The Demon Love Nest

Design: Lester Smith **Editing:** Timothy Brown

Special Thanks to: Polite people everywhere, for taking some of the stress out of life. And the old *Dick van Dyke Show*, for getting me through some long, difficult nights of work. Also to Butch Vig and Billy Corgin, even though I'm sure they don't know who the hell I am, and to Trent Reznor, who theoretically might have some inkling.

The Demon Love Nest ©2002 Fast Forward Entertainment. Reference to other copyrighted material in no way constitutes a challenge to the respective copyright holders of that material. The following text is Open Gaming Content: the name, statistics, and combat section of each monster.

Dungeons and Dragons and Wizards of the Coast are registered trademarks of Wizards of the Coast, and are used with permission. 'd20 System' and the 'd20 System' logo are trademarks owned by Wizards of the Coast and are used according to the terms of the d20 System License version 1.0. A copy of this license can be found at www.wizards.com.

Printed in the U.S.A.

Fast Forward Entertainment

6302 First Avenue Lake Geneva, WI 53147 contact@dragonelves.com www.fastforwardgames.com

Introduction

This adventure is best run after the player characters have explored "Ammit's Hall of Two Truth's" as described in the *Demonic Lairs* book. The adventure is based upon the map for that hall, but it assumes that Ammit's followers no longer inhabit the building; either they fled after the heroes invaded their temple, or they were driven out by the city guard afterward, in an effort to cleanse the city of their influence. The building itself, having magically appeared in the city one day, has proven more difficult for the authorities to get rid of. While the city guardsmen have been able to deface the carvings on the entrance doors and have torn down the interior decorations, the white granite of the walls has resisted all attempts to break it apart. Eventually, in frustration, the authorities called an end to the efforts and ordered that a "Condemned" sign be hung upon the doors. Then they turned their attention to other matters.

After this, the hall stood abandoned for nearly a year. When Ammit's followers showed no signs of attempting to reclaim the building, some of the city's homeless began to take shelter within its entrance chamber. They avoided entering the rest of the interior, however, in part due to its evil reputation, but also largely because of the perpetual darkness of its large, windowless chambers.

Recently, the magical nature of the empty building's construction came to the attention of two powerful rulers of the infernal realms—the arch-devil Lilith and her lover and confederate, Samael. Given that the hall resides outside both their realms, it seemed a perfect place for them to meet in secret. Whether it serves them primarily as a love nest or a command center where they might plan their joint designs upon the lower planes, no one can say. But in any case, the hall's lightless interior

has now been populated by a number of their guardians, Samael's taking residence in the right-hand side, and Lilith's in the left.

The game master might lure the player characters back to the hall in a number of ways. Whispers of a new evil might draw the player characters to revisit it. Or the city fathers might hire such heroes to take a second look at the building, to see if they can suggest some means of its destruction. Alternatively, one of the characters' contacts might go missing after visiting the homeless dwellers of the entry chamber and running afoul of one of the denizens hidden deeper within.

1. Entry Chamber

This chamber is crowded with scores of the city's homeless, clustered around scattered campfires. The air is thick with smoke and the scent of unwashed bodies. These ragged denizens offer the player characters no threat, though there might be a pickpocket or two amongst them.

Pickpocket, **2nd-Level Rogue:** SZ M (Human); CR ½; Hit Dice: 2d6; hp 7; Init: 3 (Dex); AC: 13 (+3 Dex); Atk: Dagger +2 melee; Dmg: 1d4/x2 crit; AL CN; SV: Fort +8, Ref+2, Will +0; Abilities: Str 13, Dex 17, Con 15, Int 14, Wis 11, Cha 15; Skills and Feats: Diplomacy +10, Disable Device +7, Hide +11, Listen +9, Move Silently +10, Open Lock +7, Pick Pocket +12; Dodge, Lightning Reflexes.

Treasure: Each pickpocket encountered here carries 7 gp worth of assorted coins.

2. Chamber of the Spell Caster

When the city guard entered this part of the building, a trio of Ammit's followers was caught off guard. In despair, the three killed themselves rather than be captured. Samael has hastened their return as allips, so that their haunting might drive off any unwelcome visitors to his love nest.

