+3	+0	Fly by attack
3	+2	+1	+3	+1	Improved maneuverability, bonus feat
4	+3	+1	+4	+1	Power dive
5	+3	+2	+4	+2	Call wind, bonus feat

Matron Mother (MtM) - From Dalnin Quareth (pg 22)

The matron mother is the supreme cleric of Arachnadia, queen-goddess of spiders for an individual drow household. She is the connection to the goddess, her voice, and unquestionable leader. She is always the oldest woman of the house, and keeps her daughters close for protection and training, knowing one day she will need a suitable replacement.

In any given drow city, it is said the matron mothers share a rivalry that makes the surface dispute of neighboring nobles pale in comparison. While they may meet on occasion to determine general edicts for the city (and deference to a singular, most powerful house) they continuously plot and plan to overthrow one another. As favored by the spider goddess, they enjoy an elongated life of special gifts from Arachnadia herself.

HD: D8

Requirements

Base attack bonus: +7

Race: Drow

Special requirements: female, able to cast 3rd level divine spells

Feats: Leadership

Skills: Knowledge (religion) 13 ranks,

Class Skills

The matron mother's class skills (and the key ability for each skill) are Concentration (Con), Craft (Int), Diplomacy (Cha), Heal (Wis), Knowledge (arcana) (Int), Knowledge (religion) (Int), Profession (Wis), and Spellcraft (Int).

Skill points: 4 + Int per level

Class Features

Weapon and armor Prof: The Matron mother gains no new weapon or armor proficiency.

Ageless Arachnid: After achieving 5th level, the mother no longer suffers ability penalties for aging and cannot be magically aged. Any penalties she may have already suffered, however, remain in place. Bonuses still accrue, and the matron mother still dies of old age when her time is up.

Domination: The matron mother can cast from the following pool of spells, a number of times per day total equal to her level in matron mother: dominate animal, dominate monster, dominate person.

Spiderwalk: The matron mother may traverse through webs of all kinds, natural or magical, with no penalties or hindrances as if under the effect of a freedom of movement spell.

Divine Guardian: A special spider servant comes to the matron mother and serves her ever after as a bodyguard and protector, following her everywhere. At 5th level the matron mother gains a large dire monstrous spider protector, and at 8th level a huge dire fiendish monstrous spider mount. As long as the guardians die

of age or in defense of the Matron Mother, its replacement will arrive within 2d6 days.

The Matron Mother

	Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
	1	+0	+2	+0	+2	Spiderwalk, +1 level of existing class
Silverblood: The matron mother is immune to any poisons delivered by any type of spider.	2	+1	+3	+0	+3	Domination, +1 level of existing class
	3	+2	+3	+1	+3	Silverblood, +1 level of existing class
	4	+3	+4	+1	+4	Ageless Arachnid, +1 level of existing class
	5	+3	+4	+1	+4	Divine Guardian 1, +1 level of existing class
Fangs of Death: The matron mother grows poisonous fangs, and her bite now delivers a horrid poison on a successful attack (DC 22, Primary and Secondary damage 1d8 strength).	6	+4	+5	+2	+5	Fangs of Death, +1 level of existing class
	7	+5	+5	+2	+5	Tertiary Domain, +1 level of existing class
	8	+6	+6	+2	+6	Divine Guardian 2, +1 level of existing class
	9	+6	+6	+3	+6	Overlordship, +1 level of existing class
	10	+7	+7	+3	+7	One with Arachnadia, +1 level of existing class

Tertiary Domain: The Matron Mother is blessed with access to a third domain. When allotting spells from domain bonuses, the Matron Mother has the same number of slots to fill, but may choose from either her two current domains or one of the following (chosen at the time this level is achieved): Chaos, Destruction, Evil, or Trickery.

Overlordship: The matron mother receives a +10 Profane bonus to her Leadership score.

One with Arachnadia: The matron mother's soul is firmly within Arachnadia's grasp and she truly becomes a direct agent on the material plane for the drow goddess. Change the matron mother type to "Fiendish" and apply the fiendish template to the character.

Scaled Guardians - From Dellamabad (pg 50)

Dedicated to mysterious snake gods or to snakes themselves, scaled guardians strive to achieve oneness with their cold-blooded reptilian cousins. Fanatically dedicated if somewhat dispassionate, they are feared by many because of their devotion to snakes. While most scaled guardians are inhuman creatures like nagas or yuan-ti, there are those among the humanoid races that find snakes fascinating and seek to tap into the varied powers of these reptiles.

Druids and clerics of snake gods most frequently become scaled guardians, but bards, rangers, sorcerers, and wizards may all find the snakes' abilities useful also.

Hit die: d6

Requirements

Knowledge (Religion) or Knowledge (Nature): 10 ranks

Climb: 4 ranks

Feats: Alertness, Dodge

Special: If a scaled guardian ever kills a snake, even in self-defense, he loses all his scaled guardian abilities until he receives an atonement from a druid or cleric of a snake deity.

Extra: Ability to cast at least one spell that can summon snakes or snake-like creatures.

Class Skills

Climb (Str), Concentration (Con), Craft (Int), Disguise (Cha), Escape Artist (Dex), Knowledge (nature), Knowledge (religion), Listen (Wis), Move Silently (Dex), Spellcraft (Int), Spot (Wis)

Skill points at each level: 4+Int modifier

Class Features

All of the following are class features of the scaled guardian prestige class.

Weapon and armor proficiency: All simple weapons. Scaled guardians gain no armor proficiencies.

Wild Empathy: The scaled guardian gains the wild empathy ability, usable for snakes and snake-like creatures only, as a druid equal in level to the scaled guardian's class level.

Speed of the Mamba: At first, fifth, and ninth levels, a scaled guardian gains a bonus feat from the following list, assuming he has the necessary prerequisites to take it: Combat Reflexes, Dodge, Improved Initiative, Lightning Reflexes, Mobility, Quick Draw, Run, Spring Attack, Weapon Finesse, Whirlwind Attack

Striking Viper: At 2nd level, a scaled guardian gains the extraordinary ability to react to danger before his senses would normally allow him to do so. At 2nd level and above, he retains his Dexterity bonus to AC (if any) regardless of being caught flat-footed or struck by an invisible attacker. (He still loses his Dexterity bonus to AC if immobilized.) At 8th level, a scaled guardian can no longer be flanked. The exception to this is that a rogue at least four levels higher than the character can still flank him.

Spitting Cobra: At 3rd level, a scaled guardian may spit venom up to thirty feet away as a standard action, once per class level per day. This is a ranged touch attack. Fortitude save DC 15; primary and secondary damage 1d6 temporary Constitution. At 7th level, Fortitude save DC 18; primary and secondary damage 2d4 temporary Constitution. At 10th level, Fortitude save DC 21; primary and secondary damage 2d6 temporary Constitution. Spitting Cobra is a supernatural ability.

Gaze of the Serpent: At 4th level, a scaled guardian may transfix an opponent with his gaze as a move-equivalent action.

Scaled Guardian

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spells Per Day
1	+0	+0	+2	+2	Wild Empathy, Speed of the Mamba	+1 level of existing class
2	+1	+0	+3	+3	Striking Viper 1	
3	+2	+1	+3	+3	Spitting Cobra 1	+1 level of existing class
4	+3	+1	+4	+4	Gaze of the Serpent	
5	+3	+1	+4	+4	Mighty Naga, Speed of the Mamba	+1 level of existing class
6	+4	+2	+5	+5	Choking Python	
7	+5	+2	+5	+5	Spitting Cobra 2	+1 level of existing class
8	+6	+2	+6	+6	Striking Viper 2	
9	+6	+3	+6	+6	Skin of Abomination, Speed of the Mamba	+1 level of existing class
10	+7	+3	+7	+7	Spitting Cobra 3	+1 level of existing class

The target must make a Will save DC 10 + the scaled guardians class level + the scaled guardian's Wisdom modifier. If the save is failed, the target is considered flat-footed and unable to act as long as the scaled guardian continues to use a move-equivalent action to maintain the Gaze, the opponent is struck a combat blow, or one of the opponents' allies spends a full round shaking him to bring him around. This is a supernatural, Mind-Affecting ability.

Mighty Naga: At 5th level, any snake or snake-like creature (such as yuan-ti, nagas, medusae, salamanders, and mariliths) summoned by a scaled guardian has the maximum hit points per hit die.

