

The Lost City of BARAKUS™



By W.D.B. Kenower and Bill Webb

An epic adventure for characters of 1st to 5th level.

NECROMANCER GAMES
THIRD EDITION RULES, FIRST EDITION FEEL

www.necromancergames.com



The Lost City of BARAKUS

Credits

Design

W.D.B. Kenower

Authors

W.D.B. Kenower and Bill Webb

Developer

Bill Webb

Producer

Clark Peterson

Copyeditor

Bill Webb

D20 Content Editors

Scott Greene, Erica Balsley

Art Director

Bill Webb

Layout and Typesetting

Charles A. Wright

Interior Art

Brian LeBlanc, Tyler Walpole and
Veronica Jones

Front Cover Art

Brian Snoddy

Cartography

Ed Bouelle

Playtesters

G. Gorham Palmer, Dan Navilliat, Perter
Kang, David Gray, Constantine VonHoff-
man

Product update password for *The Lost City of Barakus*: Devron

This product requires the use of the Dungeons and Dragons®
Player's Handbook, published by Wizards of the Coast®.



NECROMANCER
GAMES

THIRD EDITION RULES,
FIRST EDITION FEEL

©2003 Necromancer Games, Inc. All rights reserved. Reproduction without the written permission of the publisher is expressly forbidden. Necromancer Games, Necromancer Games, Inc. and the Necromancer Games logo, The Lost City of Barakus, The Tome of Horrors, Bard's Gate, Vault of Larin Karr and A Lamentation of Thieves are trademarks of Necromancer Games, Inc. All rights reserved. Relics & Rituals is a trademark of Sword & Sorcery Studio/White Wolf Publishing, Inc. All characters, names, places, items, art and text herein are copyrighted by Necromancer Games, Inc. "D20 System" and the D20 System logo are trademarks owned by Wizards of the Coast and are used under the terms of the D20 Trademark License. Dungeons and Dragons® and Wizards of the Coast® are trademarks of Wizards of the Coast and are used in accordance with the Open Game License contained in the Legal Appendix.

This book uses the supernatural for settings, characters and themes. All mystical and supernatural elements are fiction and intended for entertainment purposes only. Reader discretion is advised.

Check out Necromancer Games online at
<http://www.necromancergames.com>

And check out Troll Lord Games online at
<http://www.trolllord.com>

PRINTED IN THE USA.

Introduction

The Lost City of Barakus, designed to take characters from 1st to 5th or 6th level (or higher), is as much of a campaign setting as an adventure. Detailed within these pages is the great, bustling metropolis of Endhome, the Penprie Forest and Duskmoon Hills located north of that city, and, finally, the huge dungeon that is the Lost City of Barakus. Within all these areas are many adventures, NPCs, and locations for the PCs to explore, interact with and conquer. How and in what order the PCs choose to take on the various challenges before them is entirely yours (the DM's) and the players' choice.

Though given specific location names, the adventure herein could probably be modified to fit in any campaign world. As always, change, add, modify, delete and alter as necessary to meet the needs and desires of you and your gaming group.

Adventure Background

Centuries ago, a race of humans built an elaborate underground city beneath the Duskmoon Hills called Barakus. These were a magic-loving people, and for hundreds of years they dwelled peacefully in their subterranean home, delving into the arcane arts. Eventually, however, one of their number, a necromancer named Devron, rose to great power and transformed himself into a lich. The wizards of Barakus banded together, and after a great struggle, banished him to a prison far below the city. Before his banishment, however, Devron forged the *Helm of Power*, which he could use to restore him to power at some future point.

Though locked away in a magical prison, the wizards of Barakus knew that someday he might use his powerful magic to somehow free himself, and so they created a weapon, the *Sword of Kell*, which a mighty warrior could use against Devron. Because they wanted control over who got and used the sword, it was forged such that unless empowered in a specific room in Barakus with the use of three orbs of power which were themselves powered by three "flames"—small geometric shapes scattered throughout the city. The idea was that the three elders of the city must agree on

a champion before they offered their flame: without complete agreement, the sword was useless.

However, before a suitable champion could be found to battle Devron, the lich played a risky gambit. At great expense to personal power, he summoned a *stone of madness*, which erupted through the floor near the gates to his prison. This magical stone had the power to drive all sentient creatures mad. This it did, and the good people of Barakus soon destroyed themselves, and the city fell into ruin.

Centuries passed. The *stone of madness*' power diminished and most of the city was freed from its effects. Eventually, creatures from the Underdark and the surrounding wilderness began moving into the city and using its many halls and chambers for their lairs.

The lost city of Barakus is now a massive dungeon, filled with hundreds of creatures with their own designs and desires. Many of the inhabitants over the years have altered the layout of the city slightly to fit their needs, and hundreds of years of monstrous habitation has left the city's once-great halls filled with forgotten treasures and un-sprung traps.

Of course, Devron still dwells deep beneath the earth in his magical prison, and as is the wont with trapped liches, would like nothing more than to escape his prison and find his *Helm of Power*, which would restore the power he lost during his captivity. While exploring the city, the PCs may decide to find the *Sword of Kell*, empower it, and go after Devron. The battle between the PCs and the Lich is likely to serve as a climax to this adventure.

It should be stressed that this module was not designed as a straight march to level five and a battle with Devron. As is the case with other Necromancer Games modules like *The Vault of Larin Karr* and *The Lamentation of Thieves*, this module is a setting to be explored and developed. The dungeon of Barakus is large and is inhabited by many creatures that have absolutely nothing to do with Devron, his *Helm of Power* or *The Sword of Kell*. What's more, there are numerous adventures and encounter areas in and around Endhome

for the PCs to explore as well. Devron and his desire to return to power merely serves as a thread to pull the story along, not it's driving force. The driving force should be the players' curiosity and the DM's imagination.

The Location Of The Three Flames, The Sword, And The Helm

The **first flame** is on Level 2, still secured in Area 2-52.

The **second flame** is in the Chamber of Fear, Area 3A-26.

The **third flame** is in the possession of Thelkor, a ghoul lord, on level four in Area 4-20.

Thelkor, it turns out, also possesses the *Helm of Power*, although he has no idea what it is—he just likes the look of it.

The **Sword**, meanwhile, remains in place on its own special level, in Area 4A-7.

Adventure Hooks

Initially, the DM's primary objective is to get the party to Endhome and then quickly to Barakus. Below is a list of possible hooks:

1. Bodyguards: The PCs are hired by a merchant from their village/town/tribe to accompany him to Endhome. This merchant is transporting a cargo (apples, pears, fish, whatever the DM wishes) that is more valuable the quicker it reaches Endhome. Thus, he—the merchant—would like to risk a trek through Fool's Pass, and thereby cut several weeks off his traveling time. During their journey the PCs pass directly past the entrance to the caves above Barakus. The merchant comments that this is rumored to have been the lair of a once-powerful orc tribe. A little information gathering in Endhome confirms this. Most players should need little more than this.

2. Finding Fenton: The PC's are hired/asked to find the missing sorcerer Fenton (see Finding Fenton in the Adventures in Endhome chapter).

3. A Map: The PCs find the mysterious map (see The Lost Treasure Map in the Adventures of Endhome chapter).

4. Rumors: The PC's are residents of Endhome and have heard rumors over the years about a huge underground city in the Duskmoon Hills. At

last they are bold enough to take a look for themselves.

How To Use This Module

First of all, familiarize yourself completely with the module, reading it several times before attempting to run it. Much of the action will probably take place in Barakus. This module was designed first and foremost as a big dungeon crawl, and with Barakus there's a lot of dungeon to crawl through. There are, however, a number of interesting NPCs, encounter areas (including small dungeons) in the wilderness and Endhome as well, most of which connect in one-way or another to Barakus. The DM may simply let the PCs stumble on these in their travels, or, if he wishes, entice the PCs with various clues, all of which are included in the text of the separate encounter areas.

As is the case with the other mini-campaign settings, this module was designed to give the PCs the maximum freedom, so as much as possible, let the players dictate the action. A good way to run *The Lost City of Barakus* is to drop clues about certain quests and adventures and then see what most interests the PCs. And then, perhaps most important of all, don't be afraid to improvise. There are a number of areas and NPCs we have purposefully left underdeveloped (the Pulanti family, the Statue of Keld); these can be left undeveloped, or, if the DM wishes, expanded to create whole new adventures. The module is flexible enough to accommodate a lot of modification by the DM to suit his campaign style.

Adventures in Endhome

In addition to the wilderness and the halls and caves and Barakus, there are a few adventures in Endhome itself, or deriving from Endhome, in which the PCs might become involved. These could provide an interesting contrast to the dark tunnels of a dungeon, and allow Endhome to function as more than just a place to rest, make scrolls and potions, and sell booty. These adventures range from information gathering forays to spying and fighting. The adventures are as follows:

The Wererat Warren is an in-city dungeon crawl for characters of 1st-3rd level that pits the players against an evil pack of wererats, and provides

clues as to the true evils of the Pulanti family. This adventure is detailed in the **Adventures in Endhome** chapter.

The Slaving Priestess is appropriate for characters of 2nd-4th level, and involves information gathering and stealth, as well as a potentially violent climax. This adventure is detailed in the **Adventures in Endhome** chapter.

The Renegade Wizard details the lair of a demented conjurer deep in the city's sewers. This adventure is appropriate for characters of levels 3-5. This adventure is detailed in the **Adventures in Endhome** chapter.

The Pulanti Estate may either start as a follow up adventure to the Sewers or as a missing persons case. It is appropriate for characters of 3-6th level, and involves ridding the city of a family of vampires. This adventure is detailed in the **Adventures in Endhome** chapter.

Finding Fenton is appropriate for any level characters, and provides a link and reason for the players to visit Barakus in search of a lost husband. This adventure is detailed in the **Adventures in Endhome** chapter.

The Lost Treasure Map can be inserted as the DM desires at any point in the adventure, and is appropriate for characters of any level. It leads the players to the Barakus. This adventure is detailed in the **Adventures in Endhome** chapter.

The Reward for the Greentree Bandits can likewise be started at any time, though the adventure itself is appropriate (at its climax) for characters of levels 3-5. This adventure is detailed in the **Adventures in Endhome** chapter.

A Note On ELs And Experience Points

The Encounter Levels listed in this module follow the standard formula listed in the *DMG*—e.g. based on a party of four adventurers. The dungeon of Barakus is designed with what can be described as an “old school” philosophy: that is, the first level (the caves) are for 1st level adventurers, the 2nd level for second level adventurers and so on. Given the amount of combat that is likely to take place in and around the dungeon, and given the amount of experience the *DMG* awards for these combats, the PCs would rise up far quicker than the dungeon is designed to challenge. We advise, therefore, that you assign only 50% of the XP listed in the *DMG* (or less, if you're so inclined). If this is not acceptable, you would be advised to increase the Encounter Levels for many of the encounters on the lower levels to maintain a challenging environment.

Endhome

Being located at the intersection of the great north/south and east/west trade routes and the mouth of the Gaelon River has made Endhome the trading capital of the continent. This independent city-state boasts a well trained and highly disciplined guard that keeps the streets safe and hospitable for its many wealthy and influential visitors. Because of its steadfast neutrality, central location, and friendly port, Endhome is where the wealthy come from every nation to broker deals and form alliances. Though the riverbed and surrounding countryside provide the citizens of Endhome with ample food and resources, the city's primary source of income is trade: every ship mooring in its harbor and every caravan passing through its gate must pay a small tax for the right to do business in this desirable location. Because it is the only city where merchants can buy or sell to other merchants from so many far off lands, the streets are always crowded with exotic travelers and businessmen looking to make their fortune.

There is no lack of adventure in Endhome either, for where there is wealth there is always intrigue, and some merchants deal in more than just silks and herbs. The taverns are filled with shady characters looking for discreet men to carry out one plan or another. What's more, adventurers returning with rare treasures are always able to find interested buyers in the city's bazaar and trading district.

Endhome (Large City): Republic; AL LN; 10,000 gp limit; Assets 8,000,000 gp; Population 35,000; Mixed (80% human, 5% halfling, 5% half-elf, 5% dwarf, 3% elf, 2% other).

Authority figures: Ranlan Pool, Human Male Exp6 (Governor).

Important Characters: Stylus Kant, male Human Wiz9 (Wizard's Academy Headmaster); Lurton Gasper, Male Human Ari6 (Nobleman); Amelia Gaspar, Female Human Ari3 (Noblewoman); Bragger Bondhome, Male Dwarf Ftr8 (Captain of the Guard).

Others: Foot soldier War1 (x350); Sergeants War2 (x50); Archer War1 (x100); Engineers Ftr1 (x25); Cavalrymen Ftr2 (x50); Exp5 (x10); Exp4 (x50); Exp3 (x75); Exp2 (x75), Exp1 (x150); Rog3 (x20); Rog2 (x40); Rog1 (x50); Com1 (x33,000).

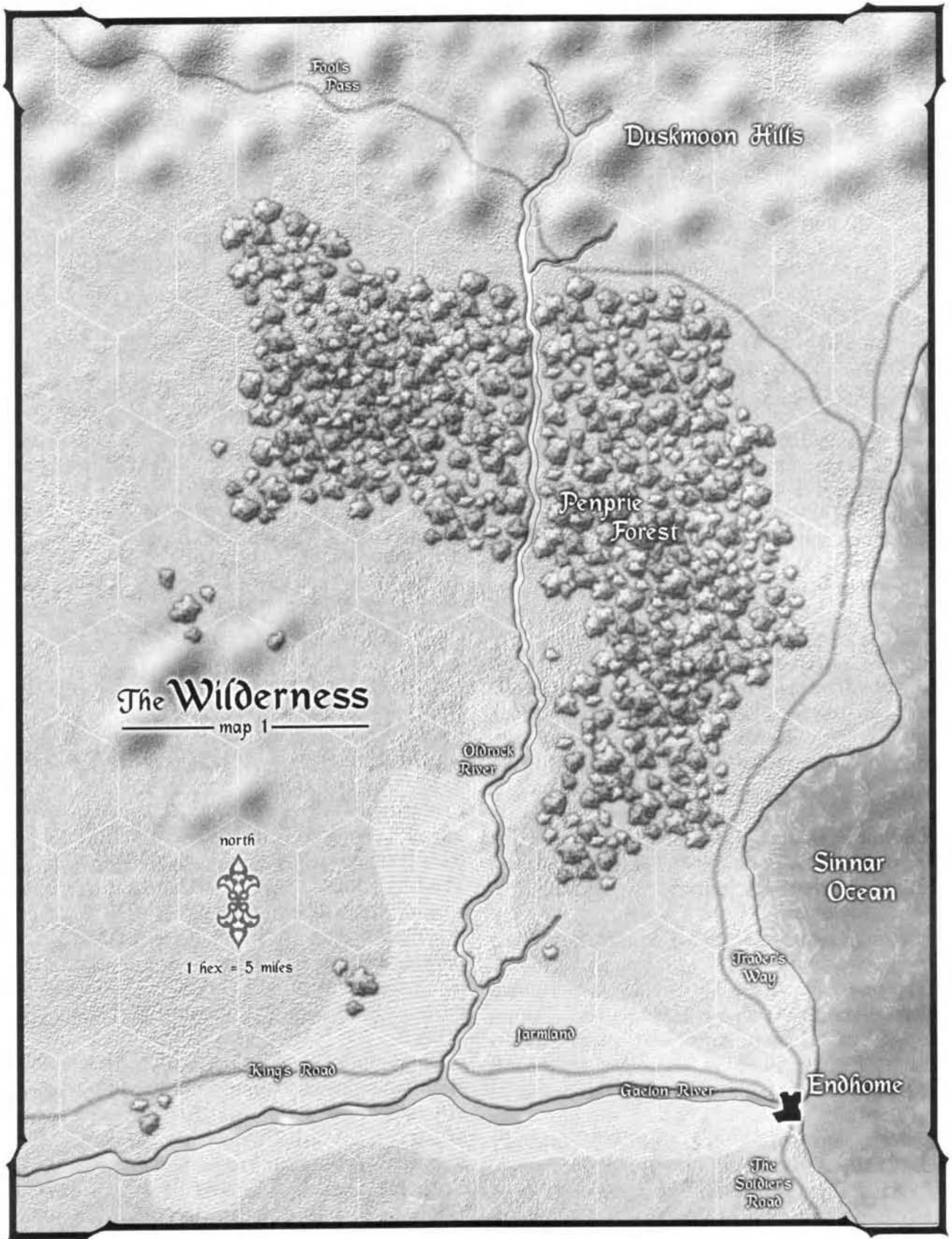
Layout and Standard Features

Endhome is surrounded by a 20 foot-high stone wall complete with parapets and walkways. Two **patrols** (see below) walk circuits beginning at the West gate, one (the southern) heading counter-clockwise, and the other (the northern) heading clockwise; once they reach the mouth of the Gaelon River, the patrols turn around and retrace their steps until they meet again at the front gates. There are over a dozen watchtowers dotting the wall as well. Each tower is manned by **4 archers**, **a light catapult** and **2 engineers**. See **Defense of the City**, below, for stats.

The buildings of Endhome tend to be made of wood with peaked, thatched roofs, and shuttered windows. Some, however, especially those in the Wizard's Academy, the Government District, and the Noble District, are made of stone. Within the city itself are four walled districts (the Wizard's Academy, the Noble District, the Government District, and the Barracks). These walls are 15 feet-high and unmanned.

There are two main thoroughfares dividing Endhome, both extensions of the exterior roads to which they are connected. The east/west road, which begins at the west gate, is called the King's Road, as is its exterior parent. The north/south road is called Wayfarer's Way. Both roads are wide and well kept and are the primary routes employed by merchants when bringing their goods to the **Trading District** (Area 2). There are also many smaller roads connecting the King's Road and Wayfarer's Way with the important districts in the city. Beyond this, there are hundreds of alleys and side streets winding their way between the crowded buildings surrounding the main concourses.

The mighty Gaelon River bisects Endhome. In addition to the excellent port provided by the river's mouth, the Gaelon is also a popular means of transportation, both upstream and down. Many merchants ship their cargo in large vessels to Endhome's port then move them inland on wide barges, and inland merchants often ship their goods to Endhome via the Gaelon as well. The



three bridges spanning the Gaelon are all tall enough to accommodate most river-going vessels, and were built with parapets in case an invading force were to attempt to send forces up the Gaelon into the heart of the city.

Endhome also boasts the most modern and efficient sewer system on the continent. However, a number creatures have made the sewers their home, including a cunning wererat currently in the employ of the Pulanti family. For full details of the sewers, see the **Adventures in Endhome** chapter.

Getting to Know Endhome

At some point your PCs are likely to attempt to find out a bit about Endhome, its history, and its residents. Eventually, they may also seek more information about Barakus as well. If as DM you prefer to handle the fact-finding through roleplay, then by all means do so. If, however, you prefer to use Gather Information, Bardic Knowledge, or Knowledge (local history) checks, then refer to the following chart. Note, however, that most of the information about Barakus with a DC higher than 20 can only be learned via Bardic Knowledge.

DC 10:

The most popular inn for adventurers is The Kings Road Inn, known locally as "Kings". This can be learned from just about any bartender or shopkeeper.

The current headmaster of the Wizard's Academy is named Stylus Kant. Any middleclass resident of the city would know this.

Endhome is a Republic whose senators are primarily merchants; the current Governor is Ranlan Pool. This is common knowledge. The PCs might even know this before they arrive.

There are some caves in the hills north of Endhome where adventurers have occasionally gone to seek treasure. Owners of pawnshops, a bartender or patron of the Kings Road Inn, Bragger Bondhome, or any of the adventuring NPCs would know this.

Some well organized bandits have been way-laying merchants on the roads outside Endhome recently. A reward is being offered by Bragger Bondhome in the barracks for their capture or demise. This could be learned at the Bazaar, the



Kings Road Inn, or the Roadside Inn.

DC 15:

The Wizard's Academy is actively seeking the most talented young wizards around to join their faculty. Patrons or employees of the Kings Road Inn would know this, as would patrons or employees of Lion's Side Inn.

The Wizard's academy boasts the largest arcanist's library known to man. Any wizard NPC would know this, as would High Priest Thabon.

The three most powerful families in Endhome are the Quinchinos, the Pulantis, and the Gaspars. High Priest Thabon would know this, as would Father Beamus; any upper class resident would likely know this as well.

There are a number of gangs operating out of the slums. Most residents of the slum are all too aware of this; also, patrons and employees of the ramshackle not only know this, but are more than likely members of the gangs themselves.

The caves in the hills were once the home to band of orcs who were driven from their lair by the forces of Endhome. Bragger Bondhome knows this, as do many of his veteran soldiers;

also, adventuring NPCs might know this as well.

There is rumored to be a vast labyrinth of tunnels and chambers beneath the caves. Owners of pawnshops and patrons or employees of the Kings Road Inn might know this.

There are some bandits in the Penprie forest called The Greentree Bandits. Bragger Bondhome is becoming familiar with the Greentree Bandits, as are some of the patrons of the Roadside Inn and the Kings Road Inn.

DC 20:

Some of the Quinchino family's businesses are not on the up and up. Certain employees of Heaven's Gate would be willing to divulge this; certain members Endhome aristocracy, like the Gaspar's, are aware of this as well.

The homeless being taken in by the Temple of Death and Magic disappear suddenly and are never heard from again. This would only be learned from other homeless people.

Payment for a term of teaching at the Wizard's Academy includes free access to the school's library. An Academy teacher would know this and perhaps an NPC wizard.

The remains of an ancient city are buried in the hills north of Endhome. This would only be known through Bardic Knowledge.

DC 25:

The Quinchino Family's patriarch was once a bandit terrorizing local merchants. Only the Quinchinos themselves and a few members of the Senate know this.

The Pulantis are actually vampires. No listed NPC knows this. This would have to be learned through Bardic Knowledge.

The homeless being taken in the Temple of Death and Magic are actually being sold as slaves (remember: the PCs still have to prove it). This should only be learned from Bardic Knowledge.

The Lost City of Barakus was ruled by powerful wizards. This can only be learned through Bardic Knowledge.

DC 30:

Elan Kanto is actually a priestess of the Da-Jin. This can only be learned through Bardic Knowledge.

There is a powerful sword buried in the ruins of Barakus to be used to destroy an ancient enemy of

the city. This can only be learned through Bardic Knowledge.

Buying and Selling in Endhome

Just about anything non-magical the PCs might want to buy is readily available in Endhome. With a little asking the PCs should be able to locate a merchant selling anything worth up to 1,000 gp. Magical items require a little more work. Assume there is a 15% chance that any magic item worth 5,000 gp or less is available somewhere (most likely a pawnshop) in Endhome. Locating which shop is selling such an item requires a successful Gather Information check (DC 15). There is only a 5% chance that a magic item worth 5,000-10,000 gp is available, though the same Gather Information check applies. DMs, of course, are free to decide, which, if any, magic items are or are not available.

At some point, PCs are going to want to sell some of the gems, art, and magic items they procure in their adventures. The simplest way to handle this is to send them to the bazaar where they can get anywhere from 45%-55% of its market value depending on the PCs Charisma and Appraise skills. If the DM wishes, he may invent one or two merchants the PCs always deal with. As a rule, the PCs can easily sell anything with market price of 5,000 gp or less. Selling something worth 5,000-10,000 gp requires a successful Gather Information check (DC 12); for items worth over 10,000 gp the skill check is much harder (DC 18).

Defense of the City

Critical to Endhome's survival is its rigorous defense. The Senate is keenly aware of the strategic appeal of their city's location, and although many nations benefit from Endhome's neutrality, still others would love nothing more than to capture the city and reap its many treasures. Thus, Endhome maintains a garrison of no less than 3,500 soldiers, which includes foot soldiers, archers, engineers, and a small cavalry. In times of war, this number can swell to as many as 6,000 with the conscription of farmers, merchants, dock workers, and, yes, even a few adventurers. What's more, it is an unspoken understanding that the considerable fire power of the Wizard's Academy, both of its students and its faculty, would be

brought to bear if the city's sovereignty was being threatened.

The city's garrison is kept busy with 24 hour-a-day patrols, consisting of four foot soldiers and one sergeant. The towers are manned at all times as well.

Keyed Locations in Endhome

Listed below are the descriptions of important areas and buildings in and around Endhome, as well important NPCs found therein and links to quests. Both NPCs and quests are detailed in separate sections below.

1: The City Gates

All three city gates, known, simply, as the North, South, and West gates, are more or less identical: Stout, iron bound double doors capable of being closed and barred at a moment's notice,



and manned by **2 foot soldiers**. Caravans must pay an entrance tax of 1 gp per cart, or 3 sp per beast of burden.

2: The Trading District

This is where business gets done in Endhome. If a merchant were looking to sell large quantities of goods to another, often foreign, merchant he would do so here. There are a number venues open to traders. The Open Houses—large warehouse like structures with tables and booths where any trader can sell anything—tend to be where the more exotic items are found. Next there are houses dedicated to specific types of items: grains, silks, weapons, wine, liqueurs, clothing, beads, and so on; these houses are the most predominant in the district. Lastly there are a few houses owned by very powerful individuals that deal only that merchant's goods.

In addition to the trading houses, the Trading District is home to Endhome's two finest Inns (see below). No less than **3 patrols** keep watch over this area at all times.

NPCs: Ranlan Pool and Kilgore Spink, Lurton and Amelia Gaspar, Fernando Quinchino.

3: The Black Sheep Inn

This swank inn is known for its massive wine cellar and popularity among the city's wealthiest locals. The upper dining room serves a six-course meal every night for the cost of 4 gp per person, and includes a fish course, a game course, fresh oysters, and two desserts. Less extravagant fair can be had in the "lower dining room" for 1 gp per person. This second dining area includes a 40-foot long bar from which all drinks are served in silver or crystal. Rooms here begin a 3 gp per person and go as high 10 gp per person in the King's Suite. The Inn is run by the Gaspar Family (see Area 13, below) and employs approximately 100 men and women.

NPCs: Lurton and Amelia Gaspar, Stylus Kant, Ranlan Pool and Kilgore Spink.

Adventures: The Greentree Bandits (Fell Tarmick is spotted in dining room; see **The Greentree Bandits** in the **Wilderness** chapter).

4: Heaven's Gate

As the grandiosity of this Inn's name suggests,

Heaven's Gate provides the most opulent and decadent lodging on the continent. The inn of favor for the wealthiest merchants and traders as well as visiting royalty, it boasts 40 rooms all complete four-poster, canopy beds, duck down pillows, fireplaces, and *everburning candles*. Its dining room serves its meals on the on the finest plates, and its chef is world renowned for his innovation and flair. Heaven's Gate employs its own private security force of **5 foot soldiers** and **2 sergeants**, though many of its privileged guests travel with one or two bodyguards of their own. Since many of the guests also travel with handmaids, squires, and other servants, there is a Servants House in a separate building. Rooms here start at 8 gp per person, and go all the way to 50 gp per night for the Emperor's Suite, which includes a maid to draw a bath, a bodyguard, and a four-course breakfast in bed. Heaven's Gate is owned by the Quinchino family and employs 150 men and women.

NPCs: Fenando Quinchino, Phillipi Quinchino, Stylus Kant, Ranlan Pool and Kilgore Spink.

5: The Bazaar

Just about anything and everything is for sale in Endhome's Bazaar. Crowding the bazaar's center are dozens of small merchant's, peddlers, and farmers selling their wares from push carts and collapsible stands. Every day these small-time dealers arrive early in the morning and hawk all day until sunset whereupon they are instructed to fold up shop and move along. Surrounding the open-air portion of the bazaar are tiny shops selling anything from trinkets to topcoats, from lampshades to longswords. Pawnshops abound in and around the bazaar; an adventurer wishing to cash in some hard-won baubles would have no trouble doing so here.

Haggling is commonplace in the open-air market center, not so much so in the shops. Assume most merchants start their price about 10-20% over that in the *Players' Handbook*. The average merchant has a decent Bluff skill (+5), and will use this to his advantage. **One patrol** is always on duty in the bazaar during and after business hours.

NPCs: Bragger Bonhome, The Evil Adventuring Party, Curly Barns, Moorin, Kytora the Red, Gilda Waynetrop, Elan Kanto, Father Beamus, Penelope Barmey.

Adventures: Finding Fenton (the PCs run across Penelope who begs them to help her find Fenton); The Slaving Priestess (the PCs spot Father Seamus or Elan Kanto helping the needy); The Lost Treasure Map (found in the pommel of a purchased sword), the Greentree Bandits (the PCs spot a wanted poster directing them to Bragger Bondhome in the Barracks).

6: The Barracks

This enclosed compound houses all of Endhome's soldiers. The cross-shaped central building is home to the garrison's general and captains; the surrounding building houses soldiers according to type: thus there is an archer's barracks, four foot-soldier's barracks, an engineer's barracks, and a cavalry barracks. Soldiers are rotated into and out of patrols day and night. During the day, many of the soldiers not on patrol can be found drilling in the barrack's courtyard.

NPCs: Bragger Bondhome.

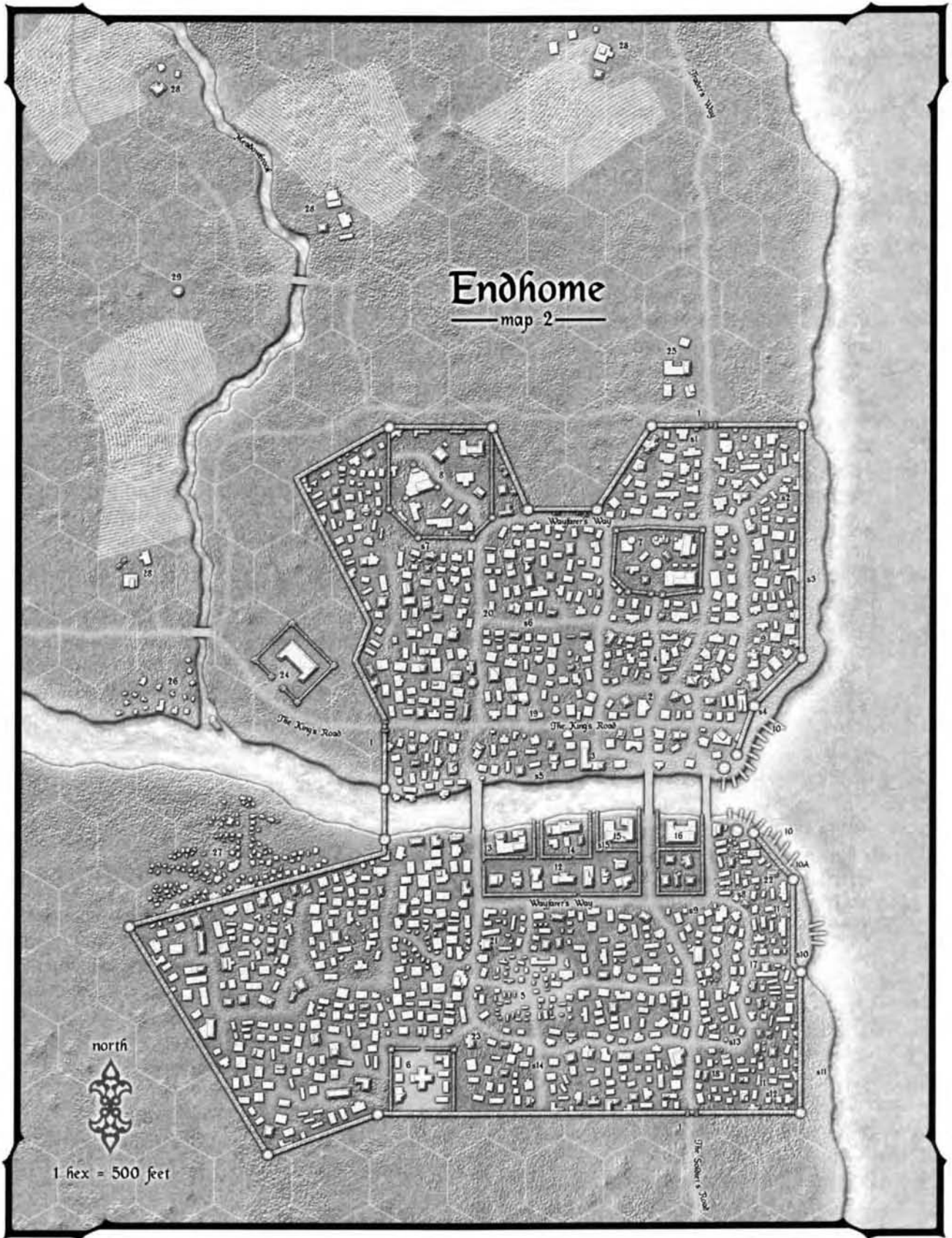
Adventures: The Greentree Bandits (Bragger Bondhome is in charge of the reward).

7: Government District

Technically, Endhome is a Republic. The governmental body is made up of 50 senators and one governor. Every six years the senators vote to either allow the current governor to continue another term, or to replace him, in which case they elect one of their members to the governor's seat. Governors are rarely unseated, however, since the governor gets to decide who fills senatorial seats when they come empty. Over the years, however, governors have been particularly inept or the senate particularly restless, and a "coup" as they are always referred, occurs. The cross-shaped building in the northeast of the district is the senate itself; the smaller buildings surrounding it house the hundreds of bureaucrats who process requests for permits and generally seek to maintain the smooth, money-making operation that is Endhome.

Because of the high concentration of both nobility and wealth (all collected taxes are brought here) an elite guard is permanently stationed in the Government District. This guard consists of 20 elite foot soldiers (treat as sergeants), a **captain** (Nearwell), a **6th-level sorcerer** (for his *magic missiles* and *fireballs*), and a **5th level priest** (for

THE LOST CITY OF BARAKUS



his healing ability). Nearwell is fiercely loyal to the senate and absolutely incorruptible.

NPCs: Nearwell, Ranlan Pool and Kilgor Spink, Stylus Kant.

8: The Wizard's Academy

The Wizard's Academy (Officially The Endhome Academy of Wizardry, Alchemy, and Arcane Knowledge) is nearly as old as Endhome itself. At one time, Endhome was little more than a popular trading village. An adventuring wizard took up residence here and, having made his fortune, decided to begin teaching the art of wizardry to a few promising locals. As Endhome grew, so did the Wizard's Academy. It is now considered the continent's preeminent training ground for wizards. Endhome's continued neutrality has as much to do with the Wizard's Academy and their local influence and formidable power as the senate and the city's high walls. In fact, it was the Academy's founder, Basil Strom, who suggested to the local elders that Endhome need not align itself with any nation, that it would in fact be in the city's best interest to remain neutral. Basil wished his Academy to be friendly to wizards from all walks of life, and did not want to see it turn into a tool for one nation's military. Thus, both the faculty and students alike are swift to answer the call should Endhome be threatened by outside forces.

The current Headmaster is Stylus Kant, an ambitious and talented young Wizard; at 51 he is in fact the youngest Headmaster the Academy has ever had. Stylus would like the school's faculty to focus more on innovative research than it traditionally has, and this new goal has attracted a number of clever and powerful Wizards to the school's staff.

The large triangular building houses the school's faculty as well as a number of research laboratories. A vast labyrinthine sub-level holds the schools thousands of magical tomes-it is even rumored there are a number of chambers and doors that haven't been opened or explored in centuries. The eight smaller rectangular buildings are each dedicated to the teaching of one of the schools of arcane magic. Thus there is a Abjuration House, a Conjunction House, a Divination House, and so on. Finally, the U-shaped building in the northeast serves as the school's dormitory and mess hall. Traditionally, no more than 100 to 150 wizards train in the school at one time.

Most of these wizards are between 14 and 20. 90% of the students are apprentice level wizards (see Apprentice Level Characters in the *DMG*); the remaining 10% are 1st and 2nd level. Since sorcerers cannot be taught, they are not invited to attend the wizard's Academy.

The school's library is open to any outside wizard who wishes to conduct magical research. There are certain rules, however. First, wizards must pay a base fee of 25 gp per day of research. Second, no demonic research is permitted. Third, the research cannot in any way disturb the working of the school. Finally, the Wizard's Academy reserves the right to refuse any wizard access to their library and to terminate a wizard's research without prior notice. Generally speaking, any arcane spell of 6th level or less may be researched in the Academy's library. Assume it takes 1 week per spell level to successfully research a 1st through 3rd-level spell. 4th, 5th, and 6th level spells require an *additional* week of research per level (thus a 6th level spell would require 9 weeks of research). Unless the DM wishes otherwise, instructors at the school are not willing to share spells from their spell books.

It is possible a PC mage, particularly a specialist mage, might be invited to teach for a semester or two at the Academy. The pay for a three-month semester is a meager (by adventuring standards) 250 gp, but does include free room and board, and, more importantly, access to the library as well as some valuable contacts.

NPCs: Stylus Kant, Ranlan Pool and Kilgore Spink.

9: The Northern Warehouses

With all the trade and shipping that goes on in Endhome, warehouses are necessary to store the goods to be sold in the local markets. Some of the warehouses are owned entirely by one merchant, and some are divided between several. All the warehouses are guarded by one or two **foot soldiers**, and one **patrol** is always on duty in this district.

NPCs: Father Beamus, Elan Kanto.

Adventures: The Slaving Priestess (the PCs spot Elan Kanto "helping" the homeless).

10: The Docks

Endhome maintains a large, clean, well-run

dock and shipyard. All ships pay a per-day docking fee. Dozens of rough men work the docks loading and unloading the cargo ships. Given the density of sailors and laborers, courtesans are commonplace in this area. Note that no less than eight guard towers overlook the bay and shipyard. In case of a full-on naval assault, wizards from the Academy could be summoned to the towers to rain down fireballs (or worse) on in-coming ships.

NPCs: Elan Kanto.

Adventures: The Slaving Priestess (see the **Adventures in Endhome** chapter).

II: Southern Warehouses and Slums

Not all of Endhome is affluent and well-healed. With its proximity to the docks and warehouses, this area of Endhome is home the city's poor. Though some of the residents here make a living

doing menial work, many more beg, borrow, or steal their way through life. At night, the streets become home to thugs and gangs. In general, the city guard does not bother with this district too much as long its residents keep to themselves.

NPCs: Father Beamus, Elan Kanto.

Adventures: The Slaving Priestess (see **Adventures in Endhome** chapter); The Lost Treasure Map (Barry Kip attempts to sell the PCs the map).

Encounters

Lost Child: The PCs encounter a little waif who has strayed too far from home-how far is up to the DM. He or she asks the PCs to help it find its home, the best directions to which it can give are: the house next to the big red house.

Wounded Man: Having been recently mugged, beaten, or just lost a fight, this man staggers along the street, bleeding from his wounds. The DM may make him whatever class or level he likes,

Random Encounters in the Slums

Endhome is generally a safe enough place that DMs needn't worry about random encounters. But, at least for a group of low-level adventurers, the slums might prove annoying or dangerous, particularly at night. For every 2 hours the PCs spend outdoors in the slums roll once on the following chart.