Allip: SZ M Undead (Incorporeal); CR 3; Hit Dice: 4d12; hp 26; Init: +5 (+1 Dex, +4 Improved Initiative); Speed: Fly 30 ft. (perfect); AC: 15 (+1 Dex, +4 deflection); Atk: Incorporeal touch +3 melee; Dmg: Incorporeal touch 1d4 permanent Wis drain; Special Attacks: Babble, Wisdom drain, madness; Special Qualities: Undead, incorporeal, +2 turn resistance; AL NE; SV: Fort +1, Ref +2, Will +4; Str —, Dex 12, Con —, Int 11, Wis 11, Cha 18; Skills and Feats: Hide +8, Intimidate +11, Intuit Direction +4, Listen +7, Search +7, Spot +7; Improved Initiative.

Treasure: 400 gp; scroll of *mirror image*.

3. Job Chamber

A fire thoroughly scorched this chamber recently. Ashes, fragments of burned bone, and gobbets of molten metal—now cooled—lie several inches deep on the floor.

4. Chamber of Food Delights

Once this chamber held an enormous table covered with delightful foods. Now the room swarms with maggots, worms, and beetles. In the center of the table lies a suspiciously human-sized mound (though limbless), seething with vermin. The stench from the room is nearly unbearable.

5. Chamber of Magic

During Ammit's possession of the building, this chamber always held nearly a dozen magical items for use in training. Now it holds only a carefully folded *robe of powerlessness*.

6. Chamber of Ammit

The human-sized set of balance scales that Ammit's followers used to detect alignment remain here, though their red glow is gone. A few severed hands and feet rest in one side of the scales, balanced by two severed heads in the other. All are in the early stages of rot.

7. Door Guard

In place of the troll that once stood guard here, Samael has stationed a pair of mummies as sentinels. They flank the doorway to the chamber beyond, attacking anyone who tries to pass inside.

Mummy: SZ M Undead; CR 3; Hit Dice: 6d12+3; hp 42; Init: -1 (Dex); Speed: 20 ft.; AC: 17 (-1 Dex, +8 natural); Atk: Slam +6 melee; Dmg: Slam 1d6+4 and mummy rot; Special Attacks: Despair, mummy rot; Special Qualities: Undead, resistant to blows, damage reduction 5/+1, fire vulnerability; AL LE; SV: Fort +2, Ref +1, Will +7; Str 17, Dex 8, Con —, Int 6, Wis 14, Cha 15; Skills and Feats: Hide +8, Listen +9, Move Silently +8, Spot +9, Alertness, Toughness.

Treasure: 200 gp.

8. Fighter's Chamber

Lilith has raised two wights here, to dissuade people from investigating any further into the building.

Wight: SZ M Undead; CR 3; Hit Dice: 4d12; hp 26; Init: +1 (Dex); Speed: 30 ft.; AC: 15 (+1 Dex, +4 natural); Atk: Slam +3 melee; Dmg: Slam 1d4+1 and energy drain; Special Attacks: Energy drain, create spawn; Special Qualities: Undead; AL LE; SV: Fort +1, Ref +2, Will +5; Str 12, Dex 12, Con —, Int 11, Wis 13, Cha 15; Skills and Feats: Climb +5, Hide +8, Listen +8, Move Silently +16, Search +7, Spot +8; Blind-Fight.

Treasure: 50 pp; mighty composite short bow; 5 flasks of acid.

9. Chamber of Quests

As with the Job Chamber (#3, above), this room recently has been treated to an intense fire, leaving only burned trash (including the fragmentary remains of several humans) on the floor.

10. Chamber of Drink

All that remains in this chamber are several smashed casks of wine and a dried-up fountain.

11. Chamber of Judgement

The magical fountain that once bubbled in this chamber now spits a foul-smelling, greenish sludge, reminiscent of a sewer.

12. Chamber of Magical Weapons

During Ammit's possession of the building, this chamber held a table with a number of magical weapons. The table has been smashed, and the magical weapons are long gone. In their place lies a -2 sword, cursed.

13. Sword Warden

The animated sword statue that once stood here has been pulled down. It lies in pieces around the door leading to the next chamber. In its place, Lilith has installed a huge skeleton with six scimitar-bearing arms. It attacks anyone trying to pass through the door.