Choking Python: At 6th level, as a standard action, a scaled guardian can create a coil of force at a distance of up to 10 ft./class level. This coil grapples opponents as a Large creature with the Scaled Guardian's Base Attack Bonus and a Strength equal to the scaled guardian's Wisdom. This effect lasts for a number of rounds equal to the scaled guardian's main spellcaster level and may be used once a day per class level. Every round

the target fails the grapple check, it takes 1d10 + the scaled guardian's Wisdom modifier points of damage. This is a spell-like Force effect.

Skin of Abomination: At 9th level, the scaled guardian's skin increases in toughness, giving him +2 natural armor. This effect stacks with any natural armor the guardian may already have. The change is subtle, but a Spot check DC 25 will reveal something odd about the character.

Spells per day: A serpent guardian continues to study magic, though not as thoroughly as before. At 1st, 3rd, 5th, 7th, 9th, and 10th levels, a serpent guardian gains new spells per day as if he gained a level in a prior spellcasting class. He does not gain any other benefits he would have gained for gaining a level in that class, however. If the scaled guardian had more than one spellcasting class, he must decide to which class he adds each level for purposes of determining spells per day when he adds each new level.

Ulrich Pikeman - From Pigtown (pg 69)

“To take our lands they must first break our line. To break our line they must first reach it. Hold fast against the charge, bear the weight of battle for your honors sake. None shall pass this day.” Excerpt from Ragosip Panini’s Duke Ulrich at the Battle of Dornoon pass.

Hit Dice: d10

Requirements

Skills: Intimidate +5

Feats: Combat Reflexes

Weapon focus with one of the following: Guisarme, Glaive, Halberd, Lance, Longspear or Ranseur.

Weapon Specialization with one of the following: Guisarme, Glaive, Halberd, Lance, Longspear, or Ranseur.

Special: All pikemen must have undergone extensive drilling as a member of Duke Ulrich’s army.

Class skills

Balance (Dex), Climb (Str), Intimidate (Cha), Jump (Str), Listen (Wis), Spot (Wis),

Skill points at each level: 2+ Int modifier.

Class features

The Pikemen of Ulrich train extensively with the following polearms: Guisarme, Glaive, Halberd, and, Lance, Longspear and Ranseur. Pikemen are proficient in the use of light and medium armor, but not shields.

Plan B: The pikeman gains the Quick Draw feat.

Haft damage: By quickly choking up on the haft you can attack adjacent foes. This attack deals bludgeoning damage. Normally, polearms cannot be used to attack adjacent foes.

Hold the line!: By taking the full defensive posture the pikeman gains a +4 circumstance bonus to oppose bull rush, overrun, or trample checks.

Hit’em where it hurts: Polearm critical multiplier increased by one

The Blunt end is dangerous: The pikeman has prepared for the threat of flanking foes. Any round the Pikeman is on the defensive and scores with a haft damage attack, he may follow up immediately with a trip attack as per Improved Trip feat.

None Shall Pass: During any attack of opportunity made with a polearm, the pikeman delivers damage as if he had set for a charge.

The Ulrich Pikemen

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+1	+0	+2	+0	Plan B, Haft damage
2nd	+2	+0	+3	+0	Hold the line!
3rd	+3	+1	+3	+1	Hit’em where it hurts
4th	+4	+1	+4	+1	The Blunt end is dangerous
5th	+5	+2	+4	+2	None shall pass

Woodwraith - From Safinian’s Hollow (pg 27)

While rangers, druids, and the like are at home in any wilderness setting, some of them choose to live their entire lives under (or even on) the boughs of trees. Some few of these wilderness-loving folks decide to focus all their energies on learning the ways of their forests to an incredibly high degree. They know where to step, where to hide, and what to look for. Their entire existence becomes dedicated to making their forest a haven for all within it from invaders that would destroy it. Moving stealthily, finding cover, and keeping their sense wide open to their surrounding are the woodwraiths’ calling cards. They appear from nowhere, strike their enemies, and melt back into the green before their opponents can strike back at them.

Hit die: d8

Requirements

Skills: Hide (4 ranks), Knowledge (Nature) (2 ranks), Move Silently (4 ranks), Survival (8 ranks)

Feats: Alertness, Track

Class Skills

Balance (Dex), Climb (Str), Concentration (Con), Craft (Int), Handle Animal (Cha), Hide (Dex), Intuit Direction (Wis), Jump (Str), Knowledge (nature) (Int), Listen (Wis), Move Silently (Dex), Profession (Wis), Search (Int), Spot (Wis), Swim (Str), Survival (Wis)

Skill points at each level: 4+Int modifier

Class Features

All of the following are class features of the woodwraith prestige class.

Weapon and armor proficiency: Woodwraiths gain proficiency in all simple and martial weapons, and in light and medium armor and shields.

Woodland Stride: At 1st level, a woodwraith may move through natural thorns, briars, overgrown areas and similar terrain at his normal speed without suffering damage or other impairment. However, thorns, briars, and overgrown areas that are enchanted or magically manipulated still affect the woodwraith.

Woodland Sense: At 1st level, a woodwraith becomes more attuned to the ways of the forest. He gains a +1 Insight bonus per class level on the following skills when in a forest setting: Balance, Climb, Hide, Listen, Move Silently, Search, Spot, and Survival.

Blend In: At 2nd level, a woodwraith gains the extraordinary ability to use the concealment of his natural surroundings far more effectively. If a woodwraith has concealment due to fog or foliage, the percentage miss chance to hit him is doubled, to a maximum of 90%.

This advantage is negated if the woodwraith’s attacker has the Deadeye ability or the Improved Precise Shot feat.

Woodwraith

Level	Base	Fort	Ref	Will	Special	Spells Per Day		
	Attack Bonus	Save	Save	Save		1st	2nd	3rd
1	+1	+2	+2	+0	Woodland Stride, Woodland Sense	0	-	-
2	+2	+3	+3	+0	Blend In	1	-	-
3	+3	+3	+3	+1	Woodland Fighting	1	0	-
4	+4	+4	+4	+1	Deadeye	2	1	-
5	+5	+4	+4	+1	Treerunner	2	1	0

Woodland Fighting: At 3rd level, a woodwraith becomes more adept at fighting in a wooded setting, and knows how to position himself to gain an advantage among the trees and undergrowth. He gets a +2 dodge bonus to AC and a +2 Circumstance bonus to attack rolls. This bonus stacks with other Circumstance bonuses. This is an extraordinary ability.

Deadeye: At 4th level, a woodwraith is so familiar with the rustling of leaves and the billowing of fog that he is not fooled by others' concealment. A woodwraith with the Deadeye ability ignores the miss chance due to foliage and fog. In dense fog that provides total concealment, the woodwraith must still guess his target's location. Deadeye is a extraordinary ability.

Treerunner: At 5th level, a woodwraith gains the extraordinary ability to travel across the branches from tree to tree like a squirrel, assuming he succeeds at a Balance check dependent on his movement in a round.

Half normal move rate	DC 10
Normal move rate	DC 20
Double normal move rate	DC 30
Full run	DC 40

If the Balance check is failed by five or less, the woodwraith simply fails to move that round, unable to find a good branch to move to. If the check fails by more than five, the woodwraith fails to move, and must make a Reflex save DC 20 or fall from the trees.

A woodwraith using the Treerunner ability is harder to track. Anyone using the Track feat or Scent ability to follow the woodwraith has the DC to track their target increased by 10. Additionally, if a woodwraith uses Treerunner to sneak up on an opponent, that opponent's Spot DC to notice the woodwraith is increased by five.

Spells: Beginning at first level, a woodwraith gains the ability to cast a small number of divine spells. To cast a spell, he must have a Wisdom score equal to at least 10 + the spell's level. Bonus spells are based on Wisdom, and saving throws against these spells have a DC of 10 + the spell's level + the woodwraith's Wisdom modifier. When the woodwraith gets 0 spells of a given level, he gets only bonus spells. The woodwraith prepares spells as a druid or ranger does.

Woodwraith spell list

- 1st** – detect snares/pits, entangle, pass without trace, shillelagh, speak with animals, summon nature's ally I
2nd – animal messenger, snare, speak with plants, summon nature's ally II, treeshape, warp wood, wood shape
3rd – antiplant shell, control plants, diminish plants, plant growth, spike growth, summon nature's ally III

Appendix C Spells

Bark Worse Than Bite - From Briarvale (pg 46)

School: Transmutation

Level: Drd 3, Rgr 3

Components: V, S, DF

Casting Time: 1 action

Range: Medium (100 ft. + 10 ft./level)

Target: 1 large tree

Duration: 1 round/level (D)

Saving Throw: None

Spell Resistance: No

You temporarily animate the branches of a large tree to grapple an opponent. The tree's branches animate to grapple the nearest opponent. They have a reach of 10 feet and attack in unison as a large creature with a strength of 25. The branches attack at your melee base attack bonus (with the +7 bonus for their strength). If both branches successfully hit then they immediately begin a grapple as a free action. Its sole tactic is to hoist the grappled target 10 feet into the air and then try to hold it there. Each branch has 15 Hit Points and a hardness of 5. At the end of the spells duration (or when dispelled) the tree's branches resort to their natural position, dropping the target to the ground (1d6 damage).