Day		Night	
d100	Result	d100	Result
01-35:	No Encounter	01-25:	No encounter
36-38:	Lost child	26-28:	Lost child
39-41:	Wounded man	29-31:	Wounded man
42-43:	Deranged prophet	32-33:	Deranged prophet
44:	Dead body	34:	Dead body
45:	A shout for help	35:	A shout for help
46-50:	Drunk	36-40:	Drunk
51-56:	Beggar	41-46:	Beggar
57-60:	Harlot	47-52:	Harlot
61-64:	Lost noble	53-55:	Lost noble
65-67:	Interesting find	56-57:	Interesting find
68-70:	Fight in progress	58-61:	Fight in progress
71-85:	1d4+1 young pickpockets posing as beggars.	62-70:	1 pickpocket
86-90:	1 pickpocket	71-78:	1d3+2 thugs
91-95:	1d3+2 thugs.	79-85:	Tough thug
96-00:	1 tough thug	86-90:	1d4+1 thieves
		91-96:	Gang member + 1d4 thugs
		97-98:	1 Wererat Rog1
		99-00:	1 Shadow

although he is probably just a Com1 with 3 hp (currently 1).

Deranged Prophet: Wild-eyed and badly in need of a bath, this lunatic approaches the PCs and warns them that, "The end is around every corner! Beware the madness within. Beware the shadows on the wall. We are never alone." And so on. The DM need not let on that he is just a madman.

Dead Body: The PCs come upon a man or woman a few hours dead.

Shout For Help: The PCs hear a woman's cry for help. They hear the cry only once, and are unable to locate its source.

Drunk: Man or woman, this souse drifts along the street reeking of ale and singing badly. The drunk offers the PCs a drink and asks them to join in on the song. If the PCs refuse, the drunk becomes abusive and spits at them.

Beggar: The PCs are panhandled by a single beggar.

Harlot: Male PCs are approached by a common streetwalker. If the PCs accept her offer (1d4 gp for the encounter) there is a 10% they contract an unpleasant venereal disease (Fort save DC 14 to avoid).

Lost Noble: A well dressed aristocrat is making his way skiddishly through the dark streets of the slums. A new arrival to Endhome, he claims to have wandered here accidentally and now would like the PCs to help him find his way out as quickly as possible.

Interesting Find: Pick or roll to determine what the PCs stumble across: 1-a pouch engraved with the letters "E I" containing 3d12 sp; 2-half a letter stuck to a post with a dagger; it reads, "Dearest Margaret: I fear your life is in danger, please meet me at the-" and here it is torn; 3-a pair of bloodstained boots; 4-a gold key; 5-a severed thumb; 6-a bloody dress stuffed into a hole in a wall.

Fight in Progress: 1d4+1 Com1 males (Str12, Con 12) brawling in the streets. The PCs may join in or break it up if they wish, but there are no villains or victims here, just some hotheads letting off steam.

Young Pickpockets: These are non-combatant Rog1 (hp 3, Bluff +4, Sleight of Hand +5). While one attempts to pick a PCs pocket, the others distract using their Bluff skill. If discovered they run; if caught, they give up what they stole and prom-

ise never to do it again.

Pickpocket: There is a gang of halfling pickpockets that operates out of a basement in the slums. Generally speaking, the rogue scouts out a target, tails them at a discreet distance, then attempts to lift their purse or pick their pocket. The thief has no interest in fighting, and attempts to flee into a nearby ally if discovered.

Pickpocket: Male Halfling Rog1: hp 6, see NPC Appendix.

Thugs: This group of young toughs has decided that a particular corner, alley, or street is their turf and anyone they so choose must pay a fee (usually 1d6 sp) to use it. Failure to pay usually means a fight unless the PCs can talk/intimidate their way out of it.

Thug, male human War1: hp 5, see NPC Appendix.

Tough Thug: A particularly rough customer, this thug has staked out some piece of turf and charges a toll of no less than 5 sp to use it. If greatly out-numbered he does not press the issue, but might decide to hunt down and ambush the PCs when they have gone their separate ways.

Tough Thug, Male Half-orc War2: hp 11, see NPC Appendix.

Thieves: This band of thieves is not interested in intimidation or turf-they want cash. They give the PCs one chance to hand over their valuables before they seek to take them forcefully.

Thief, Male Human Rog1: hp 6, see NPC Appendix.

Gang Member and Thugs: This a straight shake down. The guildmember and his accompanying thugs simply approach the PCs, inform them that they are they unofficial peacekeepers of this part of Endhome and that it has been brought to their understanding that the PCs have not been entirely peaceful. The "fine" for this transgression is 2 gp per PC. If the PCs are not amenable to this arrangement, the guildmember and the thugs do not hesitate to attack. Should the PCs succeed in killing some or all of these men (the thugs run away once the gang member is slain), the PCs may eventually incur the wrath of the rest of the gang.

Gang Member, Male Human Rog3: hp 14, see NPC Appendix.

Thug, male human War1: hp 5, see NPC

Appendix.

Wererat: This cunning nocturnal predator is out looking for a victim. He is always found in hybrid form.

Wererat, Male Human Rog1: hp 12, see **NPC Appendix.**

Shadow: This terrible undead creature made its way up from the sewers and lurks in some dark corner ready to spring out and drain yet another victim.

Shadow: hp 19, see **Monster Appendix.**

12: The Nobles' District

Endhome's elite merchants, senators, and even the governor himself make their homes in this walled, tightly guarded district. **1 patrol** is always on duty within these walls. The four riverside homes are all themselves enclosed by additional walls. There are three gates (one on the west, the south, and the east) to the larger, eastern portion of this district, and one entrance (on the western wall) to the smaller, western part of the district. **One foot soldier** guards each of these gates. Entrance to the Nobles' district is strictly forbidden to non-residents. Without a successful Bluff check (usually DC 10-15, depending on the story) the gate guards verifies any claims to visit a resident first before admitting entrance. It's not unusual, for instance, for residents to leave the names of would-be guests with the guards. All the guards carry conch horns that they blow if intruders are spotted. Should the alarm be given, 2 more patrols arrive in 2d4 minutes to reinforce the area.

NPCs: Lurton and Amelia Gaspar, Fernando Quinchino, Phillipi Quinchino.

13: Gaspar Family Estate

Owners of the Black sheep Inn as well as a number of shipping and importing ventures, the Gaspar family is one of the oldest in Endhome. Over the centuries two of their heirs have served as Governors. Presently, the oldest son, Liam Gaspar, is a Senator, and his sister, Felicia Gaspar, is a promising student at the Wizard's Academy. Lurton Gaspar, the patriarch of the family, and his wife Amelia are both influential figures in Endhome. Four privately employed foot soldiers guard their home.

NPCs: Lurton and Amelia Gaspar.

14: Governor's Mansion

This three story marble building has been home to the city's governors for the last 150 years. Though the residents of Endhome pride themselves on being "monarchy free," their governors' lifestyles have for many years born a suspicious resemblance to that of royalty. Paintings and sculptures by the land's finest artists line the walls and hallways of the mansion, and a legion of cooks, handmaids, butlers, and stable boys see to every need of the acting governor. Entrance to the governor's mansion is strictly by invitation only, and **5 elite guards** (see Area 7, above) keep watch over the mansion at all times.

It is not unusual, however, for the Governor to throw a lavish party from time to time, and though the guest list usually only includes wealthy merchants and visiting royalty, it is not unheard for renowned adventurers to be asked to attend as well.

NPCs: Ranlan Pool, Kilgore Spink, Lurton and Amelia Gaspar, Fernando Quinchino, Phillipi Quinchino.

15: The Pulanti Family Estate

No family is older and more enigmatic than the mysterious Pulanti Clan. Their estate has sat, in one form or another, on the banks of the Gaelon River as far as any written history of Endhome can trace. Unlike the other local movers-and-shakers who grew to power through vigorous trading and merchandizing, the Pulantis have no discernable source of income. In fact, they rarely venture out of their walled estate, preferring to keep to themselves and shunning visitors. Some say their family suffers from hereditary madness, others believe them to be a clan of vampires, while still others believe they have demonic ties. Nearly everyone in Endhome is certain the Pulanti fortune was ill-gotten.

The Pulantis are in fact, vampires. Their Manor and all their statistics are detailed in the **Adventures in Endhome** chapter.

16: Quinchino Family Estate

Compared to the Gaspar and Pulanti families, the Quinchino's are relative newcomers to Endhome. Phillipi Quinchino, still clinging to life

Jamboor, God of Magic

Alignment: Neutral

Domains: Knowledge, Magic, Trickery

Symbol: An eclipsed sun

Typical Worshipers: Wizards, sorcerers, bards, sages

Favored Weapons: Quarterstaff, dart

It is not unusual for the clerics of Jamboor to multiclass as and wizards or sorcerers. What's more, kings and noblemen consider it a true feather in their cap to have a priest of Jamboor as an advisor.

Da-Jin, God of Death

Alignment: Neutral evil

Domains: Death, evil, trickery

Symbol: A black obelisk entwined with black roses

Typical Worshiper: Necromancers, assassins, morticians

Favored Weapon: Dagger

Da-Jin oversees all life passing into death, and although not thoroughly evil, his worshipers have come to stress his more macabre elements.

Solanus, Goddess of the Sun and Healing

Alignment: Neutral Good

Domains: Good, Sun, Strength, Healing

Symbol: A blazing sun inscribed with an open palm

Typical Worshipers: Rangers, bards, healers.

Favored Weapons: Mace, quarterstaff.

Priests of Solanus often serve as medics in armies, or as healers in villages and small towns. They are also some of the most typical adventuring clerics, as their skills are always in need in dangerous situations.

at age 105, was born Angelo Killkar. Angelo was a particularly clever and ruthless bandit who made his living preying on the merchant wagons coming in and out of Endhome. Angelo was also incredibly elusive, and try as the local authorities

might, they were unable to find his hideout and put an end to his raids. Finally, Angelo approached the authorities of Endhome and offered to put a halt to the banditry under one condition: they allow him to join the community under the name Philippi Quinchino. In addition to ceasing his thieving ways, he also agreed to build a lavish hotel (Heaven's Gate) with some of his ill-gotten booty. The then acting governor agreed.

Since moving the Endhome, the Quinchinos have not gone entirely straight. They keep close ties with some of the gangs in the slums, and they own several brothels within Endhome. They do, however, run a smashing good hotel, and that business, completely on the level, has provided the family with a steady and healthy stream of gold over the decades.

NPCs: Fernando Quinchino, Phillipi Quinchino.

17: The Temple of Jamboor

Located in the heart of the slums, the Temple of Jamboor claims to serve the miserable and less fortunate. Services here are held but once a week, and are sparsely attended. Mostly the high priestess, Elan Kanto, and her three acolytes tend to a ragged band of street urchins kept busy with numerous menial chores about the church. Worshipers are never shunned, but Elan readily points out that she has taken it upon herself to help the tide of panhandlers that ply their trade throughout Endhome.

Elan is actually a priestess of Da-Jin, as are all her acolytes. She uses the temple as a front to draw the street people to her then sell them as slaves. Slavery is strictly outlawed in Endhome, and Elan would be most upset to see her trade disrupted. For more on this see **The Slaving Priestess**, in the **Adventures in Endhome** chapter.

NPCs: Elan Kanto, Durgan Procuero.

Adventures: The Slaving Priestess (see **Adventures in Endhome** chapter).

18: The Temple of Solanus

This simple stone building houses a small temple to Solanus. The priest here, Father Beamus Cain, has recently arrived to Endhome to take over this struggling parish. Father Beamus sees it his sacred duty to help the poor of Endhome,

and works tirelessly on their behalf, tending to the sick, feeding the hungry, and so on. In addition to this he has three services a week, and councils those in need whenever possible.

Father Beamus has become suspicious of Priestess Elan, and has begun asking questions around the slums about her temple. For more on this see **The Slaving Priestess** in the **Adventures of Endhome** chapter.

NPCs: Father Beamus

Adventures: The Slaving Priestess (see **Adventures in Endhome** chapter).

19: Temple of Freya

By far the largest and most densely attended Temple in Endhome, the temple of Freya boasts seven services every week, and a devoted staff of 10 acolytes led by High Priest Thaban (see **NPC Appendix**). Good PCs can purchase healing and potions here, should they be so inclined.

NPCs: High Priest Thaban

20: The Lion's Side Inn

A modest but clean inn and pub, the Lion's Side serves three meals a day for 4 sp, and rents rooms at a cost of 1 gp per night per person, or 6 gp per week. This is a popular destination for both frequent travelers to Endhome, as well as many of the city's middleclass residents. Adventurers are less common here, though it's not unheard of to spot a wizard or two from the nearby academy.

NPCs: Stylus Kant, Moorrin, Penelope Barmey.

Adventures: Finding Fenton (Penelope approaches the PCs and beseeches them to find her husband Fenton).

21: The Trading Post

Another modest inn. The trading post caters to many of the traveling merchants who hawk their wares at the bazaar. Once night falls and the bazaar shuts down, the Trading Post's tables are jammed with merchants eager to relax after a long day of selling. Meals here are 3 sp, and a room costs 8 sp.

NPCs: Bragger Bondhome.

Adventures: The Lost Treasure Map (The PCs discover the treasure map in a loose floorboard).

Services Available at the Temple of Freya

Spells Available

Spell	Cost
<i>Cure light wounds</i>	50 gp
<i>Cure moderate wounds</i>	180 gp
<i>Cure serious wounds</i>	270 gp
<i>Cure critical wounds</i>	360 gp
<i>Lesser restoration</i>	60 gp
<i>Remove blindness/deafness</i>	150 gp
<i>Remove curse</i>	150 gp
<i>Remove disease</i>	150 gp
<i>Neutralize poison</i>	280 gp
<i>Restoration</i>	280 gp
<i>Raise dead</i>	450 gp

Potions for Sale

Potion	Cost
<i>Cure light wounds</i>	50 gp
<i>Cure moderate wounds</i>	300 gp
<i>Bulls strength</i>	300 gp
<i>Endurance</i>	300 gp
<i>Lesser restoration</i>	300 gp
<i>Remove disease</i>	500 gp

There are never more than 1d4+1 potions of any one kind available at a given time.

22: The Ramshackle

This flophouse is no place for the thin-skinned or genteel. The proprietor, Treebok (Male Human Com4, Str 16, Atk +5 melee [1d6+3, club]) sells mutton stew, rum, and hard cider—nothing else. There is a communal sleeping area upstairs where a traveler or sailor can throw his blanket for a night at the cost of 2 sp. Arguments, fights, and all-out brawls are commonplace here, as both the sailors from the docks, as well as the roughnecks from the slums come to the Ramshackle to rid themselves of what few coppers they have pieced together.

NPCs: The Evil Adventuring Party.

Adventures: The Lost Treasure Map (The PCs discover the treasure map in a loose floorboard).

23: Albin's Armory

This is the largest and most well-stocked weaponsmith in Endhome. A full service, one-stop shopping armory, all simple and martial melee weapons (including mighty composite longbows and shortbows), most exotic melee weapons (excluding orc double axe), and numerous suits of armor are available at Albin's. PCs can buy all light and medium armor "off the rack," but heavy armor requires 1d4+1 days to fit. Masterwork weapons are available as well. Common masterwork weapons such as longswords, shortswords, daggers, greatswords, battleaxes, greataxes, and maces are in stock; more exotic masterwork weapons require one week to prepare.

Finally, Albin has a few magic weapons he keeps stored in the back room. He only bothers mentioning these to characters who appear to have some money to burn.

NPCs: The Evil Adventuring Party

Adventures: The Lost Treasure Map (Found in the pommel of a purchased sword).

Magic Weapons For Sale

These weapons are hidden from the common customer. Their prices are as follows:

Weapon	Price
+1 longsword	2,250 gp
+1 battleaxe	2,200 gp
+1 greatsword	2,500 gp
2 +1 daggers	2,050 gp each
+1 bastard sword	2,250 gp
+1 morningstar	2,100 gp
+1 shortsword	2,200 gp
+2 shortsword	8,500 gp

24: The King's Road Inn

More commonly referred to simply as "Kings," this large inn is a popular gathering place for travelers and adventurers. Most nights its tables are filled with transients and treasure hunters looking for work or eager to swap stories, truthful or otherwise, about their exploits. **Barnky**, the innkeeper and bartender, is always up on the current scuttlebutt (Male Human Comm3, Cha 14, Gather Information +8, Knowledge [local history] +7,

Knowledge [local politics] +7), and with a little bribe might be able to provide the PCs with some useful information (make a relevant skill check with an appropriate DC).

Rooms at King's are 8 sp per night, meals are 3 sp. Horses can be stabled at the cost of 2 sp per night.

NPCs: The Evil Adventuring Party, Curly Barns, Moorrin, Kytora the Red, Penelope Barmey.

Adventures: Finding Fenton (Penelope approaches the PCs and beseeches them to find her husband Fenton); Green Tree Bandits (Fell Tarmick is spotted trying to slip out of the inn).

25: Roadside Inn

This is more of a merchant's inn than an adventurer's. A little cleaner and less rowdy than King's, the Roadside Inn serves meals for 4 sp and rooms are 1 gp. Occasionally adventurers will hang out at the Roadside hoping to score some work with a merchant in need of strong arms to guard him on his way home. Should the DM wish to take his campaign to some far off place, this inn might be the perfect starting place for such a storyline.

NPCs: Curly Barns, Moorin, Penelope Barmey.

Adventures: Finding Fenton (Penelope approaches the PCs and beseeches them to find her husband Fenton); Green Tree Bandits (Fell Tarmick is spotted trying to slip out of the inn).

26: Fishing Village

"Village" is a kind title for this little collection of driftwood shacks and mud huts. Most of the fishermen who work the river from this spot catch just enough to support themselves and their families. Those that do particularly well attempt to sell their surplus in town.

27: Shantytown

The poorest of the regions poor squat in this pathetic assemblage of lean-tos and shacks made from broken boards and other refuse. Death and disease are commonplace here, as are murder and famine. Many of shantytown residents beg along King's Road from the merchants going in and out of Endhome. If their numbers grow too large and obtrusive, however, a patrol is sent out to break up the group. Shantytown has been growing of late,

and is a great concern to the current governor.

NPCs: Elan Kanto, Durgan Procuero.

Adventures: The Slaving Priestess (The PCs spy Elan Kanto and Durgan looking for some lost souls).

28: Farms

These are all small family farms. Each farm tends to a number of staple crops and keeps several herd animals. The farmland extends for miles north, west, and south of Endhome. Most of the farmers working the fertile Gaelon riverbed sell their surplus in Endhome. Because the land is so good, and the profit margins so high in Endhome, this region has attracted hundreds of farmers who keep spreading further west along the river.

NPCs: Gilda Waynetrop.

29: Grain Silo

This silo serves the farmers in the immediate vicinity. There are many such silos dotting the countryside.

The Sewers

Though not a popular method for getting about Endhome, PCs sometimes find themselves in situations where travel by sewer is preferable to travel aboveground. What's more, a few unsavory sorts have made their home in the foul recesses of the sewers, and the Pulantis have also taken to using the sewers on their nocturnal jaunts.

Layout and Design

The sewers are series of 15-foot wide tunnels bisected by an 8-foot deep channel filled with slow-moving, foul-smelling waste. Narrow walkways line either side of the channel, and narrow grating spans the sewage channel at each intersection (see sample sewer map). The sewers can be reached by aboveground entrances that are square iron plates in the street (Str check DC 10 to lift) that lead to a narrow shoot on whose wall is secured an iron ladder. The shoots and ladders descend 15 feet to the sewers.

Upon entering the sewers, all humans and demi-humans must succeed at a Fort save (DC 10) or suffer a mild nausea (-2 circumstance penalty to all attack rolls and Reflex saves). There is a 10%

chance a character actually entering the sewage might contract filth fever (Fort save DC 12; see **Diseases** in the *DMG*), a 20% chance if they have any un-healed wounds or are wounded while in the sewage.

Encounters in the Sewers

Beggar: This particularly hardy beggar (Com1, hp 7, Con 14), has, for reasons of his own, decided to bed down on one of the walkways of the sewer instead of the streets above. Upon spotting the PCs, he first begs for mercy, and then, if he determines they have no plans to harm him, asks for spare coppers.

Interesting Find: Roll 1d10 or choose to determine what the players stumble across. 1: empty jewelry bag; 2: a human skeleton; 3: a toy boat bobbing along in the sewage; 4: a pair of old boots; 5: a broken sword (insert the **Lost Treasure Map** [see below]) in the pommel if the PCs have not discovered it already); 6: a half-eaten sandwich; 7: some human hair wound in a ball like twine; 8: a felt hat hanging on a nail in the wall; 9: a clown suit and fake fangs; 10: A colony of glowing phosphorescent mold

Strange Noise: Somewhere in the distance the PCs hear a howl, moan, shriek, or whatever else the DM can dream up.

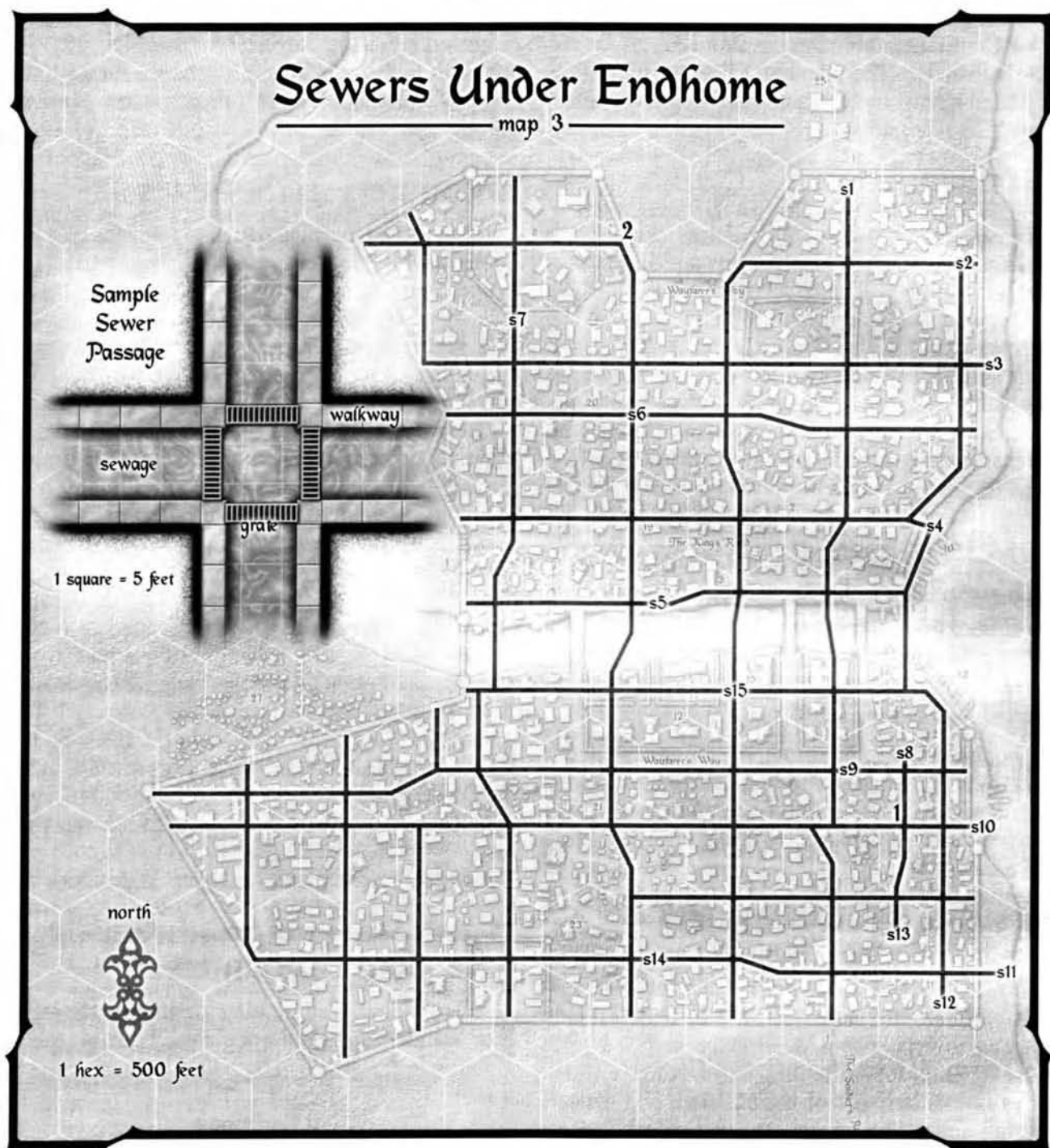
A Rat: A single rat dashes between the PCs feet.

Bridge: A stiff plank has been laid across the

Random Encounters

Occasionally something of interest floats or wanders by. Roll once each hour on the following chart.

d100	Result
01-55:	No Encounter
56-58:	Beggar
59-69:	Interesting find
70-75:	Strange Noise
76-78:	1 rat
79-80:	Bridge
81-90:	Swarm of 4d6 Rats
91-93:	1d4+1 Dire Rats
94-97:	1 Wererat and 2d6 rats
98-99:	1 Otyugh
00:	1d3 Shadows



channel. The plank can only support 200 pounds at one time. A Balance check (DC 8) must be made to cross the plank. Failure indicates falling into the muck (see disease rules described above).

Swarm of Rats: A swarm of common sewer rats come streaming along the walkway. Though not particularly dangerous as combatants, they do cause all characters to make a Ref save (DC 12) or fall into the sewage.

Rats: 1 hp; see **Monster Appendix**.

Dire Rats: These larger and more deadly rats lurk around corners or in the filth itself before springing out and attacking.

Dire Rats: hp 5 each; see **Monster Appendix**.

Wererat and Rats: An accomplice of Tousice, this wererat (in hybrid form) sends his rat brethren forward to disorient the PCs while he creeps forward to surprise them.

Wererat: hp 5; see **Monster Appendix**.

Rat: hp 1; see **Monster Appendix**.

Otyugh: Very happy in the waste, the Otyuth lashes out with his tentacles as the PCs pass by.

Otyugh: hp 33; see **Monster Appendix**.

Shadows: The shadows lurk in the darkness and hope to surprise the PCs as they wander by.

Shadow: hp 19; see **Monster Appendix**.

Major NPCs

Below are some of the major NPCs the party is likely to encounter while in or around Endhome. Endhome is a large city, of course, and there is plenty of room for more NPCs from the DM's imagination. Like the PCs themselves, the NPCs are not static, stationary, talking statues, thus they are not given precise locations where they will be encountered. Instead, the **Endhome** chapter includes which NPCs are likely to be encountered in which major locations.

Political Figures

Governor Ranlan Pool

Ranlan, a portly man of fifty or so, has been governor for 10 years. After serving 12 years in the senate (during which time he ran a successful spice trading business), Ranlan was chosen to succeed Spiritous Mundae, who himself had been governor for almost a quarter of a century. Ranlan

enjoys the life of Governor and throws lavish parties at his estate over-looking the Gaelon River. He is a frequent diner at Heaven's Gate, and enjoys visiting the bazaar from time to time, just to see how the common folk are fairing.

Governor Ranlan Pool, Human Male Exp6: hp 17; see **NPC Appendix**.

Personality: Ranlan is the consummate politician. Always quick to shake a hand (especially of the well connected and influential), and possessed of a fantastic memory for names, the Governor makes a quick and memorable impression on everyone he meets. Having spent so much time in public life, he has become adroit at disguising his true ambitions, feelings, and ideas, and one must spend much time alone with the governor to discover what lies beneath the layers of polished discourse. At his heart, Ranlan is desperate to maintain his notoriety, and calculates his self worth from the number of people who know his name and vie for his attention. He has a quick temper with his servants and assistants, and is prone to bouts of disabling depression. Still, when all is said and done, he works hard for Endhome and, under his watch, the city will likely continue to thrive and grow.

Kilgore Spink

Governor Pool never strays far from his estate without his bodyguard, **Kilgore Spink**. Kilgore is a seasoned veteran of both the Endhome guard, where he spent eight years, and of several adventures, which he undertook with a party known, cryptically, as The Ascension. He quite enjoys his current well paid and, relatively speaking, danger-free life.

Kilgore Spink, Male Human Ftr5; hp 35; see **NPC Appendix**.

Personality: Kilgore is robust and a firm believer in good health and daily exercise. He has tried unsuccessfully for several years to convince his employer to eat more healthily and go out for a brisk walk every day. Kilgore despises sloth and waste, and frequently reprimands shirkers in the Governor's employ. If encountered off duty, Kilgore might be convinced to recount some stories of his adventuring days with The Ascension.

Tactics: Kilgore normally goes about dressed in studded leather and carrying his shortsword. However, if he believes things are going to get

Ring of Redemption

This very special gold band was forged specifically for the Governor of Endhome. Designed to give maximum protection in moments of crisis, upon uttering the command words "redeem Endhome" the ring activates and grants the wearer a +10 deflection bonus for exactly 1 hour. The ring can only be activated once in a 24-hour period. The ring has, thus far, been handed down from one governor to the next, though it is possible some retiring governor might "forget" to hand it over to his successor.

Caster Level: 15th; *Prerequisites:* Forge Ring, *shield of faith*; *Market Price:* 100,000 gp.

rough (if, for example, the city is under attack or threats have been made against the governor) he dons his chainmail and shield and carries his bastard sword.

Stylus Kant

The current headmaster of the Wizard's Academy, Stylus Kant wears his black hair in a long ponytail, sports a neatly trimmed mustache and goatee, and wears robes from the absolutely finest silks and wools Endhome offers. Stylus spends most of his time at the Academy, but, being an important figure in the community, is from time to time summoned to the Senate or the Governor's mansion. Stylus is unlikely to want anything to do with a bunch of low-level adventurers, but as the PC's notoriety increases, it's possible they could gain his attention or even his favor.

Stylus Kant, Male Human Wiz9: hp 25; see **NPC Appendix**.

Personality: Stylus is surprisingly charming. He has a quiet intensity about him that many people initially mistake for aloofness. Once in conversation, however, he is lively and interested and possessed of exquisite manners. He is extremely ambitious as well, however, and does not make close friends easily. Only a select few are permitted into his inner circle: offers to dinner are usually politely declined. Those who do know him well are fiercely loyal, as the combination of his intelligence and charisma make him a prized friend.

Lurton and Amelia Gaspar

These two represent the height of Endhome old money. They have known nothing but privilege and comfort their entire life. While Lurton is the eldest of three Lurton brothers, Amelia is the second daughter of a high-ranking duke from a neighboring country. Their place among Endhome's social elite is not so much secure as it is ineluctable—they are the elite of the elite.

Lurton Gaspar, Male Human Ari6: hp 21; see **NPC Appendix**.

Personality: Lurton is so hopelessly removed from everyday people that he can't begin to relate to them. If encountered, he smiles benignly, nods politely, and then tries bid a tactful retreat. If, on the other hand, he should seek someone's council or assistance, he is all business. Frank and uncom-

promising, people soon learn why Lurton has kept the family fortune not only intact but ever growing.

Amelia Gaspar, Female Human Ari3: hp 7; see **NPC Appendix**.

Personality: Amelia is no one's fool. She keeps a close watch over her husband's associates to ensure no one is trying to get the better of him. She also runs the house like the captain of a ship. Servants are fired abruptly for impudence or tardiness, and she is ever watchful for sticky-fingered maids. Should she ever have need for adventurers, she tolerates their company for as short a time as possible.

Bragger Bondhome

Bragger is the only demi-human to hold a seat of authority in Endhome. Bondhome has served as captain of the guard for the past 20 years, and given his dwarven longevity will likely continue to do so for at least another 30.

Bragger Bondhome, Male Dwarf Ftr8: hp 74; see **NPC Appendix**.

Personality: Bragger has been the leader of men for so long he's nearly forgotten what life would be like if he didn't have to give orders. He wears his beard neatly trimmed and his armor is always in perfect repair. He commands immediate attention and respect when he enters a room, and his booming baritone demands to be heard when he speaks. Occasionally, after a half-dozen pints or so at The Trading Post, he has been known to wax nostalgic about life in the mountains amongst his fellow dwarves. He does not, however, make a special effort to seek other dwarves' company, as he knows his place now is amongst men, and he does not want jeopardize their trust.

Fernando Quinchino

Fernando is the eldest son of Phillipi Quinchino, and the heir apparent to the Quinchino fortune. With his father now at death's doorstep, Fernando has taken over the day-to-day operation of the business. Like all Phillipi's sons, Fernando was trained to fight, and has made use of his martial skills on a few uncooperative business partners. Despite is girth (he weighs in at about 280 pounds), Fernando is surprisingly quick. He likes to wear a huge gold necklace and bracelets, and he has his eyebrows tweezed twice a week.

Fernando Quinchino, Male Human Ftr1/Exp3: hp 18; see **NPC Appendix**.

Personality: Fernando's motto, were he to have one, would likely be, "I'd rather you fear me than love me." And indeed, when anyone who knows Fernando sees Fernando coming they are likely to duck for cover either to avoid his profanity-laced diatribes, blunt humor, or a smack on the back of the head. This approach to life has had its benefits, for those whom he does trust show him complete loyalty.

High Priest Thaban

The most highly respected clergyman in Endhome, High Priest Thaban oversees the doings at the Temple of Freya and also serves as an advisor of sorts to noblemen, the governor and senators.

High Priest Thaban, Male Human Cler9 (Freya): hp 45; see **NPC Appendix**.

Personality: High Priest Thaban has come to enjoy his respected position in the Endhome community. He regularly makes the rounds with the well-to-do of the city, raising money for his already well-appointed church. When not schmoozing, he occasionally ministers to his flock, but mostly he leaves this to his acolytes.

The Evil Adventuring Party

This small band of adventurers could prove a useful thorn in the PCs' side. Their stats here are for 3rd level. Should it be necessary to do so, feel free to advance them to 5th or 6th level.

Dagon Ziss

This half-drow was the bastard son of the courtesan of a noble drow elf who dwells still in the Underdark city of Ferdozan. His father had a taste for human women, but the offspring this peccadillo produced was not welcome among the "pure bloods," and so he was forced to flee as soon as he was old enough to do so. Now a burgeoning necromancer, Dagon would love nothing more than to someday return to Ferdozan as a full-fledged lich and rain down suffering and death on all those who belittled him.

Dagon Ziss, Male Half-Drow Elf Nec3: hp 13; see **NPC Appendix**.

Personality: Dagon works hard to be as spooky as possible. He dresses in a long black robe, says

little, and hisses slightly when displeased. He has little patience for chatty company and has been known to get up and leave the middle of conversation in which he is not interested. He is dedicated to the adventuring party in so far as they serve his need to gather the power necessary to meet his ultimate goal.

Zero Stranglevine

A nasty little halfling if ever there was one. Like Dagon, Zero has ambitions as well: namely to join the ranks of elite assassins. He believes he could make a fantastic living eliminating people's enemies for pay, and can't wait to give up the life of adventuring and take on this second career.

Zero Stranglevine, Male Halfling Rog3: hp 17; see **NPC Appendix**.

Personality: While Dagon hisses, Zero growls. There is nothing he loves more than having some big, clumsy human make a joke at his expense—such remarks garner a quick and well-placed taste of his dagger. He is fond of apple brandy, and has had to learn lately to curb this passion somewhat (once, while intoxicated he had *his* purse cut; very humiliating). In all, a very capable—if a bit cranky—thief.

Da-Leek Ahats Du

How did the monks at the monastery go so wrong? When they trained Da-leek in the ways of the tiger, as their order is known, they did not for a moment imagine that this very ugly young man would turn out so terribly mercenary and untrustworthy. He was booted from the order before attaining "harmonic fullness." No matter; he had treasures to find and fame to win.

Da-Leek Ahats Du, Male Human Mnk3: hp 20; see **NPC Appendix**.

Personality: You'll be lucky if you can find one beneath his ever-scowling visage. Da-Leek has been shunned for so long for his hideous appearance (he has a hair lip, one eye is larger than the other, copious ear hair, a bent nose, enduring body odor, yellow teeth, and severe acne) that he just assumes everyone he meets is disgusted by him. He prefers to let his fists do the talking.

Gilgar the Gray

Gilgar's long, black hair went gray as a ghost

one summer when he was but a lad of 16; thus his nickname. The color change was due to a frightening vision he had one night in a dream. His dead mother came to him, her face a horrid rotting mess, and told him, cryptically, to "pursue the reaper." Unsure of exactly what she meant, he decided to worship Da-Jin in an attempt to meet what he supposed were his mother's wishes.

Gilgar, Male Human Ftr1/Cler2 (Da-Jin): hp 24; see **NPC Appendix**.

Personality: Gilgar does not consider himself or his god evil. Death is inevitable, he reasons, and so worshipping it is no different than worshipping the moon or the sun, both of which are as unavoidable as The Reaper. Unfortunately, his worship of death has brought about a kind of lazy nihilism that permits him to perform some heinous acts in the name of relativism: These people are going to die sometime, why not now? Of all the party members, he and Dagon have what could most closely be described as a friendship.

Other Characters

The following characters tend to operate alone. Some could be talked into joining the PCs, others might lend assistance in time of need, while still others might provide information.

Curly Barns

The PCs will have a hard time *keeping* Curly from joining their party. This gnome bard is in search of a "band of brothers" with which to align himself, and, if the PCs are good and the slightest bit good-natured, he will seek to have himself adopted by them.

Curly Barns, Male Gnome Brd2: hp 11; see **NPC Appendix**.

Personality: Curly is a charmer when met at a bar or an inn, but he is desperately insecure and at a loss as to how to get along with other people when not entertaining them. Thus, he has a habit of dominating conversation, which, once folks tire of his talk (which can take some time as he is quite a good and interesting talker) becomes increasingly problematic. Should he be allowed to join a band of adventurers, he will be a loyal, if tiresome, companion.

Development: As noted above, if the PCs are good aligned and good natured then Curly seeks to hook up with them. First he asks when they

next plan to "head out into the great, wide, unforgiving wilderness." He then offers to join their band. If they decline, he seeks to determine where they are staying, and, if they have told him when they are leaving to adventure, he is waiting for them at their inn "ready to go." If they again decline his company, he might go so far as to follow them at a discreet distance and then stumble into their camp site. The DM is encouraged to play this NPC for comedy and pathos.

Moorrin

Moorrin is a local boy, the son of a middle class merchant family (upholsterers, to be exact), who discovered at an early age he had a gift for magic. Try as he might, he could not play the role of heir to the upholstery business, and so has been casting about ever since for a way to make his living as a sorcerer.

Moorrin, Male Human Sor3: hp 17; see **NPC Appendix**.

Personality: Moorrin pursues his career as an adventurer with much guilt. Tirelessly practical, he is always counting his coppers, seeking to stay at the cheapest clean inn, saving crusts of bread for toast the next morning, darning his socks, mending his robe. He clings to the belief that if he does very well as adventurer, and is frugal, he might retire early and open a little shop of some kind and settle down and "live like a grown up."

Development: Moorrin is hoping there is some way to make a living as a sorcerer aside from adventuring, and, if he joins forces with the PCs, threatens constantly, if apologetically, to part company, declaring, "I can only do this a bit longer, then I really have to settle down." Thus, the DM can have him stay with the PCs only so long as it is useful to the campaign.