Huge, Six-Armed Skeleton: SZ H Undead; CR 6; Hit Dice: 4d12; hp 26; Init: +1 (+1 Dex); Speed: 40 ft.; AC: 13 (-2 size, +1 Dex, +4 natural); Atk: 6 huge scimitars +4 melee; Dmg: Scimitar 1d8+4; Face/Reach: 10 ft. x 10 ft./15 ft.; Special Qualities: Undead, immunities; AL N; SV: Fort +1, Ref +2, Will +4; Str 18, Dex 12, Con —, Int —, Wis 10, Cha 11; Feats: Multidexterity, Multiweapon Fighting.

Treasure: 1,000 cp; potion of *alter self*.

14. Inner Chamber of Magic

This chamber once held an extensive magical workshop. Now it contains only broken tables, ruined equipment, and scattered spell components. Samael has assigned a cornugon to dwell here as a guard against invaders.

Cornugon (baatezu): SZ L Outsider; CR 10; Hit Dice: 11d8+33; hp 82; Init: +1 (Dex); Speed: 20 ft., fly 50 ft. (average); AC: 25 (-1 size, +1 Dex, +15 natural); Atk: whip +15/+10/+5 melee (or 2 claws +15 melee), bite +9 melee, tail +9 melee; Dmg: Whip 1d6+5 and stun, claw 1d4+5, bite 1d4+2, tail 1d3+2 and wound; Face/Reach: 10 ft. x 10 ft./15 ft.; Special Attacks: Fear aura, spell-like abilities, stun, summon baatezu, wound; Special Qualities: Baatezu qualities, regeneration 5; AL LE; SV: Fort +10, Ref +8, Will +9; Str 21, Dex 12, Con 17, Int 14, Wis 14, Cha 14; Skills and Feats: Bluff +14, Climb +16, Concentration +15, Hide +7, Listen +14, Move Silently +14, Search +14, Sense Motive +14, Spot +14; Cleave, Power Attack, Sunder.

Treasure: 800 gp; silver plated axe with gold inlay (worth 450 gp); ornate platinum spoon set (worth 1,100 gp).

15. Permanent Medusa Illusion

There is a permanent illusion of a medusa at this door, a leftover from Ammit's use of the building. Rather than try to obtain a real medusa to take the illusion's place, Samael has installed several cleverly crafted stone statues to make invaders believe that these are the medusa's victims.

16. Chamber of the Final Warrior

This chamber used to serve as a combat arena, where a good-natured warrior was stationed to test the resolve and skill of persons who wished to progress further in Ammit's Hall of Two Truths. When Ammit was driven out of the building and her followers dispersed, the warrior spent his life upon the sands of that arena, fighting the invaders in an attempt to protect his demon goddess. Now that the arch-devils Samael and Lilith have taken up residence in the building, Lilith has raised the warrior's spirit as a wraith, to protect her in death as he once protected Ammit in life.

Wraith: SZ M Undead (Incorporeal); CR 5; Hit Dice: 5d12; hp 32; Init: +7 (+3 Dex, +4 Improved Initiative); Speed: 30 ft., fly 60 ft. (good); AC: 15 (+3 Dex, +2 deflection); Atk: Incorporeal touch +5 melee; Dmg: Incorporeal touch 1d4 and 1d6 permanent Con drain; Special Attacks: Constitution drain, create spawn; Special Qualities: Undead, incorporeal, +2 turn resistance, unnatural aura, daylight powerlessness; AL LE; SV: Fort +1, Ref +4, Will +6; Str —, Dex 16, Con —, Int 14, Wis 14, Cha 15;

Skills and Feats: Hide +11, Intimidate +10, Intuit Direction +6, Listen +12, Search +10, Sense Motive +8, Spot +12; Alertness, Blind-Fight, Combat Reflexes, Improved Initiative.

In addition, Lilith has left five lemures here, hidden beneath the sand, to complicate any invader's battle with the wraith.

Lemure (baatezu): SZ M Outsider; CR 1; Hit Dice: 2d8; hp 9; Init: +0; Speed: 20 ft.; AC: 13 (+3 natural); Atk: 2 claws +2 melee; Dmg: Claw 1d3; Special Attacks: —; Special Qualities: Baatezu qualities, damage reduction 5/silver, mindless SR5; AL LE; SV: Fort +3, Ref +3, Will +3; Str 10, Dex 10, Con 10, Int —, Wis 11, Cha 5; Skills and Feats: —.