Barracuda's Swiftness - Whisper Lake (pg 87)

School: Transmutation

Level: Drd 1, Rgr 2, Sor/Wiz 2, Water 2

Components: V, S

Casting Time: 1 action

Range: Personal

Target: Self

Duration: 10 minute/level

The caster gains an uncanny ability to swim, and is completely at home in the water. He gains a +10 Competency bonus to all Swim checks, including those for fatigue, while the spell is in effect. Additionally, the caster's speed is quadrupled while swimming. He may swim his full speed as a move-equivalent action or twice his speed as a full-round action.

Buoyancy - Whisper Lake (pg 87)

School: Conjuraction (*creation*)

Level: Drd 0, Rgr 1, Sor/Wiz 0, Water 1

Components: V, S

Casting Time: 1 action

Range: Medium (100 ft. + 10 ft./level)

Target: 1 creature

Duration: 1 minute/level

Saving Throw: None

Spell Resistance: Yes (harmless)

Bubbles of air coalesce about the target, attaching to his belongings. They reduce the effective weight of all items carried by the target by one-half while the target is in the water, thus halving the weight penalties they impose on Swim checks.

Magic Damage Reduction - From Bastion Arcane (pg 36)

School: Abjuration

Level: Sor/Wiz 5

Components: V, S, M

Casting Time: 1 action

Range: Personal

Target: You

Duration: 1 round/level (D)

Saving Throw: None

Spell Resistance: No (harmless)

You gain a special “damage reduction-like” protection versus damaging spells cast against you. A cyclic shield of protective force will help shield the user against all types of energy. You gain “damage reduction” 20/+5 levels, meaning any spell not cast by a spellcaster of at least 5 levels higher than you does 20 less points of damage when rolling for effects.

Material Components: A 2-inch square of flattened copper plating.

No-Summoning Zone - From Bastion Arcane (pg 36)

School: Transmutation

Level: Sor/Wiz 7

Components: V, S, M

Casting Time: 1 full round

Range: Medium (100 ft. + 10 ft./level)

Area: All in a 40 ft. radius spread

Duration: 1 minute/level

Saving Throw: Will negates

Spell Resistance: No

You temporarily cancel all possible conduits for summoning spells, spell-like abilities, supernatural abilities or natural functions. You prevent any power above with the summoning descriptor to automatically fail unless the creature attempting the action succeeds at a Will save for **each attempt**.

Material Components: A miniature slingshot.

Quicksand - From Briarvale (pg 46)

School: Transmutation

Level: Drd 4

Components: V, S, DF

Casting Time: 1 action

Range: Close (25 ft. + 5 ft./2 levels)

Area: 10 ft. radius spread

Duration: 1 minute/level (D)

Saving Throw: Reflex (see text)

Spell Resistance: No

You change the surface beneath a target or targets transforms into deadly quicksand 20 feet deep. The targets must immediately succeed at a Reflex saving throw provided they can and

do physically leave the area of the spell by the shortest possible route. Regardless the Quicksand stays in place for the duration of the spell, at which time the area reverts to its usual composition.

Anyone caught in the area or who enters it immediately sinks waist-deep. Each round for the next 10 rounds the victim will sink a little farther. Regardless of proximity to the side of the pit, any unsuccessful movement to get free results in losing an extra round. To get free a companion needs to lend assistance with an appendage or rope or strong branch, and then must be able to lift the trapped character’s weight. With no assistance, trapped characters must succeed at a STR check (DC20) to pull themselves free.

Sleep with the Fishes - From Whisper Lake (pg 87)

School: Conjuraction (*creation*)

Level: Drd 5, Sor/Wiz 4, Water 5

Components: V, S, M

Casting Time: 1 action

Range: Medium (100 ft. + 10 ft./level)

Effect: Creates a watery pseudopod that attacks targets

Duration: 1 round/level

Saving Throw: None

Spell Resistance: No

The caster summons a semisolid tentacle from the water that forces itself down a target’s throat, drives the air from its lungs, and drowns it. This watery pseudopod has a Strength equal to the caster’s primary statistic (Intelligence, Wisdom, or Charisma as appropriate) and a Base Attack Bonus equal to the caster’s as well. If its receptacle is large enough to accommodate movement, it can move with a Speed of 10 ft.

The pseudopod must make a touch attack against a target within its reach (see the Size Chart, below), as it cannot completely leave its vessel. If it succeeds in its touch attack, it immediately makes a grapple check, modified by its size as normal (see the Size Chart, below). If the grapple succeeds, the pseudopod drives most of the target’s air from his lungs. The target is treated as if double his Constitution has already passed, and must immediately begin to make Constitution checks per the rules in the *DMG*, Chapter Eight, in the section titled “The Environment.” A spellcaster affected this way may not cast spells that require verbal components.

Every round, the target and any of his companions may take a full-round action to grapple with the tentacle and pull it out of his mouth. If the grapple succeeds, the target is no longer treated as drowning, though the ill effects from a failed Constitution check still remain, and the pseudopod may attack him again.

For the duration of the spell, it attacks the same target unless instructed by the caster to switch targets. Giving this instruction is a move-equivalent action.

The following are suggestions on containers that would hold the amount of liquid required to make a certain size pseudopod, along with its reach, which is greater than normal.

Receptacle	Size	Reach
Cup, mug, glass	Diminutive	0 ft.
Wash basin, large puddle	Tiny	0 ft.
Bathtub	Small	5 ft.
Small pond, creek	Medium	10 ft.
Large pond, stream,	Large	15 ft.
Small lake, river	Huge	25 ft.
Large body of water	Gargantuan	40 ft.

Tentacles of Fine or Colossal size cannot be created by this spell. Additionally, a pseudopod that is smaller than the target by three size categories or more cannot affect it. Finally, this spell has no effect against creatures that do not need to breathe, such as the undead, constructs, or oozes; the incorporeal; or creatures that can breathe underwater, such as storm giants, kuo-toa, or targets under the effect of water breathing or similar spells.

Slip Free - From Bastion Arcane (pg 36)

School: Conjunction (creation)

Level: Sor/Wiz 2

Components: V, S

Casting Time: 1 action

Range: Close (25 ft. + 5 ft./2 levels)

Target: 1 creature

Duration: 1d4 rounds

Saving Throw: Reflex Negates

Spell Resistance: Yes

You cause a target creature who is currently grappling someone to become coated with an ectoplasmic slime along its torso and any appendages. The slime slowly dissolves over the next 1d4 rounds, but in the meanwhile grappling checks of any kind suffer a 10 Circumstance penalty.

Supernatural Suppression - From Bastion Arcane (pg 36)

School: Abjuration

Level: Sor/Wiz 5

Components: V, S, M

Casting Time: 1 action

Range: Close (25 ft. + 5 ft./2 levels)

Target: 1 creature

Duration: 1 round/level (D)

Saving Throw: Will Negates

Spell Resistance: Yes

You create a one inch aura of astral harmony around a target creature that blocks extraordinary tapping of powers, even from within. For the duration of the spell if the target creature tries to use any supernatural ability, it must succeed at a Will save or the ability fails (and the action to use it wasted). This power does not effect spells or spell-like abilities, either coming in or out.

Material Components: A small ball of gummed tree sap.

Appendix d Weapons and Equipment

Bladewing war glider - From Ulochan (pg 12)

Size: large

Hit points: 60

Hardness: 2

Maneuverability: clumsy

Speed: 60

AC: 9

Weapons: The wingtips are outfitted with bladewings, and either a heavy crossbow or a release and drop system for stones or other grenade-like devices along the wings. This two-halving contraption can be modified for delivering larger supplies. It has a wingspan of 14 ft. Theoretically, with the proper incentive this glider could be modified for human use. When reduced to 0 hit points it is forced to land, although a smart flyer positions himself closer to the ground long before that. By harvesting special wood from the Floor, the weight of both the personal and war-gliders are kept light. It weighs 90 lbs. For purposes of crafting this glider the market price is 1,000 gp, since these are not sold to outsiders.

