



EXPLORE FAIRHAVEN

Agents and Enemies

by Chris Sims illustrations by Sarah Stone

"Crown jewel of Galifar? Crown seat of Aundair? Yeah, I know that drivel. Galifar's dead, mate, and I rule these streets. If you wanted white spires and crystal waters, you'd have stayed in a better ward or let the river carry you by. Now let's get down to business, or you can hit the cobbles."

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Fairhaven is noted for its beauty, much like the rest of Aundair. But, as with any large mass of people, hidden evil has wormed its way through the community's roots and weaves webs in Fairhaven's highest places. Ill fortune or decisive action can bring wicked eyes down on the bold. For such worthies, even gentle and beautiful Fairhaven is a place of adventure. See Dungeon #170 for more information on the city.

KREELO: GANG LORD

The Dark Dagger Gang—just bringing up the name is enough to cause faces to pale in some circles of Fairhaven. Others—separated from the city's seedy side by wealth, privilege, or both—see the gang as a myth, sinister and perhaps a little glamorous. Little do these folk know that they might have rubbed elbows with the infamous leader of the gang, the changeling freebooter and assassin Kreelo.

Kreelo Level 10 Elite Skirmisher

Medium natural humanoid (shapechanger), changeling

XP 1,000

Initiative +14; Senses Perception +10; low-light vision HP 200: Bloodied 100

AC 24; Fortitude 21, Reflex 23, Will 22

Saving Throws +2

Speed 6

Action Points 1

- Dagger (standard; at-will) ◆ Weapon +15 vs. AC; 2d4 + 7 damage.
- Dagger (standard; at-will) ◆ Weapon Ranged 6/12; +15 vs. AC; 2d4 + 7 damage.
- †/→ Shapechanger's Flurry (standard; at-will) ◆ Weapon Kreelo makes two basic attacks. He can shift 1 square as a free action after each hit.
- Steel Slipstream (standard; recharges when first bloodied)
 Weapon

Close blast 5; +15 vs. AC; 2d4 + 7 damage and slide 1. After all attacks are complete, Kreelo shifts to any square in the blast.

Skirmish

If Kreelo ends his move at least 4 squares from the square where he started the move, his attacks deal 1d8 extra damage until the start of his next turn.

Change Shape (minor; at-will) ◆ Polymorph

Kreelo can alter his physical form to take on the appearance of any Medium humanoid, including a unique individual.

 Alignment Evil
 Languages Common, Dwarven, Elven

 Skills Bluff +16, Insight +14, Stealth +15, Thievery +15

 Str 17 (+8)
 Dex 21 (+10)
 Wis 11 (+5)

 Con 12 (+6)
 Int 11 (+5)
 Cha 18 (+9)

Equipment leather armor, 4 daggers

Kreelo loves his life of crime, and he has honed his shapechanging skills to a higher level than typical changelings to support his passion. One might think wealth and freedom are the obvious allure, but Kreelo likes the deception and the rush more than the money. He enjoys feeling smarter and stronger than those he and his gang abuse and kill. He savors walking among those who would have him bound in chains or killed on the spot if they only knew the truth about who stood beside them.

Like their master, the gang members are bold in their criminal toil. No dishonest deed is beyond them, and they defy the authorities through bribery, threats, and an occasional murder. However, the Dark Daggers are careful in their targets and their travels. The upper crust has little to fear from the gang, and no member willingly reveals the gang base in the abandoned Silver Flame cathedral.

KREELO IN COMBAT

Kreelo always sizes up the opposition before any conflict, and he usually engages in some amusing (to him, at least) banter before resorting to combat. He doesn't mind being in the thick of a brawl, but he likes to keep mobile for the sake of *skirmish*. Relying overmuch on his ability to *dull minds* for this purpose, he saves *steel slipstream* for when he's in a jam without the aid of his psychic power. Otherwise, he has to fall back to shifting away from tough threats.

KREELO'S PERSONAL GANG

Kreelo rarely travels without an entourage, and he never travels in a recognizable form (unless he's assumed the mantle of the Nightstalker). Even in his lair, he has friends close at hand.