Treasure: 400 gp; 4 matched moonstones (worth 45 gp each).

17. Wall of Flashing Blades

The entryway to the tunnel beyond is blocked by a whirlwind of razor-sharp swords, daggers, and other blades. When the building served as Ammit's Hall of Two Truths, this wall of blades was illusory, designed merely to test a person's courage. Under Lilith's direction, however, the illusion has been replaced with a swirling vortex filled with real blades, designed to slash a person to ribbons. Fortunately, the blades follow a pattern that can allow passage with no damage at all.

Anyone who assumes that this threat is not real must pass a Wisdom test (DC 23) to realize the danger. To avoid taking damage while moving through the hazard requires a test of Dexterity (DC 16) or Intelligence (DC 18). Anyone who fails a test suffers 3d6 points of damage in passing though the blades.

18. Screaming Chamber

Magically generated screams and wails echo along the length of this earthen tunnel, just as they did when the building served as Ammit's hall. Now a pit fiend prowls the winding length of the tunnel, as well, serving as a guard for its master, Samael.

Pit Fiend (baatezu): SZ L Outsider; CR 16; Hit Dice: 13d8+65; hp 123; Init: +5 (+1 Dex, +4 Improved Initiative); Speed: 40 ft., fly 60 ft. (average); AC: 30 (+1 Dex, -1 size, +20 natural); Atk: 2 claws +19 melee, 2 wings +14 melee, bite +14 melee, tail slap +14 melee; Dmg: Claw 1d6+7, wing 1d4+3, bite 2d6+3 and poison plus disease, tail slap 2d4+3; Face/Reach: 5 ft. x 5 ft./10 ft.; Special Attacks: Constrict 2d4+10, fear aura, improved grab, spell-like abilities, summon baatezu; Special Qualities: Baatezu qualities, damage reduction 25/+2, regeneration 5, SR 28; AL LE; SV: Fort +13, Ref +9, Will +13; Str 25, Dex 13, Con 21, Int 20, Wis 20, Cha 16; Skills and Feats: Bluff +17, Climb +20, Concentration +19, Disguise +17, Hide +4, Jump +19, Knowledge (arcana) +20, Listen +21, Move Silently +17, Search +21, Spellcraft +21, Spot +21; Cleave, Great Cleave, Improved Initiative, Power Attack.

Treasure: 3,000 gp; 6 oil paintings of scenes from Baator (worth 10,000 gp as a set); 3 mismatched golden chalices (worth 120 gp each); solid gold trumpet encrusted with rubies and emeralds (worth 2,100 gp); matching white-gold crown and scepter (worth 6,300 and 3,700 gp, respectively); 3 golden, winged monkey statues in different poses (worth 800 gp each, or 3,000 gp as a set); 5 black velvet robes, fringed in red gold, and bearing devilish symbols of small, inset diamonds (worth 450 gp each); scroll of *prismatic wall*.

19. Charnel Chamber

This earthen tunnel retains a stale scent of spilled blood and rotted flesh from the building's days as Ammit's hall. Now an erinyes occupies the tunnel, as well, keeping a watchful eye for threats to its mistress, Lilith.

Erinyes (baatezu): SZ M Outsider; CR 13; Hit Dice: 6d8+6; hp 33; Init: +1 (Dex); Speed: 30 ft., fly 50 ft. (average); AC: 20 (+1 Dex, +9 natural); Atk: Longsword +8/+3 melee, or longbow +7/+2 ranged, or rope +7 ranged; Dmg: Longsword 1d8+3, or longbow 1d8, or rope entangle; Face/Reach: 5 ft. x 5 ft./5 ft.; Special Attacks: Charm person, rope entangle, summon baatezu; Special Qualities: Baatezu qualities, damage reduction 10/+1, SR 12, tongues; AL LE; SV: Fort +6, Ref +6, Will +7; Str 14, Dex 13, Con 13, Int 14, Wis 14, Cha 20; Skills and Feats: Concentration +9, Disguise +11, Escape Artist +8, Hide +9, Listen +10, Move Silently +9, Search +9, Spot +10; Dodge, Mobility.