Personal glider - From Ulochan (pg 12)

Size: medium

Hit points: 40

Hardness: 2

Maneuverability: poor

Speed: 60

AC: 10

If a personal glider reaches the floor and needs to launch again, the wings fold and he can climb with it, note the penalties for encumbrance. Equipped with front facing light crossbow, can fire straight or be rotated up to 45 degree angle downward. When down to zero hit points it is forced to land. It has a wingspan of 8 feet and weighs 40 lbs. For the purposes of crafting this glider the market price is 500 gp, though they cannot be bought by outsiders.

Bladewings: Sharp metal tips attached to the glider, while they can be mounted on personal gliders, were made for the war-glider. Cost is 10 gp per pair, Damage is 1d8. Size Tiny, Range increment none, Weight 1 lb. Slashing

Talons: These slashing weapons are made like the talons of a bird of prey and are specially made for a halflings feet (though walking in them is difficult). They do one simultaneous slashing attack with both claws. Cost 5 gp each, Damage 1d6, size Tiny, Range increment none, weight 1 lb. Slashing.

Blow fish bolts - From Phaelin's Cove (pg 22)

These masterwork crossbow bolts are crafted from the spines of indigenous blowfish and sea urchin spines with sharks teeth as fletching. Anyone unlucky enough to suffer injury from one of these bolts must make a Fortitude save vs. DC 11 or lose 1d6 temporary Con damage, a second attempt must be made one minute later or suffer another 1d6 temporary Con loss. Market price 130 gp per bolt.

Phase silk - From Unger's Junction (pg 81)

Extracted from the spinnerets of slain phase spiders this material is a prized material component in cloaks of etherealness, and ghost touch armors. A skilled weaver can spin the silk producing a fine sturdy thread (Craft check DC20). Use of this thread when crafting a cloak of etherealness or ghost touch armor eliminates the XP cost associated with producing these items. Enough silk can be harvested from a single phase spider to create one cloak or interweave one suit of armor. The silk must be harvested within one hour of death or enzymatic breakdown renders the spinnerets useless.

Market Price: 9000gp.

Ebonite, Special Material - Hammerholme (pg 55)

Ebonite is a rare form of stone infused with negatives energies from a lost age when powerful dark rituals were held by covens of necromancers for foul deeds. In this day its creation is impossible to duplicate, but in various lost corners or dungeons it may be found in walls and stone, solidifying to make a material as dark as night. Armor fashioned from ebonite grant the wearer a natural +5 to their Hide skill checks. Weapons or wondrous items forged of ebonite provide the creator with bonuses when any type of negative energy or necromantic ability is being infused with it. Such items cost 25% less experience than usual to create and may take the place of any single spell of the necromancy school required by the item.

Ebonite has a hardness of 15 and 20 hit points per inch of thickness. Weapons fashioned from ebonite are treated as masterwork items with regard to creation times, but the masterwork quality does not effect the enhancement bonus of weapons or the armor check penalty of armor.

Example: A necromancer is forging a sword of life stealing. Instead of the usual 1,200 XP to create, it costs only 900 XP, and the caster does not need to know or have access to the energy drain spell, which is a prerequisite.

Item	Market Price Modifier
Light armor	+1,200 gp
Medium armor	+5,000 gp
Heavy Armor	+10,000 gp
Shield	+1,200 gp
Other items	+700 gp/lb.

BOOKS - From Sparklehill (pg 31)

Below is a sampling of the kinds of special books that can be found in the town library's special collection. They come from Bastion Press's Ink and Quill free online download. Please consult this document for all the rules needed to judge and create your own books. <http://www.bastionpress.com/Downloads.htm> Ink and Quill is copyright 2002 by Bastion Press, Thomas Knauss author.

The Heart of Hell

Author: Egrod de Muurdorg/human/LN

Language: Ancient Common/Common

DC: 24

Pages: 598

Background: This is the most comprehensive study of Hell ever written. Egrod examines and speculates about the origins of Hell, its political hierarchy, its inhabitants and its ultimate

goals. Written in a scholarly and unbiased format, the manual reserves judgment on the plane's wretched creatures and their practices. Nearly ninety years old at the time of its completion, Egrod devoted fifty years of his life to the manual.

Because of the terrifying consequences unleashed by misinterpretation, only a few well-guarded copies exist today.

Benefits: The character receives a +2 Insight bonus to AC, attack rolls and saving throws against devils.

Misinterpretation: The character immediately loses 120 xp.

Gross Misinterpretation: The character moves one alignment step closer to Lawful Evil. (The character moves toward evil before law.)

Market Value: 3,522 gp

Innards of Toxins

Author: Barsaborum/half-orc/NE

Language: Orcish/Dwarven

DC: 17

Pages: 135

Background: Despite its author's lack of formal education, Barsaborum's remarkably scientific study of poisons and toxins remains the foremost authority on the subject. Barsaborum, a greatly feared assassin during his lifetime, discusses the ingredients and effects of poisons in addition to the pros and cons of their actual usage. Many thieves' guilds actively seek his infamous manual, hoping to unlock its secrets for their own deadly plots. Fortunately for their potential victims, only fourteen copies remain in existence.

Benefits: The character receives a +2 Insight bonus on all saving throws against poison. The character never accidentally poisons herself.

Misinterpretation: The character loses 40 xp.

Gross Misinterpretation: The character receives a -1 Insight penalty on all saving throws against poison.

Market Value: 1,150 gp

Possession of the Soul

Author: Vnnarzii/tiefling/CE

Language: Abyssal/Infernal

DC: 22

Pages: 204

Background: Chilling and unsettling, Vnnarzii, a tiefling wizard with demonic heritage describes the horrific ordeal of demonic possession. Using blood-curdling imagery, Vnnarzii expresses the sorrow and terror experienced by the victim as she succumbs to the incomprehensible evil overwhelming her. Vnnarzii writes, "With every contorted palpitation of her withering heart, the master's baneful, dark influence coursed through her veins like a plague of ravenous locusts devouring a field of grain. His infectious, festering evil coldly embraced her enslaved body and banished her terrified mind to its darkest recesses." Only six copies of this diabolical manual remain in existence.

Benefits: The character receives a +4 Insight bonus on all saving throws against demons.

Misinterpretation: The character immediately loses 160 xp.

Gross Misinterpretation: The character receives a -2 Insight penalty on all saving throws against demons.

Market Value: 4,360 gp

Poisons and Chemicals - From Sparklehill (pg 31)

Skill Damage: This is a permanent brain-damaging effect that will drain 1d6 ranks from a random skill and that prevents further learning of that skill if the damage drops the skill ranks to 0 or less. The coven is currently experimenting on focusing various doses on specific skills.

Spell Drain: This terrible drug drains a random spell from a spellcaster's memory. The spell is no longer considered as learned by the victim. The coven is currently experimenting on focusing various doses on specific spells.

Poison	Type	Initial Damage	Secondary Damage	Price
St. Shaddia's Tongue	Contact DC 11	1d4 Str	2d4 Str	200 gp
Gorgon's Intestine	Contact DC 17	Paralysis	Turned to stone	1,000 gp
Brown Zuluchberry	Ingested DC 13	1d6 hp	1d12 hp	225 gp
White Alaasper	Ingested DC 15	1d4 hp	2d8 hp	250 gp
Nightendes	Ingested DC 15	Paralysis	2d6 Con	1,200 gp
Black Zalgulnet	Ingested DC 16	1d6 Int	2d6 Int + 1 Wis*	2,000 gp
Life Bane	Ingested DC19	1d10 hp	2d10 hp	300 gp

Chemical/Drug	Type	Initial Damage	Secondary Damage	Price
Blackroot	Ingested DC 10	None	Immune to fear	500 gp
Braindrain	Ingested DC 13	Confusion+	Skill Damage~	1,000 gp
Feebleskull	Ingested DC 14	Confusion+	None	250 gp
Spelldrain	Ingested DC 18	None	Spell Drain#	2,000 gp

* this damage is permanent

+ as the spell cast by a 12th level sorcerer

Weapons

Bolas, 3-ball - From Crossroads (pg 3)

The 3-ball bolas is made from three heavy wooden or even metal spheres, connected by a length of chain or strong cord and is a weapon designed to both damage and trip an opponent at range. When you throw the 3-ball bolas, make a ranged touch attack against the target. If you hit, the target is tripped and may not trip you. If the target fails a Grapple check versus your attack roll, it is also grappled. A 3-ball bolas may only grapple large-sized creatures or smaller. The target can free itself from the bolas as a full round action.