Level 10 Encounter (XP 2,800)

- **♦** Kreelo
- ◆ 2 human knife fighters (level 7 elite skirmisher; Monster Manual 2, page 151)
- ◆ 1 half-elf con artist (level 7 controller; *Monster Manual 2*, page 138)

LEGEND OF THE NIGHTSTALKER

Only a trusted few know Kreelo has taken the identity of the infamous killer of unknown race and gender known as the Nightstalker. This legendary assassin, who usually kills targets in public while they have guards, has terrorized Aundair and nearby regions for decades longer than Kreelo has been alive. Kreelo took the role from the former leader of the Dark Daggers after learning the slayer's art. That former leader, a changeling named Mara, lives in luxury in her mansion within Fairhaven. Kreelo still visits her, which could prove to be a weakness for him and Mara.

Kreelo might carry a magical weapon—Nightstalker's poniard. (If Kreelo doesn't have this or another magic dagger, make sure he has enough daggers to throw a few in combat and remain armed in melee.) In its early days, the gang took its name from this blade's appearance. Since then, the knife has passed to each leader of the Dark Daggers. If outsiders acquire it, surviving gang members, a potential new leader among them, are likely to try to track the blade down.

Nightstalker's Poniard +3 Level 14

Forged of dark metal, its hilt wrapped in black leather, this slender-bladed knife seems perfect for nighttime wetwork.

Weapon: Dagger 21,000 gp **Enhancement:** Attack rolls and damage rolls

Critical: +3d6 damage, or +3d12 if the attack was made with combat advantage.

Power (Daily ◆ Teleportation): Move Action. You teleport your speed to a space adjacent to an enemy, and gain combat advantage against that enemy with your next attack with this weapon made before the end of your next turn.

◆ 1 half-orc scarthane (level 7 brute; *Monster Manual* 2, page 140)

TORVEN, THE AGELESS

The Cult of Life is well known among Fairhaven's citizens. On the surface, it is a group—with branches across Khorvaire—that reveres life and the dream of worldly immortality. It celebrates the eternal divine at the heart of all beings, and promotes self-reliance and self-exploration. Blood is seen as a symbol of life, the heart as the seat of the soul.

At its own heart—most of its members would be shocked to learn—the cult is a sect of the Blood of Vol. Some priests and initiates with dark leanings find their way into the cult's inner circles. At the group's center, within the Sovereign Ward's dark deeps, an

immortal oversees the Fairhaven group and influences its goals continent-wide. Undying in one of the only ways the cult offers immortality, this leader is a vampire.

Torven was once an influential member of House Medani. He faked his death to seize immortality. Now he maintains secret connections with his former kin, as well as a wider network across Khorvaire.

TORVEN IN COMBAT

Torven likes to attack from a high place, then toy with his enemies, mocking them physically and verbally. He prides himself on his perceptiveness and his

Torven "the Ageless" Level 18 Elite Skirmisher d'Medani

Medium natural humanoid (undead), half-elf vampire XP 4,000

Initiative +17 Senses Perception +16; darkvision; see also Medani scion

Life Thief aura 5; Torven can detect living creatures in the aura as if he had blindsight. Enemies take a -2 penalty to death saving throws within the aura.

HP 344; **Bloodied** 172

Regeneration 10 (if Torven is exposed to direct sunlight or takes radiant damage, regeneration does not function until the end of his next turn)

AC 32; Fortitude 30, Reflex 31, Will 32; see also gainful nortents

Immune blinded, disease, fear, poison; Resist 10 necrotic Saving Throws +2

Speed 8, climb 6 (spider climb)

Action Points 1

Double Attack (standard; at-will) ◆ Weapon Torven makes two melee basic attacks. He can sl

Torven makes two melee basic attacks. He can shift 2 squares before, between, or after the attacks.

♣ Blood Drain (standard; requires combat advantage; recharges when an adjacent creature becomes bloodied) ◆ Weapon +21 vs. Fortitude; 3d12 + 5 damage, the target is weakened (save ends), and Torven regains 10 hit points.

★ Mesmerize (minor; recharge !!) ◆ Charm, Gaze

Close blast 3; +20 vs. Will; the target is dazed (save ends).

Gainful Portents (minor; recharges when Torven uses an action point)

Torven gains +2 to defenses and combat advantage against all enemies until the end of his next turn. If Torven is marked, the mark ends.