Treasure: 1,000 pp; 6 assorted quartz gems (worth 4, 6, 7, 9, 13, and 16 gp respectively); a bone flute with platinum edgework (worth 750 gp); a gilt-thread decorated handkerchief (worth 115 gp); scroll of *invisibility sphere*; scroll of *summon monster IV*; 2 potions of *levitate*; potion of *delay poison*.

20. The Love Nest

This plain, white stone chamber has been decorated as a honeymoon suite from hell. Freestanding braziers filled with glowing coals and flickering flames dimly light the interior, lending the air a smell of brimstone. Blood-red and night-black tapestries adorn the walls, depicting scenes of devils of all sorts running rampant through human cities, laying waste to them and enslaving the populace. Against the far wall stands an enormous four-poster bed, heavily curtained in thick black velvet. A small bookshelf sits to the right of this bed, holding a score of devilish tomes bound in pale leather. In the center of the room rests an immense oak table, scarred and stained, with bone-white china settings. Seated at the table, deep in discussion, are the arch-devils Samael and Lilith.

If the player characters make it this far, they are in for the fight of their lives. As the heroes invade the chamber, Samael and Lilith leap to their feet and attack. Also, any denizens from areas 14, 16, 18, and 19 who haven't been encountered thus far come rushing to defend their master and mistress. Within seconds, the chamber should be echoing with the clamor of battle.

Lilith (baatezu): SZ H (Tall) Outsider; CR 20; Hit Dice: 16d6+80; hp 152; Init: +2 (-2 size, +4 Improved Initiative); Speed: 30 ft., fly 50 ft. (average); AC: 32 (-1 Dex, -2 Size, +25 natural); Atk: Longsword (Faceless Lily) +28/+23/+18/+13 melee or longbow (Night Wind) +16/+11/+6/+1; Dmg: Longsword (Faceless Lily) 1d8+19 or longbow (Night Wind) 1d8+3; Special Attacks: Spell-like abilities as if a 20th-level sorcerer (at will—alter self, animate dead, charm monster, deeper darkness, desecrate, detect good, detect magic, fear, greater dispelling, improved invisibility, magic circle against good, major image, polymorph self, produce flame, see invisibility, suggestion, teleport without error, tongues, unhallow, and unholy blight; 1x/day—blasphemy, chain lightning, create undead, dispel good, forbiddance, plane shift, shield of law, symbol, and unholy aura), summon baatezu (2x/day, 1d4 erinyes or 1 pit fiend); Special Qualities: Baatezu qualities, damage reduction 25/+4, SR 28; AL LE; SV: Fort +15, Ref +19, Will +18; Str 28, Dex 9, Con 21, Int 28, Wis 23, Cha 30; Skills and Feats: Bluff +26, Hide +13, Intimidate +26, Knowledge (all) +25, Listen +22, Move Silently +13, Sense Motive +22, Spellcraft +25, Spot 22; Expertise, Flyby Attack, Improved Initiative, Iron Will, Power Attack.

Faceless Lily: Lilith's +5 magical longsword possesses the keen, lawful, and unholy abilities.

Night Wind: This +3 magical longbow possesses the distance and thundering abilities.