Exotic Weapons - Ranged

Weapon	Size	Cost	Damage	Critical	Range Inc.	Weight	Type
Bolas, 3-ball	Medium	15 gp	1d6	x2	10 ft.	4 lb.	Bludgeoning

Mancatcher - From Crossroads (pg 3)

The mancatcher is a pole-arm used to aid grapple attacks. By striking an opponent at range, he may be held immobile and unable to strike back. The mancatcher also has sharp spikes within its large metal and spring-loaded grips that can cause a considerable amount of pain to anyone trapped within this weapon's grasp. The mancatcher has a reach of ten feet. If used to grapple, it does not provoke an attack of opportunity and a +2 competence bonus is granted to the Grapple check. Once an opponent is grappled, a character may opt to cause 1d3 points of damage automatically in every round they are held.

Weapon	Size	Cost	Damage	Critical	Range Inc.	Weight	Type
Mancatcher	Large	40 gp	Special	--	--	12 lb.	Special

Fishing spear - From Phaelin's Cove (pg 22)

These masterwork three pronged half spears are used by the fishermen to bring in larger fish as well as for defense. The prongs diminish its range, but increase the likely hood of striking true. The sharpened tips give way to a series of barbs two inches down the blade which tend to cause greater damage if not removed by an experience healer.

Weapon-Melee	Cost	Damage	Critical	range increment	weight	Type
Fishing spear	301 gp	1d4	18-20 x2.	10 ft.	3lb.	Piercing.

Iron Claw - From Blood Fang Keep (pg 41)

An iron clawed blade extends up to one foot from the back of a metal gauntlet and is 1 inch thick at the base tapering to a sharp point. In the gauntlet is a small reservoir capable of holding four doses of poison.

Exotic Weapon	Cost	Damage	Critical	weight	Type
Iron Claw	100gp	1d6	19-20/x2	4 lb.	Piercing

Appendix E

Magic

Bladeblack - From Sentinel Fortress (pg 59)

Also called weaponblack or armorcloak, bladeblack is a thick, gummy, oily suspension that can be smeared across the surface of weapons and armor to coat them with a matte-black finish (rather than letting the metal weapon glint in the light). This dull coating provides a +10 bonus to Hide checks (or -10 vs. Spot checks in darkness or shadow). Each vial comes with a small brush attached to the top and contains enough bladeblack to coat one suit of armor (1d2 times) or a long sword (2d4 times). After drying, bladeblack can flake off as the weapon is used or simply peel off after 2d6 hours.

Caster Level: 1/2;

Prerequisites: Alchemy;

DC: 12;

Market Price: 6 gp/4 oz. vial;

Cost to Create: 12 gp/quart.

Bladeblack from "Alchemy and Herbalists" is copyright 2002 by Bastion Press, Steven Schend Author

Bred for war - From Pigtown (pg 69)

+1 Keen Bastard Sword. AL CN Int 11, Wis 10, Cha 13, Ego 6, speech, uncanny dodge, Combat Reflexes. Generates light in 20ft. radius. Tends to shout battle cries when drawn: "The ground will run red with blood, Havoc, have at you!"

Gauntlets of Fire Resistance - From Pigtown (pg 69)

While worn, these gauntlets provide the protection of the resist energy spell

Caster level: 5th;

Prerequisites: Craft wondrous item, resist energy;

Market Price: 9000 gp weight 1 lb.

Marking Bolts/arrows - From Pigtown (pg 69)

This type of projectile are partially hollowed out and designed to burst upon impact splashing the target with a mixture of hog musk unless a reflex save is made DC 20. The musk remains potent for 24 hours unless washed off with soap or strong alcohol. The musk provides a +10 circumstance bonus on all tracking checks against the target using the scent ability.

Ring of Aragnostine - From Churak Tribe (pg 90)

The Ring of Aragnostine is said to have been a gift from the sun god. Lore has it that Aragnostine herself crafted the ring in a forth night during which she was continually bathed in sunlight. It is said that before the final battle with the overlords that she gave the ring to the great warrior Churack. Legend says that when he put the ring on he was bathed in a gentle golden glow permanently changing the color of his hair and skin to the color of sunlight. After Aragnostine ascended into the heavens it is said that the ring lost some of its potency. Legend here gets a little confusing but most believe that Churack was guided by the wind god to be the first Sheik of the Churack tribe. If anyone were to know more the Shamans of the Churack tribe might be the best source of information. But they have never said anything of the ring or Churack. Which is in itself surprising

because most tribes regularly call on the original founder of their tribe. Some sages theorize that if the ring were ritually destroyed while night rules the day the curse on the overlords might be broken and they would rise to power once again.

The ring of Aragnostine has the following powers

+4 bonus to Dex, Int and Chr

Bonus feats Lightning Reflexes and Deflect Arrows.

Fire resistance 30.

The following spell like abilities each usable 1/day:

searing light, flame strike and sunbeam

May use the following spell like abilities 1/wk: sunburst, prismatic sphere

Any tribesman wearing the ring gains a +2 bonus to all combat and skill checks.

Caster Level: 20th.

Ring of Vermin Friendship - From Blood Fang Keep (pg 41)

On command, this ring affects a vermin as if the wearer had cast charm animal (accept that in this case it effects vermin). Faint enchantment; CL 3rd; Forge Ring; charm animal; Price 10,800 gp

Roots of the tree - From Unger's Junction (pg 81)

These spats are crafted using wound cord containing interwoven strands of Treant bark, gilded thread, and pitch soak cellulose. They continually grant the wearer a +5 bonus to Survival and Move Silently checks while in wooded terrain. Both spats must be worn for the item to function. These are considered boots towards limits on magic items worn.

Caster Level: 3rd;

Prerequisites: Craft Wondrous Item, creator must have at least 5 ranks in both Wilderness Lore and Move Silently

Market Price: 2,300 gp.

Weights: 2lb.

Seefa's Gift - From Phaelin's Cove (pg 22)

This coral necklace continually grants the wearer +10 bonus to swim checks.

Caster Level: 5th;

Prerequisites: Craft Wondrous Item, water breathing, creator must have 5 ranks in Swim skill;

Market Price: 10,000 Gp

Silverbark - From Thornbridge (pg 16)

This rare magical wood is found only in very old growth forests. When properly prepared (Knowledge Arcana DC 25 to know the procedure, Alchemy DC 15 to prepare) and polished the wood shines with a silvery light. Any wooden (or mostly wooden) item made from properly prepared silverbark is considered masterwork. Also, wizards find these bows considerably easier to magically enhance. This correlates into a 25% reduction in the base cost when determining the cost. To determine the cost of a non magical Silverbark item take its weight and add +50gp per pound to the price of the masterwork version of the item.

Stone of True Accounting - From Phaelin's Cove (pg 22)

This clear glass bead orbits the wearers head granting a +5 skill bonus to all Appraise and Sense Motive checks.

Caster level: 5;

Prerequisites: Craft Wondrous Item, zone of truth;

Market Price: 7,500gp;

weight: -

Sumner Horn - From Hammerholme (pg 55)

These magnificent dwarven horns are about 16 inches long and are usually adorned with a clan rune. When activated (by blowing the horn) the user sends out a circular wave of sound in a 500 ft. spread in all directions and through any material (stone, earth, magic walls, etc.). Only dwarves or those with dwarven blood can hear the sound, which resembles a low battle trumpet. With concentration the user may send a brief message to all who hear it, up to 6 words in length (continual blowing of the horn for 1 round per word of the message).

Caster Level: 7th;

Prerequisites: Craft Wondrous Item, message, sending, creator must be dwarven;

Market Price: 5,000 gp;

Weight: 1 lb.

Thornbark - From Thornbridge (pg 76)

If Darkwood is rare and Silverbark very rare, then Thornbark makes the other two seem common. To find a Thornbark grove is the quest of some druids' lifetimes. Any wooden armor made from Thornbark is considered masterwork. Thornbark requires careful handling to be properly harvested (Knowledge Nature DC 15). Once properly harvested, it requires careful preparation (Knowledge Arcana to know the procedure DC 25, Alchemy DC 20 to prepare). If properly prepared, Thornbark takes on a deep blue hue. Thornbark armor can be formed into the following: wooden Breast-plate, wooden Half-plate and wooden Full-plate. This alone makes Thornbark valuable to druids. However, the reason druids will travel hundreds of miles for Thornbark is because if properly harvested and prepared, Thornbark does not die. When shaped into armor, small thorns continue to grow and if kept long enough they form into deep black spikes. Fully-grown thorns usually take six weeks to form. Finally, while the armor does not quite provide the same degree of protection as metal armor it does offer something metal armor doesn't: damage reduction. Medium armor offers damage reduction 1/- while the heavy armor offers damage reduction 2/-. To determine the cost of a thornbark item, take the weight of the item and add +75gp per pound to the price of a masterwork version of the item.