Ghost Mist Form (standard; sustain minor; encounter) ◆
Polymorph

Torven becomes insubstantial and gains phasing until the end of his next turn. Torven cannot attack while in this form. He can make Stealth checks in this form without any cover or concealment. He can end the effect as a minor action, and can remain in this state for 1 hour.

Combat Advantage

Torven deals 2d6 extra damage when he hits a creature he has combat advantage against.

Medani Scion

Torven treats any Perception check die result lower than 10 as 10. He ignores cover and concealment, but not superior cover or total concealment.

Alignment Evil Languages Common, Draconic, Elven Skills Athletics +14, Bluff +21, Insight +18, Stealth +20, Thievery +20

 Str 11 (+9)
 Dex 22 (+15)
 Wis 15 (+11)

 Con 20 (+14)
 Int 14 (+11)
 Cha 25 (+16)

Equipment leather armor, 2 short swords



precognitive abilities, so his taunts and jests focus on information he gains from Perception, Insight, and gainful portents. Torven enjoys moving rapidly among his foes with reaping run, then escaping to a place that is difficult to reach—often by climbing. He prefers targets he has personally mesmerized for combat advantage, but he's not so vain as to eschew other advantageous targets. Preferring not to become tied down by his feeding habits, Torven likes to use his remaining actions for blood drain.

TORVEN'S INNER CIRCLE

Within his sanctum, powerful undead and otherworldly creatures guard Torven. His personal chambers contain creatures disguised as statuary or that lurk unseen in dark recesses. Torven also has personal servants to whom he has granted eternal life—vampire spawn life-thieves—but these can withstand far less punishment than their master.

Vampire Spawn Life-Thief Level 16 Minion Brute Medium natural humanoid (undead) XP 350

Initiative +14

Senses Perception +11 (+16 against living creatures); darkvision

HP 1; a missed attack never damages a minion.

AC 29; Fortitude 28, Reflex 29, Will 27

Immune disease, poison; Resist 10 necrotic

Speed 7, climb 4 (spider climb)

Bite (standard, at-will)

+19 vs. AC; 10 damage, and ongoing 3 necrotic damage (save ends). A creature already taking ongoing necrotic damage instead increases its current ongoing damage by 2.

+ Steal Life (immediate interrupt, when reduced to 0 hp; encounter)

+17 vs. Fortitude; 10 necrotic damage, and the vampire spawn life-thief regains 1 hp.

Destroyed by Sunlight

If the vampire spawn life-thief ends the turn in direct sunlight, it burns to ash and is destroyed.

Alignment Evil Languages Common

 Str 18 (+12)
 Dex 20 (+13)
 Wis 14 (+10)

 Con 15 (+10)
 Int 11 (+8)
 Cha 17 (+11)

Level 19 Encounter (XP 12,550)

- **♦** Torven, the Ageless
- ◆ 5 vampire spawn life-thieves
- ◆ 2 wrath spirits (level 17 soldier; *Open Grave*, page 151)
- ◆ 1 battle guardian (level 17 controller; Monster Manual, page 149)
- ◆ 1 nabassu gargoyle (level 18 lurker; Monster Manual, page 115)

COUNTESS TESYN IR'LANTAR

The charming countess of the ir'Lantar family has a way of making those around her at ease, unless she is put out. Her reputation as an arcanist of raw talent has served to keep her family safe. This is how it should be and always has been.

History states that the ir'Lantars are old blood in Fairhaven, but few accounts of how the family rose to count among the nobility are told. They descend from a noble knight, Kael Lantar, who rose up after the fall of the lord he served. That lord is largely forgotten, the



Countess Tesyn ir'Lantar Level 15 Elite Artillery Medium natural humanoid, half-elf XP 2,400

Initiative +7 **Senses** Perception +12

Entropic Veil aura 5; enemies within the aura lower their resist values by 10.