Kytor the Red

Kytor got his nickname, not surprisingly, from a great mane of red hair he used to wear in a long braid down his back. Used to, that is, until the better part of it fell out at the age of 22, at which point he eventually shaved his pate and has kept it thus ever since. A retiree of the city guard, Kytor knows the town well and is often looking for something to do. Four months ago he accompanied two halfling brothers into a crypt about 50 miles northeast of Endhome and came away with

a good haul which he has been living off of ever since.

Kytor the Red, Male Human Ftr2: hp 20; see **NPC Appendix.**

Personality: Kytor is fond of drink, and when drunk is prone to ramble on about his glory days in "The Guard." One might wonder, given his propensity to wax nostalgic about military life, why he ever left, but that question is irrelevant. Kytor is a hopeless grass-is-always-greener type, and life for him was always braver and better once before or looking brighter sometime soon; in the meanwhile he noisily endures the company of swindlers and layabouts, distrusts religion, and never eats a meal that couldn't have been a little tastier if the cook had just taken the time to care.

Development: If the PCs can bear him, Kytor is happy to join their party, and a good strong arm he is. Otherwise, they are likely to find him drinking and complaining at any one of the local taverns.

Adventures in Endhome

As mentioned in the Introduction, there are a few adventures in Endhome itself in which the PCs might become involved. These could provide an interesting contrast to the dark tunnels of a dungeon, and allow Endhome to function as more than just a place to rest, make scrolls and potions, and sell booty. These adventures range from information gathering forays to spying and fighting.

The Wererat Warren is an in-city dungeon crawl for characters of 1st-3rd level that pits the players against an evil pack of wererats, and provides clues as to the true evils of the Pulanti family.

The Slaving Priestess is appropriate for characters of 2nd-4th level, and involves information gathering and stealth, as well as a potentially violent climax.

The Renegade Wizard details the lair of a demented conjurer deep in the city's sewers. This

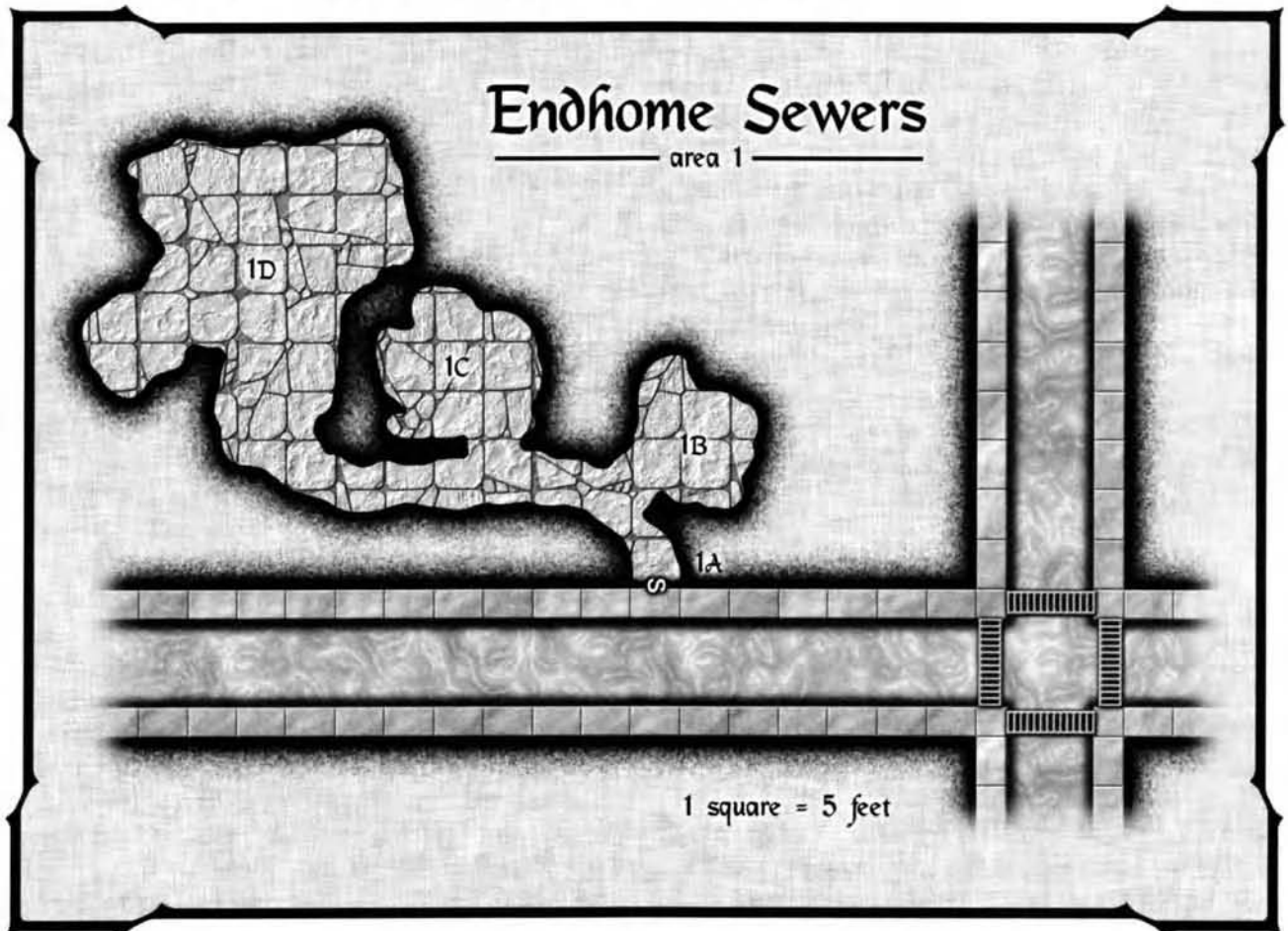
adventure is appropriate for characters of levels 3-5.

The Pulanti Estate may either start as a follow up adventure to *The Wererat Warren* and/or *The Renegade Wizard* or as a missing persons case. It is appropriate for characters of 3-6th level, and involves ridding the city of a family of vampires.

Finding Fenton is appropriate for any level characters, and provides a link and reason for the characters to visit Barakus in search of a lost husband.

The Lost Treasure Map can be inserted as the DM desires at any point in the adventure, and is appropriate for characters of any level. It leads the characters to the Barakus.

The Reward for the Greentree Bandits can likewise be started at any time, though the adventure itself is appropriate (at its climax) for characters of levels 3-5.



The Wererat Warren

A small warren of wererat thieves has taken up residence in the sewers. They are led by Tousice, a cunning rogue who has recently made a deal with the Pulantis to further his power. The caves have been dug out of the earth and are supported by wooden beams. The ceilings are only eight feet high; anyone wielding a large weapon suffers a -2 circumstance penalty to all attack and damage rolls.

Area 1A: Trapped Secret Door

Tousice did his level best to disguise the door to his warren, but he knew an average thief could find it without difficulty. Thus he trapped the door both with poison needles and a bell to warn himself and his fellow wererats.

Secret Door: 2 in thick; Search (DC 15); trapped.

Poison Needle Trap: CR 2; mechanical; touch trigger; repair reset; lock bypass (Open Lock DC 25); Atk +10 ranged (1 hp + poison); poison (Fort save DC 14; 1d4/1d4 Con); Search (DC 20); Disable Device (DC 20); *Market price:* 4,250 gp.

Bell Trap: Search (DC 18); Disable Device (DC 15).

Development: If the bell is sounded the wererats from Area 1C arrive in two rounds, and Tousice and his fellow rogues arrive in 3 rounds. If the PCs flee, the wererats do not bother to pursue, but a wererat is stationed on the other side of this door at all times for the next 3 days.

Area 1B: Rats Nest (EL 2)

Common rats can't help but to be drawn to wererats, and Tousice allows a host of these critters to nest here. A total of **20 common rats** swarm about in this cave. Fire of any kind sends them scattering, although the sound of their frightened squeals likely draws the attention of Tousice and his accomplices.

Rats (20): CR 1/8; hp 1 each; see **Monster Appendix**.

Tactics: Although they won't attack on their own, Tousice commands the rats to swarm around and distract arcane spellcasters in combat.

Area 1C: Common Wererats (EL 5)

This small cave contains three piles of rags that serve as beds, and a rotting wooden box containing the **treasure**. A lamp burns against the western wall, and the floor is scattered with bones and a few coppers.

This cave is home to **3 common wererats**. These are Tousice's foot soldiers, and they attack all intruders immediately.

Wererats (3): CR 2; hp 12 each; see **Monster Appendix**.

Treasure: A thorough search of the beds and the wererats uncovers 48 sp and 13 gp. The rotting box contains a 12-piece set of finely crafted silver-plated flatware (12 knives, 12 forks, 12 spoons) worth a total of 70 gp, a silk cape worth 25 gp, a pair of gold bracelets shaped like intertwined snakes worth 20 gp each, and a masterwork flute.

Area 1D: Thieves' Chambers (EL 7)

A hooded lantern sits on a small wooden table against the northern wall lighting this cave dimly. Four moldy mattresses covered in blankets lay in the southwest corner along with a locked iron chest containing the **treasure**. There is a table and three chairs in the middle of the cave, upon which is a map (see below).

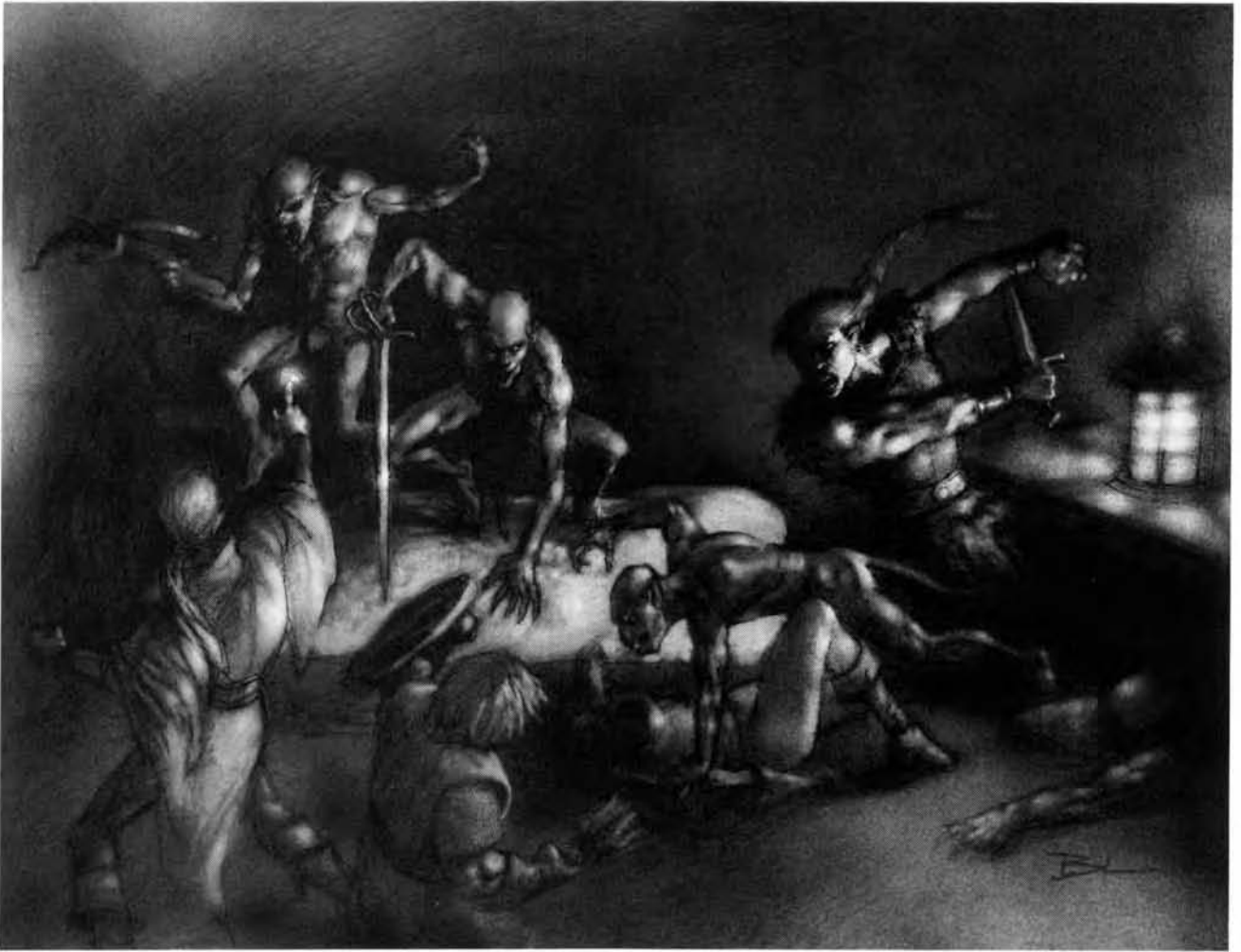
Locked Iron Chest: Hardness 10; hp 40; Open Locks (DC 20); Break (DC 25).

Tousice, a Rog3 wererat, and his three **Rog1 wererat** accomplices, call this place home. Here they count their treasure and plan their next heist.

Wererat Thief, Male Human Rog1 (3): CR 3; hp 11 each; see **NPC Appendix**.

Tousice, Male Human Rog3: CR 3; hp 23; see **NPC Appendix**.

Tactics: Tousice prefers to lead with his tangle-foot bag against a fighter and his thunderstone against spellcasters. Once in melee, he and the thieves use their tumbling ability to gain flanking positions to utilize their sneak attacks. If Tousice hears combat anywhere in the warren, he assumes the worst and gathers all his thieves and goes to investigate. If things look dire, Tousice uses his smokestick to mask his retreat.



Treasure: 125 gp, a gold plated ink and pen set worth 75 gp, six gold signet rings worth 5 gp each, 10 small sapphires worth 10 gp each, a breast plate, a masterwork handaxe, a silver candelabra worth 45 gp, a thunderstone, a tanglefoot bag, and *potion of charisma*.

Development: Although Tousice and his band are independent agents, they have recently come in contact with the Pulanti family and arranged an exchange of services. Being lazy vampires, the Pulantis do not always like to leave their home to round up victims for their bloodlust, and so have hired the wererats to do it for them, providing in return easy access to the noble district. Tousice usually kidnaps some poor street urchin from the slums, and so far this tactic has worked, as no one has noticed or cared that these poor unfortunates have gone missing. Unfortunately, their latest victim was not actually a street urchin, and it is because of this mistake that the PCs might become involved (see **The Pulanti Estate** chapter).

The Slaving Priestess Background

Elan Kanto, a female priestess of Da-Jin, arrived in Endhome several years ago and saw an opportunity. The city was rife with homeless beggars, and she had contacts with a slaver, Dash Montrose, who was always on the lookout for cheap “cattle.” She then proceeded to set up a fake temple of Jamboor and began “taking in” these lost souls, feeding them, bathing them, and putting them to work around the temple. Then, after a few weeks of this good care, she carted the men and women to the docks in the middle of the night where a ship from Dash Montrose was waiting. The captain handed her a purse of coins, she handed him the confused rabble, and these lost souls were never heard from again.

The plan has been going along famously for six months, and Elan has taken in a hefty profit.

Aware that her undertaking is illegal, she has rounded up two acolytes and several strong arms to protect the temple against the curious. In general, the local authorities appreciate her efforts—anyone willing to remove the beggars from the streets and thereby make their city a more inviting destination for merchants and monarchy is considered a civic asset. Some in the senate have begun to ask questions about what exactly she *does* with the homeless men and women, but they aren't asking too loud or too long; truth is, most people in charge just don't want to know.

Two months ago, however, Father Beamus arrived in Endhome to takeover the small struggling temple of Solanus. Father Beamus has a huge heart and began immediately to do all he could to help the beggars and street urchins. It wasn't long before he grew suspicious of Elan and her efforts to aid the poor. His conversations with the locals raised some dark suspicions in him, and he found Elan's brusqueness and elusiveness when he asked her a few questions about her plans for the beggars an unusual response from someone supposedly as dedicated as she to the plight of the less fortunate. Father Beamus is preparing to look more deeply into these matters, a possibly fatal decision on his part.

Adventure Hooks

There are a number of ways the PCs might become involved in this story line. First, and most obvious, is Father Beamus. Recently, a beggar left the temple on his own accord not long before Elan Kanto was preparing to ship him off. Though he did not know her exact plans, he sensed something sinister in her, and did not trust her assurance that they were going "somewhere better; where the grass is green and the air is sweet." This beggar, Narl Gooden, was a hardened cynic and quite certain no such place existed anywhere on the planet. He expressed his concern to Father Beamus when the good priest took him in and fed him some soup. Shortly thereafter, Beamus meets the PCs and explains his dilemma and asks if they would be willing to help, since the authorities have shown no interest in the matter. He cannot pay them, but he offers free healing whenever they need it for as long as they stay in Endhome.

Secondly, the PCs might stumble upon the beggars as they are being loaded onto the ship. This

scene is detailed below in the **On the Docks** section.

Lastly, a conscientious constable, Paddy Kirk, approaches the PCs for their help. He has seen some "strange goings on" on the docks, and doesn't like the looks of it. His superior, Phillius Quinn, who is in Elan's pay, has told Paddy "to pay no never mind." Fearing reprisals, he turns to the PCs and asks them to do some snooping around the temple and see what they can come up with. Paddy explains that one night he saw a group of men and women, whom he believed to be bound with rope, being loaded onto a ship. By the time he reached this ship, the men who had been loading them on had slipped away, and the captain of the ship was pulling up anchor. He thought he heard moans of fear coming from somewhere in the ship's hull.

How To Run This Scenario

Since there are number of ways the PCs might become involved in this adventure, there is no set order of events it is likely to follow. However the PCs do get involved, they are probably going to start by going to the church and asking around, followed, probably, by them sneaking in and doing more covert investigation. Eventually, they are going to have to do battle with the temple and its forces, whether in the temple itself, or in an ambush. However the adventure goes, we have attempted to provide descriptions of the various locations that details its inhabitants' reactions to neutral and hostile visitors.

The Players

Below is a list of all the major NPCs involved in the adventure.

Elan Kanto, Female Human Clr5 (Da-Jin): hp 32; see **NPC Appendix**.

Acolytes (2), Male Human Clr2 (Da-Jin): hp 14; see **NPC Appendix**.

Durgan Procuro, Male Human Ftr2: hp 19; see **NPC Appendix**.

Father Beamus, Male Human Clr3 (Solanus): hp 15; see **NPC Appendix**.

Guards (7), male War1: hp 5; see **NPC Appendix**.

Area Locations

There are three main “areas” in this adventure: the temple of Solanus, the docks, and the temple of Jamboor. All are detailed below. Where appropriate we have noted both who is present and how they react depending on the time of day and the PC’s intention.

Area 18: The Temple of Solanus

This small, simple stone building stood derelict for almost two years before Father Beamus, on orders from his superiors and a general plea from the governing forces of Endhome, arrived two months ago and revived it.

Area 18a: The Chapel

Though a bit crowded with pews, and still dusty from years of neglect, the small chapel is nonetheless brightly lit, and, on a sunny day, a warm and cheerful place. An idol to Solanus, a blazing sun inscribed with an open palm, stands supported by two brass columns against the north wall. Beside the idol are two, five foot-tall candleholders. During services these are lit while parishioners come forward, kneel, and deliver silent prayers.

Father Beamus can usually be found here most days, giving a sermon, tending to a member of his congregation, or tidying and repairing the chapel.

Development: If it so happens the PCs decide on their own to visit the chapel, then Father Beamus recognizes them as adventurers, and asks if they would be willing to help him (see **Adventure Hooks**, above).

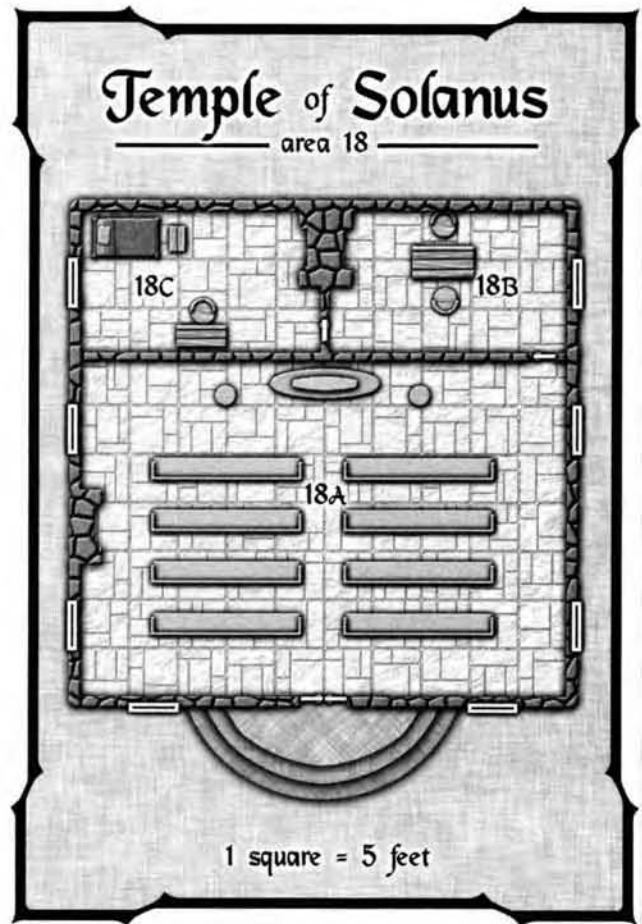
Area 18b: Office

This chamber contains a plain wooden desk with three drawers (containing ink, three quills, and sheets of blank writing paper), and two chairs. There is little else of interest in the room.

Father Beamus conducts official church business here, of which there has been scant little since his arrival. He prefers the coziness of the rectory, or the holiness of the chapel.

Area 18c: Rectory

Father Beamus’ chamber is warm, dry, and tidy.



There is a writing table and chair against the south wall, and a bed and small trunk against the north. The trunk contains his club, some traveling clothes, two extra robes, and an unlocked wooden box containing 35 gp.

Area 10: The Docks

The prospective slaves are loaded onto a boat and shipped to the slaver Dash Montrose in the middle of the night. Elan rents a warehouse (Area 10B) from the Pulanti family who have no knowledge of nor interest in what she does with it as long she pays her rent faithfully, which, with the healthy profits from the slave trade, she does. The slaves are stored in the warehouse while the slavers-Elan’s hired men and sometimes Elan herself wait for the ship’s arrival. Dash never wants his ship to linger any longer than necessary, so the exchange of goods, as it were, always happens very quickly: The boat comes and docks, the slaves are hurried onto the ship, the payment is made, and the ship pulls out. The entire affair takes no longer than 30 minutes.



The area described in this adventure is a stretch of docks, across from which are numerous warehouses, with single front entrances. This adventure deals with two such warehouses. DMs should provide a simple map to illustrate the area as they see fit for the encounter.

The Dock (EL varies)

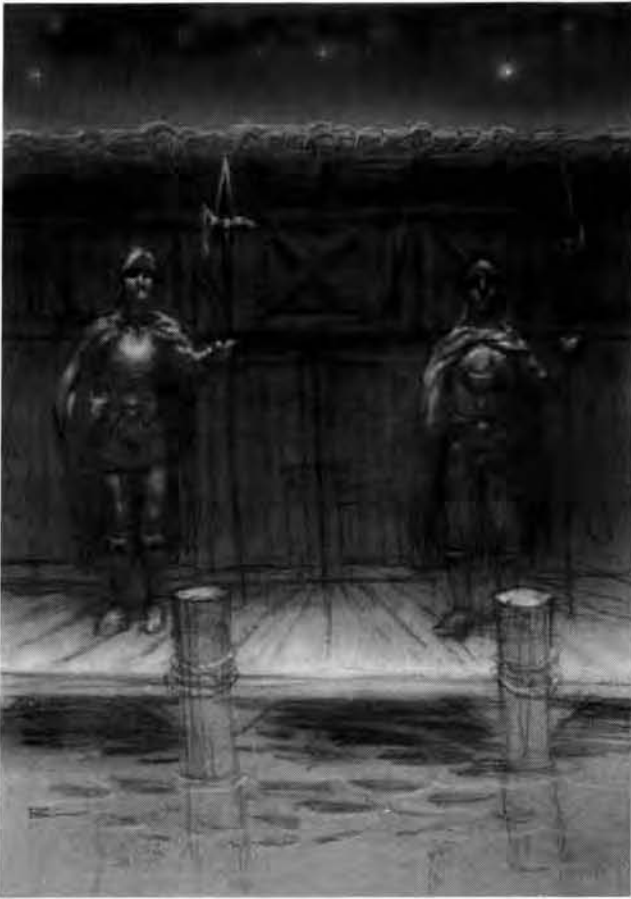
By Day: There is little by day to suggest the sinister goings-on that sometimes transpire here at night. A merchant ship or two might be moored in the slips, but these docks are otherwise indistinguishable from any other dock in Endhome. The only occasional difference is that on days when the slave boat is expected, Elan sends a man to watch the dock and to direct ships to other slips.

By Night: Again, most nights this area is indistinguishable from any other dock in Endhome: drunk

sailors and harlots wander the wooden boards of the docks, seagulls perch on piers, the smell of brine and sea wrack fills the air. About once a month, however, the slave boat arrives. On these nights, the slips are cleared of all other boats, and **2 guards** stand watch outside the door to Area 10b.

Guards (2), Male Human War1: CR 1/2; hp 5 each; see **NPC Appendix**.

Tactics: These guards are not looking for a fight, and are under strict orders not to draw too much attention to themselves. If the PCs happen by here the guards merely watch them casually. If approached, they explain they are guarding some valuable merchandise for a wealthy local merchant. If the PCs want more information than this, the guards tell them to “buzz off,” and “quit being so curious. It’s not good for a man’s health.” If attacked, they immediately call for reinforcements from Area 10b while they attempt to hold off the PCs.



Warehouse (EL varies)

By Day: The doors are secured with a thick padlock (Open Locks DC 20; Break DC 25); the windows are boarded at all times. If entered, the warehouse appears empty. A careful search (Search DC 22) uncovers some human hairs, straps of shoe leather, and a piece of red cloth matching, if the PCs are clever enough to figure it out, the robes worn by members of the temple of Jamboor. Elan has her men clean the warehouse after each delivery, but they are not always thorough.

By Night: The warehouse is the same as during the day unless it is the night of a delivery. In this case, the warehouse contains 2d4+2 slaves (male and female human Com1, hp 2 each, non-combatant), **3 guards, Durgan Procuero, 1 Acolyte,** and sometimes **Elan Kanto** herself (see below). Durgan and the guards keep the slaves quiet if there is any sound outside.

Guards, Male Human War1 (3): CR 1/2; hp 5each; see **NPC Appendix.**

Durgan Procuero, Male Human Ftr2: CR 2;

hp 19; see **NPC Appendix.**

Acolyte, Male Human Clr2: CR 2; hp 14; see **NPC Appendix.**

Elan Kanto, Female Human Clr5: CR 5; hp 32; see **NPC Appendix.**

Tactics: Intruders are attacked immediately and slain without mercy; no one can be allowed to survive and report what is going on here. Elan sends the guards and Durgan forward to engage the PCs while she and the Acolytes cast *shield of faith* and (in Elan's case) *bull's strength* on themselves. The clerics prefer to use their offensive spells (*cause fear, hold person, inflict wounds*) before engaging in hand-to-hand. Elan is not above casting *invisibility* on herself to escape if the combat turns against her and her men.

Development: If this combat occurs outside the warehouse, it might attract the attention of the guards. If the melee lasts longer than five rounds, 1 patrol arrives in 2d6 rounds to investigate. Should this occur, Elan uses her *enthrall* spell to help her Bluff the guards into believing the PCs were attacking her and that she was only trying to help some poor, homeless souls.

Empty Warehouse

This derelict building adjacent to the slaver's warehouse, is too rundown to serve as safe or useful storage. It is, however, just perfect as a home for Betsy Ploom. Betsy wanders the streets of Endhome surviving off other people's refuse and, occasionally, picking up a little work as a seamstress. She quietly makes her home in one corner of this building, unbeknownst to Elan and her thugs. In the southwest corner, under some old rags, are her belongings: an old coat, two pairs of boots with most of their soles missing, a tin cup, a fork, and a blanket. Betsy can be found here most nights, and, if bribed with some food or a gold piece or two, she divulges the following information:

Some kind of priest lady and big men with swords use the building next door.

Every so often, they bring some people here in chains and hide them in the building. Eventually a ship comes and the people are brought on board. The ship then pulls away.

She has recognized some of the people being taken onto the ship. She says they were all beggars who worked the streets.

Encounter at the Dock

There are several ways to handle this area, depending on when the PCs investigate, and how the DM wishes this adventure to climax.

The Random Encounter: The PCs just happen by as they are exploring Endhome. If they come down to the Docks at night, have it be the night of a delivery. Likely as not, they will become a little suspicious. Perhaps they'll talk to the guards. If they get extra curious and attempt to break into the warehouse, only have one acolyte and the guards present. If the PCs manage to see the slaves being loaded onto the ship, either by luck or by patience (spying), consider having them spotted by the guards. If this is the case, Elan hires a group of thugs from a local gang to ambush the PCs in the streets at night (see below).

As A Part Of An Investigation: Unless the PCs know specifically when the slaves are being shipped out and head for the docks on that designated night, it should be assumed they investigate this area on an "off day." This would be a good chance for them to perhaps meet Betsy Ploom or break into the warehouse and become curious about the hair, shoe leather, and red cloth.

As A Culmination Of The Adventure: The docks are a perfectly suitable place for the PCs to have their final encounter with Elan and her minions, especially if she is preparing to deliver the slaves to Montrose and his men. If the PCs come to the docks by design to foil Elan's plan, then Elan, her acolytes, and all her men are present. Perhaps the PCs arrive just as the delivery is being made. The slavers, it should be noted, want nothing to do with a pitched battle, and as soon as they spot a melee on the docks, they pull up anchor and begin heading out.

Area 17: The Temple of Jamboor

This large temple is made of finely crafted mortared stone. The ceilings in areas 17A, B, and C are all 20 feet-high, while the rest of temple has 10 foot-high ceilings. The stain glass windows lining Areas 17 A, B, and C depict images of death and dying, though in a reverential, not macabre, fashion. During the day, normal parishioners can sometimes be seen coming in and out of temple for services; the temple, of course, is

only a front, so Elan keeps her services and priest work down to a minimum so as not to interfere with her slaving business.

Area 17A: Grand Entry Hall (El 1/2 or 1)

Grand indeed. The floor is decorated with an ornate mosaic of red and black, and four thick pillars caved with images of bones, clouds, and the four elements stand near this chamber's corners.

By Day

One guard watches the front door, and a beggar washes the floor on his hands and knees in the southwest corner. Strangers are not entirely unusual, so the guard watches the PCs as they enter, but does not give them particularly careful scrutiny: it's possible, after all, that they are devotees of Jamboor come here to worship. If asked why a guard is necessary to watch the front door of the temple, the guard gestures with his head to the beggar, and says, "We keep a bunch of these types around. I just make sure they don't get out of hand." If they have any other questions about the temple and its operations he directs them to Elan in Area 17C. If the PCs attempt to talk to the beggar washing the floor, this poor lout glances nervously at the guard and says he has been given a warm dry home by the generous and beautiful Elan and is thankful every day for it.

Optional Encounter: If the DM wishes, while the PCs are talking to either the guard or the beggar, another beggar enters this area from the doors in the south and attempts to leave through the front doors. An exchange between guard and beggar then ensues, going something like this:

Guard: Where do you think you're off to then?

Beggar: I'm going home.

Guard: Ah, don't be daft. This is your home, sonny. No run back and get to work.

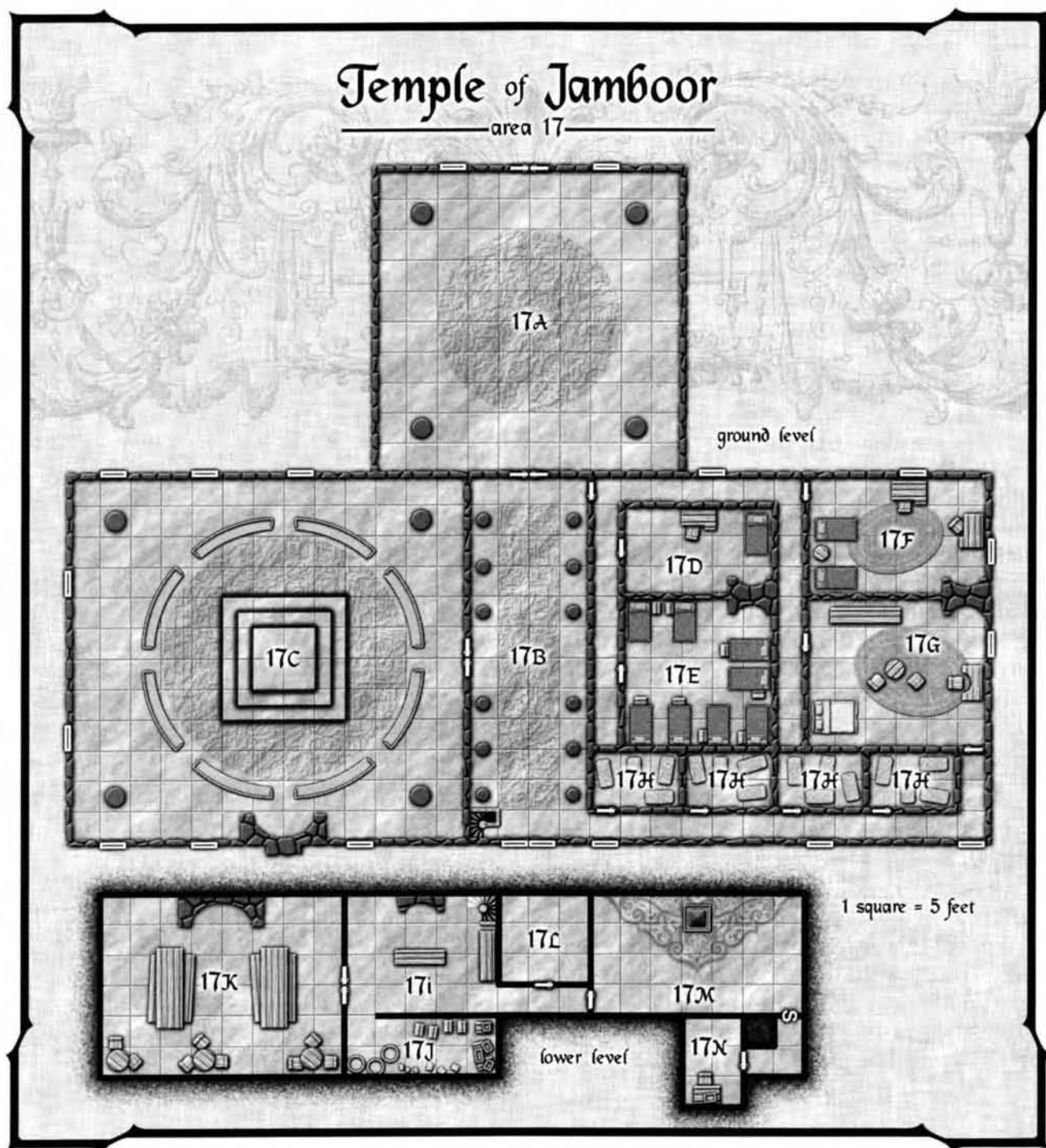
Beggar: I don't want to work no more. I want to go home.

The guard then pulls him close and whispers something in his ear, after which the beggar goes white, turns on his heels, and goes back through the doors into the temple. If questioned about this, the guard simply says, "I'm just doing my job. If you have any question, you need to talk to Mistress Kanto. Through those doors, and then the door on your right.

Tactics: If the PCs attack this guard he immedi-

Temple of Jamboor

area 17



ately shouts for help. As soon as this warning cry is given, all the guards and Durgan Porcuro converge on either this area or Area 17B within four rounds, depending on where the PCs are. Elan and her acolytes arrive somewhat later, as they must first rush to their rooms to don their armor.

By Night

Two guards stand guard on either side of the

doors. These doors are kept locked with a dead bolt after 8:00 pm and no one is allowed in or out unless they know the password (“dried bones”). A successful Bluff check might get the guards to open the doors, but the guards are given an automatic +10 to their sense motive checks since they know pretty much everyone who might want to come in after hours.

Bolt-Locked Double Doors: 2 in. thick; Hard-

ness 5; hp 30; Break (DC 30); Open Locks (NA).

Tactics: If attacked the guards immediately attempt to fall back to Area 17B where they can gather reinforcements and shout for help. If prevented from doing so, they fight on here, shouting for help from the guards in Area 17B.

Guards, Male Human War1 (1 or 2): CR 1/2; hp 5 each; see **NPC Appendix**.

Area 17B: Hallway (EL 1/2 or 1)

A mosaic pattern similar to that in Area 17A stretches down the center of this hall, and six carved pillars line the east and west walls. A set of wide double doors stand in the center of the western wall, and two smaller, simple wooden doors are set into the north and south corners of the east wall. Written above the double doors in Draconic are the words, "Ashes Give Life". The spiral staircase in the south leads to the temple's lower levels.

By Day

One guard stands watch by the door to Area 17C, while three beggars wash the floor and scrub the pillars. This guard's job is to watch the beggars and make sure they do their work faithfully and quietly. If asked any questions, the guard directs the PCs to Elan Kanto.

Tactics: If this guard hears the shouts of combat from Area 17A he sticks his head into the northeastern door, and shouts for reinforcements from the occupants of Areas 17D and 17E. If he hears combat anywhere else, or the sound of breaking glass, he goes directly to investigate it.

By Night

Two guards are stationed here, one by the southern door and one by the door leading to Area 17A. Their main job is to keep the beggars from sneaking out, although they have been briefed on the possibility of intruders attempting to break in. From time to time one guard pokes his head through the southeastern door to make sure everything is fine in that direction. If the PCs make it to this area without first sounding the alarm, the guards automatically assume they are hostile intruders and sound the alarm themselves.

Guards, Male Human War1 (1 or 2): CR 1/2; hp 5 each; see **NPC Appendix**.

Tactics: As stated above, if the guards in Area 17A sound the alarm, the occupants of the temple—these guards first and foremost—attempt to make a stand in this hallway. The guards immediately attempt to shout for help through the northeastern door at the first sign of trouble. They do this even before going to investigate the sounds of combat in Area 17A.

Area 17C: The Temple (El Varies)

Shadows from the haunting images in the stained glass windows darken this large chamber. A circular mosaic fills the center of the temple, atop which is a three-tiered ziggurat crested by a stone statue of an eclipsing sun. Surrounding the mosaic and ziggurat are several curved wooden benches, wherein the faithful sit while worshiping their enigmatic god. During services, Elan stands atop the ziggurat with her parishioners below and all about her and delivers her sermon "in the round" as it were.