Samael (baatezu): SZ Huge (Tall) Outsider; CR 20; Hit Dice: 16d8+80; hp 152; Init: -3 (-1 Dex, -2 Size); Speed: 20 ft., fly 45 ft. (average); AC: 36 (-1 Dex, -2 size, +29 natural); Atk: Greatsword (Storm Wind) +28/+23/+18/+13 melee or +18 thrown; Dmg: 2d6+19 melee or 2d6+14 thrown; Face/Reach: 10 ft. x 10 ft./15 ft. (25 ft. throwing Storm Wind); Special Attacks: Poison weapons (Fort save [DC 22] initial damage 2d6 temporary Dex, secondary damage 2d6 temporary Dex), spell-like abilities as if a 24th-level sorcerer (at will—alter self, animate dead, command, control winds, desecrate, detect good, detect magic, detect scrying, discern lies, fear, greater dispelling, improved invisibility, magic circle against chaos, magic circle against good, order's wrath, poison, see invisibility, speak with dead, teleport without error, tongues, and unhallow; 3x/day—antipathy, blasphemy, circle of death, create undead, and dispel good, 1x/day—destruction, dictum, forbiddance, plane shift, shield of law, storm of vengeance, and unholy aura), summon baatezu (2x/day, 1d4) cornugons or 1 pit fiend); Special Qualities: Baatezu qualities, damage reduction 20/+4, focus (always maintains concentration while using spell-like abilities), SR 30; AL LE; SV: Fort 15+, Ref +9, Will +18; Str 29, Dex 9, Con 21, Int 30, Wis 26, Cha 24; Skills and Feats: Balance +12, Bluff +22, Hide +12, Intimidate +23, Knowledge (all) +25, Listen +23, Move Silently +12, Search +25, Sense Motive +24, Spellcraft +26, Spot +23; Blind-Fight, Cleave, Flyby Attack, Great Cleave, Power Attack.

Storm Wind: Samael's +5 magical greatsword possesses the disruption, ghost touch, returning, and throwing properties.

If the players survive this encounter, they can search the chamber to discover the following treasure:

Treasure: 36,000 gp; twin bone-china place settings with electrum tracery (worth 4,200 gp total); 13 devilish tapestries (worth 230 gp each); small devilish library (worth 4,950 gp total).

OPEN GAMING LICENSE INFORMATION

This printing of The Demon Love Nest is done under version 1.0a of the open gaming license and the D20 System Trademark License, D20 System Trademark Logo Guide and System Reference Document by permission from Wizards of the Coast®.

This product requires use of the Dungeons & Dragons® Player's Handbook, Third Edition, published by Wizards of the Coast®. Dungeons & Dragons® and Wizards of the Coast® are Registered Trademarks of Wizards of the Coast, and are used with permission.

"d20 System" and the "d20 System" logo are trademarks owned by Wizards of the Coast® and are used according to the terms of the D20 System License, version 1.0a. A copy of this license can be found at www.wizards.com.

Portions of Five Rings of Power are Open Game Content licensed with version 1.0a of the Open Gaming License (see below).

Designation of Product Identity: All material other than game rules already considered Open Gaming Content is considered Product Identity as described in Section 1(e) of the Open Game License version 1.0a (see below). This includes, but is not limited to The Demon Love Nest, Fortress of the Ogre Chieftain, Temple of the Troll God, Slave Pits of the Goblin King, Encyclopedia of Demons and Devils, Demonic Lairs, all non-historical characters, artifacts, creatures, spells, non-historical place names, events, plots, artwork, logos, trade dress, product names, company names and logos, product lines, artifact names, spell names, and creature names.

In addition, the following specific terms are considered Product Identity: DragonElves, BronzeMen, Elara, Green Races, Southlands, Threece, Near Macedus, Cartheria, Shansinar, Yiristri, Fuhrush, and Amber Sea.

Designation of Open Gaming Content: With the exception of Product Identity, the text of all Classes, Skills, Feats, Equipment, Weapons, and Vehicles are Open Gaming Content. All creature statistic templates from the creature's Size to Advancement, character statistics from Challenge Rating to Special Qualities, and other statistics or game rules derivative of OGC and the System Reference Document are to be considered Open Gaming Content, excepting Product Identity as defined above.

Any content from the System Reference Document (www.wizards.com/d20), or derived from the System Reference Document is also Open Gaming Content. If you have questions about Open Gaming content status of any material herein, please contact Fast Forward Entertainment for clarification.

OPEN GAME LICENSE Version 1.0a

The following text is the property of Wizards of the Coast, Inc. and is Copyright 2000 Wizards of the Coast, Inc ("Wizards"). All Rights Reserved.