HP 232; Bloodied 116; see also blood power

AC 26; Fortitude 27, Reflex 26, Will 28

Resist 10 variable (2/encounter)

Saving Throws +2

Speed 6

Action Points 1

- Demonclaw Dagger (standard; at-will) ◆ Poison, Weapon +18 vs. AC; 2d4 + 5 damage, and the target takes 15 poison damage if it ends its turn within 5 squares of the Countess (save ends).
- Rotfall (standard; at-will) ★ Necrotic
 Area burst 1 within 10; +19 vs. Reflex; 2d8 + 6 necrotic damage, and the target is knocked prone.
- ★ Storm Maw (standard; encounter) ◆ Thunder, Lightning
 Area burst 2 within 10; +19 vs. Reflex; 1d8 + 6 lightning
 damage plus 1d8 + 6 thunder damage, and the target slides
 1 square toward the burst's origin square. Miss: Half damage.
- → Demon Shackles (standard; encounter) → Cold, Fire, Zone
 Area burst 1 within 10; +19 vs. Fortitude; 2d6 + 6 fire
 damage. Effect: A zone of spent heat springs up in the area.
 If a creature leaves the zone or is inside the countess's aura
 before the end of the countess's next turn, that creature
 takes 10 cold damage.

Blood Power (immediate reaction, when a bloodied enemy within 5 squares takes damage; recharges when first bloodied)

The countess regains the use of demon shackles or storm maw.

Deceptive Veil (minor; at-will) **♦ Illusion**

The countess can disguise herself to appear as any Medium humanoid. A successful Insight check (DC 28) pierces the disguise.

Demon Seed (immediate reaction, when the countess drops an enemy to 0 hp; at-will)

Two carnage demon savager minions appear in unoccupied squares adjacent to the countess. The triggering enemy takes a -4 penalty to death saving throws while these minions live.

Alignment Evil **Languages** Abyssal, Common, Primordial **Skills** Arcana +16, Bluff +18, Insight +14

 Str 9 (+6)
 Dex 11 (+7)
 Wis 11 (+7)

 Con 20 (+12)
 Int 18 (+11)
 Cha 22 (+13)

Equipment robes, dagger

infamy of his deeds making him unworthy of remembrance. Since then, though, the ir'Lantars have ever ascended on "noble" deeds until they sat just to the right of the royal throne.

Everything the family has gained, from the dark root of Kael Lantar, is due to its ties to the Lords of Dust. The thick veneer of nobility and civil service hides a rotten core. Each and every member, servants included, is cruel and calculating at heart, but careful in deed.

Countess Tesyn is no different. To outsiders, her life is beyond reproach. The only complaint some nobles have is that she is a widow and has never remarried. Those who discover her connection to any crimes are skilled indeed, more so if they ever manage to cut through the layers of obfuscation she has erected to confront her. Few survive that long, and none have survived Tesyn's ire unleashed.

COUNTESS IR'LANTAR IN COMBAT

Tesyn is bold in combat, eager to bring the chaos swirling around her to bear against her enemies. Balancing this desire with her need to launch area attacks at will, she uses her encounter powers as quickly as they become relevant. Then she counts on the spiritual energy unleashed from wounded enemies to recharge her powers. Her dark pact allows her to sense when her adversaries are near death, and her allies allow her to finish off the nearly dead and bring more fiends into the world.

Countess in'Lantar's **ENTOURAGE**

The countess keeps her personal retinue of bodyguards close about her and her late husband's mother, Ilsya. The city's rumormill tells that the soldiers are

Carnage Demon Savager **Level 15 Minion Brute** Medium elemental magical beast (demon)

Initiative +12 Senses Perception +4

HP 1; a missed attack never damages a minion; see also bloodlust.

AC 27: Fortitude 29, Reflex 26, Will 26

Resist 10 variable (2/encounter)

Speed 6

(+) Claw (standard: at-will)

+18 vs. AC; 12 damage.

Bloodlust (when the carnage demon savager drops to 0 hp adjacent to a bloodied enemy)

The carnage demon makes a claw attack against an adjacent bloodied enemy.

The carnage demon savager gains a +1 bonus to melee attack rolls if it has one or more allies adjacent to its target, or +3 if one of these allies is another carnage demon.

Alignment Chaotic evil Languages Abyssal

Str 24 (+14) **Dex** 18 (+11)

Wis 18 (+11) Con 23 (+13) Int 7 (+5) Cha 9 (+6)

expert hand-to-hand fighters, capable of rending flesh with their bare hands. Ilsya is herself an enigmatic figure, said to be a seer or enchantress of some power who advises the countess and runs some of Tesyn's personal errands. The truth is too awful for anyone to have even imagined it.