Armor	Armor Bonus	Max dex	AC P	Spell failure
Breastplate	+4	+3	-4	30%
Half-Plate	+6	+0	-7	45%
Full plate	+7	+1	-6	40%

Tools of the Master Bowyer - From Thornbridge (pg 76)

This set of highly decorated artisan tools is embossed with gold. They glow slightly when in the hands of a skilled craftsman and give a +10 competence bonus to all craft (bowyer/fletcher) checks. This set of artisan tools includes five tools.

Although they all glow magic they only grant a bonus if all five tools are within 100 ft of each other.

Faint Transmutation;

Caster level: 7th;

Prerequisites: Craft Wondrous Item, mending, creator must have at least 10 ranks in Craft (bowyer/fletcher);

Price: 2055gp;

Weight: 5lb.

Tools of the Master Armorer - From Thornbridge (pg 76)

This set of highly decorated artisan tools is embossed with gold. They glow slightly when in the hands of a skilled craftsman and give a +10 competence bonus to all craft (armorer) checks. They include tools for working on metal armor as well as those for working on leather armor. This set of artisan tools includes five tools. Although they all glow magic they only grant a bonus if all five tools are within 100 ft of each other.

Faint Transmutation;

Caster level: 7th;

Prerequisites: Craft Wondrous Item, mending, creator must have at least 10 ranks Craft (bowyer/fletcher);

Price: 2055gp;

Weight: 5lb.

Minor Artifact

Brazier of Tae Duk - From Seeker's Rest (pg 7)

The first Grandmaster of the Order of the Elements, Tae Duk, participated in the rescue of an Archmage niece. As his reward the archmage crafted an everburning adamantine brazier to be used test acolytes during their initiation into the order. Completing this right of initiation would bind the monk to the order and enhance his fighting ability.

Only Lawful characters have the discipline and will to face the branding ritual. The branding ritual requires the monk to lift the ever-flaming brazier with his forearms, revealing the temple exit below. This requires a Strength check DC 25. Successful completion forever brands the monks forearms with scars representing the four elements, two on each forearm. Failure results in 2d6 damage and the initiate must wait another year before trying again. Chaotic characters willingly touching the brazier must make a Will save DC20 or burst into flames, suffering 10d6 points of fire damage and must succeed at a Fortitude save (DC 15) or suffer 1d4 permanent Strength drain. Successful completion of the ritual produces several results: The monk is quested to honor the following tenets of the order:

Never intentionally kill an opponent.

Never lie

A monk's word is his bond.

Should the monk betray the tenets of the order he will suffer one point of ability damage to Str, Dex, Con, and Cha until they atone.

The monk's unarmed attacks are treated as ghost touch and receive a +1 enhancement bonus to both attack and damage. The monk is no longer affected by exposure to hot or cold environments as per endure elements. This is a supernatural ability.

Caster Level: 20th;

Weight: 140 lb.

Minor Artifact

Kareshirla, "Orcdoom" - From Fort Grahluk (pg63)

Kareshirla is an ancient weapon, forged in the days when the gods of the orcs and elves waged war for the surface lands. A small sect of elves that embraced law as the means to defeat their foes created this longsword after many months of toil. This graceful but dangerous weapon absorbed a great deal of hatred in the war against the orcs. It burns with a desire to complete what it sees as the true aim of the elf/orc wars: the extermination of every trace of orc blood across the land. It will do whatever it can to accomplish this goal, forcing its wielder to seek out and destroy orcs at every opportunity. This is a curse of sorts, as the sword is passionate and determined to fulfill its goal. The sword is rigidly lawful, but also highly intelligent, and will analyze laws that interfere with its mission for any and all loopholes.

This a +3 lawful orcbane longsword AL LN; Int 19, Wis 11, Cha 14.

Special Abilities: read languages, read magic, detect magic at will, wielder does not need to sleep or breathe, haste 1/day, cure serious wounds 1/day

Special Purpose: Defeat/slay orcs, hold monster DC 14 for 1d4 rounds

Languages: Common, Orc, Elf, Celestial

Ego: 26

Caster Level: 18th

Artifact

Codex Animator - From Sentinel Fortress (pg59)

This mythical artifact is said to have been buried with the high priests of the former civilization in the myriad catacombs that house a hundred generations of dead in crypts beneath the statue. While clues have been found around the old borders placing the tome here, its exact location is far from being discovered; and the nature of the people will not allow random looting of hundreds of tombs of valiant fighters and clerics of a former age, no matter the gift or prize.

The Codex Animator is a hefty tome with bronze plate covers that feel like mesh fabric pages which are adorned with runes, images and colorful frames. The runes are said to shift and move to adapt to a language the reader can understand (the reader must read at least one language). On its few pages are single lines of a verse of strength, defense, and loyalty. Reading these lines takes 10 rounds. Upon completion the Sentinel Fortress animates to "life", tearing itself away from the cliff face and obeying the wishes of the reader (who is enveloped in a field of magic equivalent to a Globe of Invulnerability as cast by a 20th level sorcerer). Each round the statue is animated; the reader permanently loses 1,000 XPs to empower the mighty golem. If the reader is ever reduced to 0 or less, the magic fades and the statue becomes inanimate where it stands until a new reader is found. The book may be transferred from reader to reader, but this is a full-round action (as a special passage must be read to enact this) and a single reader may only have a chance of controlling it one time daily.

Caster Level: 20th;

Weight: 5 lb.

Sentinel Fortress

Colossal Construct

Hit Dice: 38d10+80 (289 hp)

Initiative: +0

Speed: 90 ft. (can't run)

AC: 25 (-8 size, +23 natural), touch 2, flat-footed 25

Base Attack/Grapple: +29/+60

Attack: Slam +44 melee (6d6+15)

Full Attack: 2 Slams +44 melee (6d6+15)

Face/Reach: 40 ft./40 ft.

Special Attacks: Trample

Special Qualities: Construct, damage reduction 15/adamantine, immunities, magic immunity, spell resistance 24, darkvision 120 ft., low-light vision

Saves: Fort +9, Ref +9, Will +9

Abilities: Str 40, Dex 10, Con -, Int -, Wis 10, Cha 10

Environment: Any land

Organization: Solitary

Challenge Rating: 13

Treasure: None

Alignment: Always neutral

Advancement: 29-84 HD (Colossal)

Combat

Trample (Ex): The Sentinel Fortress can trample Large or smaller creatures for 6d6+22 points of damage. Opponents who do not make any attacks of opportunity against the statue can attempt a Reflex save (DC 44) to halve the damage.

Immunities (Ex): Immune to all spells of 3rd level or less.

Constructs are immune to mind influencing effects and to poison, sleep, paralysis, stunning, disease, death effects, and necromantic effects. They are not subject to critical hits, subdual damage, ability damage, ability drain, or energy drain. They are immune to anything that requires a Fortitude save (unless it also works on objects). They are not at risk of death from massive damage, but when they are reduced to 0 hit points they are destroyed. Constructs cannot be raised or resurrected and have darkvision with a range of 60 feet.

Appendix F

Monsters

Drake, Shade - From hammerholme (pg 55)

Huge Magical Beast

Hit Dice: 10d10+50 (105 hp)

Initiative: +5 (+1 Dex, +4 Improved Initiative)

Speed: 55 ft., fly 60 ft., (poor)

Armor Class: 19 (-2 size, +1 Dex, +10 natural), touch 9, flat-footed 19

Base Attack/Grapple: +10/+26

Attack: Bite +16 melee (2d8+8)

Full Attack: Bite +18 melee (2d8+8), 2 claws +16 melee (2d6+4), tail +16 melee (2d8+4), 2 wings +16 melee (2d4+4)

Space/Reach: 20 ft./20 ft.