By Day

One acolyte over-sees **three beggars** as they scrub the floors and windows. Elan can also be found here during the day, either delivering her weekly sermon, or talking with an acolyte. If the PCs are investigating the temple and hoping to ask questions of its leader, put Elan here, as it makes for a more dramatic setting for their conversation.

Development: Elan is elusive to say the least. If asked general questions about her temple and her use of beggars, she explains that she pulls these poor creatures from the streets, gives them food, clothes (if necessary), and a warm place to lay their blankets. If prodded further, she says that due to the large number of nobles and wealthy merchants that find their way to Endhome she often places her "children" in these wealthy strangers' employ, quite often as servants. Thus, her use of them as floor-scrubbers, mantle-dusters, and scullery maids: "Training," she explains. She is not willing to discuss her business beyond this. She is busy, she says, and must get back to important matters.

If the PCs take this direct line of questioning, Elan immediately becomes suspicious and hires a group of thugs to intimidate the PCs into dropping their investigation (see below).

By Night

If the PCs are in the temple at night, they are in all likelihood either breaking in to gather more information, or attempting to free the slaves/slay the slavers. Whichever is the case, Elan is here leading her acolytes and Durgan Procuero in a dark ritual to Da-Jin. Elan and her acolytes are dressed in their armor as a sign of respect to their god. How the occupants of this room react to intruders depends upon where the intruders are spotted. If they break into this chamber, Elan sounds the alarm while the acolytes and Durgan charge the party. If the PCs are spotted elsewhere, Elan sends Durgan to investigate, then follows with her acolytes four rounds later. For tactics refer to Areas 17A and 17B.

Elan Kanto, Female Human Clr5: hp 32; see **NPC Appendix**.

Acolytes, Male Human Clr2 (1 or 2): hp 14 each; see **NPC Appendix**.

Durgan Procuero, Male Human Ftr2: hp 19; see **NPC Appendix**.

Area 17D: Durgan Procuero's Chamber (EL 0 or 2)

This small room contains a bed, a writing desk, a chair, and a fireplace. Depending on the season, Procuero has his slave **Lank** (see below) keep the fire well stoked. If not attending to business elsewhere, Durgan Procuero can be found here resting, reading, or writing.

Durgan Procuero: Male Human Ftr2: CR 2; hp 19; see **NPC Appendix**.

Treasure: In addition to a bedpan and an extra pair of boots, hidden beneath the bed (Search DC 10) is a small, locked wooden chest (Open Locks DC 18; Break DC 22) to which Durgan has the key. Within the chest are 75 gp, a pair of masterwork manacles and their key, a masterwork dagger, and an empty gold picture frame worth 100 gp. What's more, on the desk is a scrap of paper upon which is written the following note: *Must remind guards to refrain from beatings one week prior to shipment. Bruises are lowering sale value.*

Development: Durgan has taken on Lank as his personal servant. A scrawny man in his fifties with shoulder-length, thinning gray hair, copious facial moles, and ten missing teeth, Lank is rea-

sonably thankful for this full-time "job." By night, Lank sleeps with the other workers, but by day he attends to any of Durgan's needs: drawing and heating him a bath, fetching his meals or cleaning his quarters. Lank has worked for Durgan for two months now and has, in this time, surmised that his fellow workers are shipped off to a destination not of their own choosing, and that once a person comes into the temple to be "saved" from a life on the street, they may not leave should they wish to resume their life on the streets, or anywhere else for that matter. If somehow encountered away from his master, and promised amnesty from reprisals for his passive role in this sordid affair, Lank is willing to divulge the above information, as his conscience is beginning to eat at him.

Area 17E: Warrior's Quarters (EL Varies)

Eight guards are housed in this chamber. The room is sparsely furnished with eight beds and eight footlockers.

By Day: Elan needs more men for night duty than day, so **5 guards** are resting here during the daylight hours. Realizing that a large number of armed guards would appear suspicious, Elan instructs her men to be careful in their comings and goings from the temple during the day. It takes them 10 rounds to rouse themselves and prepare for battle if the alarm is sounded.

By Night: Four of the guards are on duty in the temple proper, while the other **4 guards** rest here. It takes them 10 rounds to rouse themselves and prepare for battle once the alarm is sounded.

Treasure: A complete search of the trunks uncovers 250 cp, 195 sp, 15 gp, and a gold bracelet worth 80 gp.

Guards, Male Human War1 (4 or 5): CR 1/2; hp 5 each; see **NPC Appendix**.

Area 17F: Acolytes' Chamber (EL Varies)

This chamber contains two beds, a nightstand, two desks, two writing tables, and a throw rug. Beneath each bed are small trunks (Search DC 5) containing assorted personal gear and the **treasure**.

By Day: The acolytes are both on duty during

the day, one in Area 17C, and one in the kitchen below. If the DM so wishes, one might be resting here between duties.

By Night: Normally, the acolytes would retire here to sleep after a long day of chores. However, depending on the timing of the adventure, they might also be in Area 17C with Elan Kanto worshipping their god. Their location, therefore, is up to the DM.

Acolytes, Male Human Clr2: CR 2; hp 14 each; see **NPC Appendix**.

Treasure: The two trunks, which are unlocked, contain a total of 250 sp, 85 gp, and 2 *potions of cure light wounds* (3rd level, 1 dose).

Area 17G: Elan Kanto's Chambers (EL 0 or 5)

Elan has spared no expense in furnishing her abode. In addition to a king-sized canopy bed, there is a mahogany writing table with matching mahogany chair against the east wall, a 12 foot-long mahogany serving table resplendent with liqueurs, ports, and sherries in crystal decanters, and, on a silver serving tray, 12 crystal goblets; there is an oak table and two matching oak chairs in the center of the room; there is a five foot-high portrait of the Elan in a gold frame hanging on the southern wall, and a 4 foot by 8 foot mural of a windswept graveyard hanging above the serving table.

When not attending to duties elsewhere, Elan rests here. If she has any official business, particularly pertaining to the slave trade, she does it here also.

Elan Kanto, Female Human Clr5: CR 5; hp 32; see **NPC Appendix**.

Treasure: The goblets, serving tray, and decanters are worth a total of 400 gp; the portrait of Elan is worthless but its heavy (25 pounds) gold frame is not (150 gp); the graveyard mural might fetch 50 gp from an art dealer. In addition, a secret compartment in the wall above the fireplace (Search DC 25) contains a small locked box (Open Locks DC 22; Break DC 25) within which are four black pearls worth 150 gp each. The key to the box is hidden in a loose stone in the fireplace itself (Search DC 28). Lastly, there is a third secret compartment in the writing desk (Search DC 25) containing the keys to Area 17N and the strong-box therein.

Development: In the top drawer of Elan's desk are receipts for the sales of the slaves. She is immensely proud of her thriving business, and keeps scrupulous records of all transaction. They are listed thusly:

May: 9 total, 8 men 1 woman, 350 gp for men (43, 7 and 5 average), 56 gp for woman (concubine?). Total average per: 45, 10 and 1.

July: 8 total, 4 men, 4 women, 162 for men (40 and 5), 143 for women (35, 7, and 5). Total average per: 38, 1 and 3-must make sure they have all their fingers!

And so on.

Area 17H: Slaves' Quarters (EL 0 or 1/2)

Each of these small chambers houses anywhere from 0 to 4 slaves. The rooms are simple: a bedpan, and four straw mattresses and four blankets. The doors are locked at night (Open Locks DC 18; Break DC 25).

By Day: The slaves are put to work during the day, either cleaning the temple upstairs, or tending to business beneath the temple.

By Night: The slaves are required to return to their chambers by nightfall and are not allowed out until the guard hammers on their door. **One Guard** patrols this hallway during the evening hours to make sure none of the slaves attempt to break free and that they generally behave themselves.

Guard, Male Human War1: CR 1/2; hp 5; see **NPC Appendix**.

Area 17I: Kitchen (EL Varies)

All the food for both the slaves, the guards, and the clerics is prepared here. **Arman Goal** (Male Human Com1, hp 2, Profession [cook] +4) is in charge of preparing the food along with **two beggars**. There are two long tables for chopping and preparing food, a number of knives and cleavers hung on a rack on the southern wall, and a huge fireplace in which all the meals are cooked (primarily stews).

Development: Arman does not want to make trouble for himself. He's glad to have a job and if questioned says he has no idea what happens to the "poor lost souls" when they leave the church. He does not fight, only cowers and begs for mercy. Only when the temple has been cleared and Elan is dead or driven off does Arman confess

that he had always suspected something foul was afoot, but, he counters, "Ain't that so all over the world?"

Area 17J: Pantry

Breads, cheeses, dried meats, flour, beer, water, cornmeal, vegetables, and fruits are all stored here on shelves and in boxes and barrels.

Area 17K: Mess Hall

The guards and clerics eat at two long wooden tables in the center of the room. The slaves eat at several smaller circular tables in the south. By day, 2 beggars are cleaning up for the next meal; by night, this area is empty.

Area 17L: The Lesson Room

Disobedient slaves are brought here for some lessons. Elan administers these herself, usually with a whip. Except for a few bloodstains, this chamber is empty.

Area 17M: Evil Temple (EL 4)

The heavy oak door leading to this room is kept locked at all times

Locked Oak Door: 2 in. thick; Hardness 5; hp 30; Open Locks (DC 23); Break (DC 25).

Against the north wall is a shrine to the wicked Da-Jin: a simple black obelisk surrounded by a mosaic of intertwined black roses. The shrine is non-magical.

Perched above the secret door in the south on a stone ledge is a **Silver Golem**. This golem has been instructed to attack anyone that enters the temple other than Durgan Procuero, the acolytes, and Elan Kanto.

Secret Door: 2 in. thick; Search (DC 25).

Silver Golem: CR 4; hp 39; see **Monster Appendix**.

Treasure: If removed (Open Locks DC 20), the ruby in the Golem's forehead is worth 200 gp.

Development: The golem's only instructions are to protect this temple and to prevent *anyone* other than Elan to pass through the secret door in the south. Therefore, it cannot be used in defense of the temple. The golem was a gift from an unnamed evil wizard who worships the god of Death and Trickery, or, at the DM's discretion,

another evil NPC in his game world.

Area 17N: Treasure Room (EL 3)

The door to this room is both locked and *trapped* with a *glyph of warding*. Anyone opening the door without first uttering the words "Holy is the night" (or disarming the trap) is blasted by a burst of searing flames.

Locked Door: 2 in. thick; Hardness 5; hp 35; Open Locked (DC 25); Break (DC 28)

Glyph of Warding Trap (fire): CR 4; spell; spell trigger; no reset; spell effect (*glyph of warding* [fire], 5th level cleric, 3d8 fire, DC 14 Reflex save half damage); multiple targets (all targets within 5 ft.); Search (DC 28); Disable Device (DC 28); *Cost:* 750 gp + 60 xp.

This small room contains only a table, a chair, a locked iron strongbox (Open Locks [DC 25], Break [DC 30]), and a ledger. The ledger keeps a record of all the temple's income and expenses. Currently, the balance reads 600, 30, and 10. These are, in fact, the contents of the strongbox.

Treasure: In the strongbox are 600 gp, 30 sp, and 10 cp.

Development: PCs who decide to hand over this ill-gotten treasure to father Beamus for his continued work with the poor and homeless should be given a story award of 300 XP.

The Hired Thugs

As noted above, Elan may decide to hire some thugs from a local gang to intimidate the PCs into ceasing their investigation. If this occurs, soon after the PCs visit either the temple or the docks for the first time and begin asking questions, an unsavory looking fellow (**Thug Leader**) approaches them and says the following, "You ought to quit asking so many questions. I don't see any good in you poking around a holy lady that's trying to rid the streets of so much filth and vermin. It's entirely likely that some folks might become so upset that you're trying to mess with this business that they might actually wish some harm on you. Do we understand one another?"

This thug is not interested in a long discussion. He does not answer any questions. If followed he is staying at a small shack in the slums (Area 11). If the PCs continue to show interest in the temple,

the thugs ambush the PCs at night in the streets, preferably in the slums. The thugs are aiming to kill the PCs and steal their valuables as added payment for their services.

Thug Leader, Male Human Rog2/War1: CR 2; hp 18; see **NPC Appendix**.

Common Thug, Male Human War1 (4): CR 1/2; hp 5; see **NPC Appendix**.

Tactics: The gang prefers to fire on the PCs from the shadows first—the leader hopes to get two sneak attacks on the PCs before the PCs can act. Once the battle is joined the leader always attempts to sneak attack first, fight toe-to-toe second. If the leader or three thugs fall, the remaining members of the gang scatter and run.

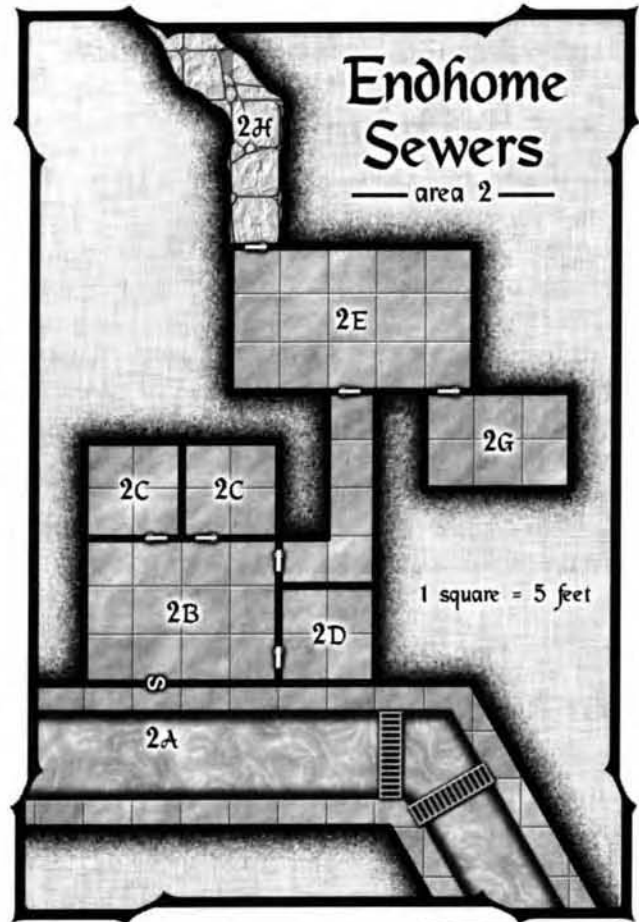
The Renegade Wizard

Bezlur Orloff was a promising professor of summoning at the Academy. Although not the friendliest staff member, he was a dedicated and serious teacher, and developed quite a following among the school's future conjurers. Unfortunately, Bezlur had an abiding interest in both opium and, eventually and as a result of the opium, demonics. He saw no problem with the occasional experimental summoning of small demons. Stylus Kant, the Academy's headmaster, did not see it this way. Now, Bezlur has not only had to endure the shame of being unceremoniously fired, but, and far worse, has been denied access to the coveted Academy library wherein he might further his studies.

Not a man to sit idle, Bezlur, along with his devoted apprentice **Kaiser**, discovered, through his more unsavory contacts, an abandoned opium den in the sewers. He quickly set up residence here and set about attempting to tunnel his way into the library. No small chore this, obviously, but as it happens he managed to summon **2 dretches** who, for reasons of their own, decided to remain permanently in his employ (he was a kinder master than the demon they had previously served).

Standard Features

The walls and floors of these rooms and passages are made of cut and mortared stone, although a dwarf would quickly recognize all of it is of



poor workmanship. The ceilings are 10-foot high and all areas are lit with *everburning torches* in wall sconces. Unless otherwise noted, all doors are 2 inches thick, with a Hardness 5, and hp 20.

Area 2A: The Secret Door

The opium addicts that built this little retreat didn't want to be discovered any more than Bezlur, and so constructed a simple secret door to hide their lair. Bezlur fashioned a lock as well. If the PCs find the door, they also find the keyhole. A careful character might (Spot DC 15) notice some fresh dirt scattered on the walkway in front of the door.

Locked Secret Door: 2 in. thick; Hardness 10; hp 30; Open Locks (DC 15); Break (DC 25); Search (DC 20).

Optional Development: Bezlur has the dretches unload the dirt and rocks right into the sewer. At the DM's discretion the PCs might happen by while the dretches are dumping the dirt. Or the

PCs might be too far off to see this occur but close enough to hear the splash.

Area 2B: Opium Den

There are still a few remnants of what used to go on this area. Some stained and tattered pillows lay piled in the southwest, beside which stands a dilapidated hookah. Dust and mud are everywhere.

In the center of the chamber is a small stone pallet atop which burns an *incense of clear air* (see below). As a result, the air in this room, as well as the rest of this small complex, is clear and fresh smelling.

Development: If the PCs make much noise, they draw the attention of the Krenshars in Area 2D.

Incense of Fresh Air

When burned this plain-looking incense eliminates all unpleasant or harmful odors within 40 square feet. The incense burns for 48 hours.

Caster Level: 3rd; *Prerequisites:* Craft Wondrous Item; *Market Price:* 75 gp; *Weight:* 1/2 pound each.

Area 2C: Empty Smoking Chambers

These areas used to serve as small private smoking chambers. Now they are completely empty.

Area 2D: Krenshar Guards (EL 2)

Bezlur found and befriended 2 **Krenshars** and uses them as watchdogs. The door to this room is left slightly ajar, and if the Krenshars hear any strange noises in Area 2B they investigate immediately.

Krenshars (2): CR 1; hp 11 each; see **Monster Appendix**.

Tactics: The Krenshars attempt to *scare* all intruders away first, then fend off whoever remains with their teeth and claws. Their roar automatically alerts Bezlur, Kaiser, and the Dretches.

Area 2E: Bezlur's and Kaiser's Chambers (EL 6)

Two solid wooden beds stand against the north wall, between which is a nightstand. A row of crowded bookshelves stands against the eastern wall, there is a table and two chairs in the middle of the room, and a wheelbarrow by the north door.

Bezlur and **Kaiser** both rest here, reading and contemplating.

Bezlur, Human Male Con6: CR 6; hp 25, see **NPC Appendix**.

Kaiser, Human Male Con1: CR 1; hp 9, see **NPC Appendix**.

Tactics: Bezlur took Kaiser under his wing partly because he was a promising conjurer, and partly because he's a big, burly, ex-miner. At the first sign of trouble Bezlur and Kaiser cast *mage armor* and Bezlur calls for the dretches in Area 2H. Bezlur prefers to cast *shield* next and then *summon monster III*, preferably near an arcane spellcaster. Kaiser casts his few offensive spells, then wades right into melee with his quarterstaff.

Treasure: Beneath Bezlur's bed is a locked wooden trunk containing the following: a pouch with 12 pp and 4 pearls worth 50 gp each; a magnifying glass, 6 darts, a *scroll of summon monster I* (2nd level), a small gold box (worth 25 gp) containing some opium (worth 20 gp to an interested buyer), and Bezlur's and Kaiser's spellbooks. What's more, the books on the bookshelf (350 in all) are all in good shape and if read in their entirety by an arcane spellcaster, that character gains the Spell Focus (conjuration) as a bonus feat. The books weigh a total of 700 pounds, however, and require 1,000 hours minus 50 hours per Int bonus to read.

Locked Wooden Trunk: Hardness 5; hp 20; Open Locks (DC 25); Break (DC 25).

Area 2G: Research Area

Two wooden tables, one against the east wall and one against the south, are filled with alchemical equipment of all kinds. A large hookah stands against the north wall.

Bezlur continues his research here with the aid of his hookah and Kaiser.

Treasure: The alchemy equipment is worth 50 gp, the hookah is worth 10 gp.

Area 2H: The Tunnel (EL 4)

This low narrow, rough-hewn tunnel is supported by wooden beams. It slopes down sharply at the bend and then levels off as it continues northwest.

The 2 **dretches** are hard at work here, tunneling and tunneling towards the library.

Dretches (2): CR 2; hp 13 each; see **Monster Appendix**.

Tactics: The dretches prefer to summon other dretches before casting *stinking cloud* and *scare* and finally moving in with their claws and bite.

Development: Bezlur's plan is to tunnel all the way to the Academy library. This is mammoth task, really, and not likely to be accomplished anytime soon, especially by a pair of dretches. Nonetheless, if left undisturbed for six months or so, he will eventually succeed in reaching his destination. If this should occur, he breaks in, steals all the books he needs, and flees from Endhome. The DM may handle this however he likes, although it could be interesting if Bezlur and his dretches break in while one of the PCs themselves were there in the library doing some research.

The Pulanti Estate

Centuries ago, this family of vampires moved to Endhome and purchased a small estate overlooking the Gaelon River. Needing a steady supply of victims for a hungry family of four vampires, the Pulantis chose a growing city so that their victims might go unnoticed. Initially, they were active members of society, throwing large, extravagant and often decadent parties for the city's well-heeled citizens. Eventually, however, a malaise overtook them, and they retreated from the world of the living, and became reclusive and depressed. Over the years, their home has fallen into greater and greater disrepair.

Unfortunately, their need for blood continues unabated. Occasionally one or more of the Pulantis ventures out to find a new victim, but recently they have relied upon the services of a gang of sewer dwelling wererats thieves to supply them (see *The Wererat Warren* in the **Sewers** chapter). This particular arrangement is working out fine except that one of the wererats' recent abductees was not the usual homeless vagrant pulled from

the slums, but rather none other than **Charlie Kilkarin**. The Kilkarins are an up-and-coming merchant family in Endhome, and Charlie, the youngest of four brothers, was an inveterate drinker, prone to two or three day drunks during which he would stagger blindly through the slums propositioning harlots and buying rounds for the house at seedy dives. What's more, a guard on patrol in the Noble District who knew Charlie well was certain he heard his voice crying for help from within the Pulanti Estate several days before he was reported missing.

Adventure Hooks

There are a number of reasons why the PCs might decide to investigate the Pulanti estate. The Kilkarins have put up missing posters around Endhome, offering a reward of 500 gp for information regarding the whereabouts of their youngest son. When the guard (Nolan Banks, by name) approached the family with what he believed he had heard, they at first refused to believe him. It's been a few weeks now, however, since they last heard from Charlie, and they are beginning to wonder if perhaps there was some veracity to the guard's story after all. **Albian Kilarkarin**, the family's patriarch, tried asking the Pulantis about Charlie, but was rebuffed. If the PCs wish to get to the bottom of this mystery they will have to sneak into the estate, as they are flatly refused entrance by the Pulantis.

Further, the Pulantis have recently been in contact with Klar, the half-orc vampire residing on level 3A in Barakus. Klar, an old victim of theirs, has invited them to join him in Barakus "away from the prying eyes of daylight-afflicted society." This invitation is becoming more and more tempting to the Pulantis, especially now that suspicion has begun to form around them regarding Charlie's disappearance. If the PCs find the letter from Antoine Pulanti in Area 3A-23 they might decide on their own to investigate the Pulanti's estate.

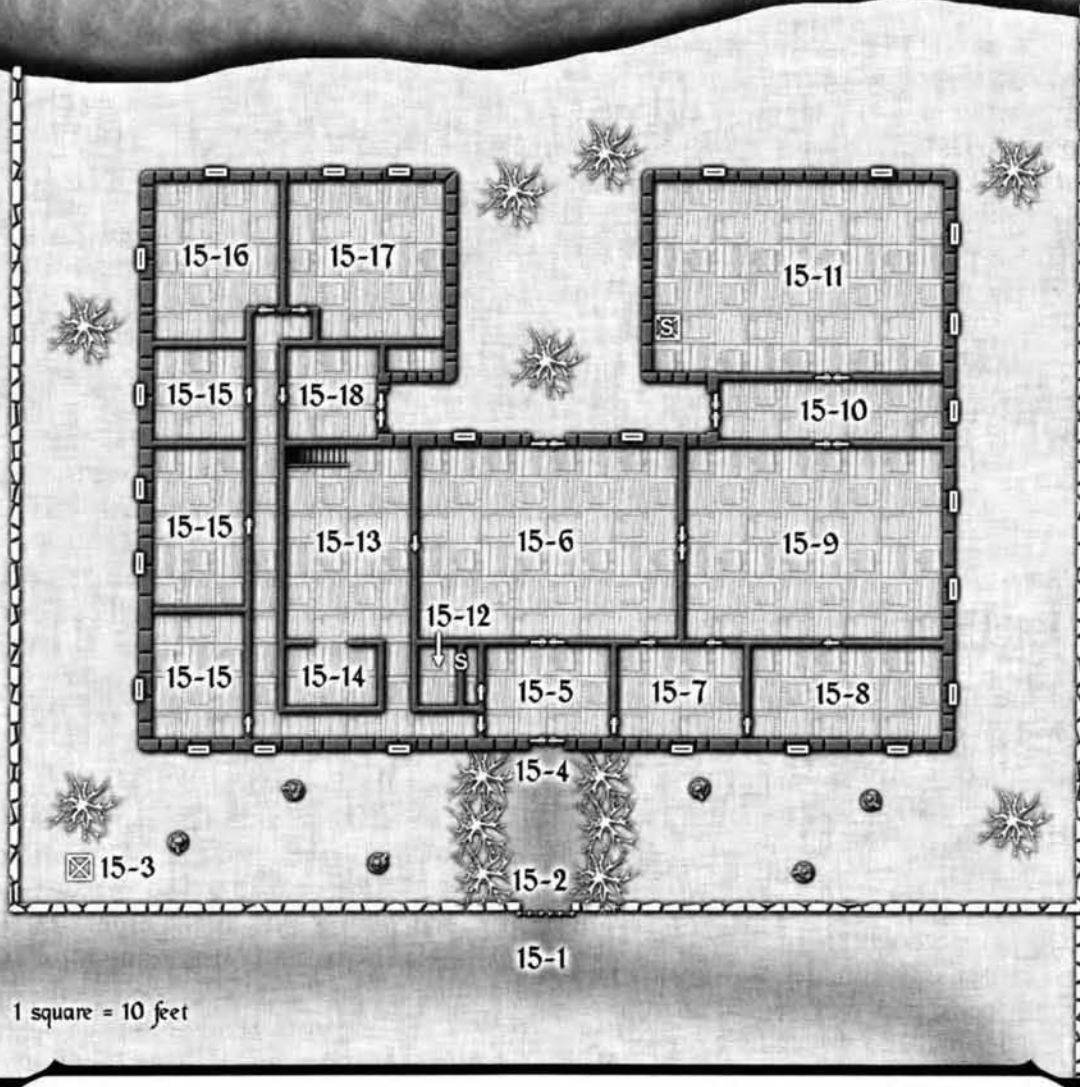
Standard Features

The rooms of the estate feature 12-foot high ceilings and an abundance of cobwebs. All the many windows, most six to eight-feet high, are blocked by heavy curtains, although a weak light finds its way through the curtains in the daytime.

The Pulanti Estate

area 15 - ground level

Gaelon River



If the PCs wish to approach the estate via the Gaelon River, they must first scale the steep cliffside upon which the estate is perched (Climb DC 20). A fall from this cliff inflicts 4d6-4 damage as the individual plummets 40 feet into the rocky river channel. This also may attract the attention of a **patrol** that instructs the PCs to halt and desist or risk corporal punishment.

Area 15-1: Front Gates and Wall

A set of tall iron gates are set into a 10 foot-high wall that surrounds the Pulanti compound. Climbing the wall is a fairly simple matter (DC 10), although likely to attract to the attention of the **patrol** in daylight hours. Although the members of the patrol are not fond of the reclusive and

creepy Pulanti family, they are nonetheless duty bound to keep strangers from trespassing on their estate, and do their best to carry out these orders.

The gate is solid and locked at all times, although a long rope hangs from the right hand gate that, if pulled, sounds a loud bell. If rung once, nothing happens. If rung repeatedly for a minute or so, Gaston, the butler, comes to answer it (see below).

Locked Iron Gates: Hardness 10; hp 60; Open Locks (DC 25); Break DC 28; Climb DC (15).

Talking to Gaston: Although highly intelligent for a ghoul, Gaston is still not the greatest conversationalist. He answers all questions as simply as possible. Typical questions and answers include:

“May we speak with Antoine Pulanti?”

“No.”

“Is he home?”

“Yes.”

“May we have a look around your beautiful estate?”

“No.”

“What do you do here?”

“Butle.”

Simply no one is allowed past the front gates. If the PCs attempt to force their way past Gaston, he flees into the house and makes for the basement to warn the vampires. For more information on Gaston see Area 15-5, below.

Gaston, Male Ghoul: CR 1; hp 17; see NPC Appendix.

Area 15-2: The Grounds

A weed-choked gravel walkway lined with dying trees leads to the front doors of the estate. The grounds surrounding the house are filled with high, over-grown grass, swaying wildflowers, and rats.

There are three statues on either side of the trees lining the pathway. Each statue is six-feet tall and depicts a man in chain armor holding a broadsword in both hands. The statues face all different directions and radiate a faint divination magic if detected for. Thurelious can use his special crystal ball to see through the statues' eyes; by this means he can see anything or anyone not hidden or invisible in the southern portion of the grounds.

Area 15-3: Sewer Entrance

Hidden beneath some bushes (Search DC 12)

is a heavy iron trapdoor (Str check DC 10 to open). The trapdoor leads to a chute as described in the **Sewers** section, above. This sewer entrance is marked S16 on the Endhome map and Sewer map.

Area 15-4: Front Door

A short set of stone steps ascend to two large oak doors with brass handles and a gold door-knocker shaped like a perched vulture. If the PCs scale the wall or gate and for some reason decide to knock on the door, Gaston answers it immediately and insists they leave the grounds at once or be forced off the grounds. If they do not leave, he attempts to run to Area 15-9 and fetch Gilbert and Klurk.

Area 15-5: Foyer (EL 1)

On the walls of this hall are hung portraits of each Pulanti: Thurelious, a balding, beady-eyed, jowly patriarch; Esmerelda, the wispy, gray-haired, frail-looking, sunken-eyed wife of Thurelious; Osmond, the eldest child, depicted as a portly, pony-tailed dandy; and Kurant, as slender and sunken looking as her mother, only less gray. Their names are inscribed on the painting's gold frames.

Gaston, a ghoul Butler, rests on a stool in the northeast. The Pulantis feed him cats, rats, and the flesh of their blood-drained victims, and in return he is supposed to keep the place tidy and occasionally wait on them when they decide to dine upstairs, which the Pulantis rarely do these days, and, since the vampires seem to have lost interest in the upkeep of their mansion, there isn't much for Gaston to do.

Gaston is not your average ghoul. He is fat instead of emaciated, his skin, while sickly and pockmarked, still appears more human than ghoul-ish, he speaks common, and is dressed in a threadbare butler's tuxedo. Gaston's job is to warn and fetch, not fight, so at the first sign of trouble he runs for Gilbert and Klurk and then down to the basement to get “the masters.”

Gaston, Male Ghoul: CR 1; hp 17, see NPC Appendix.

Treasure: The frames are worth 25 gp each; the paintings are worthless.

The coat closet in the west is empty. There are about two-dozen coat hooks along the north and

west walls of this narrow space. One of the hooks on the west wall, however, may be pulled, opening a secret door leading to Area 15-12. The Pulantis themselves have all but forgotten this secret room exists.

Secret Door: 1 in thick; hardness 5; hp 15; Search (DC 15).

Area 15-6: Dining Room

This grand chamber once saw many elegant feasts before the Pulantis retreated from Endhome society. Two 20-foot long oak tables lined by a total of 50 sturdy, high-back chairs dominate the center of the room. An enormous hutch stands against the western wall filled with china, silverware and crystal to serve 60. In addition to the place settings there is a gold serving bowl and ladle, two silver tea sets, six crystal decanters, and 10 gold serving platters. A set of tall French doors stand in the middle of the north wall leading to the patio; these doors are obscured by heavy, wool curtain.

Treasure: The contents of the hutch, in their entirety, are worth 600 gp. This haul is incredibly bulky, however, weighing 200 pounds and requiring a vessel capable of transporting 4 cubic feet of goods.

Area 15-7: Sitting Room (EL 1)

Dust covered, moldy, high-back stuffed chairs surround a dust covered coffee table. A table on the north wall holds several decanters with very old, but still drinkable, fortified wines, and a half-dozen crystal goblets. This room is particularly thick with cobwebs.

Guests of the Pulantis would sit here and enjoy a glass of cognac, port, or sherry while waiting to be greeted. It has not been used in many years.

Crouched among the cobwebs above the northeast door are **2 small monstrous spiders** (Spot DC 24). They drop down upon anyone using the northeast door.

Small Monstrous Spider (2): CR 1/2; hp 4 each; see **Monster Appendix**.

Treasure: The crystal decanters and goblets are worth 200 gp. Two of the goblets are blood-stained.

Area 15-8: Library

The walls of this room are lined with bookshelves, all approximately half-filled with dusty tomes. A close examination of the books (Search DC 10) reveals that many have never been opened. The Pulantis as a family have zero interest in the written word, but wished, for a time, to give off the appearance of being literate and cultured. Thus, they had these shelves built and stocked with books which then went almost entirely unread.

Treasure: One of the books is actually a spellbook (it is newer and so therefore somewhat less dusty than the others [Search DC 13]) containing the following spells: 0-all; 1st-*comprehend languages, identify, mage armor, magic missile, shield, sleep*; 2nd-*arcane lock, bull's strength, invisibility, levitate, web*; 3rd-*fireball, haste, stinking cloud*. There are also several *arcane scrolls* stuffed between the pages of the book: 2 *magic missiles* (3rd level and 5th level), *shield* (5th level), *mage armor* (1st level), and *halt undead* (7th level). The spellbook and scrolls belonged to a traveling mage named Arcruss, one of the Pulanti's recent victims.

Area 15-9: Ballroom (EL 5)

A 150 pound crystal chandelier hangs from the middle of the ceiling of this huge chamber. The floor is made of polished stone, and dozens of fine wooden chairs line the walls. A small stage is set up against the eastern wall.

This was once a grand ballroom, but its occupants have since filled it with trash and waste. Gilbert and Klerk, **2 Ogre Ghouls** who act as guards for the estate, rest here. Like Gaston, they are fed rats, cats, dogs, and the flesh of the vampire's blood-drained victims.

Gilbert and Klerk, Male Ogre Ghouls: CR 3; hp 55, 55; see **NPC Appendix**.

Tactics: These two undead lugheads obey all commands issued by the vampires or Gaston. Normally, they are used as front line fighters to engage and paralyze the toughest-looking PCs. Left to their own devices they charge into combat fearlessly, always hoping to kill some fresh meat.

Area 15-10: Grand Hall

The two large oak doors leading to areas 15-10 and 15-11 are both unlocked. The window in

the east, though still covered with a heavy curtain, is broken, and its shattered glass lays scattered beneath the windowsill. The French doors in the west are covered in heavy curtains. A close inspection of the walls (Search DC 15) reveals four large squares where the dust is lighter. Two burglars (actually the wealthy but bored sons of a neighboring nobleman) broke into the house recently and stole four portraits—one of each family member—that used to hang here. Neither the vampires nor their servants have yet to notice the broken window or the missing paintings.

Area 15-II: Master Bedroom (EL 2)

This room is so large and lavishly furnished that it is almost hard to recognize as a bedroom. In addition to the massive, four-poster canopy king-sized bed against the northern wall flanked by two teak nightstands, there is a grand piano, two harps, a harpsichord, and a cello against the western wall; two seven-foot high, four-foot wide wardrobes; four dressers; an oak table with four chairs; two eight-foot tall paintings (one of Thelonious, the other of Esmerelda) in gold inlaid frames hanging on facing walls; an end table with a silver tea service; and two suits of half-plate mail holding halberds standing on either side of the door. Everything is covered in dust and cobwebs, and rat and mice droppings can be seen here and there.

There is a secret trapdoor beneath one of the wardrobes on the western wall. The trapdoor is actually hidden inside the wardrobe, and it is trapped. Beneath the trapdoor is a set of stairs leading to Area 15-25 below.

Ghoul Touch Trapped Secret Door: CR 3; 1 in. thick; hardness 3; HP 20; Search (door) (DC 20); magic device; touch trigger; automatic reset; spell effect (*ghoul touch*, 3rd level wizard, DC 13 Fortitude save negates); Search (trap) (DC 27); Disarm (DC 27); *Cost:* 3,000 gp + 240 xp.

Treasure: The instruments, including the grand piano, are all masterwork, and in good shape, though badly out of tune; the frames for the painting, while heavy (25 pounds each) are worth 35 gp apiece; the tea service is worth 20 gp; the suits of half-plate mail are both man-sized and wearable (the halberds are ornamental); a thorough Search of the dressers (DC 22) turns up a forgot-

ten gold earring worth 30 gp, a pearl necklace worth 45 gp, and two gold cufflinks worth 10 gp each.

Area 15-12: Forgotten Secret Chamber

This small secret room used to house some of the Pulanti's most prized valuables. Most were moved down to the catacombs once they were finished, but a few were left behind and forgotten. The room contains two old, empty chests, one of whose lids has come off its hinges, a sack of coal, and, in a secret compartment in the floor (Search DC 20) a pouch containing 6 uses of *dust of dryness*, another pouch containing 10 uses of *dust of illusion*, and small box containing a *stone of alarm*.

Area 15-13: Kitchen

Though large and well-stocked, this kitchen has gone unused for so long that it is covered in dirt, dust, and grease and has begun to fall into disrepair. A set of stairs in the northwest descends to the wine room (Area 15-20) below. Anyone needing cutlery, pots, pans, or any other kind of cookware can find it here; otherwise there is nothing of value in this room.