Level 16 Encounter (XP 7,000)

- ◆ Countess Tesyn ir'Lantar
- ◆ Ilsya (night hag, level 14 lurker; Monster Manual, page 151)
- ◆ 2 rakshasa warriors (level 15 soldier: Monster Manual, page 216)
- ◆ 1 rakshasa archer (level 15 artillery; Monster Manual, page 216)

IMRE LEVALLE, WAYFINDER TRUSTEE

Imre is a trustee of the Wayfinder Foundation, and the foundation's Curator of Acquisitions. A vocal advocate for exploration and research, he works to obtain items and knowledge for the foundation. He then catalogs and stores items, and he circulates what he learns.

Unfortunately, Imre is also a double agent for the infamous Aurum as part of its Gold Concord. He works inside the foundation to exploit it for Aurum gain and to make sure he has influence, preferably ultimate influence, when Lord Boroman ir'Dayne dies. That's an eventuality Imre is also working hard to ensure, and he has a number of other trustees on his side.

CUSTOMIZING IMRE

Imre has a lot of influence and a lot of keys to rich storage vaults. He could become the target of other unscrupulous individuals or even unscrupulous PCs. Rather than being evil, he could be an unaligned unwitting pawn of the Aurum or some other organization. Even as presented, he offers a lot of roleplaying opportunities. An evil Imre might try to dupe the PCs into thinking they've fingered the wrong guy, and he might even try this bluffing tactic during a battle.

The encounter below is just one possibility. Inside the foundation headquarters, any number of creatures or persons might aid Imre. The PCs might have to do some fast-talking while a battle rages. Outside the headquarters, Imre has numerous humanoid allies. You can use any that make sense to you, from dwarf agents of the Aurum to hobgoblin mercenaries.

Imre Levalle Medium natural humanoid, dwarf

Level 9 Elite Soldier XP 800

Initiative +10 **Senses** Perception +11; low-light vision

HP 190; Bloodied 95

AC25; Fortitude 21, Reflex 22, Will 20

Saving Throws +2

Speed 5; see also dwarven pursuit

Action Points 1

- ⊕ Battleaxe (standard; at-will) ◆ Poison, Weapon
 +16 vs. AC; 1d10 + 6 damage, and the target is marked and slowed (save ends both). First Failed Saving Throw:
 Ongoing 5 poison damage, and the target is slowed (save ends both).
- (♣)/③ Throwing Hammer (standard; at-will) ◆ Weapon Ranged 5/10; +16 vs. AC; 2d6 + 3 damage, and the target is knocked prone.
- † Dwarven Tempest Footwork (standard; at-will) ◆ Weapon Imre makes a melee attack with his axe and another with his throwing hammer. After the attacks, any target hit at least once slides 1 square.
- Parrying Counterstrike (opportunity action, when an enemy marked by Imre leaves a square adjacent to him or makes an attack that doesn't include him; at will) * Weapon Imre makes a battleaxe attack against the triggering enemy.

Dwarven Pursuit (move; at-will)

Imre can shift 2 squares, but he must end this movement adjacent to an enemy.

Stand Your Ground

When an effect forces a dwarf to move—through a pull, a push, or a slide—the dwarf moves 1 square less than the effect specifies. When an attack would knock the dwarf prone, the dwarf can roll a saving throw to avoid falling prone.

Alignment Evil Languages Common, Dwarven, Elven,
Goblin

Skills Bluff +9, Dungeoneering +11, History +10, Insight +10, Thievery +13

 Str 17 (+7)
 Dex 18 (+8)
 Wis 14 (+6)

 Con 15 (+6)
 Int 12 (+5)
 Cha 10 (+4)

Equipment leather armor, battleaxe, 3 throwing hammers, eight gold rings (10 gp each), key-ring with dozens of keys, thieves' tools



Imre embezzles, steals relics and replaces them with copies, and covertly obstructs the Aurum's competition. He uses the auspices of his office to arrange expeditions that benefit the Aurum and to arrange foundation memberships for his agents. He also takes bribes to arrange memberships, but he's very carful to work through intermediaries in that racket.