1. Definitions: (a)"Contributors" means the copyright and/or trademark owners who have contributed Open Game Content; (b)"Derivative Material" means copyrighted material including derivative works and translations (including into other computer languages), potation, modification, correction, addition, extension, upgrade, improvement,

compilation, abridgment or other form in which an existing work may be recast, transformed or adapted; (c) "Distribute" means to reproduce, license, rent, lease, sell, broadcast, publicly display, transmit or otherwise distribute; (d)"Open Game Content" means the game mechanic and includes the methods, procedures, processes and routines to the extent such content does not embody the Product Identity and is an enhancement over the prior art and any additional content clearly identified as Open Game Content by the Contributor, and means any work covered by this License, including translations and derivative works under copyright law, but specifically excludes Product Identity. (e) "Product Identity" means product and product line names, logos and identifying marks including trade dress; artifacts; creatures characters; stories, storylines, plots, thematic elements, dialogue, incidents, language, artwork, symbols, designs, depictions, likenesses, formats, poses, concepts, themes and graphic, photographic and other visual or audio representations; names and descriptions of characters, spells, enchantments, personalities, teams, personas, likenesses and special abilities; places, locations, environments, creatures, equipment, magical or supernatural abilities or effects, logos, symbols, or graphic designs; and any other trademark or registered trademark clearly identified as Product identity by the owner of the Product Identity, and which specifically excludes the Open Game Content; (f) "Trademark" means the logos, names, mark, sign, motto, designs that are used by a Contributor to identify itself or its products or the associated products contributed to the Open Game License by the Contributor (g) "Use", "Used" or "Using" means to use, Distribute, copy, edit, format, modify, translate and otherwise create Derivative Material of Open Game Content. (h) "You" or "Your" means the licensee in terms of this agreement.

- 2. The License: This License applies to any Open Game Content that contains a notice indicating that the Open Game Content may only be Used under and in terms of this License. You must affix such a notice to any Open Game Content that you Use. No terms may be added to or subtracted from this License except as described by the License itself. No other terms or conditions may be applied to any Open Game Content distributed using this License.
- 3.Offer and Acceptance: By Using the Open Game Content You indicate Your acceptance of the terms of this License.
- 4. Grant and Consideration: In consideration for agreeing to use this License, the Contributors grant You a perpetual, worldwide, royalty-free, non-exclusive license with the exact terms of this License to Use, the Open Game Content.
- 5.Representation of Authority to Contribute: If You are contributing original material as Open Game Content, You represent that Your Contributions are Your original creation and/or You have sufficient rights to grant the rights conveyed by this License.
- 6.Notice of License Copyright: You must update the COPYRIGHT NOTICE portion of this License to include the exact text of the COPYRIGHT NOTICE of any Open Game Content You are copying, modifying or distributing, and You must add the title, the

copyright date, and the copyright holder's name to the COPYRIGHT NOTICE of any original Open Game Content you Distribute.

- 7. Use of Product Identity: You agree not to Use any Product Identity, including as an indication as to compatibility, except as expressly licensed in another, independent Agreement with the owner of each element of that Product Identity. You agree not to indicate compatibility or co-adaptability with any Trademark or Registered Trademark in conjunction with a work containing Open Game Content except as expressly licensed in another, independent Agreement with the owner of such Trademark or Registered Trademark. The use of any Product Identity in Open Game Content does not constitute a challenge to the ownership of that Product Identity. The owner of any Product Identity used in Open Game Content shall retain all rights, title and interest in and to that Product Identity.
- 8. Identification: If you distribute Open Game Content You must clearly indicate which portions of the work that you are distributing are Open Game Content.
- 9. Updating the License: Wizards or its designated Agents may publish updated versions of this License. You may use any authorized version of this License to copy, modify and distribute any Open Game Content originally distributed under any version of this License.
- 10 Copy of this License: You MUST include a copy of this License with every copy of the Open Game Content You Distribute.
- 11. Use of Contributor Credits: You may not market or advertise the Open Game Content using the name of any Contributor unless You have written permission from the Contributor to do so.
- 12 Inability to Comply: If it is impossible for You to comply with any of the terms of this License with respect to some or all of the Open Game Content due to statute, judicial order, or governmental regulation then You may not Use any Open Game Material so affected.
- 13 Termination: This License will terminate automatically if You fail to comply with all terms herein and fail to cure such breach within 30 days of becoming aware of the breach. All sublicenses shall survive the termination of this License.
- 14 Reformation: If any provision of this License is held to be unenforceable, such provision shall be reformed only to the extent necessary to make it enforceable.