Area 15-14: Pantry

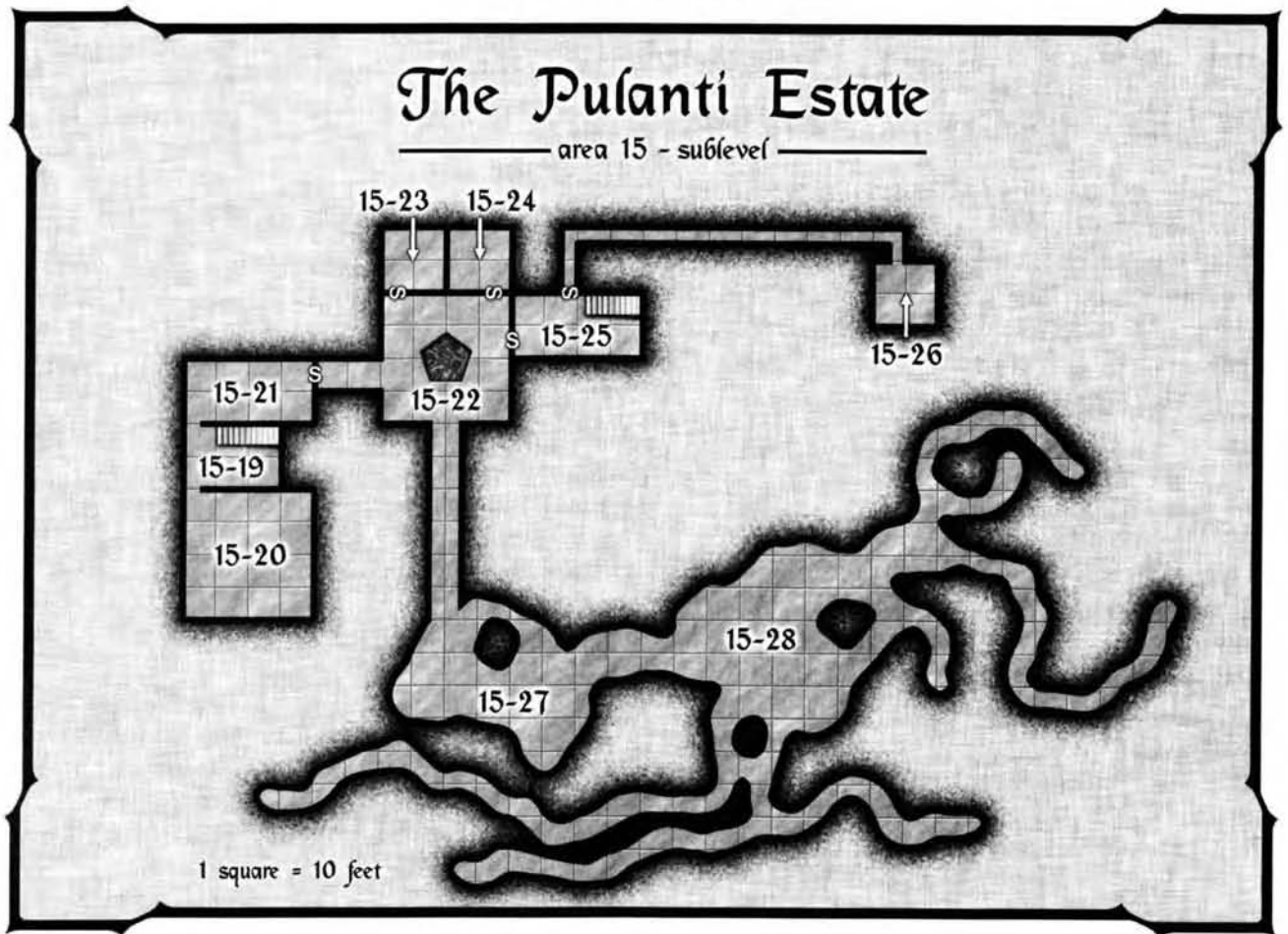
All the moldy meats, grains, herbs, cheeses, fruits, legumes, and vegetables that were stored here have gone bad. Rats and bats have eaten whatever may have been edible.

Area 15-15: Guest Rooms

All three of these rooms contains a bed, a dresser, a wardrobe, and a side table. The rooms are dust-covered and, in fact, have never been used.

Area 15-16: Kurant's Room (EL 4)

This bedroom is in total disarray—the bed has been torn apart, the dresser over-turned, the mirror is shattered, both windows have been broken, and large piles of bat guano are everywhere. Kurant,



the youngest Pulanti sibling, once slept here; she has not seen the room in several years.

Recently, **2 dire bats** flew in through the broken windows and began roosting here. The heavy curtains keep the room nice and cave-like, and they consider anyone entering it intruders. Until told to do otherwise by the Pulantis, the servants leave the bats alone.

Dire Bats (2): CR 2; hp 34, 30; see **Monster Appendix**.

Treasure: A Search of the room's contents (DC 20) unearths three silver guano-covered bracelets worth 20 gp each.

Area 15-17: Osmond's Bedroom (EL 3)

This bedroom remains reasonably intact. It contains a large bed complete with pillows and blankets (all a bit moldy now), a dresser, a nightstand, a standing mirror, a life-size portrait of Osmond, and a wardrobe.

A **shadow**, drawn by the evil nature of this mansion, lurks behind the standing mirror, and lunges out at anything living that enters the room.

Shadow: CR 3; hp 19; see **Monster Appendix**.

Treasure: The nightstand contains a gold pen and ink set worth 50 gp, as well as several sheets of vellum. A secret compartment in the bottom drawer of the dresser (Search DC 20) contains a *divine scroll of restoration* (9th level).

Area 15-18: Sunroom

This room contains two over-turned wicker love seat, a smashed coffee table, and two over-turned wooden chairs. The floor is smeared with very old dried blood. A close examination of the blood (Track or Wisdom check DC 15) establishes that the smears lead to the secret door in the north-east.

Two years ago, a couple adventurers decided to break into the estate. At that time, six dire rats were running free on the property. They came

upon the adventurers just as the adventurers were discovering the secret doors. While the rats were slain, the adventurers were badly wounded and retreated to the secret room where they all died.

Secret Door: 1 in. thick; Hardness 2; hp 10; Search (DC 18).

Treasure: The secret chamber contains the decomposed, skeletal remains of the adventurers. On their persons are: two suits of damaged leather armor, a short sword, a longsword, two light crossbows (one masterwork), 30 bolts, 2 vials of holy water, 50 feet of hemp rope, a hooded lantern, a vial of acid, and two *potions of negative energy protection* (5th level).

The Sub-Level

The Pulantis have sequestered themselves within the dark recesses of this cellar these many years. For reasons of their own, they rarely venture from the dark confines of their coffins except to drink from the pool of blood fed by the many victims provided them by the wererats.

Standard Features

Most of this level is a standard basement, built of mortared stone with low, eight-foot high ceilings. Dust and rat droppings are everywhere. The southern portion of this level contains some natural caves that have lower ceilings (six to seven-foot high). All the non-cave areas contain wall sconces, though none contain torches. The secret doors all have the same stats (2 in. thick; Hardness 5; hp 30; Search DC 25).

Area 15-19: Tasting Room

The stairs from the kitchen (Area 15-13) descend to this small room that contains only a wooden table and two chairs. On the table are a decanter and two crystal tasting glasses. Except for copious rat droppings, the room is empty. The decanter is full of human blood.

Area 15-20: Red Wine Cellar

The bigger of the two cellars, this large room could easily hold 2,000 bottles. At the moment, there are only about 150. Anyone making a successful Int check or an appropriate Knowledge of Profession check (DC 15) realizes that some

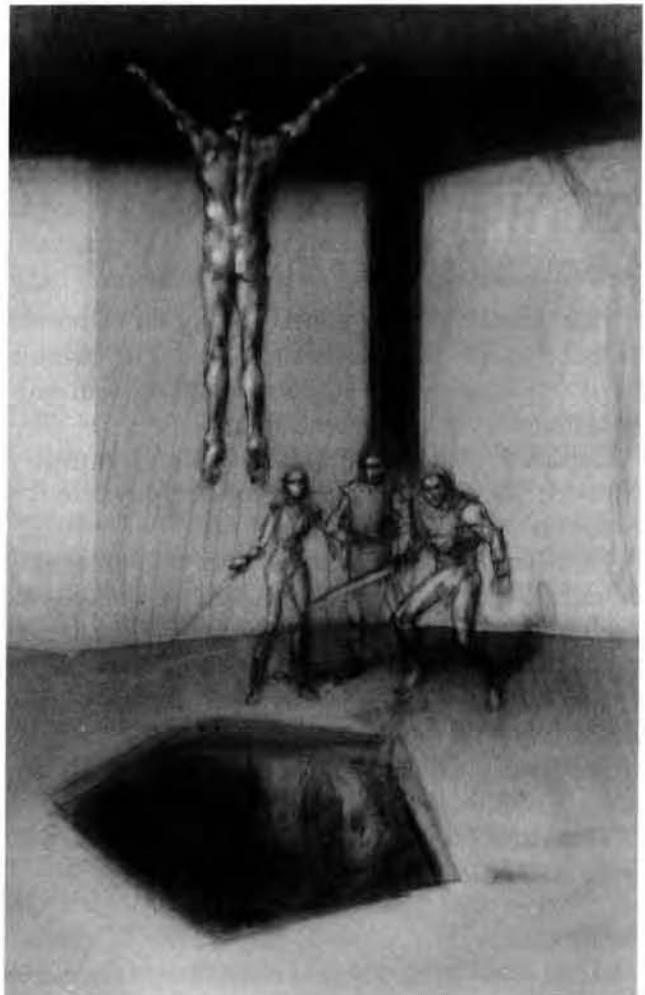
of the wines are quite valuable. In all there are 20 bottles worth 10 gp each, and 2 bottles worth 50 gp each (to an interested and knowledgeable buyer, of course, such as, say, the managers of Heaven's Gate or the Black Sheep Inn).

Area 15-21: White Wine Cellar

This smaller cellar is capable of storing 1,000 bottles, but currently holds less than 50, none of which is particularly valuable. With a successful Track check (DC 15) the PCs notice humanoid footprints (wererat, to be exact) heading to the secret door in the east.

Area 15-22: Chamber of Blood (EL 2)

The PCs are greeted by a grisly sight upon entering this room. In the center of the chamber is a two-foot deep pentagon-shaped pool filled entirely with human blood. Suspended over the



pool by a series of wires is a human carcass, its body still dripping the last of its blood into the pool. The Pulanti have perfected a method whereby they can, with precise incisions, drain all the blood from their victims into the pool. With the volume of street urchins provided them by the wererats, they have been able to fill this pool, allowing them to drink their fill of human blood and then return to their coffins as the need arises.

Scrounging about the chamber are **6 dire rats**, part of the larger dire rat colony in the south. The creatures attack anyone that is not a vampire or ghoul that enters this chamber.

Dire Rats (6): CR 1/3; hp 5 each; see **Monster Appendix**.

Development: Combat with the dire rats in this chamber is likely to attract the attention of the vampires in the adjacent rooms. Note, however, that Thelonious Pulanti does not come to investigate immediately, sending his children and wife first. If combat with the vampire spawn lasts longer than five rounds, than Thelonious arrives to put an end to the fracas.

The body dangling from above the pool is none other than Charlie Kilkarin. Given his present state, however, only a *speak with dead* spell would allow the PCs to learn this.

Area 15-23: Osmond's Coffin (EL 4)

This small chamber contains only an elaborate wooden coffin on a raised stone dais. The coffin's lid is open and within it, dressed in 200 year out-of-date finery's, is Osmond Pulanti.

Osmond Pulanti, Male Human Vampire Spawn: CR 4; hp 26; see **Vampire Spawn** in the **Monster Appendix**.

Tactics: Osmond attacks anyone who enters his chamber, seeking to charm as many assailants as possible first. If more than one victim is charmed he instructs that character to defend him while he drains the blood of the other charmed PCs. If he hears the noise of combat in Area 15-22, he goes immediately to investigate. For more details see Area 15-25, below.

Treasure: His coffin contains a pouch with 100 pp, and a pearl handled +2 *dagger*.

Area 15-24: Kurant's Coffin (EL 4)

This chamber is identical to Area 15-23 above except Kurant rests within the coffin.

Kurant Pulanti, Female Human Vampire Spawn: CR 4; hp 26; see **Vampire Spawn** in the **Monster Appendix**.

Tactics: See Osmond's tactics in Area 15-23 above.

Treasure: Kurant's coffin contains a diamond necklace worth 1,500 gp.

Area 15-25: Thelonious and Esmerelda's Coffins (EL 7)

This room is similar in many ways to Areas 15-23 and 15-24. Two simple wooden coffins rest on two raised stone platforms. A set of narrow stairs in the east ascends to Area 15-11, above. Resting in one coffin is Esmerelda Pulanti; resting in the other is Thelonious Pulanti.

On the southern wall is a small stone pedestal atop which is a glass sphere about nine inches in diameter.

Esmerelda Pulanti, Female Human Vampire Spawn: CR 4; hp 26; see **Vampire Spawn** in the **Monster Appendix**.

Thelonious Pulanti, Male Human Vampire Ari5: CR 4; hp 33; see **NPC Appendix**.

Tactics: It is most likely that Thelonious is aware of the PCs well before they make it to this chamber. If the PCs come knocking and are shooed away by Gaston, the butler immediately alerts his master that some adventurers (if the PCs indeed look like adventurers) are asking for him, and Thelonious spends the next several hours spying on the grounds through his *crystal ball* (see below). If he spots the PCs breaking into the grounds, or Gaston warns him that the PCs have entered the mansion, he springs into action. He wakes his wife and children and instructs them to Hide in Area 15-21 and, should the PCs make it by him (see below), surprise the adventurers *en masse*. Meanwhile, he assumes a bat form and flies into the upper level to investigate. His goal is to *dominate* one or more PCs and use them to attack the remaining PCs. If this doesn't work, or he is badly wounded, he flees as quickly as possible back down to the cellar to join in the ambush.

If any of the vampires are reduced to 0 hp they immediately assume gaseous form and return to their coffins.

If, on the other hand, the PCs make it all the way to Area 15-22 without Thelonious being alerted first, the elder vampire does not assume that the noise he is hearing in the adjoining chamber is a band of adventurers fighting giant rats. Thus, he lets his wife and children deal with the problem first. If the combat continues for several rounds, however, he fears something more is afoot and goes himself to investigate.

If the PCs make it all the way to this chamber without alerting any of the vampires, Thelonius instructs his wife to assume gaseous form and attempt to slip out and "wake the children," while he takes on the PCs by himself.

The Crystal Ball: The glass orb on the pedestal functions like a special crystal ball. By uttering a command word, one can see through the eyes of one of the statues in the courtyard; uttering a different command word allows the viewer to switch perspectives to a different statue. Given the statues' different facings, it is possible for Thelonius, by switching rapidly from one statue to another, to keep an eye on the entire front of the house. He used this device often in his more active and paranoid past; now he has grown complacent and it goes mostly unused. The crystal ball does not function outside this chamber.

Area 15-26: Treasure Room (EL 10)

The threshold to this small chamber is guarded by a dangerous trap. Any good creature passing over it is automatically has 2 life energy levels drained. This trap can be found and disarmed as usual by a rogue (a successful search means the rogue notices tiny runes on the floor and above the archway).

Energy Drain Trap: CR 10; magic device; proximity trigger; automatic reset; Atk +8 ranged touch; spell effect (*energy drain*, 17th level wizard, 2 negative levels for 24 hours, DC 23 fortitude save negates); Search (DC 35); Disable (DC 35); *Market price:* 124,000 gp +7280 xp.

Treasure: This room contains what remains of the Pulanti fortune. Stored in old trunks and chests are 10,000 sp, 5,500 gp, and assorted heirlooms and trinkets worth 5,000 gp.

Area 15-27: Body Parts (EL 2)

All the uneaten remains of the Pulanti's victims are tossed here. It's a grisly sight indeed. Currently **6 dire rats** are feasting on human arms, legs, and feet. The rats rush forward and attack anyone with the temerity to disturb their meal.

Dire Rats (6): CR 1/3; hp 5 each; see **Monster Appendix**.

Area 15-28: Rat Warren (EL 5)

A colony of dire rats makes their home in this cave and connecting tunnels. In all there are **30 dire rats** scattered throughout this area at the moment, although only 2d6 are in the main cave. At the first sounds of combat, however, the rest of the pack begins swarming out of the tunnels.

Dire Rats (30): CR 1/2; hp 5 each; see **Monster Appendix**.

Finding Fenton

Penelope Barmey's (Com 1, hp 3, Cha 14) husband, Fenton Barmey (see Area 2-69A in Barakus), was an adventuring Sorcerer who left with three comrades a year ago to explore the caves north of Endhome. Neither he nor his mates ever returned. His widow grieved for many months, dearly missing her charismatic husband whom she had warned against this dangerous undertaking. Penelope, it turns out, is psychic. Quite psychic, in fact: she has twice predicted a flood of the Gaelon River, she foresaw the death of a neighbor by drowning, and is visited occasionally by deceased relatives with whom she carries on long conversations. Six months after her husband disappeared Penelope dreamed that he was still alive but that he was in great distress. A month after that she dreamed again that he was alive and had a "dark companion" as well (the grimlock, Clox). Since then she has had a dream at least once a month where she feels his spirit calling out to her for help.

Desperate to rescue her husband and see him returned to her, she has begun frequenting certain unsavory taverns in search of adventurers who might help her. She has very little to offer in the way of payment or directions. Realizing most adventurers are looking for compensation, she has

scraped together 50 gp to offer as a reward for the safe return of Fenton. She can offer no more advice on his whereabouts other than he “lives at the bottom of a deep cavern with a dark companion.”

Contacting the PCs

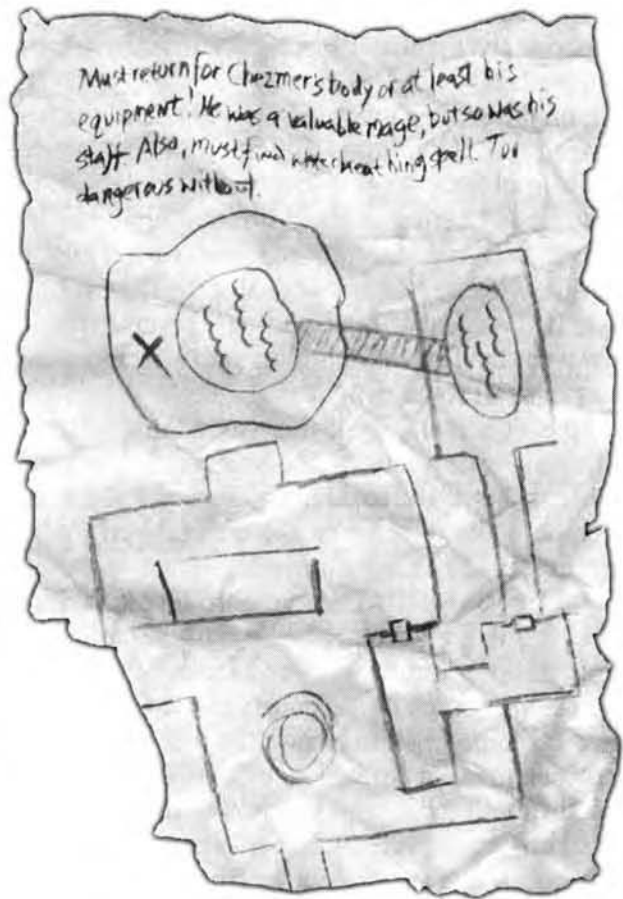
While the PCs are visiting the King’s Road Inn, Penelope, noticing some new and (presumably) brave looking strangers, approaches the PCs with her plea. She explains in detail everything she can and offers the PCs the 50 gp if they can find her husband, whom she describes as over six feet tall with thinning blond hair. If the PCs show any interest at all she pleads with them to help, breaking down in tears, and crumbling to her knees. If they do not offer to help, they see her from time to time at the inn with a sad and lost look in her eye. Note: if the PCs kill Fenton, Penelope learns of this in a dream, and knows, in fact, that the PCs were responsible. The next time she sees them she screams, “Why? Why did you do it? Why did you kill him?” Or some such.

Saving Fenton

Saving Fenton is not easy. He will have to be either incapacitated or cured of his madness to be brought willingly from his hiding place (see Area 2-69A for details). If he is returned to his wife and cured of his illness, his gratefulness to the PCs knows no bounds. He gives them his *wand of shield* and his offer to help them should they ever need a bed to lay their heads on or a meal to warm their bones. He is, however, done adventuring. If the PCs decline to accept Penelope’s reward money, award the party 200 XP for their generosity.

The Lost Treasure Map

The PCs find a map to Areas 2-10 to 2-12 with an enticing note written on it (see **Lost Treasure Map**). The map belonged to a group of adventurers who delved into the Lost City of Barakus several years ago, but returned minus their mage. This band had intended to return again, but one thing led to another, and they never did. How the PCs come across this map is up to the DM. Here are a few suggestions:



1. **Barry Kip**, a huckster low-life sells it to them. This transaction could occur at the King’s Road Inn, The Ramshackle, or on a darkened street corner. Barry wants 100 gp for the map, but is willing to go as low as 20. He is unable to vouch for the authenticity of the map, but claims to have obtained it from some powerful adventurers (actually stolen from Dagon Ziss).

2. **If they are staying at an inn**, they find it stuffed between two floorboards (how it got there is unimportant; create whatever history you’d like, if necessary).

3. **They buy a sword.** It turns out to be used. The map is hidden in the pommel.

4. **As Part of a Monster’s Treasure.** Simply put in any monster’s treasure, either in the caves above Barakus (the kobold sorcerer Twees would be a good candidate) or in the one of the locations in the wilderness.

Reward for the Green Tree Bandits

Bragger Bondhome (see **NPCs of Endhome**, above) has offered a reward of 500 gp for the head of the leader of the Green Tree Bandits, who have begun to sufficiently annoy the local merchants coming in and out of Endhome to have officially made themselves a public nuisance. The PCs can

learn of this either through a Bardic Knowledge or Gather Information check (see **Getting to Know Endhome**, in the **Endhome** chapter, above), or by spotting a Wanted Poster in the Bazaar. There are several such posters nailed to walls and posts around the bazaar, and most merchants there have heard stories about the bandits and their escapades. The posters direct interested bounty hunters to Bragger in the barracks.

See Area B in the **Wilderness Locations** chapter for more details on the Green Tree Bandits.

Wilderness Overview

Much of the land between Endhome and the buried city of Barakus is cultivated and civilized. The fertile riverbed has drawn many a farmer, and Endhome's disciplined guard keeps goblinoids and their ilk away from the fields and grasslands. The Penprie Forest and the Duskmoon Hills, however, are home to a number of creatures and lairs that might attract or threaten the PCs at some point in their adventures to and from Barakus. These areas are detailed below. The DM should feel free to add any lairs, or even entire dungeons, he so wishes, as both the hills and the forest could certainly accommodate more dangers without in anyway upsetting the flow of the module as written.

Encounter Area Overview

The wilderness area contains a number of significant locations that are detailed in full in this chapter but summarized briefly here:

Area A. The Home of Gilda Waynetrop (EL 4): Gilda is a half-elven druid who lives on the outskirts of the Penprie Forest with her wolf companions Rinn and Rann. Gilda may aid the PCs.

Area B. The Green Tree Bandits (EL 3): A band of highway robbers.

Area C. Aranea Lair (EL 5): A small clearing with thick strands of cobwebs dangle from the branches like wisps of hair is home to several araneas.

Area D. Gribbons (EL 4): A small creek, eddies into a shallow pool near the lair of several gribbons.

Area E. Mysterious Crypt (EL 3): Hidden beneath twisting vines and fallen branches is a small and ancient crypt to a forgotten god.

Area F. The Haunted Hovel: A rundown shack in a small clearing houses the ghost Girda.

Area G. The Buried Treasure (EL 4): Hidden beneath some dense undergrowth in this corner of the forest is a small, stone bulkhead-like structure that contains several vegepygmies and contains a strange notebook of interest to the PCs.

Area H. Entrance to the Caves: This spot marks the location of the caves above the city of Barakus. The caves are detailed in their own chapters.

Area I. Cave of the Dead (EL varies, 4-6): A shrine built by the evil cleric Asgaroth. Haunted by undead and the location of the *heart of darkness*.

Area J. Kilkarin and Flink (EL 5): The hovel of the half-orcs Kilkarin and Flink.

Area K. Grimlock Caves (EL varies, 2-5): A small but industrious tribe of grimlocks lair deep beneath the hills in a series of caves bisected by an underground river. The grimlocks are in the process of attempting to unearth an ancient and very evil statue-the statue of Keld.

Area L. The Crumbling Cave (EL varies, 1-4): The cavernous lair of a fire Drake and a natural trap.

Area M. The Big, Stupid Giant (EL varies, ½ to 7): The cave home of a particularly stupid and lazy hill giant named Branbolton, and a few of his friends, located in the northeast of the Duskmoon Hills. Also the home of the goblin sorcerer

Phazut.

Area N. The Dragonspire (EL 12): A red dragon named Bezzalt lives in a conical shaped peak in the Duskmooon Hills known as the Dragonspire.

Area O. Roadside Inn and King's Inn: Two nearly identical inns both owned by Rosko Talk.

Area P. Logging Camp: This dismal area is nothing more than a collection of tents surrounding a low wooden building.

Area Q. The Painted Cave (EL varies, 2-6): Hidden behind a small copse of trees is a small cave entrance leading to a small dungeon complex. This complex is only guarded by physical hazards and a curse, yet contains a powerful weapon against the undead.

Area R. The House of Bricks (EL varies, 2-5): A small stone home in the Penprie Forest surrounded by a rusted iron gate. The home contains a barghest and several other surprises.

Area S. The Wizard's Library (EL varies, 4-8): Nestled at the base of the Duskmooon Hills is 50 foot-tall, spire-shaped stone tower built by the Wizard Rajick. This enigmatic structure has no apparent means of entry, but contains a magical ring.

Area T. The Black Unicorn (EL 3): In a beautiful glade in the Penprie Forest stands an enchanted fountain made of purest white stone, guarded by an evil unicorn.

Area U. The Water Caves (EL varies, 3-5): A series of tidal caves that are currently home to a sea hag and a scrag, as well as a few minor creatures. If the PCs are clever they might be able to uncover a valuable map that could lead to further adventure.

Encounter ELs

Some areas, such as the Water Caves and the Wizard's Library, are far too challenging for low-level PCs. The DM may handle these areas in one of two ways. If he trusts his PCs are smart and cautious enough to run away when they bump up against something obviously over their heads he can simply let the chips fall where they may. If, on the other, he is concerned about an early Total Party Kill, and the PCs have entered a location occupied by a particularly tough encounter, he should feel free to move that encounter to another location. In most cases, this won't change the

Farmland and Grassland Random Encounters

Encounters should be rolled for once every six hours. If the PCs are on either the King's Road or Merchants Way assume they pass at least one caravan heading to or from Endhome each day in addition to those encounters listed below. When rolling for encounters, add or subtract the following depending on the time of day and where the PCs are traveling.

Day:	-5
Night:	+5
Farmland:	-10
On King's Road or Merchant's Way:	-5
West of Oldrock River and North of the Gaelon River:	+10

(Thus, traveling on the King's Road, through farmland, during the day would net -20).

d100

d100	Encounter
01-35:	No Encounter
36-38:	Minstrels
39-42:	Lost child
43-44:	NPC
45-48:	Campsite
49-50:	Dead monster
51-52:	Burned out hovel
53-54:	Hanged man
55-56:	Riderless horse
57-58:	2d8 Gypsies
59-60:	Peddler
61-65:	1d4 wild dogs
66-70:	1d2 wolves
71-75:	1d3 giant bees
76-80:	1d4 dire rats
81-85:	1d4 orcs
86-90:	1 dire bat
91-95:	1d4+1 hobgoblins
96-99:	1d3 ghouls
00:	Red Dragon

encounter terribly. The DM might also want to warn his players that the wilderness is a dangerous place, and that as low-level PCs they should be careful before just wandering into any old cave.

Note On All Random Encounters

The EL of the random encounters are set fairly low, since the PCs are assumed to begin this adventure at 1st level. The DM should feel free raise the EL of the encounters by adding more creatures once the PCs have begun to reach 4th and 5th level. Thus, if the PCs are all 5th level and are exploring the Penprie Forest and the Random Encounter Chart calls for 1d3 Gnolls, the DM should increase this number to, say, 2d4 gnolls.

Farmlands, Grasslands, and Riverbed

This area is populated and by and large not particularly dangerous. PCs don't have to look far to find a farmer, merchant, or sojourner, as the roads are well traveled, the fields all well tended. The areas outside the farmlands are generally a little less hospitable than those within the farmland: the ground here is a bit rockier and less flat and there are fewer homes.

Minstrels: A troupe of 5 Minstrels (treat as 0-level Bards) offers to perform a ballad or short play for 1 gp per PC. If the PCs agree to hear it they may chat with the minstrels afterward and ask them questions about the local area (as a troupe the minstrels have a +6 to their Bardic Knowledge).

Lost Child: A waif of no more than eight, it's face streaming with tears, implores the PCs to help him find his home. He is 1d3 miles from his home. The PCs can retrace his steps with a successful Track check (DC 13)

NPC: The DM may either choose a listed NPC or insert one of his own.

Campsite: The party comes upon a 1 day-old campsite.

Dead Monster: Roll a d20 to determine the race: 1-5-orc, 6-8-goblin, 7-10-hobgoblin, 11-13-gnoll, 14-18-ogre, 19-bugbear, 20-troll (may come back to life at DM's discretion).

Burned Out Hovel: The smoldering remains of

a small, one-room house. Little can be found to indicated what once lived here, or why the shelter was burned.

Hanged Man: Swinging eerily from a tree, no more than a few days dead. A *Speak with Dead* spell reveals he was lynched by an angry mob for an atrocity which, it turns out, he did not in fact commit.

Riderless Horse: A riding horse, complete with saddle and an empty saddle bag comes running by the PCs. If the party can *Speak with Animals* they learn his rider was shot by some orcs a ways back. The DM is free to adlib this however he wishes.

Gypsies: A band of 2d12 gypsies trundle by with carts and donkeys. They invite the PCs to sit and sup with them. As a group, they have a Knowledge (local history) +10. There is a 25% chance, however, that one of the PCs has their pocket picked.

Peddler: Selling his simple wares. Mostly pots, pans, and other non-adventuring gear, but, at the DM's discretion, he might have the following items for sale:

<i>Potion of charisma</i>	400 gp
<i>Potion of levitation</i>	350 gp
<i>Wand of cure light wounds</i> (2 charges, 3rd level)	450 gp
3 +1 arrows	50 gp each

Wild Dogs: These hungry curs roam the countryside in search of food. If they think the PCs have any they attempt to take it.

Wolves: If possible, the wolves stalk the party from a distance before pouncing.

Giant Bees: The PCs have come to close to their nest, and these warriors come zooming out of the sky to drive them off.

Dire Rats: The ubiquitous dire rat is always hungry, always looking for prey.

Orcs: A small band of orcs just out looking for trouble. If the PCs don't look too formidable they attack, hurling javelins before closing with their greataxes.

Dire Bat: This large and fearsome predator swoops down out of the night sky.

Hobgoblins: Being crafty strategists, and always on the lookout for some quick plunder, the hobgoblins use their bows and cover for as long as possible for closing with melee. The hobgoblins should not simply charge the PCs in the open, but should have set up some kind of ambush.

Ghouls: Having wandered down from the Dusk-

moon hills where they were spawned, these vile creatures scavenge the countryside in search of food.

Red Dragon: Bezzalt, an adult red dragon (see the **Duskmoon Hills**, below) goes soaring high overhead. The PCs should be given plenty of time to hide. This is *not* intended as a combat encounter—the PCs would simply be incinerated—rather it's placed here to keep the *players* on their toes.

Penprie Forest

This forest once covered most of the land between Gaelon River and the Duskmoon Hills, but years of timber harvesting have shrunk it somewhat of late. The perimeter of the forest is fairly safe, but deeper in the woods there are a number of creatures and lairs. These are all described in detail below.

Sprung Trap: A 10-foot deep pit trap with sharpened wooden spikes. A successful Spot check (DC 7) by any PC avoids; otherwise one clueless PC steps into the trap (Reflex Save DC 15 avoids) and suffers 3d6 piercing damage.

Obstruction: Dense overgrowth and several fallen tree blocks the PCs' path; the PCs travel one less mile this day.

Swarm of Bees: One PC is set upon by a swarm of nasty stinging bees. Treat as the spell *summon swarm* cast by a 3rd level sorcerer and lasting 2d10 rounds.

Rotting Carcass: The chewed, maggot infested, stinking carcass of an orc. Rest in Peace.

Totem: A successful Knowledge check (Religion) identifies this totem as goblinoid.

Campsite: A two or three day-old campsite.

Poisonous Plant: The PCs pass through some viscous, rash-inducing bushes. Each PC must succeed at a Fort save (DC 14) or come down with an incredibly irritating skin rash (1 day incubation period, lasts 2d4 days -1 for every Con bonus). Those effected suffer a -1-circumstance penalty to attack and damage rolls due to the distraction, and spell casters must succeed at a Concentration check (DC 5 plus spell level). A successful Spot (DC 10) in combination with a successful Wilderness Lore check (DC 10) avoids the plant altogether. *Remove disease* or *heal* cures the afflicted.

Hollowed Out Tree: A huge tree with a hol-

Penprie Forest Random Encounters

Roll once every six hours while the PCs are within the forest, adding +10 to the die roll at night.

d100	Encounter
01-35:	No Encounter
36-37:	Sprung Trap
38-42:	Obstruction
43:	Swarm of bees
44-45:	Rotting carcass
46-47:	Totem
48-49:	Campsite
50-53:	Poisonous plant
54:	Hollowed out tree
55-56:	Sylvan runes
57-58:	Howling wolves
59-60:	Strange sensation
61-65:	Special
66-70:	1d4 small monstrous spiders
71-75:	1 large monstrous spider
76-80:	1d3 gnolls
81-85:	1 ogre
86-90:	1d6+1 goblins
91-95:	1d4 gribbons
96-97:	1 assassin vine
98-99:	1 Owlbear
00:	2 Trolls

lowed out base where creatures have lived at one time or another. Currently it is empty.

Sylvan Runes: Inscribed on a tree describing a nearby temple (see Area E, below)

Howling Wolves: Far off in the distance. If the PCs wish to investigate they may, at the DM's discretion, be set upon by a pack of 2d8 wolves.

Strange Sensation: The PCs feel as if they're being followed or watched. This is only their imagination.

Special: Either Gilda Waynetrop, or the Aranea. Both seek to parlay with the PCs.

Small Monstrous Spiders: The PCs stumble upon a nest of these pesky arachnids that drop down from their web-coated trees as the PCs pass by.

Large Monstrous Spider: Either lurking in the underbrush in the trees above. The spider prefers to lead with its web before closing to bite.

Gnolls: A small scouting party of a large tribe that is planning to relocate.

Ogre: Fearless and dumb, the ogre heads straight for the party as soon as he spots them, figuring he's going to get dinner and treasure all in one swing of his club.

Goblins: The goblins prefer to pepper the PCs with arrows from a distance rather than engage in straight-up combat. In fact, if their arrows are ineffectual, they might just scatter and run.

Gribbons: The gribbons drop down out of the trees as the PCs pass by. If they encounter significant resistance, they attempt to fly away.

Assassin Vine: The PCs stumble upon a hungry assassin vine lying camouflaged in the underbrush.

Owlbear: A fearsome opponent to be sure, the owlbear comes crashing out of the trees with no thought of retreat.

2 Trolls: Brothers, in fact. The PCs should be given ample opportunity to hide or run from these two fierce creatures. Again, this is meant to scare the players and keep them on their toes. Then again, if they want to fight, they may go ahead and do so.

Duskmoon Hills

These high, jagged hills are lightly forested and veined with small creeks that flow down into the Penprie Forest, the Oldrock River, and the Sinner Ocean. The hills extend for nearly 50 miles west of the map's edge, and pose a considerable impediment to travelers from the northeast. A narrow road, called Fool's Pass, winds its way through the hills and, after exiting near the Oldrock River, eventually meets up with Merchant's Way. Occasionally, merchants wishing to shorten their traveling time use Fool's Pass to cut as much as two weeks off their journey to Endhome. But, as the pass' name suggests, this is not always the wisest choice. In addition to Barakus, there are a number of small lairs described in full below.

Travelers: A group of travelers, either heading to Endhome (on Fool's Pass) or lost (off Fools Pass). The group is comprised of 2d4 0-level humans.

Totems: Ancient orcish or goblinoid totems.

Cave: A small cave, just big enough for a party of four or five to squeeze into for the night (mark on map for future reference).

Duskmoon Hills Random Encounters

Roll once every hour on the following chart, adding +5 if it is after nightfall, and subtracting -5 if the PCs are on Fool's Pass.

<u>d100</u>	<u>Encounter</u>
01-30:	No Encounter
31-33:	Travelers
34-36:	Totem
37-39:	Cave
40-41:	Campsite
42-44:	Obstruction
45-46:	Rock Slide
47-49:	Gravesite
50-52:	Abandoned wagon
53-54:	Empty hovel
55-56:	Skeleton
57-58:	Battle scene
59-60:	Lair, inhabited
61-63:	Kilkarin and Flink
64-67:	2d4 goblins
68-71:	1d6+1 orcs
72-75:	1d6+1 hobgoblins
76-77:	1d3 worgs
78-79:	1d3 dire bats
80-81:	1d4 gnolls
82-84:	1d2 ogres
85-90:	1d6+1 grimlocks
91-92:	1 minor xorn
93-94:	1 howler
95-96:	1d3 ghouls (night only)
97-98:	1 ghast (night only)
99:	1 Hill Giant
00:	Dragon

Campsite: A two or three day-old campsite on the hillside.

Obstruction: Fallen rocks, cliff side, dead trees, etc...The PCs most go out of their way and lose one hour of travel.

Rock Slide: A flurry of rocks come tumbling down the hillside. A successful Spot check (DC 14, with a +2 synergy bonus for a successful Wilderness Lore check [DC 10]), avoids. PCs must succeed at a Reflex save (DC 13) or suffer 3d6 crushing damage from the fall.

Gravesite: A small, simple wooden cross or

WILDERNESS OVERVIEW

stone stuck into the ground with an inscription giving the deceased's name and maybe occupation.

Abandoned Wagon: Missing two wheels, and much of the siding stolen for firewood.

Empty Hovel: A little, empty shack in the hills: though leaky and filthy, not a bad place to rest.

Skeleton: Roll to determine the race. 1-2: human; 3: halfling; 4-5: dwarf; 6: elf; 7-8: orc; 9: goblin; 10: ogre.

Battle Scene: The PCs come across the remains of a battle. The bodies of 2 humans and 3 orcs sprawled in various death poses. Their bodies have been stripped.

Lair, inhabited: The PCs come across a small cave that is inhabited, although its occupants are currently out and about. Roll to determine what lairs here. 1-3: 2d8 orcs; 4-5: 1d3 ogres; 5-6: 2d6 hobgoblins; 7-8: 2d4 bugbears; 9: 1 troll; 10: 1 mantichore. The DM may have the occupants return whenever it is convenient.

Kilkarin and Flink: The half-orc brothers are out hunting. If they spot the PCs first, they attempt to avoid contact all together. If this is not possible, they approach the PCs with great caution (see below).

Goblins: See **Penprie Forest Random Encounters**, above.

Orcs: See **Farmland, Grassland, and Riverbed Random Encounters**, above.

Hobgoblins: See **Farmland, Grassland, and Riverbed Random Encounters**, above.

Worgs: The worgs stalk the PCs for several hours before pouncing. If possible they wait until

nighttime to attack.

Dire Bats: See **Farmland, Grassland, and Riverbed Random Encounters**, above.

Gnolls: See **Penprie Forest Random Encounters**, above.

Ogres: See **Penprie Forest Random Encounters**, above.

Grimlocks: These warriors from the small tribe of grimlocks in Area K sniff out the PCs and attack. Note: if the grimlocks are slain, do not deduct their numbers from those listed in Encounter Area K.

Minor Xorn: Somehow this creature has found his way to the prime material and is burrowing through the hillside. He smells out precious metals on the PCs and attacks.

Howler: The howler uses its fearsome howl first before charging into melee.

Ghoul: These creatures have wandered from Area I in search of food.

Ghast: Like the ghouls, the ghast originates from Area I and is roaming the hillside in search of food.