Special Attacks: Breath weapon, frightful presence

Special Qualities: Damage reduction 10/magic, darkvision, shadowwalk

Saves: Fort +12, Ref +10, Will +3

Abilities: Str 27, Dex 13, Con 21, Int 14, Wis 10, Cha 10

Skills: Climb +11, Hide +6, Jump +16, Knowledge (any one) +10, Search +4, Spellcraft +10

Feats: Flyby Attack, Improved Initiative, Lightning Reflexes, Multiattack, Snatch

Environment: Any land

Organization: Solitary

Challenge Rating: 9

Treasure: Standard

Alignment: Always neutral evil

Advancement: 11-20 HD (Huge); 21-30 HD (Gargantuan)

Level Adjustment: -

Shade Dragons were created by a coven of powerful necromancer in ages past when the world was young. Part shadow, part negative energy, and all mean, shade drake are found serving evil wizards as mounts or roaming the land for necromantic treasures to add to their hoards.

Shade drakes appear as a type of dragon, with the exception that there are no horns atop its head. They are dark as midnight, with skin sheen not unlike the drow elves. Its mighty wings, when opened, seem to shift and swirl with a dark maelstrom of energy.

Wizards may have first created shade dragons, but they have learned over the years the secrets of creating more of their kind through the same rituals their dark masters had so long ago. Built into them is a strong tie to the necromantic arts, and many willingly seek out powerful wizards or sorcerers skilled in necromancy to serve as mounts or guardians.

Still others have the drive for treasure as dragons do, but many concentrate on necromantic secrets of their own, take up dark spellcasting or seek to further increase their own powers.

Combat

Shade drakes are crafty and wily in combat, with a catlike grace and determination like the strongest warrior. They will rarely fight to the death, but have a dangerous superiority complex that rarely lets them leave a fight early.

Breath Weapon (Su): The breath weapon of a shade drakes is a line of negative energy 100 feet long and 5 feet wide. Anything caught in the area must succeed at a Fortitude saving throw (DC 20) or gain 2 negative levels.

Frightful Presence (Ex): When the shade drake open his mighty wings for a buffeting attack, all creatures with 10 or fewer hit dice within 30 feet who see the creature must succeed at a Will saving throw (DC 20) or become shaken for 5d6 rounds. A creature that succeeds is immune to the frightful presence of the drake for one day.

Shadowwalk (Su): As a standard action, a shade drake can, at will, take on the two-dimensional form of a shadow along with any gear and another figure weighing no more than 250 pounds. From this vantage point it may walk about flat along the ground or travel up walls and around corners as a dark shadowy shape of itself. It retains its general size and cannot alter it to fit where it normally could not (under a 3 ft. wide door for example). While in this state the creature and any rider gains a +10 Circumstance bonus to AC, Hide, and Move Silently skill checks. Neither the creature nor the rider can make attacks while in this form.

Dyanvai - From Ulochan (pg 12)

Medium humanoid

Hit Dice: 2d8+2 (8 hp)

Initiative: +6

Speed: 15ft, climb 30ft, fly 90ft (good)

Armor Class: 15 (+2 natural +3 dex), touch 13, flat-footed 12

Base Attack/Grapple: +2/+2

Attack: Talons, +2 melee (1d8+1)

Full Attack: 2 Talons, +2 melee (1d8+1)

Space/Reach: 5 ft./5 ft.

Special Attacks: N/A

Special Qualities: Blindsight, Dyanvai traits

Saves: fort +1, ref +6, will+1

Abilities: str10, dex 14, con 8, int10, wis10, cha 8

Skills: Climb +4, Hide + 6, Listen +5, Move Silently +4, Spot +5

Feats: Flyby Attack, Improved InitiativeB.

Environment: Any warm mountains or underground

Organization: Solitary, hunting party (2-4), tribe (50-200 25% noncombatants)

Challenge Rating: 2

Treasure: nonstandard

Alignment: Usually neutral

Advancement: By character class

Level Adjustment: +4

Dyanvai are a race of winged humanoids that inhabit high ledges and cliffaces. They have strong talons for feet, and brownish bat-like wings with three finger-like talons at the ends for grasping and clinging to rocks. They can manipulate objects but not with precision. They have humanoid faces with bat-like traits and their bodies have a thin covering of extremely fine white hair. They are nocturnal and more closely resemble their bat cousins than birds.

Combat

Dyanvai prefer aerial hit and run tactics, using the cover of darkness to its full advantage. All dyanvai can attack with their talons but must be airborne to do so. Very few dyanvai learn to use other weapons due to the awkward nature of their “hands” but those that often find themselves grounded benefit from it. When a dyanvai is threatened, one call will bring others to its aid who will then proceed to swarm or gang up on the opponent.

Dyanvai Society

Dyanvai cling to the cliffside, right side up when they sleep. Their natural coloring and slim forms blend easily into their surroundings. They only take to caves briefly for eating or gathering, usually around a fire. They are hunters and will eat almost any non-intelligent creature. Their spoken language is interspersed with chitters and clicks. Territorial in nature, they generally deal with others only when a larger foe presents itself. Wizards and sorcerers are unheard of, but there are adepts and spions amongst them. Ranger is the preferred class...bonus languages may be chosen from Common, Halfling, or Auran.

Blindsight (Ex): Dyanvai can “see” by emitting high frequency sounds, inaudible to most other creatures that allow them to locate objects and creatures within 150ft. The silence spell negates this and forces the dyanvai to rely on weak vision, which has a maximum range of 30 feet.

Flyby attack: The dyanvai can attack on the wing. When flying, they can take a move action (including a dive) and another partial action at any point during the move. The creature cannot take a second move action during a round when it makes a flyby attack.

Dyanvai Traits

Dyanvai receive a +2 racial bonus to Climb, Hide, Listen, and Spot checks. The Hide check bonus improves to +4 when on the Face. The bonus to Listen and Spot checks are lost if their blindsight is negated.

Due to their small “fingers,” they receive a -2 penalty to Disable Device, Open Locks, and Sleight of Hand checks.

+1 racial attack bonus

Dyanvai characters receive a +4 to Dex, a -2 to Cha and a -2 to Con due to their hollow bones and light frame.

Gnoll, Scout - From Blood Fang Keep (pg 41)

“Everyone knows that gnolls are master of the ambush. Every merchant starts to sweat when he hears any territory where gnolls have been sighted. Rarely are the tables ever turned. Rarely are brave adventurers able to ambush gnolls. Some say it is because of their keen sense of smell. Some say it is their ancestors’ spirits that guide them. But I know the truth. It is because of their scouts. They know the lay of the land better than most rangers or druids. I have seen them spot hidden marks by the famed huntsmen of White Oak. I have seen them notice where a druid passed. How have I seen this you ask? Because that is how they caught me. And now I go to feed their ravenously hungry bellies.” Journal excerpt from Jelian, druid of the northern reaches, reported missing 2 seasons ago.

Gnoll scouts are the best at what they do. Any gnoll Chieftain would love to have a cadre of these scouts. Most chieftains would be honored just to have one. Several gnolls leave each year to train under a master gnoll scout. Training is harsh and failure is unacceptable. Few ever return. The final test is to slay and eat an intelligent forest denizen (this includes druids, rangers, and fey creatures).

HD: D8

Requirements

Base Attack: +2

Race: gnoll

Special requirements: Track, slay and eat an intelligent forest denizen.

Feats: Track,

Skills: Spot 5 ranks; Hide 5 ranks, Survival 5 ranks

Skills

The Scouts class skills (and the key ability for each skill) are Climb (Str), Hide (Dex), Jump (Str), Knowledge (nature) (Int), Listen (Wis), Move Silently (Dex), Search (Int), Spot (Wis), Survival (Wis), Swim (Str), and Use Rope (Dex).

Skill points: 4 + int per level

Weapon and Armor Proficiencies: The gnoll scout gains no new weapon or armor proficiencies.

Level	AM	Fort	Ref	Will	Special
1	+1	+2	+2	+0	Favored Terrain, Trail Signs
2	+2	+3	+3	+0	Ambush
3	+3	+3	+3	+1	Hide Trail
4	+4	+4	+4	+1	Scent, Woodland Stride
5	+5	+4	+4	+2	Track the Trackless

Ambush: Gnolls are renowned for their skill at creating ambushes. Even when there is limited cover, the gnoll scout can aid his band by preparing an ambush site. A gnoll scout can help hide a group equal to four times his scout level. When attempting to hide a group he makes one roll using his skill to hide his companions. Additionally, the gnoll scout may take 20 even though there is a chance of failure. To hide a group takes 6 rds/target (or 2 minutes if taking 20). Finally, should the gnoll scout gain surprise he may take a full round action instead of a standard action during the surprise round.