15 COPYRIGHT NOTICE

Open Game License v 1.0 Copyright 2000, Wizards of the Coast, Inc. System Reference Document: Copyright 2001, Wizards of the Coast, Inc.; Five Demons and all related Product Identity trademarks defined above are Copyright 2001, Fast Forward Entertainment, Inc.

By downloading the enclosed graphic files and/or by returning the Confirmation Card as presented in the file "card.pdf," the Licensee ("You") accept to be bound by the following terms and conditions:

1. Copyright & Trademark

Wizards of the Coast, Inc. retains title and ownership of the d20 System trademark logos, the d20 System trademark, and all other copyrights and trademarks claimed by Wizards of the Coast in The Official Wizards of the Coast d20 System Trademark Logo Guide version 1.0, incorporated here by reference.

2. License to use

You are hereby granted the non-transferable, non-exclusive, royalty-free license to use the d20 System trademark logos, the d20 System trademark, and certain other trademarks and copyrights owned by Wizards of the Coast in accordance with the conditions specified in The Official Wizards of the Coast d20 System Trademark Logo Guide version 1.0. (the "Licensed Articles")

3. Agreement not to Contest

By making use of and/or distributing material using the d20 System Trademark under the terms of this License, You agree not to contest the ownership of the Licensed Articles

4. Breach and Cure

In the event that You fail to comply with the terms of this License, You will be considered to be in breach of this License. Wizards of the Coast will attempt to notify you in writing by sending a Registered Letter to the address listed on the most recent Confirmation Card on file, if any. You will have 45 days from the date the notice (the "cure period") to cure the breach to the satisfaction of Wizards of the Coast. If no Confirmation Card is on file, you will be considered to be in breach of this License immediately.

5. Termination

If, at the end of the cure period, the breach is not cured, Wizards of the Coast may terminate this License without further written notice to You.

6. Effects of Termination

Upon termination, You shall immediately stop all use of the Licensed Articles and will destroy any inventory or marketing material in Your possession bearing the d20 System Trademark logos. You will remove any use of the d20 System Trademark logos from your advertising, web site, letterhead, or any other use. You must instruct any company or individual that You are or become aware of who is in possession of any materials distributed by You bearing the d20 System Trademark logos to destroy those materials. You will solely bear any costs related to carrying out this term of the License.

7. Penalty for Failure to Comply with Termination Instructions

If You fail to comply with the Effects of Termination, Wizards of the Coast may, at its option, pursue litigation, for which You shall be responsible for all legal costs, against You to the full extent of the law for breach of contract, copyright and trademark infringement, damages and any other remedy available.

8. Updates

Wizards of the Coast may issue updates and/or new releases of the d20 System Trademark logos without prior notice. You will, at the earliest possible opportunity, update all material distributed by Youto use the updated and/or new version of the d20 System

Trademark logos. You may continue to distribute any pre-existing material that bears an older version of the d20 System Trademark logo.

9. Changes to Terms of the License

Wizards of the Coast may issue updates and/or revisions to this License without prior notice. You will, at the earliest possible opportunity, conform in all respects to the updated or revised terms of this License. For a period of 90 days You may continue to distribute any pre-existing material that complies with a previous version of the License. Thereafter written consent should be obtained from Wizards of the Coast. Subsequent versions of this License will bear a different version number.

10. Updates of Licensee information

You may transmit an updated version of the "card.pdf" Confirmation Card at any time to Wizards of the Coast.

11. Notices to Licensor:

Wizards of the Coast

d20 System License Dept.

PO Box 707

Renton, WA 98057-0707

12. No maintenance or support

Wizards of the Coast shall have no obligation whatsoever to provide You with any kind of maintenance or support in relation to the d20 System Trademark logos.

13. No Warranty / Disclaimer

THE d20 SYSTEM TRADEMARK LOGO FILES ARE MADE AVAILABLE ON AN "AS IS" BASIS. WIZARDS OF THE COAST DOES NOT MAKE ANY REPRESENTATION OR WARRANTY, WHETHER EXPRESS OR IMPLIED, AS TO THE FITNESS FOR A PARTICULAR PURPOSE, USE OR MERCHANTABILITY. WIZARDS OF THE COAST MAKES NO REPRESENTATION OR WARRANTY THAT THE d20 SYSTEM TRADEMARK LOGO FILES ARE ERROR-FREE.