Hill Giant: Branbolton is out for a stroll. He is not particularly alert, so the PCs can easily avoid if they wish. If they don't, Branbolton is happy to squash them.

Red Dragon: Bezzalt, an adult red dragon (see the **Duskmoon Hills**, below) goes soaring high overhead. The PCs should be given plenty of time to hide. This is *not* intended as a combat encounter - the PCs would simply be incinerated - rather it's placed here to keep the *players* on their toes.

Wilderness Locations

Listed below are the various spots marked alphabetically on the wilderness map. Endhome and Barakus have their own maps and keys detailed separately.

Area A: The Home of Gilda Waynetrop (EL 4)

Gilda is a half-elven druid who lives on the outskirts of the Penprie Forest with her wolf companions Rinn and Rann. Her parents were both farmers, and she had grown up assuming she would marry a farm boy and settle into the life of farm wifedom. Then one night she heard a wolf howling, and, dream-like, followed that sound into the woods. She never found the wolf, but, exhausted from her travels, she fell asleep in a cluster of tall oaks. When she awoke, she knew that her life lay amid the woodland creatures.

Gilda Waynetrop, Female Half-Elf Drd2; CR 2; hp 12; see **NPC Appendix**.

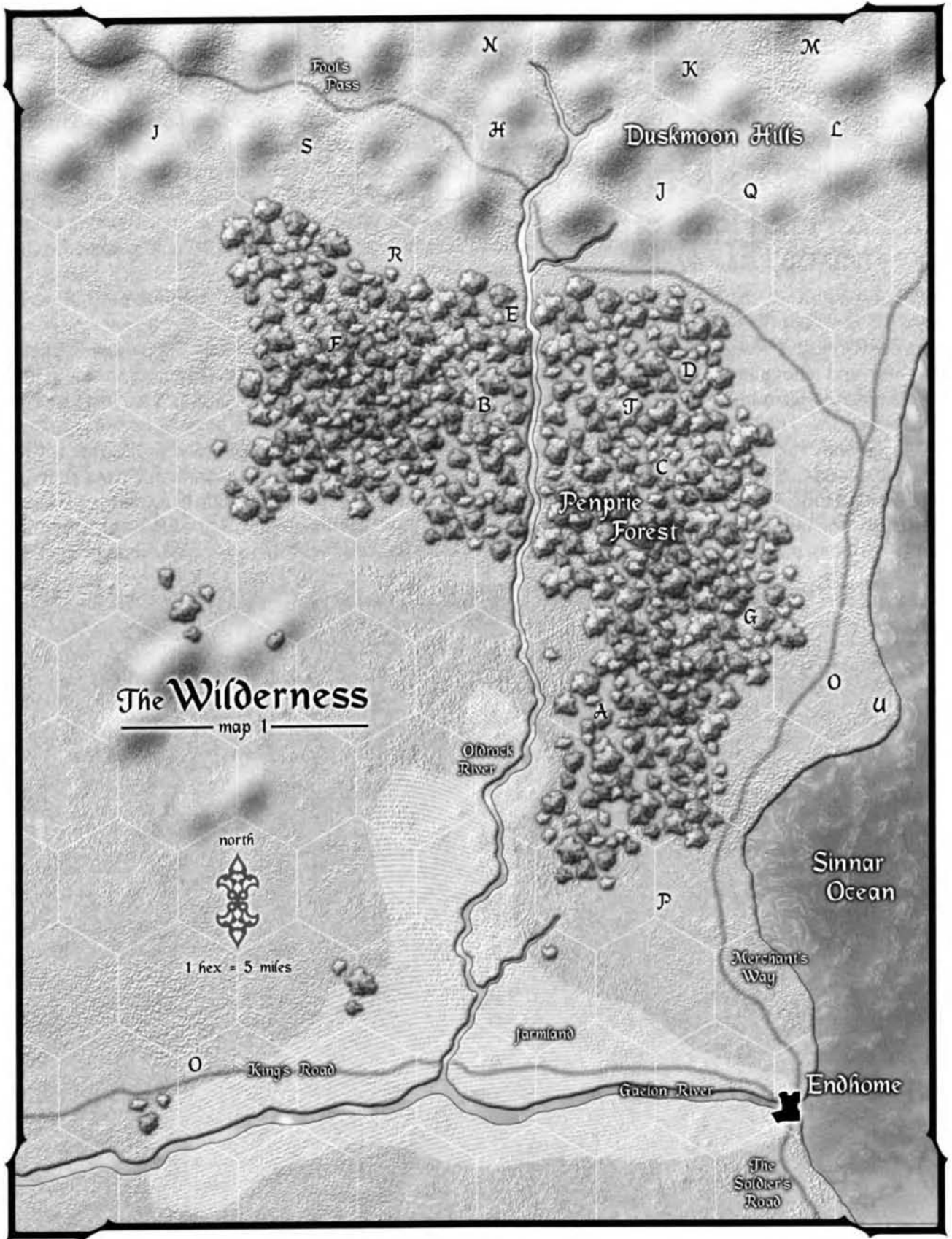
Personality: Gilda's father was elven, her mother human. She inherited her father's enduring patience, but also her mother's fierce temper. Thus, it takes quite a bit to anger her, but once set off, woe betide the fool who so pushed her too far.

Chauncy and Bing, Male Wolves: CR 1; hp 14, 12; see **NPC Appendix**.

Development: For whatever reason, this particular region is noticeably short of druids. Thus, when Gilda decided to pursue the "way of the woods" she traveled to a large neighboring forest (DM's choice) and consulted with Drimm, a male druid who served as her mentor for several years. Eventually he sent her back to Endhome to look after the Penprie Forest. This she has been doing to the best of her ability ever since, but, being only



WILDERNESS LOCATIONS



THE LOST CITY OF BARAKUS

2nd level, is somewhat limited in her effect. If the PCs are good, she is willing to give them some information about the woods. She has met the aranea in Area C, though she only thinks they're "rather strange elves". She is aware that there is a tribe of gibbons in the west. She is also aware of the Green Tree Bandits, but unsure of their exact hideout. She is willing to accompany the PCs if they are seeking to rid the forest of any of these evil neighbors. She is not interested in exploring dank caverns or underground cities however, nor in general any adventure that would take her from her beloved forest.

Gilda's Hut

Her cabin is sparsely furnished with a wooden table for eating, two chairs, a rug, and a large fireplace. The room's four windows all have heavy curtains to keep out the cold in the winter. Gilda has a simple bed piled high with blankets once the fall comes. Under her bed she keeps a trunk with spare clothing and her treasure.

Treasure: 100 gp, scroll of *cure light wounds*

(1st level), *scroll of entangle* (1st level).

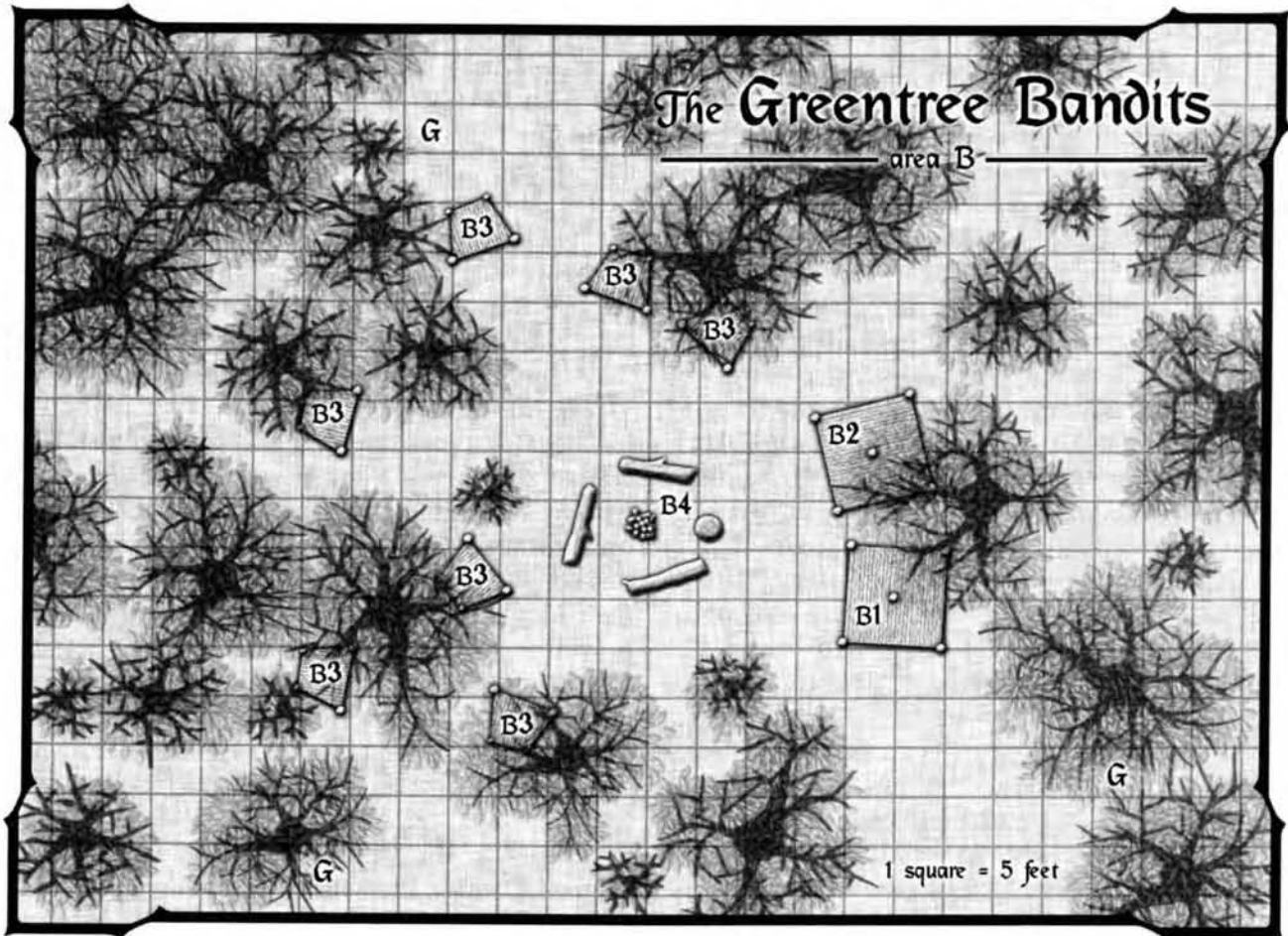
Gilda also has a reading room where she goes to bone up on her druidic knowledge. The walls are lined with bookshelves filled with tomes on nature, both flora and fauna.

Treasure: Pressed into one large book (Search DC 15) is a *scroll of detect snares and pits* (1st level).

Development: Should the PCs find themselves in a tight spot in or very near the Penprie Forest, Gilda could show up at an opportune time to assist either with healing or even combat.

Area B: The Green Tree Bandits

This band of jolly thieves started out with Robin Hoodish intentions, hoping to redistribute some of Endhome's wealth to its less fortunate residents. They quickly devolved into an ugly band of highway robbers led by a particularly clever and resourceful Ranger/Rogue named **Fell Tarmick**. In the last six months the Green Tree Bandits have



successfully robbed 12 different merchant trains heading in and out of Endhome, and are at the moment feeling rather flush.

Fell keeps their camp purposefully sparse and simple, all the better for movement. It is little more than some lean-tos, tarps stung between tree trunks, and two small tents—one for Fell, and one for his two second-in-commands, **Grump Berger** and **Garland Franks**.

Area B1: Fell Tarmick's Tent (EL 3)

This small tent is equipped with a simple cot, some blankets, several rugs made of thick animal hides, and a small wooden table and two chairs. There is also a small flat stone upon which stand carvings of forest animals (deer, woodchucks, squirrels, and so on). When not out with his men in the camp, Fell spends his time in here whittling.

Fell Tarmick, Male Human Rng2/Rog1: CR 3; hp 19; see **NPC Appendix**.

Tactics: Fell has absolutely no intention of taking on several intruders alone. If the PCs somehow manage to surprise him in his tent, the bandits' leader does everything possible to escape, including Tumbling past the intruders or cutting a hole in the tent. If completely cornered, he fights to the death.

Treasure: Buried beneath the rugs (Search DC 15) is a small locked chest (Hardness 5; hp 20; Open Locks [DC 22], Break [DC 25]) containing what remains of the bandits' plunder, currently 330 sp, and 16 pieces of jewelry worth a total of 160 gp. The rugs themselves are worth 40 gp if cleaned up, and a masterwork lyre lies forgotten in the corner. Four kegs of fine ale (50 gallons each) lifted from a local merchant, and 2 cases of fine wine (worth 60 gp per case) are stacked in the corner.

Area B2: Grump and Garland's Tent (EL 3)

Fell's two right hand men sleep here. There's not much of value in the tent, just two bedrolls, a flagon of ale, and a tree stump being used as a surface for playing cards. Both Grump and Garland spend little time here.

Garland Franks, Male Human Brd2: CR 2;

hp 10; see **NPC Appendix**.

Grump Berger, Male Dwarf Ftr1: CR 1; hp 12; see **NPC Appendix**.

Area B3: Lean-tos and Tarps (EL Varies)

The remainder of the bandits, 10 in all, sleep beneath lean-tos, tarps, or pieces of wood. Within this cover are bedrolls and the occasional spare sword or broken arrow but little else of value. At any given time 1d4+1 bandits are resting, unarmored, within some of these areas (DM's choice).

Bandit, Male Human War1: CR 1/2; hp 5; see **NPC Appendix**.

Area B4: Camp (EL Varies)

This is where most of the bandits can be found—grouching, gambling, spitting, drinking, and arguing. Meals are prepared over an open fire, often some wild game hunted down by Fell or occasionally something good plundered from a merchant's caravan. The ground around the campfire is strewn with broken cutlery, bones, dried fat, and even a copper or two.

Tactics: Fell keeps three guards, one at each "G" on the map, on look-out at all times. At the first sign of trouble the guards give a call and the rest of the camp springs into action. Fell has made it abundantly clear to his men that they are now famous highway robbers (still a bit of an exaggeration, but it keeps morale high), and as such they should expect reprisals eventually from the locals. If the alarm is sounded, every bandit grabs his bow or crossbow and positions himself by one of the trees on the perimeter of the camp, with Fell, Garland, and Grump by the campfire to give commands. The bandits use missile weapons for as long as possible, and so prefer to fire then move, fire then move, etc.... Fell uses his bow first against arcane spell casters, then his Tumble and sneak attack in melee. If possible, Garland casts *sleep* before singing and then using his crossbow. Grump prefers hand-to-hand, and once melee is joined, he charges into combat fearlessly.

Talking to the Bandits: It's possible the PCs might encounter the bandits and not wish to fight. Fell does not want to lose a bunch of his men in a

tussle with adventurers, so he is willing to parlay for bit, explaining that they are mercenaries on their way to Endhome to get themselves hired by a rich merchant. If the PCs don't buy this, he says tough luck, that's his story and he's sticking to it. If the PCs are evilly inclined, they might be invited to stay for a meal and even, at the DM's discretion, join the gang, though rivalry between the party members and Fell would likely soon arise.

How to Handle the Bandits

There are a number of ways to deal with the Green Tree Bandits. The first and simplest is to treat it as an encounter area in the woods for the PCs to stumble upon in their journeys. In this case, the PCs might hear about merchants on Merchant's Way being ambushed by a band of well-organized, and well-armed highway robbers, perhaps from one of the very merchants the bandits robbed. Another option is to have the bandits waylay the adventurers themselves. Perhaps Fell spotted them in town (see below), heard of their interest in monsters and treasures, and decided a windfall was at hand. Maybe the bandits are waiting for the PCs near where Fool's Path leaves the Duskmoon Hills.

Lastly, the following encounter in town might occur: The PCs are resting at an inn in Endhome. A merchant comes and sits at a nearby table and orders a bottle of wine for himself. At this point, the PCs notice a man in a dark cloak get up from a table in the rear and begin making his way toward the door. Someone bumps the man in the cloak, his hood falls off, and the merchant stands up, points, and shouts, "That's him! That's the highway robber that stole my wares!". The man in the cloak is Fell Tarmick, in town to pawn some of his stolen goods and spend some money on wine and women. In the confusion he gets away (probably, unless the PCs are really quick, but as DM you should rig things so this won't happen). The PCs might then have a discussion with the merchant who explains how he was robbed. A little asking around (Gather Information DC 10) and it is discovered that a number of Merchants have been robbed lately and that a 500 gp reward has been issued for the head of the Green Tree Bandits leader's head (see **Adventures In Endhome**).

Area C: Aranea Lair (EL 5)

This small clearing is home to 2 **Araneas**, Silvat and Thuss. Their webs adorn many of the trees, and thick strands of cobwebs dangle from the branches like wisps of hair. Silvat and Thuss prefer to stay to the higher branches of the trees where they can spy on intruders. If intruders are spotted, they change into hybrid form (elves) and investigate.

Silvat, Male Aranea: CR 4; hp 21; see **NPC Appendix**.

Thuss, Female Aranea: CR 4; hp 21; see **NPC Appendix**.

Tactics: Silvat and Thuss are not looking for a fight, but if attacked, Silvat casts *sleep* the first round, and Thuss casts her web at any creatures not affected by the sleep. Both aranea then attempt to *charm* a fighter (preferably) whom they then use to either A) convince the rest of the party to leave them be, or B) defend them from aggressors, if the charmed PCs can be convinced to do so. The aranea use their bite attack last.

Development: Silvat and Thuss' primary objective is to be left alone. If the PCs are friendly, they are willing to divulge some of what they know about the Penprie forest (see below). They are wary to reveal their true nature, however, as most humans or demi-humans are distrustful of spider-people. Thus they pose as husband and wife elves that have recently moved to the woods to build a home. They know the following:

1. A Druid lives in the southeast of the forest. She seems quite trustworthy.
2. Some bandits are camped west of the Oldrock River
3. There are some caves a few miles west of the Oldrock River in the Duskmoon Hills that are home to a number of creatures and were once home to a band of orcs.

The Aranea actually know more about the caves and Barakus than this, however. Zeerfon, an evil aranea who had become allied with some drow in the Underdark, lured their cousin, Risstor, away several months ago. At the moment, Risstor serves as a guard in Area 2-45, and Zeerfon can be found with the drow in Area 4-17. Zeerfon had tried to convince Silvat and Thuss to come along as well, but they wanted nothing to do with drow. They do report, however, that Zeerfon had promised that these drow were going to gain "great power and

rule over this land some day with an iron fist,” and that, “they (Silvat and Thuss) were missing a great opportunity by not joining ranks with these powerful Underdark creatures while they could.” Silvat and Thuss know the drow are somewhere beneath the caves in the Duskmoon Hills. If the PCs reveal that they are headed there, and if they are good, then the Aranea reveal their true nature and tell what they know. They are not interested in accompanying the PCs into the caves.

Treasure: Hidden high in the branches of one of the trees (Search DC 15 if climbing; DC 25 from the ground) is the aranea’s nest and their treasure, which consists of a masterwork breastplate, a small gold box inlaid with tiny diamonds worth 150 gp, and a *scroll of identify*.

Area D: Gribbons (EL 4)

A small creek, which winds through the forest and eventually empties out into the Oldrock River, eddies into a shallow pool here. High above, in the forest’s tall trees, a band of **8** vicious **gribbons** lurks in hiding, waiting to swoop down on unsuspecting passersby.

Gribbons (8): CR 1/8; hp 5 see **Monster Appendix**.

Tactics: The gribbons survey the party while hidden above in the trees. They begin their attack with a rain of darts. Next, they drop down and attempt to grab the weakest looking characters, ganging up 3 or 4 to an opponent. If their ranks are reduced to 4 or fewer they fly off through the forest, perhaps to return later with more of their numbers.

Treasure: Hidden fifteen feet up in a small hollow in the tree marked X (Search DC 15) is a small sack with four acorns made of gold worth 50 gp each.

Area E: Mysterious Crypt (EL 3)

Within the dense undergrowth, hidden beneath twisting vines and fallen branches (Spot DC 10), is a small and ancient crypt. Its walls and roof are made of mortared stone, but its door, now ajar, is made of rotting wood. Written in Sylvan above the doorway is a paean to a strange god; a successful Knowledge (religion) check (DC 15) reveals it is some primitive hybrid of the druidic

god. The door, as noted above, is ajar; in fact, it is jammed open both by rot and the forest’s verdant floor that has begun to overtake the now buried threshold. Thick vines hang from the doorway.

The thick vines are, in fact, an **assassin vine**, that attacks anyone or anything that comes within 20 feet of the doorway.

Assassin Vine: CR 3; hp 30; see **Monster Appendix**.

Hidden in a cluster of trees to the northeast of the crypt is a 2-foot diameter rat hole (Search DC 12). The rat hole leads to a narrow passage (3 feet wide by 3 feet high) that slopes down to Area E2. Small creatures may crawl easily through this passage but medium-sized creatures must make an Escape Artist check (DC 15) to avoid getting stuck for 1d4 rounds. Once within this narrow tunnel, the PCs immediately smell the ripe odor of decaying flesh ahead.

Note: If the PCs make a lot of noise clamoring down this tunnel, they are likely to attract the attention of the dire rats in Area E3.

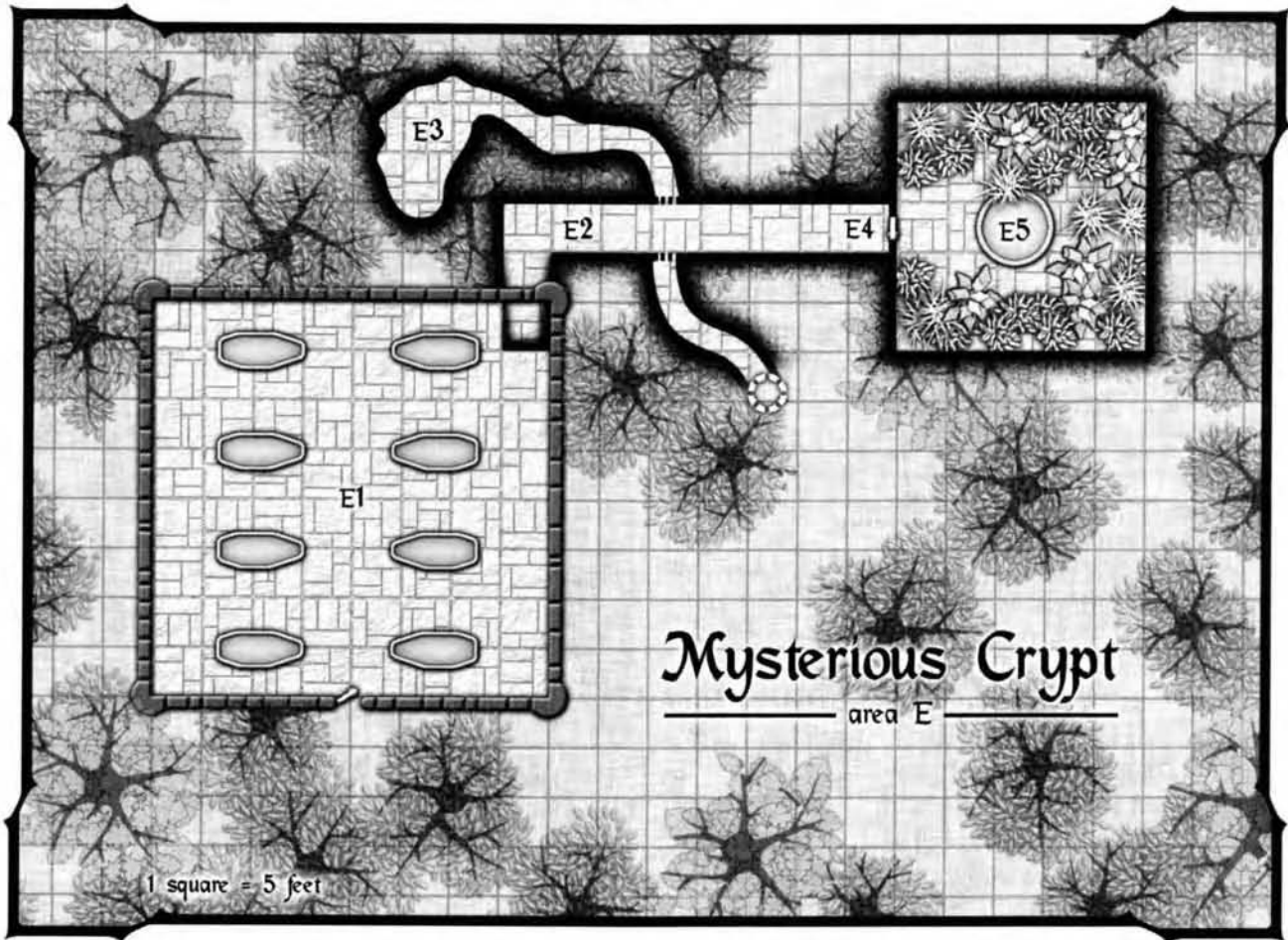
E1: The Crypt

Within this chamber are eight stone sarcophagi, each of whose lids have been pushed to the floor. The sarcophagi are all empty except for some bones and, in a few cases, the remains of an old rodent nest. The floor of the crypt is strewn with dirt, twigs, dried leaves, animal droppings, and a few arrowheads. Beneath all this is a mosaic of leaves and intertwined tree branches. There is an open trap door in the floor in the northeast leading to a five-foot wide chute that descends fifteen feet to Area E2. Handholds have been carved into the wall of the chute for easy travel up and down (Climb DC 5). The smell of decaying flesh wafts up the from the chute.

There is no treasure in this crypt. However, there is a secret compartment (Search DC 20) at the rear base of the four “corner” sarcophagi. Within each compartment is a small silver plaque inscribed with a single word written in Sylvan-Northeast: Baleriff (sunset); Southeast: Caoan (sunrise); Southwest: Gelb (half moon); Northwest: Glindarin (crescent moon).

E2: Narrow Tunnel

This 5 foot wide passage is a mere six feet high; anyone using a large weapon within it suf-



fers -4 circumstance penalty to their to-hit and damage rolls. The walls and ceiling are made of packed earth, and old wooden beams support the passage's roof. Although dust and pebbles trickle into the PCs' eyes as they make their way along this tunnel, the ceiling is quite stable.

An intersection of sorts occurs midway down this tunnel: two 3 foot wide tunnels, one heading north then immediately west, the other sloping up to the southeast, appear to have been clawed out of the earth. Lying on the floor at this intersection are the decaying remains of two dire rats, and the half-eaten bodies of two goblins.

Treasure: A search of the goblins' bodies (an unpleasant task, to be sure) yields 14 sp, two short swords, and a flask of stale goblin ale.

Note: If the PCs make much noise in this area they are likely to attract the attention of the dire rats in Area E3.

Area E3: Rat Warren (EL 3)

This room is a crowded mess of rat hair, rat

dung, bones, and mud. **Ten dire rats** are packed in here, quite literally one on top of the other.

Dire Rats (10): CR 1/3; hp 5 each; see **Monster Appendix**.

Tactics: Although the smell of the decaying bodies likely prevents the rats' use of their scent ability to detect the PCs' approach, any noise in Area E2 draws their immediate attention. The rats fight fearlessly in their home. If the PCs block the passage to Area E2, the rats swarm right past, freely incurring attacks of opportunity in the hopes of surrounding their foes.

Area E4: Strange Door (EL 3)

The tunnel terminates in a thick steel door. This door is both *arcane locked* and **trapped** (see below). Inscribed on the door are the images of a rising sun, a setting sun, a half moon, and a crescent moon.

Arcane Locked Door: 3 in thick; Hardness 15; hp 30; Break (DC 35); Dispel (arcane lock) (DC 21);

Fire Trap: CR 5; spell; spell trigger; automatic reset; spell effect (*fire trap*, 10th level wizard, 1d4+10 fire, DC 16 Reflex save half damage); Search (DC 27); Disable Device (DC 27); *Cost:* 20,000 gp + 1600 xp.

Note: This special *firetrap* resets itself after 24 hours.

The *arcane lock* and the *firetrap* spells may both be bypassed if all four images on the door are touched while their corresponding Sylvan word is spoken (i.e. Baleriff the sunset; Caoan the sunrise, and so on). The images do not need to be touched in any particular order.

Area E5: Underground Garden

Upon opening the door in Area E4, the PCs are met with an amazing sight: growing in this underground chamber is a lush garden surrounding a running fountain. A small pear tree grows in the northeast corner, a *permanent sunlight* spell lights the area, and the smell of roses, lilacs, and dewy grass abounds. Within the fountain is a statue of a man dressed in a long robe with shoulder length hair and a long, thick beard. The fountain's water spills out of the statue's cupped hands.

This little Eden was created centuries ago by the worshipers of the god described in Area E1. The garden remains in stasis, neither growing nor dying, and will continue to do so into eternity unless spoiled with an *unhallow* spell (desecrate is not powerful enough). Time spent in this chamber can be very helpful depending on what is done.

Drinking the water of the fountain: Any good or neutral character is immediately healed 2d8+6 hp; evil characters take 2d8+6 hp of damage (Fort save DC 15 for half). Note: water removed from this chamber loses its healing ability. Also, this power only functions once every 24 hours on an individual (although evil characters *always* take damage).

Resting for four or more hours: Good or neutral characters are considered fully rested, whether they slept or not; evil characters suffer 1d6 temporary Con damage, although they do not realize this until they have left the chamber.

Eating from the pear tree: Good or neutral characters have their Constitutions raised by 1 point for 48 hours; evil characters suffer 1d4 temporary Con damage (no save). This may only be



repeated once every seven days, though evil characters continue to suffer Con loss. All eaten fruit regrows in 24 hours.

Development: Gilda Wayentree does not know about this crypt or this underground sanctuary. If the PCs either tell Gilda about the crypt or, better yet, lead her to it, she is forever indebted to them and the PCs receive a special 200 XP story award bonus for their good deed.

Repopulating the crypt: It is possible that once the PCs have discovered the sanctuary they will continue to return to this spot for its benefits. If this is the case, it is probably a good idea to have some new forest denizens move into either E1 or the trees surrounding the crypt. A band of 2d6 gribbons might decide these high trees make a good nesting place, or perhaps an ankheg has begun to burrow its way around the crypt. Likewise, several monstrous spiders might decide to make the crypt their home, as might a couple ogres or even a troll.

Area F: The Haunted Hovel

Standing in a small clearing in the forest is a rundown shack. Its walls are made of rough cut

lumber and its roof of moss and tree branches. Its door has long been ripped from its hinges, and the panes of its two windows shattered, leaving only tattered curtains stirred by the occasional forest breeze. A smell of rot and mold permeates the place.

The hovel is haunted by the **ghost Girda**, the deceased human wife of Klar, the half-orc vampire who now resides in Area 3A-23 in Barakus. When Klar was transformed into a vampire, instead of draining Girda's blood so she could join in his hellish undeath, he chose to kill her in her sleep with his bare hands and then banished himself to Barakus. Girda, tormented by her terrible end, haunts this shack where she and Klar once lived.

Girda wishes to see Klar slain once and for all and thereby end his existence as a vampire. She already sent Trom, Klar's half-brother, to do just that, but that quest ended poorly (see Area 3A-21). If the PCs decide to investigate the hovel, she appears as a homely woman in a flowing white gown, and beseeches the PCs to help her. She tells them her sad tale and promises to lead them to a buried treasure on the other side of the forest if they can help her (see Area G, below). If the PCs agree, she tells them that Klar resides in a place called Barakus, and that Klar's lair in particular can only be reached by men of "great courage," and that he exists beyond something called "The Gates of Fear." This is all she knows. If they succeed in killing Klar, she is true to her word and leads them to Area H.

Girda never *manifests*; instead she remains in the ethereal plane, thereby avoiding any attacks within the material plane. She has no wish to harm anyone.

Girda, Female Human Ghost Com1: CR 3; hp 6; see **NPC Appendix**.

Area G: The Buried Treasure (EL 4)

Hidden beneath some dense undergrowth in this corner of the forest is a small, stone bulkhead-like structure. Though fully 10-feet wide and 15-feet long, it is only 1 and 1/2 feet high. A narrow seam runs down its center, on either side of which are small depressions usable as handholds to open it.

This area is also the home to a very small collection of **vegepygmies**. In all there are **6 common**

vegepygmies, 1 bodyguard, and 1 subchief. Though not aggressive, this fierce band considers this spot in the woods their home, and does not want big folk stamping about in it.

Common Vegepygmies (6): CR 1/2; hp 4 each; see **Monster Appendix**.

Bodyguard Vegepygmy: CR 3; hp 26; see **Monster Appendix**.

Subchief Vegepygmy: CR 4; hp 32; see **Monster Appendix**.

Tactics: The vegepygmies are not looking for fight, but they defend their home if they feel it is being threatened. If they see or hear the PCs approaching, they Hide in the dense undergrowth and wait to see if the PCs pass by or through their lair. If the PCs attempt to pass through the area, they rise up from the foliage, their spears clasped firmly in hand. If the PCs do not have any means to speak with plants, the vegepygmies brandish their spears menacingly and indicate as best they can that the PCs should go away. If the PCs can speak with plants, then the subchief informs them that they-the PCs-have stumbled onto the vegepygmy's home and should move away directly. Failure to do so results in an immediate attack.

If the PCs are merely traipsing through the woods and happen upon the vegepygmies, it is unlikely they notice the bulkhead doors (Spot DC 30). If Girda leads the PCs here, (see Area F, above) a simple Search of the area (DC 10) uncovers the bulkhead. The vegepygmies, however, are unwilling to let the PCs pass through their home to access the bulkhead. If the PCs can speak with plants, a successful Diplomacy check (DC 20) convinces the subchief that the PCs mean no harm and only wish to explore the strange stone structure (the vegepygmies have not explored it and have to interest in it).

The Bulkhead: The stone doors of the bulkhead require a mighty Strength check to open (DC 25) as they are both heavy and stuck shut from years of mold and moss. Beneath the doors is a set of stone steps descending into the darkness. The stairs terminate in a dank chamber some 30 by 40 feet wide, containing three stone sarcophagi, all of which are empty. Behind the middle sarcophagus, however, is a rotting, wooden chest containing the **Treasure** and a small notebook.

Treasure: Four lengths of fine silk worth 50 gp each (though weighing 15 pounds apiece); 16 beaded necklaces worth 20 gp each; a master-

work light crossbow, a masterwork buckler, and an arcane wand of cure light wounds (4th level, 10 charges).

The Notebook: Dated approximately 100 years prior, it details the journeys of a band of adventurers based in Endhome. The first dozen or so pages contain nothing but gripes about fellow party members, beer prices, and rough maps of the forests and nearby hills. Eventually the author describes a trip into some nearby caves, and of discovering an entrance to “some strange, ancient, underground complex.” The author goes on to describe combats with ogres and orcs and of the discovery of “*a curious room. It appears, unlike all the other chambers in this sprawl, to be meant for some kind of powerful ritual. Something, it would seem, involving a sword.*”

The final entry, on the last page of the book, reads as follows:

We shall store our heavier and less valuable items here in this convenient vault and retrieve them at some later date (with Camus the bard now dead we have no use for his fine wand). Will go back to this place and attempt to discern the meaning of that room and of those pillars and orbs. Most curious. Most curious indeed. Would love to find the sword that matches that indentation in the floor.”

Area H: The Caves

This spot marks the location of the caves above the city of Barakus. Fool’s Pass winds directly past the old orcish gates leading to the caves. These areas are described in full in their own chapter.

Area I: Cave of the Dead (EL Varies)

Many years ago, an evil cleric named Asgaroth came to this area to build a shrine to himself and his god. He gathered about him a cluster of undead and began the construction of his temple. Unfortunately, while searching for a powerful evil relic, he was slain by a Paladin named VanDoren, and thus his shrine remained incomplete.

The undead, however, remained. Asgaroth had succeeded in infusing so much evil into the place that the undead he placed here to guard it remained, ever vigilant. Over the years, other

undead, primarily ghouls and ghouls, have been attracted to this place for its evil aura. What’s more, all creatures slain anywhere in these caves eventually rise as an undead creatures themselves. Over the years, many a goblinoid, brigand, or wayfarer has met their end here only to add themselves to the undead ranks. None of the undead in these caves attacks a character carrying the Heart of Darkness (see below) unless it has been *blessed*.

Area I1: The Front Door

The skeletal remains of four humans, and the decomposing bodies of two ogres lie sprawled in this large cave. Set back in northeastern wall is a set of ironbound wooden doors, both ajar. The humans and the ogre died, on separate occasions, while battling with the undead beyond the doors. They managed to stagger our to this cave and thereby save themselves the unholy torment of unending undead afterlife.

Area I2: The Totem Cavern (EL 6)

This enormous cave is dotted with no less than 17 ominous totems: six feet tall wooden spikes adorned with five or six shrunken heads tethered to the posts by their hair. The cave floor is strewn with the discarded belongings of defeated explorers who arose as zombies or ghouls themselves.

The Darkness: A preternatural darkness infects this area: light sources give off only half their light, and the range of darkvision is cut in half also. Only undead can see normally in this chamber. This darkness effect is a result of the totems, which radiate a dull necromantic magic. Removing and/or destroying all 17 totems dispels the darkness effect. The totems have a hardness 5 and 25 hp; a successful strength check (DC 22) is necessary to yank the totems from the ground.

10 medium sized, 4 small, and 3 large zombies guard this cave. The zombies are drawn to the evil in the unfinished shrine, and so huddle near the north edge of cave. They immediately become aware of the anything living that enters the cave, and stagger forward to attack.

Small Zombies (4): CR 1/2; hp 9 each; see **Monster Appendix**.

Medium Zombies (10): CR 1/2; hp 16 each; see **Monster Appendix**.

Large Zombies (ogres) (4): CR 3; hp 29 each;

see **Monster Appendix**.

Tactics: The zombies attack relentlessly as long as anything living remains within the chamber. The zombies generally do not follow anyone much beyond the doors leading to Area I1; they certainly do not pursue beyond I1.

Development: Combat in this area draws the attention of the ghouls and ghosts in Areas I3 and I4, who arrive in 2d4 rounds to investigate.

Treasure: A successful Search of the cave floor (DC 20) uncovers 15 cp, 32 sp, 5 gp, 1 pp, a severed hand wearing a sapphire ring worth 120 gp, a severed ear with a gold earring worth 25 gp, and a silver-plated dagger worth 20 gp. What's more, one of the medium-sized zombies still wears an emerald necklace worth 125 gp, and one small zombie's ear (a dead little girl) is pierced with a diamond stud worth 100 gp. A suit of platemail barding (that would fit a heavy warhorse) lies rusting on the floor. It could be repaired for 1/10th the cost of a new set.

Area I3: Ghoulish Cave (EL 5)

The roof of this cave slopes down precipitously towards the northern end, tapering to a mere 3 feet in height by the time it reaches the northern wall. The floor is strewn with gnawed bones and human and animal hair.

Currently, 7 ghouls haunt this cave.