IMPROVING IMRE WITH TREASURE

Consider giving Imre a +1 throwing hammer and other items, such as a healing potion, if your treasure distribution allows it. Having a magic throwing hammer allows Imre to throw at a distant foe without losing his advantage in melee, since the magic hammer returns to him. Counting the hammer as worth only its residuum value (72 gp) in your treasure allotment is probably the best bet even if the PCs end up keeping it. A little extra money in the PCs' pockets won't hurt the game. And if Imre uses his potion, he can have another in storage or a hidden stash of gold for the PCs to find after a fight to make up the difference.

IMRE IN COMBAT

If driven to fight, Imre throws himself at his foes, standing among them and dealing death with his weapons. Although he appears lightly armored, he is an expert at parrying incoming attacks. He is also adept at forcing his enemies into poor tactical positions while maneuvering himself into better ones, to which ends he uses dwarven tempest footwork and dwarven pursuit.

IMRE'S OFFICE

In Imre's workplace, where numerous relics await study and cataloging, are creatures that resemble objects until they awaken to protect their master. He also keeps his exotic pet hawk, Tuor, with him here.

Level 8 Encounter (XP 1,950)

- **♦** Imre Levalle
- ◆ Tuor, frost hawk (level 7 skirmisher; *Monster Manual 2*, page 142)
- ◆ 2 iron cobras (level 6 skirmisher; *Monster Manual*, page 157)
- ◆ 1 flameskull (level 8 artillery; Monster Manual, page 109)

RIVER SMUGGLERS

Although the river elves are a colorful part of Fairhaven life, and most are as law abiding as most citizens, river life has its dark side. River elves are fantastic guides and expert shippers, but both traits make them ideal smugglers. Illicit goods come into Fairhaven through the river ports, and the bulk of that trade flows through half-elven hands. Finding a smuggling ring and shutting it down can be part of just about any heroic adventure.

For most smugglers, the money and thrills are the goal. Such individuals like to think they've outwitted the authorities, and live for the challenge of escaping near capture again and again. But other river elves are hardened criminals without a qualm about bringing just about anything into Fairhaven if the price or incentive is right. Still others have political motivations. These reasons can come from dragonmarked houses such as House Lyrandar, governments such as Thrane's, or even organizations such as the Ashbound or other Eldeen loyalists.

Half-Elf Smuggler Level 6 Minion Skirmisher Medium natural humanoid XP 63

Initiative +8 Senses Perception +4; low-light vision HP 1; a missed attack never damages a minion.

AC 20; Fortitude 17, Reflex 19, Will 18

Speed 6

Short Sword (standard; at-will)

+11 vs. AC; 5 damage.

Skirmish

If a half-elf smuggler ends his or her move at least 4 squares from the square where he or she started the move, the smuggler's attacks deal 3 extra damage until the start of his or her next turn.

Dock Runner

A half-elf smuggler ignores difficult terrain when shifting.

Alignment Unaligned Languages Common, Elven

Str 12 (+4) Dex 17 (+6) Wis 12 (+4)

Con 13 (+4) Int 10 (+3) Cha 14 (+5)

Level 6 Encounter (XP 1,365)

- ◆ 1 half-elf bandit captain (Level 6 skirmisher [leader]; Monster Manual 2, page 138)
- ◆ 1 gnome mistwalker (Level 5 skirmisher; Monster Manual 2, page 128)
- ◆ 1 longtooth hunter (Level 6 soldier; Monster Manual, page 233)
- ◆ 1 half-elf con artist (Level 7 controller; Monster Manual 2, page 138)
- ♦ 5 half-elf smugglers (see above)

This encounter might represent a typical smuggling operation's inner circle or that of an Eldeen-sympathizer ring. A smuggling group operating for Thrane could have a human cavalier (level 7 soldier [leader]; *Monster Manual* 2, page 144) in place of the con artist, and perhaps, a couple warforged soldiers (level 4 soldier; *Monster Manual*, page 261) in place of the longtooth hunter. This increases the XP value by 100.

About the Author

Chris Sims is a bipedal creature of mutable form so that he is able to shape himself into the likeness of any humanoid creature from 4 feet to 8 feet tall which he has observed. Having become a double for a person, he may attempt to do away with that victim and assume its place. He has contributed to titles such as Dungeon Master's Guide®, Monster Manual®, Monster Manual 2, Eberron® Campaign Guide, and he has worked on D&D Insider™ articles too numerous to mention. He lairs with his "wife" in the Seattle exurb of Covington, and he makes all saving throws as if he were a 10th-level fighting man.