Favored Terrain: The gnoll scout is a master of his terrain. He notices the smallest detail. Should a bird disturb a pile of pinecones, he would likely notice it. In game terms the gnoll scout gains an area equal to 2 days/class level travel, by foot, for which the gnoll scout is especially proficient. Within this area the gnoll scout gains a Competence bonus equal to his scout class level to all his class skills.

Hide Trail: The gnoll scout gains a +5 Competence bonus to his Survival check when attempting to hide signs of passage within his favored terrain. This stacks with Favored Terrain.

Scent: The Gnoll Scout is so empathetic with his surroundings that he can smell trouble. He gains the Scent ability.

Track the Trackless: The gnoll scout is the epitome of skill within his forest. Some say his skill is supernatural and they are right. Through a supernatural ability, the gnoll scout can track any creature even those using trackless step or spells to hide their passage. To make a Track check, the tracker's cumulative class levels must be higher than that of the target's class, or the spell casting level of the character casting the spell.

Trail Signs: Gnoll scouts often leave messages for one another. They gain a bonus language called Gnoll Trail Signs for free. To anyone but a ranger or druid these marks look like nothing but natural surroundings. A ranger and druid recognizes them as some form of marker (with a Survival check DC 20) but will be unable to decipher them without spending skill points on a language Gnoll Trail Signs.

Woodland Stride: Starting at fourth level, a gnoll scout may, within his favored terrain, move through natural thorns, briars, overgrown areas, and similar terrain at his or her normal speed and without suffering damage or other impairment. However, thorns, briars, and overgrown areas that are enchanted or magically manipulated to impede motion still affect the gnoll scout.

Orc, winter - From Sentinel Fortress (pg 59)

Medium Humanoid (Orc) (Cold)

Hit Dice: 1d8+2 (6 hp)

Initiative: +1

Speed: 30 ft.

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

Attack: Hand axe +3 melee (1d6+3)

Full Attack: Hand axe +3 melee (1d6+3) and punching dagger +3 melee (1d4+1)

Face/Reach: 5 ft. /5 ft.

Special Qualities: Immunity to cold, low-light vision

Saves: Fort +4, Ref +3, Will 0

Abilities: Str 16, Dex 12, Con 14, Int 10, Wis 10, Cha 8

Skills: Climb +5, Hide +3, Spot +2

Feats: Great FortitudeB, Two-Weapon Fighting

Environment: Cold land

Organization: Solitary, Pair, Company (2-5), Squad (5-20), Platoon (20-40), Horde (40-60), or Army (60+)

Challenge Rating: 1/2

Treasure: None

Alignment: Usually neutral evil

Advancement: By character class

Level Adjustment: +2

Winter orcs of the Scourgelands are similar in appearance to their southern kin but with double the body hair and a tougher disposition. They also tend toward their different alignment because of the reliability they need to place on one another to survive. As legend has it they are not natural, but a carefully bred orc experimentation by a wizard called Nagrath who lived deep in the northern lands.

Combat

The winter orcs' favored assault is with two-weapons, their battleaxe and punching daggers. They are good at scouting ahead and ambushing their prey. There are just a number of

them who have learned a semblance of patience, making them dangerous indeed.

Society

Winter orcs are territorial by nature and seek to ever expand their own wintry lands. As their religion and legends go "where they roam, winter will follow". They cannot escape their destiny, but they will bring it down upon the southern races. As the orcs claim new lands, eternal winter follows. Whether this is an ancient curse or the blessing of an orc deity is unknown.

Winter Orc Traits (Ex):

6 Strength, +2 Dex, +4 Con, -2 Cha

A winter orc's base speed is 30 feet

Low-light vision

Automatic Languages: Orc. Bonus Languages: Common,

Giant, Goblin

Favored Class: Ranger

Level Adjustment +2

The Overlords - From Churak Tribe (pg 90)

Once a race all their own they were tall, beautiful and proud. They prized material things and strength of magic above all else. The day was for rest - but the night was when their cities came alive. They reveled in the night. Towering structures were symbols of power and each one was built to rival the one before it. The forests were razed to build the city, for it took too much work to build it out of stone, which was also plenty. In need of more resources the priests called upon their evil god to create new forests. The result was horrifying. They saw the simple people of the hills as perfect slaves, unambitious and primitive in thought. Over time the overlords changed, their evening pleasures took on a more sadistic note, and worship of the night became a sinister affair. When they were driven beneath the earth after fire devastated their magnificent cities, they changed even further. Their faces grew paler, they became hunched and gaunt. They grew sharp nails and teeth. Their pale glowing eyes grew large and their hair became white. They could no longer bear the sunlight. They dressed in the ragged ancient finery that was salvaged from the city. They remained educated however, passing their salvaged books from heir to heir (or thief to thief). But to this day they retain their greed, pride and need for power. They crave it and have turned to their dark god to get it. After years of silence their god has answered. Their revenge against the plainsmen will be had. They wander about only at night, usually during the new moon, and like predators hope to come across a plainsmen, alone or lost in the vast night.

Aside from their appearance and inability to fly, apply the half-fiend template to a human based character to create these wicked creatures as per the Monster Manual.

Spirit eaters: Some of these overlords have been granted the ability to devour spirits. If engaged in combat with a spirit or any non-corporeal being and it succeeds with a bite attack the spirit must make a will save dc 15 or be destroyed as it has been considered eaten. This is a divine and supernatural gift given to devoted followers of this particular god. Proof of this devotion requires acts so horrible only the most evil characters can gain this.

The spirits of the fallen overlords walk the lands as the spirits of the tribal ancestors do. But these spirits are extremely violent, hateful, cold dark shapes, the complete antithesis of the sun-worshipping ancestral spirits. Their hate is as great as their descendents and it is their anger that spurs them on.

Triffle - From Bastion Arcane 9pg 36)

Huge Plant

Hit Dice: 10d8+50 (95 hp)

Initiative: -1

Speed: 5 ft.

AC: 20 (-2 size, -1 Dex, +13 natural), touch 7, flat-footed 20

Attack: sting +14 melee (3d6+9 plus poison)

Full Attack: 3 stings +14 melee (3d6+9 plus poison, 1 slam +9 melee (1d6+4), 1 bite +9 melee (2d8+4)

Face/Reach: 15 ft./15 ft.

Special Attacks: Poison, swallow whole

Special Qualities: Camouflage

Saves: Fort +12, Ref +2, Will +3

Abilities: Str 29, Dex 9, Con 21, Int 10, Wis 10, Cha 10

Environment: Temperate land

Organization: Solitary

Challenge Rating: 9

Treasure: None

Alignment: Always neutral

Advancement: 11-20 HD (Huge); 21-30 HD (Gargantuan)

Level Adjustment: -

The Triffle is a bizarre, unnatural creation from the Bastion Arcane's garden that rests in the center of their mighty fortress. It has a central man-eating mouth surrounded by dozens of tendrils and tentacles.

Combat

The triffle has a chance of going mad (determined by the DM), mutating, and getting loose to terrify the town. The triffle

tries to poison targets with the stingers placed on the end of tendrils and then tries to grab a paralyzed victim with its slam attack in order to drop the victim into its mouth.

Triffle's are immune to poison, sleep, paralysis, stunning, and polymorphing. They are not subject to flanking or critical hits. Plants are blind with the blindsight special quality or they have lowlight vision. They are immune to mind influencing effects.

Poison (Ex): Poisonous bite. Injury. DC 18. Initial damage 1d4 Str. Secondary damage paralysis.

Swallow Whole (Ex): A Triffle can try to swallow an opponent of medium or smaller size by making a successful grapple check. Once inside, the opponent takes 2d8+4 points of crushing damage per round. A swallowed creature can cut its way out by using claws or a Small or Tiny slashing weapon to deal 20 points of damage to the Triffle's gut (AC 18). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out. The Triffle's gut can hold two medium, four small, eight tiny, sixteen diminutive, or thirty-two fine or smaller opponents.

Camouflage (Ex): When surrounded by other plants of medium-size and larger, the triffle receives a +10 circumstance bonus to Hide skill checks.

Webo's Divine Fungus - From Seeker's Rest (pg 12)

One type of fungi in Webo's mushroom garden has extraordinary abilities. When ingested, the purple-stemmed fungus causes the subject to make a Fortitude save DC 20 or become nauseated for one hour. During this time he hallucinates and receives guidance as per divination spell. The subject's body quickly builds up resistance to these spores and should the subject succeed in making the Fortitude save there will be no supernatural effect.