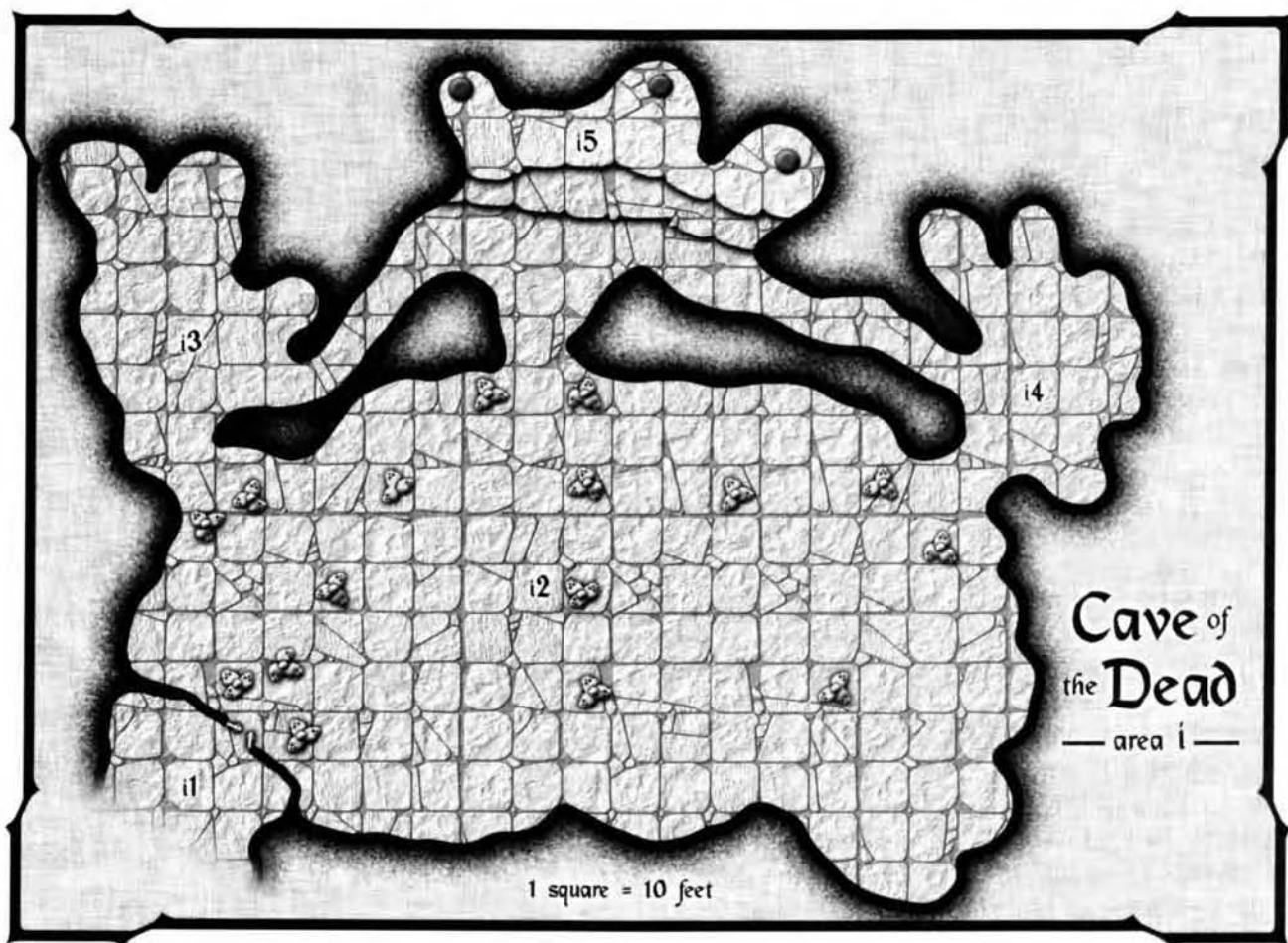
Ghouls (7): CR 1; hp 13; see **Monster Appendix**.

Tactics: The ghouls hungrily pounce on anything living that enters this cave. It is more likely, however, that they hear the PCs fighting the zombies in Area I2, in which case they proceed as a pack to investigate.

Treasure: One ghoul wears a fine gold chain (30 gp) with a magnifying glass attached to it.

Area I4: Ghostly Cave (EL 6)

This cave has the telltale reek of death about it, due, of course, to the 3 ghouls lurking here. Like Area I3, this cave is strewn with bones and hair



and bits of flesh

Ghosts (3): CR 3; hp 30; see **Monster Appendix**.

Tactics: If the ghosts do not hear and respond to combat in Area I2, but they do hear someone approaching their cave, they hide in the shadows and spring out at the trespassers.

Treasure: Hidden beneath a pile of bones in the northeastern alcove (Search DC 20) is a *divine scroll of call lightning* (5th level) in a gold scroll case (75 gp).

Development: The ghouls and ghosts need to eat. Since not much living makes its way into these caves, they must go out in search of food. There is a 20% chance that 1 ghost, or 1d3 ghouls are encountered within 2 miles of this cave on any given night. If slain, the DM should deduct their numbers from those listed here. However, the DM is advised to not let the ghouls and ghosts be whittled down in this fashion.

Area I5: The Heart of Darkness

The northern half of this cave is four feet higher than the southern half and reached by two wide, broad steps that stretch the entire diameter of the temple. There are three 10-foot wide niches in the north. Within each niche is a small black pedestal, within which are different items:

The Eastern Niche contains a gold, half-lidded eye, about six inches in diameter.

The Middle Niche is empty, but there is a heart-shaped depression in the pedestal measuring about 10 inches top to bottom.

The Western Niche contains a gold, clawed hand, laying palm up.

Development

There are a number of developments possible here:

Removing the hand or eye: Whoever does so is instantly *cursed* and begins losing one Wisdom point every week until the curse is removed or the hand or eye returned.

Destroying the hand or eye: Each item has a Hardness 10, Hp 20, and an unholy damage reduction (10/+2). If destroyed, whoever delivered the final blow is *cursed* (see **Removing the hand or eye**, above), but the evil of the temple is utterly dispelled. All slain undead remain slain, and the darkness in area I2 is dispelled.

Returning the Heart of Darkness: If the *Heart of Darkness* (see Area 2-14, in Barakus) is returned to the middle pedestal unblest (see below) this cave becomes a kind of evil focal point. All good characters present must immediately succeed at a Will save (DC 18) or become Chaotic Evil. What's more, if a character's alignment remains intact, all good divine spells are automatically wiped from the characters memory as if they had been cast, though, once the cave is left, they may be prayed for normally the following day. Further, all undead in this or any adjoining cave receive an additional +4 turn resistance, and a +2 profane to hit and damage bonus, while all good characters receive a -2-circumstance penalty to all Will saves while in the caves. Finally, evil divine spell casters who pray for spells in this chamber receive an additional 1 spell per level for that day.

The Heart is returned blessed: If the PCs return the Heart of Darkness having blessed it, all the evil effects of the cave are neutralized and the PCs share a 500 XP story award bonus.

Blessing the Heart of Darkness: If the Heart is taken to a good temple, or a site that has been *consecrated*, a *blest* spell is cast on it, and the *Heart* then prayed over for 24 hours by no less than three clerics with a total of 10 levels, the *Heart* becomes a *Heart of Light*, and may be used to nullify the evil effects of this cave (see above). With a successful Knowledge (religion) check (DC 25), or Bardic Knowledge (DC 25), a PC knows the blessing ritual. A successful Knowledge (Arcana) check (DC 20) or Spellcraft (DC 20) gives the PCs an additional +2 synergy bonus (though only once) to his Knowledge (religion) or Bardic Knowledge check.

Why is this place so tough?

Because it is. Yes, if the players decide to send their 1st or 2nd-level characters into the cave, walking over the fallen bodies of two dead ogres to do so, they might very well die. On the other hand, the zombies are slow, and if the players are smart they won't have their characters stay long once they see how badly they are outnumbered. Once they have risen to 4th or 5th level, they should be plenty tough to handle these evil caves.

Area J: Kilkarin and Flink (EL 5)

Years ago, before the orcs were driven from the caves to the west, their chieftain mated with a human slave who bore him two twins: Kilkarin and Flink. A good deal smarter than most of the other orcs, these two half-orcs managed to escape when the humans attacked. Unfortunately, their association with the orcs made it impossible to get along with the residents of Endhome, and they were forced to dwell together in the hills, a pair of unhappy outcasts.

Kilkarin, Male Half-Orc Rog2/Ftr1: CR 3; hp 20; see **NPC Appendix**.

Flink, Male Half-Orc Drd3: CR 3; hp 15; see **NPC Appendix**.

Fentarus, Eagle Animal Companion: CR 1/2; hp 5; see **NPC Appendix**.

Gruss; Mountain Lion Companion (treat as Leopard): CR 2; hp 20; see **NPC Appendix**.

To say the brothers live modestly would be an understatement. Their small square home is made of stones and mud, with a sloped roof made of mud and sticks that does a poor job of keeping the rain out in the winter. The home contains two beds, a table with two chairs, and two shelves on which are stored various mundane foodstuffs and supplies.

Tactics: If pressed into a fight (see below) Flink casts *entangle* first, while Kilkarin uses his bow from a distance for as long as possible. Gruss never leaves Flink's side, and if need be Fentarus dives down on arcane spell casters and archers.

Development: The brothers are not evil. They are, however, deeply wounded and bitter, and highly reclusive and distrustful of strangers. If approached, they assume an aggressive posture, warning away the PCs with brandished weapons. They do not, however, want to fight: they have just learned that fighting is a natural consequence of meeting strangers. With a successful Diplomacy check (see the *DMG*) the PCs might be able to change the brother's attitude from *unfriendly* to *indifferent* or even *friendly*; any half-orc or druid attempting this Diplomacy check receives a +2 circumstance bonus to his roll.

If the brothers are indifferent: They are willing to share a bit about what they know of the local terrain: that there is a cave of undead to the

east, that there is a band of grimlocks to the north, and that the large cave complex to the west used to house a tribe of orcs. They are not interested in talking beyond this.

If the brothers are friendly: They invite the PCs in for a meal and share all they know, which includes all of the above plus more details about the caves and Barakus, which they investigated briefly during their curious childhood. They believe, correctly, that descendants of the tribe still reside beneath the caves (see Areas 2-54 to 2-57 in Barakus). They believe Barakus is vast and magical in nature. From time to time they travel by the old caves just to have a look, and believe that a dragon may have moved in to one of the caves. What's more, their home is always open to the PCs as a place to rest and recuperate (Flink might even be willing to cast a healing spell or two).

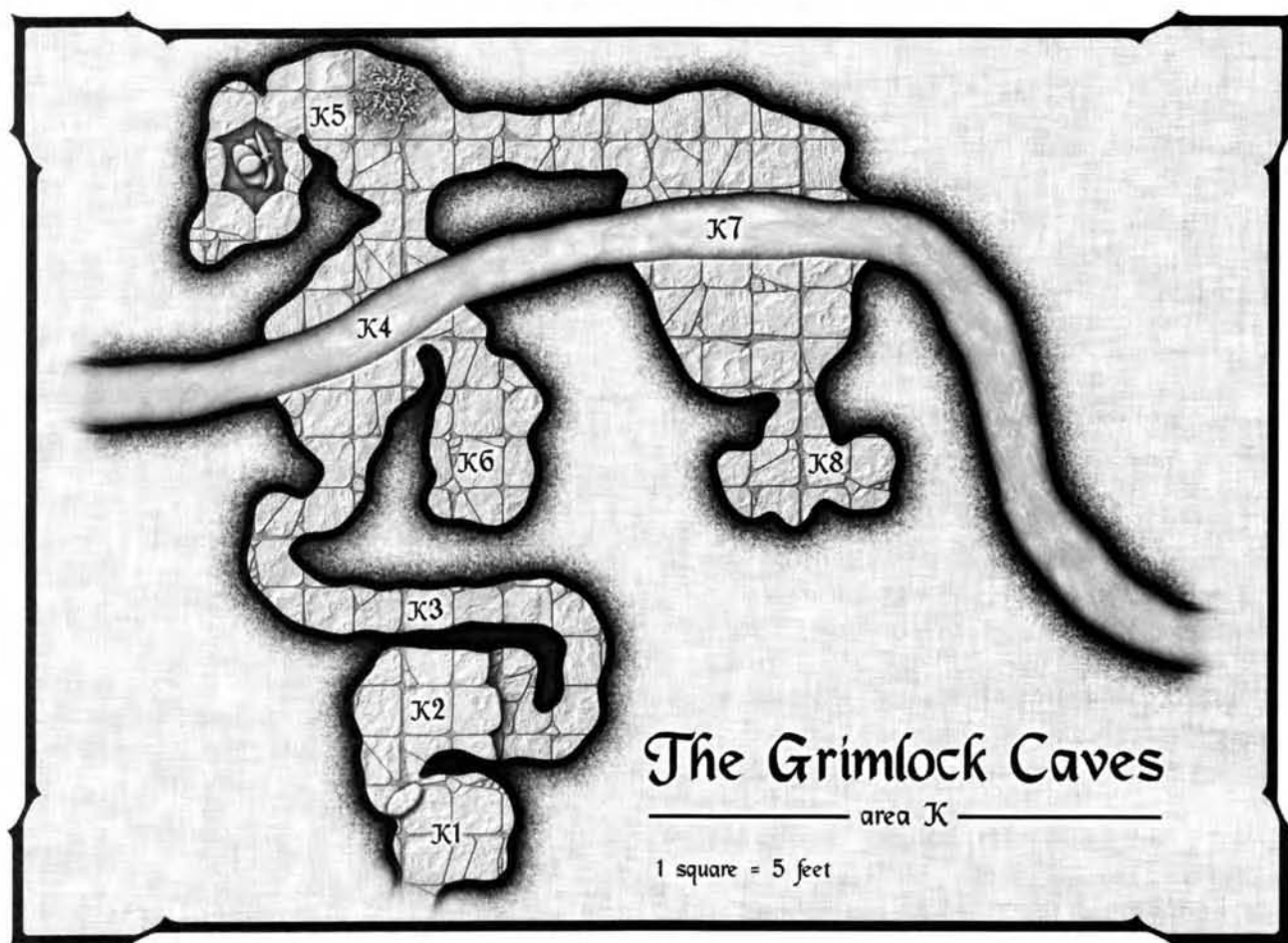
The brothers and Gilda: It just so happens that Gilda Wayentree would make an excellent companion for the brothers, and visa-versa. With Flink being a fellow druid, and Gilda a half-elf and therefore a *bit* of an outcast, and also just a generally good-hearted person, this threesome, were they ever to meet, would form a fast bond. Thus far, this has not happened. If, however, the PCs think to connect to two, a life-long friendship is formed between these three, and the brothers eventually move down out of their hillside cabin and build one near Gilda. If the PCs are instrumental in this, the party should be awarded a 150 XP story award bonus.

Area K: Grimlock Caves

A small but industrious tribe of grimlocks lair deep beneath the hills in a series of caves bisected by an underground river. The grimlocks make occasional forays above ground for food and valuables, and are in the process of attempting to unearth an ancient and very evil statue.

Area K1: Entrance Cave

Tucked along the hillside is a small, low cave. Its roof is only four feet high near the entrance and tapers quickly to the north where it is only 1 foot high. A narrow opening in the northwest is partially blocked by a 2 foot high bolder. A successful Tracking check (DC 25) in the cave or on the rocky ground outside (DC 20) reveals sev-



eral pairs of barefoot humanoids have been here within the last week.

Area K2: The Ledge Cave

The narrow passage from Area K1 quickly widens and opens into a more spacious cave (7 foot high ceiling). There is little of interest here except a few bones and animal droppings, although with a successful Search check (DC 20) the PCs locate a broken axe head partially buried in the northeast portion of the cave.

There is a 20-foot deep crevasse against the eastern wall of the cave. Close examination of the crevasse wall (Search DC 10) reveals subtle handholds descending along the southern edge of the western wall of the crevasse. Climbing down the crevasse via the handholds requires a lower Climb check (DC 10) than without (DC 15), as the rest of the wall is quite smooth; of course a rope (DC 5) is easier still. The grimlocks, naturally, know to use the handholds. A five-foot wide tunnel connects with the base of the crevasse and winds

down to the north.

Area K3: Steeply Sloping Passage (EL Varies)

This natural tunnel slopes down at a steady and steep angle from the point at which it connects to the crevasse in Area K2 until it terminates in Area K4. In all, the tunnel descends 50 feet from its southern end to its northern end. Travel down the passage is increased by five feet per round and travel up the passage is decreased by five feet per round.

There is a 20% chance that **1d3 grimlocks** are wandering to or from Area K4 (deduct from Area K7 if slain). If they sense the PCs before the PCs spot them, they run to warn their comrades in Area K5.

Grimlock: CR 1; hp 11; see **Monster Appendix**.

Area K4: River Cave (EL 2)

A 7 foot wide, 12-foot deep subterranean river enters the cave complex via this area. The openings through which it enters and exits the cave are only a few inches taller than the current water level, and the submerged channels between caves have no headroom whatsoever. Swimming downstream is much easier (DC 8) than swimming upstream (DC 15). The grimlocks jump or swim the stream when they need to cross it.

Several species of sightless, subterranean fish travel this stream, and the grimlocks come here frequently to fish for their supper, eating their catch raw on the spot. Currently, **2 grimlocks** are perched on the northern bank of the stream looking for a meal. As soon as they become aware of intruders they race to Area K5 to warn the grimlocks there.

Grimlocks (2): CR 1; hp 11 each; see **Monster Appendix**.

Area K5: The Excavators (EL 5)

This large cave is divided into two parts: the eastern half contains piles of dirt and rocks as well as numerous broken picks, shovels, and spades. The western half, separated from the eastern by two, five-foot long walls, is dominated by a 10-foot wide, 20-foot deep pit, in the center of

which is what appears to be the top of a very large statue.

Several months, Agok, the grimlock's leader, sensed that something of great power and evil lay nearby. Just as a diviner searches for water, Agok traveled the walls of the caves until he fell upon what was once the wall dividing the two portions of this cave. He announced that the grimlocks should tunnel through this spot, which they did, and found a small cave lay beyond it. He then commanded his troops to begin digging in the center of the cave. After a week of intermittent digging they have finally uncovered the top of The Statue of Keld (see below for details).

Presently **3 grimlocks** are hard at work excavating the statue, overseen by **Cloft**, Agok's lieutenant.

Grimlocks (3): CR 1; hp 11 each; see **Monster Appendix**.

Cloft, Male Grimlock Brb2*: CR 3; hp 27 (35); see **NPC Appendix**.

**Statistics in parenthesis are for when Cloft is raging.*

Tactics: If the grimlocks here are warned of intruders ahead of time, Cloft sends one to Area K7 to gather reinforcements while he remains behind with the others to make a stand, preferably in the bottleneck between Areas K4 and K5 where he and his troops cannot be easily surrounded. If surprised, the grimlocks gather up their battleaxes and defend themselves, calling loudly for assistance as they do so. Cloft always rages once battle is joined.

Area K6: The Low Cave

This area is little more than a crawl space: the cave roof is only 2 feet high. The grimlocks spend very little time here as a result. If the PCs are willing to scrounge around on their bellies searching this cave, they might discover (Search DC 20), a skeletal hand in the southeast corner partially buried in the rocks. There are two rings on the hand, one gold, and one platinum. The gold ring is a *ring of swimming*; the platinum ring is a *curse ring of clumsiness*.

K7: Living Area (EL 5)

This large cave, bisected by the stream, is cluttered with the remnants of meals, axe heads, hair, and fish bones. There are a dozen or so piles of

WILDERNESS LOCATIONS

animal furs on both sides of the stream that serve as bedding for the grimlocks. The remainder of the tribe, currently 7 **grimlocks**, huddles on the northern bank of the stream.

Grimlocks (7): CR 1; hp 11 each; see **Monster Appendix**.

Tactics: If the grimlocks are warned of intruders in Area K5, they shout to Agok in Area K8, and rush to assist in combat. If surprised here, they shout for Agok while attempting to hold the enemy in the mouth of the passage.

K8: Agok's Cave (EL 4)

This small cave is strung with all kind of odd paraphernalia: beads, shrunken animal heads, pieces of string, bones, dried intestines. A pile of furs in the west serves as a bed. **Agok** rests in them, waiting for further inspiration to come to him in his dreams.

Agok, an **Adp4**, is a bit of a savant. Possessed of an extraordinarily high Wisdom (for a grimlock, that is), he has led this tiny band to these caves because of a series of dreams that told him great power could be found here. The dreams persisted until he had the vision that the great power lay "beyond the walls and beneath the ground." Thus the current excavation in Area K5.

Agok, Male Grimlock Adp4: CR 4; hp 30; see **NPC Appendix**.

Tactics: Before entering combat Agok either drinks his *potion of bull's strength* or casts *bull's strength* on himself, depending on whether he thinks he will have an opportunity to cast *bull's strength* on one of his grimlock warriors (preferably Cloft). Once in combat, he is quick to use *obscuring mist*, since he and his fellow grimlocks are in no way affected by this spell. He saves *hold person* for the largest fighter type.

Treasure: In a secret compartment in the wall (Search DC 15) are a small wooden music box (now broken) worth 40 gp if repaired, and two bars of silver worth 300 sp each. Two of the furs in the bedding are mink (worth 20 gp each), and what appears to be a musty saddle blanket is really a fine tapestry (worth 200 gp if cleaned up) used as a pillow.

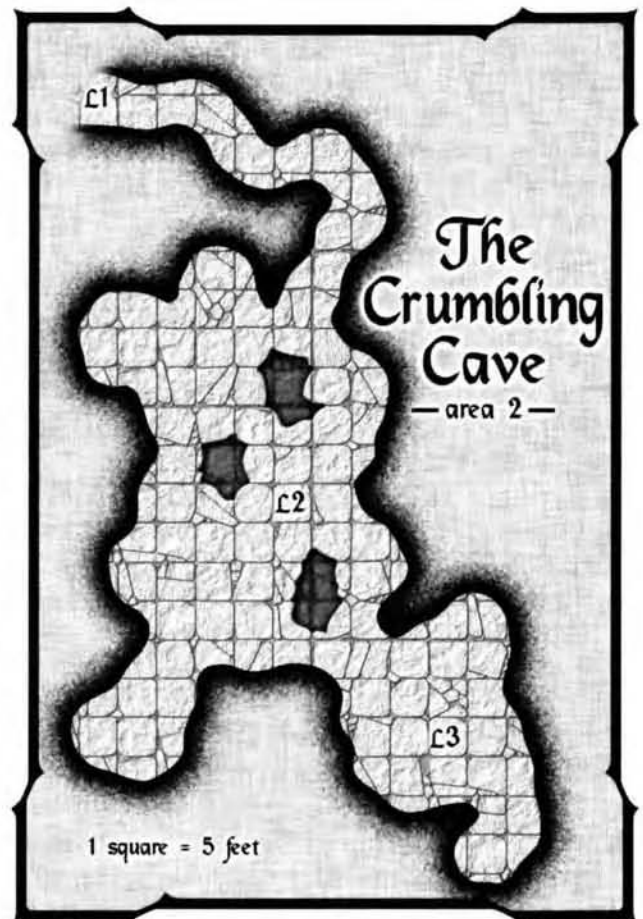
The Statue of Keld

Keld was an ancient and evil god worshipped by a foul race of subterranean humanoids centuries ago that has been all but forgotten. The statue the

grimlocks are in the process of unearthing stands a total of 20 feet tall and depicts a man with a huge beard and evil-looking eyes and a flaming greatsword clasped in both hands. If the grimlocks succeed in fully unearthing the statue, Keld speaks to Agok in his dreams and tells him to begin gathering forces about him to help return Keld to his rightful place in the pantheon. How the DM wishes to handle this is entirely his choice. Perhaps other evil creatures from the Underdark or other parts of the world travel to see the great statue and receive its dark blessing, or perhaps the drow from Barakus learn of it and come to investigate. Given the potential power of this statue, this is a quest better handled by higher-level PCs, and thus a good hook into a new and continuing quest.

Area L: The Crumbling Cave

The following caves are lair to a **firedrake** as well as a natural trap. The DM should check the character's total weight before this area is explored.



Crumbling Floor

Checks are made each round that the characters move in the cave. If the floor crumbles, PCs are allowed a Reflex save (DC 15) to see if they can grab hold of the floor before they fall through. Those characters that do fall drop 15 feet and suffer 2d6 hp falling damage.

<u>PC Total Weight</u>	<u>Movement</u>	<u>% Chance of Crumbling</u>
0-100 pounds	up to half	5%
0-100 pounds	half to full	20%
0-100 pounds	run	30%
101-130 pounds	up to half	15 %
101-130 pounds	half to full	30 %
101-130 pounds	run	40 %
131-200 pounds	up to half	25 %
131-200 pounds	half to full	40 %
131-200 pounds	run	50%
Over 200 pounds	up to half	35%
Over 200 pounds	half to full	50%
Over 200 pounds	run	60 %

Area L1: Entrance

The narrow opening to the entry passage is only a 4-foot by 4-foot hole in the hillside, and requires a successful Spot check (DC 15) to be seen. If the PCs are, for some reason, specifically looking for cave openings in this area, then they find it automatically.

Beyond the cave mouth is a low, narrow passage, large enough for a medium-sized character to crawl through (1/4 movement); small creatures may pass through the tunnel normally.

Area L2:

Cave of the Crumbling Floor (EL 1)

The entrance passage gives way to a wide cave. Dust and pebbles trickle from the ceiling, and the cave floor groans beneath the PC's feet as they cross it. There are also a number of holes in the floor that require a successful Spot check (DC 15) for characters without lowlight vision or darkvision to notice (assuming, of course, they have an adequate light source).

This cave is a natural trap. The floor is quite thin, and forms a kind of natural (if unstable) bridge over another cave directly beneath it. The floor is so thin, in fact, that just walking on it might result in a creature dropping through the floor to the cave below. Refer to the following

chart to determine the chance of the floor crumbling beneath a character's feet.

The cave beneath this area is roughly the same dimensions, though with a higher ceiling (15 feet). It contains the bodies of an ogre and two orcs, on whom can be found the **treasure**. Dwarves may use their stonecunning ability to sense the fragility of the floor; rogues, likewise, notice the floor is unstable with a successful Search check (DC 20).

Crumbling Floor Trap: CR 1; mechanical; location trigger; no reset; DC 15 Reflex save avoids; 15 ft. deep (2d6, fall); Search (DC 20); Disable (NA); *Market price:* 100 gp.

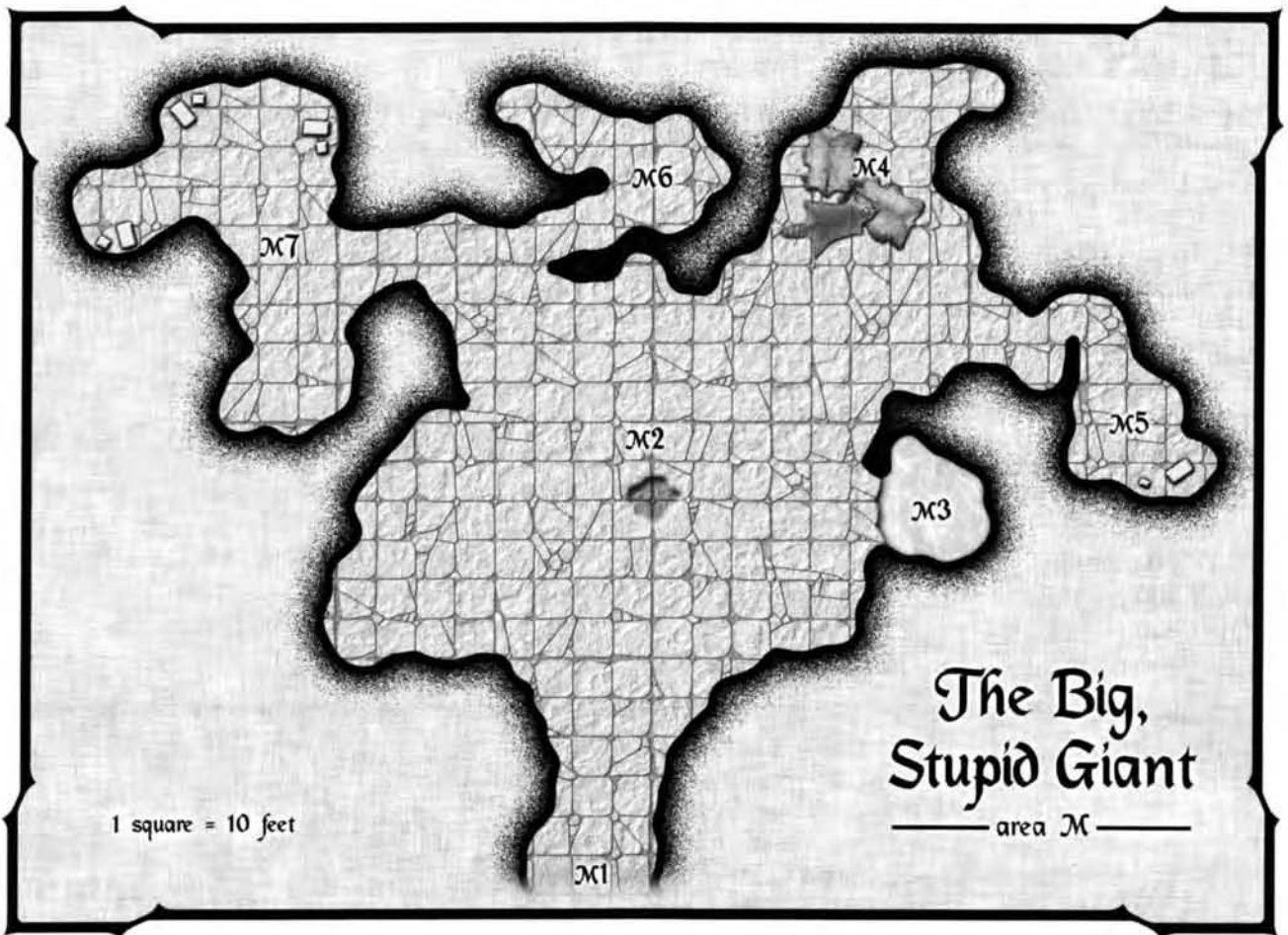
The fire Drake in Area L3 prefers to attack in this cave rather than allow intruders into his cave (see Area L3 for the drake's tactics).

Treasure: On the bodies of the ogre and orcs can be found 45 sp, a diamond nose stud (45 gp), and a masterwork buckler.

Area L3: Fire Drake Lair (EL 4)

A single **fire Drake** resides in this cave. He attacks anyone that enters, but prefers to surprise intruders in Area L2 (See **Tactics**, below). The cave contains bones and a pile of dirt the drake uses as a bed.

Fire Drake: CR 4; hp 35; see **Monster Appendix**.



Tactics: The drake prefers to attack in Area L2, hovering above the floor while the PCs risk dropping through it. He uses his breath weapon at every opportunity.

Treasure: Amidst the bones (Search DC 12) is an *arcane scroll of lightning bolt* (7th level).

Area M: The Big, Stupid Giant

For the past several years a particularly stupid and lazy hill giant named Branbolton has lived in relative peace in a huge cave in the northeast of the Duskmoon Hills. Recently, a goblin sorcerer named Phazut has arrived to live with the giant and his orc lackeys. Phazut has some plans for his powerful master, plans that might eventually involve the PCs.

Area M1: Cave Entry (EL 1/2)

The entrance to Branbolton's cave is pretty hard to miss, being a gaping 30-foot wide, 15-foot high opening in the hillside. Branbolton fashioned this

opening himself, widening one that had already existed back when this was an ogre's lair.

A single **orc** stands guard outside the cave day and night. Phazut has given him strict instructions *not* to fight, but to run and get Branbolton at the first sign of trouble.

Orc: hp 4; see **Monster Appendix**, except armed with a longspear instead of greataxe, +3 melee (1d8+3, crit X3); Reach 10 ft.

Area M2: Main Cave (EL 7)

The ceiling of this massive cave stretches 30 feet above the cave floor, which itself is strewn with bones, dirt, offal, and assorted broken and useless junk. A large fire pit, currently unused, dominates the center of cave.

Branbolton spends most of his time here. He lounges against the western wall, chewing on a calf leg, while 2 **orc** lackeys play a game of dice in the southeastern corner.

Branbolton, Male Hill Giant: CR 7; hp 122; see **NPC Appendix**.

Orcs (2): hp 4 each; see **Monster Appendix**, except armed with a long spear, +3 melee (1d8+3, crit X3); Reach 10 ft.

Tactics: Neither Branbolton nor the orcs are particularly clever. At the first sign of intruders, either by warning from the guard in Area M1, or their arrival in this cave, the orcs and Branbolton grab their weapons and charge into combat. If possible, Branbolton lobs a few rocks first. Otherwise, he simply wades in with his greatclub. The orcs fight as long as Branbolton remains standing.

Area M3: Water Cave

This cave contains a large, 4-foot deep pool of water formed by an underground spring. The water is potable.

Area M4: Branbolton's Chamber

A huge pile of furs is heaped in the northern corner of this cave, beside which is a massive, locked oak trunk containing Branbolton's treasure.

Locked Oak Trunk: hardness 5; hp 20; Break (DC 25); Open Locks (DC 25).

Treasure: A sack with 1,500 sp; three matching ivory statuettes of dolphins worth 60 gp each; a small-sized fur coat in good condition (75 gp); a masterwork handaxe, and a masterwork gold flute worth 125 gp.

Area M5: Phazut's Cave (EL 4)

Unlike the other caves in the complex, this one is relatively tidy. A small, moth-eaten mattress sits in the southern corner beside a wooden box topped by two candleholders. Piled beside the mattress are several books.

Phazut, a **goblin Sor3/Rog1** has staked out this cave as his own. A recent arrival to Branbolton's crew, Phazut has plans for his stupid master. Phazut enjoys reading as well, and the books, written in undercommon, are works of evil and low quality fiction.

Phazut, Male Goblin Sor3/Rog1: CR 4; hp 12, see **NPC Appendix**.

Tactics: Phazut never begins a combat without first casting *shield* on himself, preferably from his scroll. Once in combat he uses *ray of enfeeblement* on fighters and clerics, and then burns

through all his *magic missiles* and *flare* spells before using his crossbow. If there are no effective archers in the party, he casts spells while riding his *broom of flying*.

Development: Branbolton is as lazy as he is stupid. He has zero ambition, and is quite happy to lounge about his cave while his orcs bring him food and generally look after him. Since his arrival, Phazut has been trying to convince the hill giant that with his might, and the goblin's brains, they could accumulate an impressive horde if they were to rob the occasional merchant or adventurer. Thus far, Branbolton is unconvinced, though it is only matter of time before the crafty goblin has his way. See **The Robber Giant**, below, for more details.

Treasure: Beneath the wooden box is a locked strongbox containing 125 gp and a *potion of water breathing*.

Locked Strongbox: hardness 8; hp 20; Break (DC 23); Open Locks (DC 20).

Area M6: Garbage Cave

When the orcs do get around to cleaning up Area M2 (which is infrequent enough) they throw the trash in this cave. The floor is filled with bones, animal skins, and other debris.

Area M7: Orc Cave

This large cave contains three cots, three small trunks, and a large rug (see treasure). This is the orcs' cave. The cave is cluttered with garbage, but generally unremarkable. The trunks are all unlocked.

Treasure: The trunks contain odd, orcish personal belongings, and a total of 75 cp, 12 sp, and 11 gp. The rug, however, unbeknownst to the orcs or Branbolton or Phazut, is actually a *rug of levitation*, endowed by its creator with

Rug of Levitation

This rug is similar in all way to a 3 ft. by 5 ft. *carpet of flying* except mimics the arcane spell *levitation*.

Caster Level: 7th; **Prerequisites:** Craft Wondrous Item, *levitation*, *permanency*; **Market Price:** 12,000 gp.

a permanent *Nystal's Undetectable Aura*. The only clue to its value is the fact that it's in unusually good shape, *and* a small inscription on the underside in Draconic reading "Parp" (up). A successful Search check (DC 15) of the rug is necessary to locate the command word.

The Robber Giant

At some point, assuming the PCs don't find and kill him first, Phazut convinces Branbolton that a fortune is to be won by robbing merchants and adventurers. Riding his *broom of flying*, Phazut circles the nearby countryside in search of appropriate victims. His first victims, naturally, are the PCs. At some point during their trips into Barakus, he spots them entering the caves and decides they would make a good mark. He rounds up Branbolton and the orcs, and returns to the cave mouth. When the PCs emerge laden with treasure, Phazut, flanked by the giant and the orcs, informs them in common to hand over their loot or have their skulls crushed by Branbolton. Although the DM could choose to have this encounter occur when the PCs are 4th or 5th level, it is advised that the DM insert this more early on in the campaign when the PCs are less likely to attempt to attack the hill giant. This creates a nice nemesis for the PCs that, as they get more powerful, they will likely want to seek out for revenge.

How much or how often Branbolton robs merchants is up to the DM. If you would like to further incorporate Branbolton into your campaign, have Bragger Bondhome offer a reward of 1,000 gp for the Giant's head. If the DM is particularly cruel, he might decide to have Branbolton rob the PCs multiple times while they are low level, although this could seriously hamper their ability to equip themselves.

Area N: The Dragonspire (EL 12)

For hundreds of years a red dragon named Bezzalt has lived in a conical shaped peak in the Duskmoon Hills known as the Dragonspire. Although Bezzalt would love to plunder the riches of Endhome, he fears the magic of the Wizard's Academy. Therefore, when he does leave his lair to hunt, he flies north to the plains beyond the

Duskmoon Hills, or east across the Sinnar Ocean. Mostly, however, he just rests in his cave, happy on his accumulated horde.

At the moment, there is only one way into the Dragonspire, and that is through a 30-foot wide "flue" that extends from the top of the dragon's huge cave. There is a natural, angled "lid" on top of the flue that prevents the cave from filling with rain and snow. Climbing the walls of the flue requires a successful Climb check (DC 15). On the east side of the hill surrounding the cave, however, there is a narrow passage that extends to within 20 feet or so of the Bezzalt's cave. This was an aborted effort by some dwarf miner/thieves 75 years ago. After 40 feet of digging they got into such an argument over how the dragon's gold might be spent that a terrible fight broke out and those dwarves that weren't killed were so badly injured that they decided to abandon the project. Some industrious PCs might be able to finish this tunnel and sneak into the cave, though this would be very, very risky indeed. The cave itself contains Bezzalt and his treasure, both of which are detailed below.

Bezzalt, Male Young Adult Red Dragon: CR 12; hp 220; see **NPC Appendix**.

Treasure: Piled about the cave are: 15,000 cp; 6,800 sp; 3,500 gp; 200 pp; 25 trinkets and works of art worth between 50 and 100 gp each; A dwarf-size suit of +1 *half plate*; a +2 *warhammer*; a *divine scroll of raise dead*; and a *staff of frost* (14 charges).

This area is not described in much detail as it is assumed the PCs will be unlikely to enter it once they learn what lurks within. Bezzalt is here mostly to scare the PCs (and players) from time to time and, perhaps, serve as an objective for some future adventure. Perhaps there is an additional magic item in the dragon's horde for which the PCs must quest, or perhaps, once the PCs have reached 9th level or so, the dragon gets restless and starts scorching the countryside. In any event, should the PCs be brave enough and lucky enough to sneak in and steal some of his treasure, Bezzalt does not hesitate to use his *locate object* ability to find and punish them.

Area O: Roadside Inn and King's Inn

Positioned about a day's ride north (the Roadside Inn) of and west (the King's Inn) of Endhome, these two inns are nearly identical and are both owned by the same Endhome entrepreneur (Rosko Talk). The inns serve as a resting place for merchants and travelers heading in or out of the city. Both are large and pleasant and have many rooms (1 gp per person per night) and plenty of stable space (5 sp per mount, 8 sp per wagon), and serve 3 meals a day (4 sp per person, per meal).

Area P: Logging Camp

This dismal area is nothing more than a collection of tents surrounding a low wooden building. The loggers sleep on cots in the tents, and their two bosses, **Elwood Gramge** and **Teil Fulworth**, sleep in the cabin. Every day, the loggers head north into the woods, cut a few trees, and haul them back to the camp in mule-drawn wagons and then on to Endhome where the wood is milled.

Area Q: The Painted Cave

Hidden behind a small copse of trees is a 4-foot diameter cave entrance leading to a small dungeon complex. This complex is only guarded by physical hazards and a curse, yet contains a powerful weapon against the undead. The cave itself once served as a shelter for a primitive people, and was used as a burial ground and sacred ritual spot. Once entered, torchlight reveals intricate stone etchings and highly detailed cave paintings depicting warfare, hunting, and even marriage rituals. No one has entered this cave for hundreds of years, as a localized landslide exposed the tunnel entrance to the outside only recently. The entrance opens into a 30-foot long, 15-foot wide cave passage, ending in a sinkhole. The sinkhole drops deep into the bowels of the earth. Warm air can be felt blowing up the hole from below. The ground inside the cave makes crunching noises when walked upon. Examination of the floor reveals that hundreds of bone fragments are mixed with the sand and gravel that make up the floor detritus.

Area Q-1: The Sinkhole (EL 2)

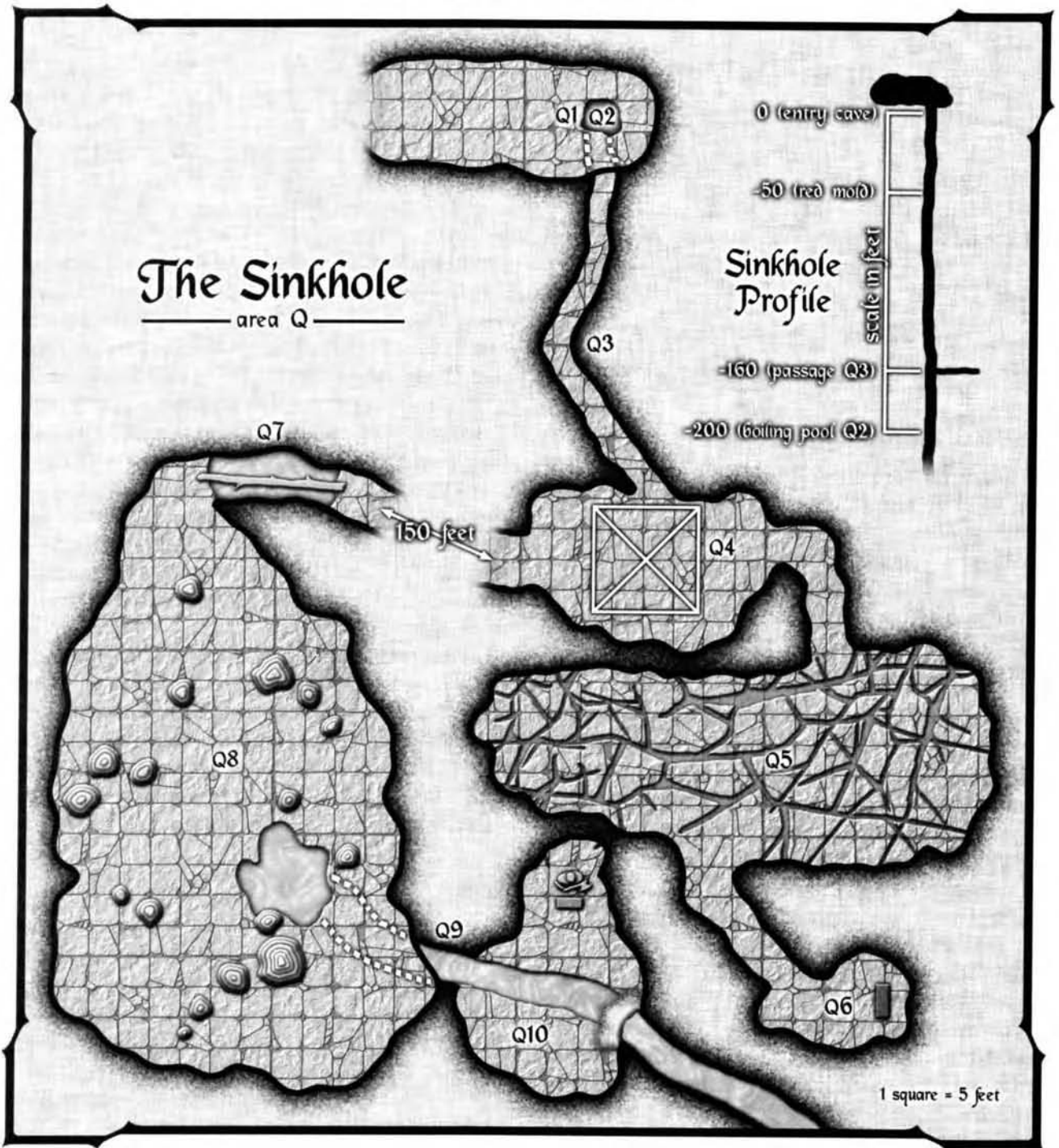
The sinkhole drops down over 200 feet to a small geothermal pool (Area Q-2). Climbing down the sinkhole requires a Climb check (DC 15, 5 with rope). Strange molds and lichens of bright colors grow along the edges of the sinkhole. One patch about 50 feet down is a bright foam-textured red mold. The mold can be easily avoided by anyone on a rope. Anyone free climbing must pass through the colony to progress down. The pool is sulfur rich and gives off noxious gasses. A Fort save (DC 8) is required for each minute spent in the sinkhole to avoid nausea (as per *stinking cloud* spell). Anyone that is nauseated while climbing in the sinkhole must make a Str check (DC 10) or fall into the pool below (taking 1d6-1 damage per 10 feet fallen, and heat damage as described below from the boiling water). There is a 10% chance per hour that a particularly toxic batch of gas is extruded (treat as a *cloudkill* spell), affecting anyone inside the sinkhole.

Hidden along the wall 40 feet above the pool (160 feet down) is a 3-foot diameter tunnel entrance. Due to the noxious fumes and steam, a spot check (DC 15) must be made by someone within 20 feet of the entrance to notice it. This tunnel leads to Area Q-3.

Red Mold: CR 2; see **Monster Appendix**.

Area Q-2: The Boiling Pool

The pool fills the entirety of the bottom of the sinkhole. Light projected down the hole gives off scintillating colors of all spectrums, generating a brilliant display as it reflects and refracts off the myriad of crystalline forms present on the walls near the pool. The water in the pool is boiling, and any contact with it causes 2d4 damage per round. Immersion causes twice that amount. Mineral encrustations along the bottom 20 feet of the hole are worth a great deal to an alchemist or wizard. For every hour spent scraping and accumulating minerals, 2d6 x 10 gp of rare minerals can be harvested, some in beautiful crystalline form. Up to 3000 gp in rare minerals can be obtained before the material is depleted. If anyone has a relevant Knowledge skill (alchemy, geology, etc.), +6 is added to the roll for the value of the material collected.



Area Q-3: The Tiny Tunnel

Once this tunnel is located, it becomes very obvious that someone took great care to decorate it. The smooth stone walls of the passage lead back 60 feet, and every inch of them are detailed with strange runes, glyphs and pictograms. At the 40-foot mark is a small depression in the floor of the tunnel (Search DC 12). Inside the depres-

sion is a flat piece of obsidian glass (worth 20 gp), carved razor-sharp along its edges.

Area Q-4: The Burial Cave (EL 6)

The tunnel opens into a small cave (40 feet in diameter), with exits to the left and right. This cave is literally filled 2-feet deep in dried bones. Humanoid bones, ursine bones, canine bones and

those of unidentifiable large animals are all intermixed. Careful examination reveals that all of the skulls are missing. In the center of the room (marked X) is a covered 20-foot square pit. The bone density on the floor of the cave makes the pit very difficult to detect. The primitive trap mechanism opens if more than 50 pounds are applied to it. The pit is only 10 feet deep, but contains a dozen **coral snakes** that attack anyone who falls in. Each round spent in the pit draws attacks from 1d4+1 snakes.

10-foot Pit Trap: CR 1; mechanical; location trigger; automatic reset; DC 15 Reflex save avoids; 15 ft. deep (2d6, fall); Search (DC 30); Disable (NA); *Market price:* 2,800 gp.

Coral Snake (12): CR 1; hp 9 each; see **Monster Appendix**.

Area Q-5: The Chamber of Skulls (EL 4)

The left tunnel leads to another large cavern (80 feet in diameter). There is an exit on the far wall, leading to Area Q-6. This cavern is filled with steam from a hydrothermal vent that blows up from the center of the cave through a series of cracks and fissures. The floor is very slick. Visibility is limited to 5 feet, and the steam smells foul, though the steam consists of sulfur and water, and is in no way toxic. Anyone moving around in the cave without extreme caution (basically looking at their feet) has a 10% chance per round of movement of stepping in a crack or fissure. Anyone so doing must make a reflex save (DC 14) or fall 1d4-2 x 10 feet. Anyone falling 0 feet is considered to have twisted an ankle and tripped in a small crack, taking 1d6-3 damage. Anyone falling 10-20 feet has fallen into a larger crack, gotten wedged in, and takes 1d3 damage per 10 feet fallen plus 1d6 subdual damage per minute from the heat and steam. A successful Escape Artist check (DC equal to the feet fallen) allows the individual to attempt a Climb check (DC 15) to escape the fissure.

Close examination of the walls reveals a series of over 50 cut out recesses, each containing a skull of a human or an animal. Most of the skulls are small to medium in size, though one is from saber-tooth tiger and another is from a mastodon. On the wall above the mastodon skull is some ancient writing. The writing detects as necromancy magic. A Decipher Script check (DC 25)

or *comprehend languages* allows an individual to understand that the skulls are protected by a curse. Nothing of value can be found in the skulls; however, anyone removing a skull from this room or destroying a skull is subjected to a terrible curse.

Curse of Animal Hostility: CR 4; Will save (DC 20) avoids; Subject automatically is treated as an enemy by all natural animals. Animals either shun or attack the individual as if they were automatically hostile towards him (see **NPC attitudes** in the *DMG*). The cursed subject cannot ride a horse or come within 10 feet on any domesticated animal without incurring hostility. Even their companion animal avoids them, though it may follow at a distance, confused, rather than attacking or leaving. A *remove curse* spell restores the individual.

Area Q-6: The Shaman's Grave

This small cave contains a 2-foot x 2-foot x 7-foot slab of pure obsidian glass (worth 5000 gp if removed, but it weighs over 4000 pounds!). On the slab are the inanimate remains of an ancient shaman. On the body are the rotted remains of the man's clothing, a stone greataxe (see Area Q-10, below), a few dry and brittle feathers of various large birds, and a necklace of red coral, its center section carved in the shape of a cat, worth 400 gp. The axe radiates enchantment and necromantic magic if detected, but seems to have no real effect unless taken to the altar in Area Q-10.

Area Q-7: The Pit of Slime (EL 4)

This tunnel runs about 50 yards in a straight line. The last 20 feet of the tunnel contains a 5-foot deep pit, filled to the brim with **green slime**. An ancient log, its gnarled branches hacked off in stubs, spans the pit, resting a mere 2 inches above the slime. Despite its appearance, the dry, brittle old log can support any weight under 250 pounds. Crossing the pit requires a Balance check (DC 12). Failure, well, is too terrible to comprehend...

Green Slime: CR 4, see **Monster Appendix**.

Area Q-8: The Crystal Cavern

Past the slime pit is a huge cavern (100 feet in diameter) full of stalactites and stalagmites of pure quartz crystals. Some of these crystals are

4-5 feet long, perfectly shaped and quite valuable (up to 100 gp per ton). Light sources brought into the cave are amplified ten times as brightly due to the effect of the crystals and reflective walls. In the center of the cavern is a pool of water. A faint crashing sound like that of a waterfall can be heard in the distance.

The pool's sides are lined with sharp crystals. Entrance or exit from the pool requires great caution, else the individual doing so suffers minor cuts and abrasions from the volcanic glass and quartz shards that line the pool (a full round action is required to avoid 1d4 damage).

The pool itself is clear and cold (40-degrees, see the *DMG* for cold effects). This area is not connected to the geothermal hotspots that generate the ever-present steam in other portions of this complex. It is 30 feet deep, and a successful Spot check (DC 15) reveals a subsurface passage leading out of it (Area Q-9). Living in the pool are numerous blind cavefish and crustaceans.

No signs of habitation are present in this cave, save for the few bats and cave insects that call this area home. In the bottom of the pool can be found (Search check, DC 20) several broken stone tools; an adze, a knife, a few needle-like implements, and an ax. A single rune is carved above the subsurface exit to this pool. A Decipher Script check (DC 25) indicates that the rune is a religious symbol of some sort; *comprehend languages* indicates only a single word: "Father".

Area Q-9: Water Passage

Besides the cold water, anyone attempting to take this passage must fight the current (the water flows into, not out of the pool here). The current is strong (10 feet per round subtracted from movement upstream, 10 feet added downstream) and requires a Swim check (DC 15) to move each round. Failure indicates that the individual either makes no progress (full round action) or moves downstream 10 feet (move action). Anyone trying to swim up the passage must be able to hold their breath for a minimum of 6 rounds, and thus must have a constitution of 12+ to avoid drowning checks (as full round actions are required to make the swim due to the movement penalty), assuming all Swim checks are successful and the base movement of the individual is 30 feet. The passage is 30 feet long (underwater). Once one individual

is through, a rope or similar device held on the upstream side reduces the Swim check DC to 5.

Area Q-10: The Ancient Shrine (EL 8)

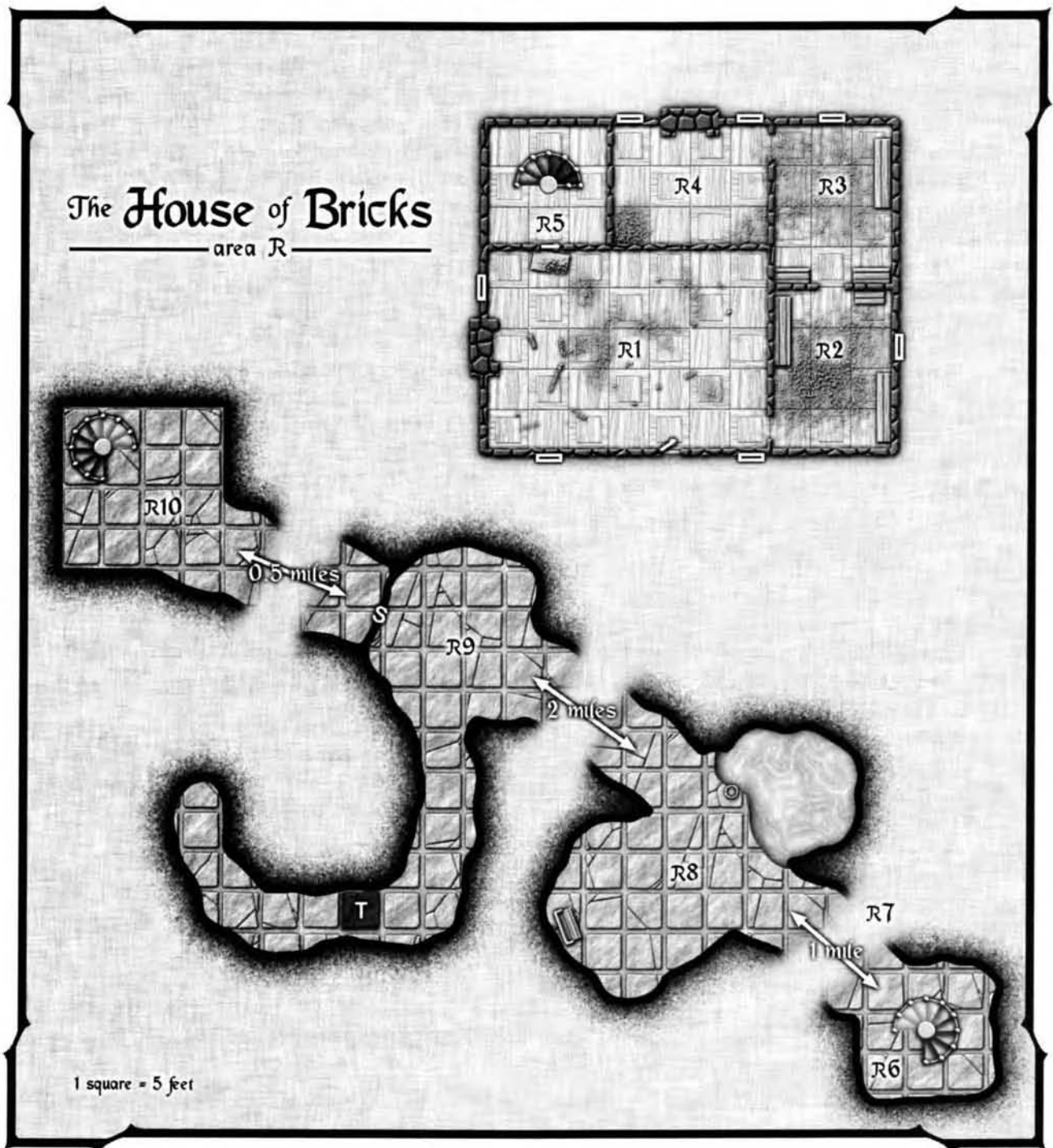
This small cave (30-foot diameter) contains a primitively carved statue of a huge barbaric looking man holding a greataxe. A stone altar sits in front of the statue. If detected for, neither good nor evil can be found. A faint magical aura of conjuration and enchantment can be detected on the altar and statue. The stream described in Area Q-9 flows from a huge waterfall out of a hole on the far wall, creating a misty, wet atmosphere throughout the cave. Runes inscribed on the base of the statue require a Decipher Script check (DC 25) or *comprehend languages* to translate. If they can be read, they are found to be an intonation to a long lost god, known simply as "the Father". The prayers beg the Father for prowess in battle, and for aid in defeating the spirits of the dead.

If the axe from Area Q-6 is placed upon the altar and the prayer recited, the altar glows brightly and the person intoning the prayer is permanently drained of 1d6 hp (if the hp loss is restored, the axe loses all powers). The axe, however, is imbued with the power taken from the individual and becomes a +1 *ghost touch greataxe*. Though made of stone, it functions normally as a weapon, though it only functions for the person who created it.

Area R: The House of Bricks

Just north of the Penprie Forest is a small stone home surrounded by a rusted iron gate. Though this structure is quite old, it is nonetheless in good shape: the walls and roof are completely intact. The front door, however, has been rusted ajar, and the windows are all broken. In addition, all the doors inside the structure, except that leading to Area R5, have long since been removed from the their hinges.

Getting In: If the PCs do not wish to enter via the front door, they may attempt to climb down the chimney (Climb DC 12), though medium-sized characters must succeed at an Escape Artist check (DC 20) or become stuck. Climbing through the windows is a full move action or a move equivalent action with a successful Tumbling check (DC 15).



Area R1: Living Area (EL 5)

A few remnants of the original occupant still remain in this area: a broken table pushed against the northern door, a shattered bookcase in the northeast, and some fragments of broken potion bottles here and there. Otherwise, the place is filled with twigs, leaves, dust, and mud. Over the years denizens of the forest have wandered in

here and called this old structure home. The door in the northwest is secured with an *arcane lock*.

Arcane-Locked Door: 2 in. thick, iron reinforced; Hardness 6; hp 35; Break DC 35; Dispel (DC 24).

The house is currently the lair of a **greater barghest**. Though his statistics and tactics are listed here, this crafty predator hides (unless surprised) in a room adjacent to whichever the PCs initially

enter by.

Greater Barghest: CR 5; hp 67; see **Monster Appendix**.

Tactics: Unless surprised, the barghest is not about to engage in head-to-head melee. If possible he lurks in an adjacent room and scopes out the PCs. He then casts *charm monster* and, if possible, *charm person* on tough-looking fighters. He then casts *dimension door* to place himself outside the house and then *levitate* to hover above the front door. He hopes to drop down on a lone PC should he decide to wander out to investigate. Barring this he attempts to surprise a wizard or sorcerer PC either outside or in. If the PCs breach the door in the north before tangling with the barghest, he attempts to follow them at a discreet distance, attacking them when most advantageous.

Treasure: A thorough search of the refuse in the chamber (Search DC 20) uncovers a red-brown spinel worth 250 gp.

Area R2: Library

The west, east, and south walls of this chamber are still lined with sturdy wooden bookshelves secured to the walls with thick steel screws. The bookshelves are, however, empty except for dirt and small animal droppings. The floor, on the other hand, is strewn with the tattered remains of hundreds of books. Most of the pages have been so badly sodden with rain and moisture that the words written thereupon are entirely illegible. Every successful Search check (DC 10) uncovers a page or two of still legible writing—usually in Common (80%), though occasionally in Draconic (15%) or Elven (5%)—and all dealing with magic in some way or other.

Treasure: If a very careful Search of the rotted books is made (DC 28) the PCs uncover a scrap of paper on which is written, in Common, the following:

...moning traps seem to work well. Am most confounded by this ring. I know there is a way to incorporate teleportation into it, but I cannot figure out how yet. Will have to see if the kindly wizards of Endhome will let me into that library of theirs. Oh, if they only knew what a library old Rajick has. Must be sure the tower is secure before I leave. I think I can rig up this or that along the way to it as well. We shall see.

Area R3: Potion Room

Like the library, the west and east walls of this chamber are lined with sturdy wooden shelves secured to the wall with thick screws. These shelves, however, are divided into small cubicles, perhaps three hundred in all. Most of the cubicles are empty, but a few still hold small, empty bottles. The floor of the room is littered with broken glass.

Area R4: Bedchamber

This area contains a pile of blankets in the southwest and a heap of bones in the southeast. The fireplace is filled with garbage. Otherwise, this room is empty.

The barghest is currently using this area as his bedchamber. The blankets serve as a bed; the bones are the remains of his meals.

Treasure: A search of the trash in the fireplace (DC 20) uncovers a small pouch containing six small diamonds worth 100 gp each.

Area R5: The Trapped Stairs (EL 1)

This small chamber contains only a set of spiral stairs heading down through the floor into the darkness. The stairs are trapped. Anyone stepping on the first, third, or sixth stair is struck with a violent electrical shock.

Electrical Stair: CR 2; magic device; location trigger; automatic reset; spell effect (shocking grasp, 1st level wizard, 1d8+1 electrical damage, DC 12 Reflex save half damage); Search (DC 26); Disable (DC 26); *Market price:* 500 gp + 40 xp.

The stairs descend 50 feet and terminate in a small subterranean chamber (Area R6).

Area R6: Subterranean Chamber

The spiral stairs descend to a small, roughly square chamber. The walls here appear to have been worked some, and the ceiling is supported with arched, wooden beams. There is a barrel in the northwest containing two unused sunrods.

Area R7: The Long Passage

This passage runs in a more-or-less straight line northwest for 3.5 miles, interspersed along the way with a few of caves. Like Area R6, the

tunnel (and all the chambers through which it runs) appears to have been worked, though not finished. The ceiling of the tunnel is supported with rough wooden beams and the floor is flat and fairly smooth. Travel through the tunnel is at the standard over-land movement rate with sufficient light, half without.

Area R8: Resting Spot (EL 2)

There is a pool of water in the eastern half of this cave, beside which is a bucket and ladle. The bucket is a quarter filled with dirt and mud, the ladle rusted. A small wooden bench sits against the western wall.

The water is a trap. It is thoroughly poisonous, but tastes sweet and, upon the first sip, the imbiber feels a bit refreshed. If a cup or more of the stuff is consumed, however, the imbiber must succeed at a Fort save (DC 15) or suffer 1d6 Con/2d6 Con. The poison can be detected for by all the normal means.

Area R9: The Misleading Passage (EL 3)

This cave is empty. There is, however, a well-hidden secret door in the northwest (Search DC 25). It is securely locked, and there is no apparent keyhole. An additional successful Search of the secret door (DC 25) reveals a quarter inch-wide 3 inch-deep circular slot. This is the keyhole, but due its unusual dimensions, it is nearly impossible to pick.

Locked Secret Door: 4 in. thick; Hardness 12; hp 70; Break DC 35; Open Locks (DC 40); Search (door) (DC 25) or (keyhole) (DC 25).

There is a single, narrow passage stretching to the south, halfway along which is a trap. Anyone stepping on the shaded square is dropped ten feet into a pit filled with poison-coated spikes.

Poison Spiked Pit Trap: CR 3; mechanical; location trigger; automatic reset; DC 20 Reflex save avoids; 10 ft. deep (1d6, fall); pit spikes (Atk +10 melee 1d6 spikes per target for 1d4 damage plus poison, crit x3); poison (Fort Save DC 15, 1d6/1d6Str); Search (DC 20); Disable Device (DC 20); *Market price:* 4,250 gp.

The trapped passage eventually dead ends. There is a secret compartment in the north wall of the dead end (Search DC 20) containing a rounded quarter inch-wide, 4 inch-long steel tool. This is the key to the secret door in the adjoining chamber.

Area R10: Tower Entrance (EL 5)

This square finished room contains only a small spiral staircase in the northwest. Inscribed on the floor encircling the stairs, however, are some odd runes. With a successful Knowledge (arcana) or Spellcraft check (DC 20) these are identifiable as warding and summoning runes. The runes are, in fact, a trap. Anyone crossing over them without first uttering the name Rajick summons an **average salamander** at the spot marked "X" on the map. Like most magical traps, this one could be disarmed, though it is nearly impossible to do so. However, if the party succeeds in both a Disarm check (DC 25) and an Knowledge (arcana) or Spell craft check as noted above, then they are able to determine that they must speak the trap-setters name to cross the runes safely. Disarming the trap normally carries DC 35.

Monster Summoning Trap: CR 6; magical device; proximity trigger; automatic reset; spell effect (monster summoning 5, 9th level wizard, summons 1 medium salamander); Search (DC 28 to determine it is in fact a trap); Disable Device (DC 28, see above); *Cost:* 22,500 gp + 1850 xp.

Medium Salamander: CR 6; hp 58; see **Monster Appendix**.

Area S: The Wizard's Library

Nestled at the base of the Duskmoon Hills is 50 foot-tall, spire-shaped stone tower. This enigmatic structure has no apparent means of entry: no doors, windows, or chimney. In fact, the only means of entry, aside from very powerful magic, is via Area R10, the end of a long subterranean passage that begins beneath the **house of bricks** (Area R). Attempts to breach the walls via magic are likely to fail. A crafty ward has been placed on the tower's walls making teleportation spells such as *passwall*, *teleport*, *teleport without error*, and *dimension door* misfire. Furthermore, a narrow, five foot-wide anti-magic field encircles the tower wherein no magic or magic items can function. Only a *wish* or *miracle* spell can penetrate the tower's powerful defenses.

The tower was built 150 years ago by the Wizard Rajick, a Conjurer of significant power who worked day and night studying the arcane arts to increase his wizardly knowledge. Eventually, his studies took him to a far off continent

Rumors and Legends

The PCs might decide to ask around about the tower in Endhome. Refer to the following chart to determine the degree of their success.

Using Knowledge (local history), Gather Information, or Bardic Knowledge:

DC 10: The tower has stood at its present location for well over 100 years. No one has ever been known to go in or come out.

DC 15: A powerful wizard built the tower some time ago. No one has seen or heard from him in many years.

DC 20: The wizard who built the tower was named Rajick.

Using Gather Information or Bardic Knowledge only:

DC 25: Rajick was a conjurer and a lover of books and arcane lore. In his day he was said to be one of the most powerful conjurers in the land. He was asked several times to join the Wizard's Academy but refused.

DC 30: Rajick had three estranged daughters named Jillian, Rose, and Alder.

from whence he has never returned. At the time of his departure, however, he had every intention of returning to his beloved tower and library to continue his studies. Therefore, he set up a series of summoning traps to defend the tower from intruders, should they find their way to it from its secret entrance. Finally, he laid a crafty trap: He "hid" a useful magic ring on the top floor of the tower. Anyone donning the ring would be impelled by a *lesser geas* spell to seek a book called *The Tome of Korbus* and return it to the tower. Rajick had intended to look for the book himself upon returning, and so thought he could make use of any interlopers in his absence.



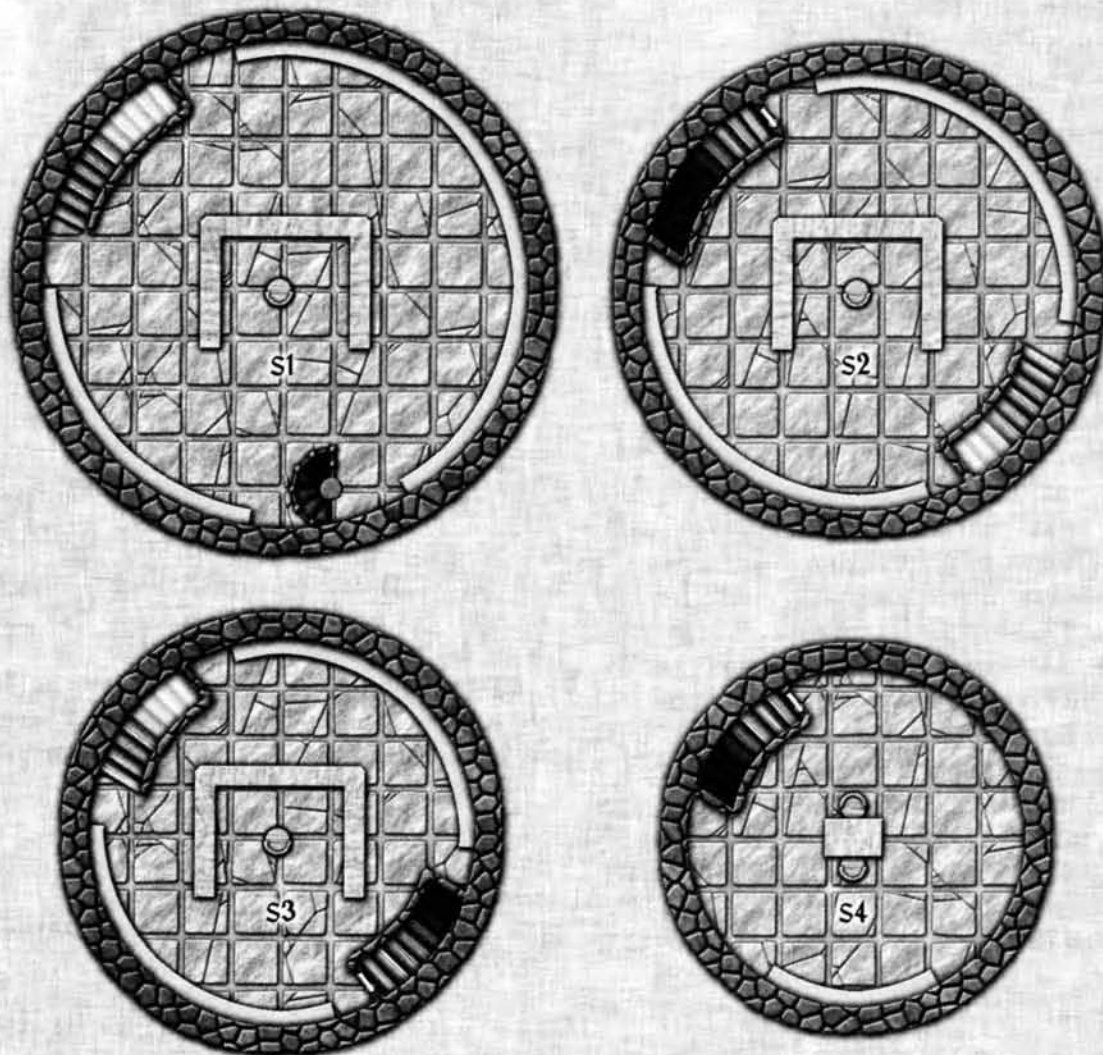
Area S1: Ground Floor

The walls of this level are covered floor-to-ceiling with bookshelves packed with books. An enormous U-shaped table upon which are set three candelabras holding *everburning candles* dominates the center of the chamber. There is an eight foot-high ladder on wheels against the southern wall, and several standing torch holders containing *everburning torches* set throughout the chamber. A set of stairs in the north sweeps upwards to the next level, and a tighter, smaller spiral staircase in the south descends to Area R10.

The books on this level cover a wide variety of topics, both arcane and mundane. Rajick divided the titles by subject (aberrations, arithmetic, cartography, demons, devils, dragons, etc...), and then again by title. 90% of the books are written in Common, with the other 10% scribed in Draconic, Elven, Undercommon and even a few in Ancient Common (Arthemian). With a successful Int check (DC 10) a character may use this level of the library to increase a single Knowledge skill check or Bardic Knowledge check by +4, though it requires one hour of study minus the character's Int bonus X 10 minutes of study to receive this benefit. The character must have the library at his disposal to get this bonus, however, so simply

The Wizard's Library

area S



1 square = 5 feet

studying-up isn't going to help the PC on future Knowledge checks.

With a successful Search of the library's many books (DC 25) the PCs notice two tomes that have been book marked with yellowing strips of parchment. The first book, a history, is called *Great Persons of the First Age*, and is written in Common. The marked page describes briefly the lives of three wizards: Liefing, a half-elf who is

rumored to have battled three dragons by himself; Delf, a human Sorcerer who led a band of powerful adventurers into the Underdark; and Korbus, a wildly creative and reclusive conjurer. The second book, another history also written in Common, is entitled *Wizards Who Shaped Our Time*, and the chapter marked in it is called *Korbus: The Last Great Conjurer*. Most of the chapter is dedicated to the story of his life and the author's theories of

why Korbus chose to focus on Conjunction magic. At the end of the chapter, however, is a passage that reads as follows:

"By the end of his career, Korbus became consumed with research on what he called simply, "The greatest summoning spell." What this was exactly is unknown, but it appears he was successful. A colleague, Wentroft the Vain, an important Sorcerer at the time, visited the aging wizard in his waning years. Korbus declared he had indeed mastered this highly complex spell but that he found its discovery ultimately unsatisfying. The spell was so complex, in fact, that it took an entire book unto itself. Korbus died shortly thereafter. The book has never been found."

Area S2: Second Floor (EL 4)

The spiral stairs from the ground floor end in a solidly locked oak door. This door is trapped. If it is opened without the word "Rose" being uttered first, a **fiendish dire ape** appears in the middle of the chamber and attacks anyone who enters. The trap may be searched for as usual, but on a Search roll of 12 the PCs notice a small "R" engraved above the door handle. Rajick put this here as a reminder to himself.

Monster Summoning Door: CR 5; 2 in thick; Hardness 6; hp 30; magical device; proximity trigger; automatic reset; spell effect (monster summoning 4, 7th level wizard, summons 1 fiendish dire ape); Search (DC 28 or 12, see above); Disable Device (DC 28); *Cost:* 14,000 gp + 1120 xp.

Fiendish Dire Ape: CR 4; hp 40; see **Monster Appendix**.

This level is quite similar to the ground floor: bookshelves filled with books, a large table with a candelabra, standing torch holders, and a ladder on wheels. The books here, however, are dedicated exclusively to magic. They are divided by school: Abjuration, Divination, Enchantment, etc.... Conspicuously missing, however, is Conjunction.

As it turns out, these particular books are, by and large, outdated and not of particular value. Nonetheless, if a PC wishes to research a new spell with the help of these books, he gains +2 circumstance bonus on Spellcraft check when his research is completed.

With a successful Search of the books (DC 25) the PCs find an unfinished letter tucked into the

pages of a large tome entitled *The Thought of Thought*. It reads as follows, ending abruptly and with the last line marked through:

Dear Rose, Jillian, and Alder:

I hope this letter finds you well. I trust life with your mother is pleasant. My work continues apace, and though it is hard and frustrating at times, I believe in my heart it shall bear such fruits in the end.

But enough of my work, for it is that which has kept me so long from you. Know that in all the world there is nothing I love more than you, my three prized jewels. I am deeply sorry that my studies have prevented me from spending more with you than I have and to be a proper father, but such is the life of a great wizard. I only hope you can accept my apologies and know that as soon as time permits I will hasten to your side and always

Area S3: Third Floor (EL 5)

The spiral stairs from the second floor ends in a solidly locked oak door. This door is trapped. If it is opened without the word "Alder" being uttered first, a **fiendish tiger** appears in the middle of the chamber and attacks anyone who enters. The trap may be searched for as usual, but on a Search roll of 12 the PCs notice a small "A" engraved above the door handle. Rajick put this here as a reminder to himself.

Monster Summoning Door: CR 4; 2 in thick; Hardness 6; hp 30; magical device; proximity trigger; automatic reset; spell effect (*monster summoning 5*, 9th level wizard, summons 1 fiendish tiger); Search (DC 28 or 12, see above); Disable Device (DC 28); *Cost:* 22,500 gp + 1850 xp.

Fiendish Tiger: CR 5; hp 51; see **Monster Appendix**.

This area is similar in all ways to the floor below it except that the books contained herein are dedicated exclusively to Conjunction. Anyone studying the texts in this chamber for 24 hours minus 1 hour per point of Int bonus gains the Heroic Feat Spell Focus (conjunction) as well a permanent +2 on all Spellcraft checks to learn a spell from the school of conjunction.

Area S4: Fourth Floor (EL 8)

The spiral stairs from the third floor end in a solidly locked oak door. This door is trapped. If it

The Ring of Rajick

This plain platinum band appears to be a standard *ring of wizardry I*, and indeed it functions as such. It has, however, two additional features, both of which become known to the wearer once it is donned. As a standard action the wearer may *teleport without error* back to the top floor of the **Wizard's Library** (Area S4). Furthermore, and most importantly, the wearer is affected by a *lesser geas spell* to seek out *The Book of Korbus* and return it to the tower. Since Rajick knew the basic location of the book, he imbued the ring with this information, which is then made known telepathically to the wearer. Until the book is returned the ring is considered *cursed* and cannot be removed except by the normal magical means. Once the book is returned the *geas* is lifted and the *teleport* power is lost, though the ring continues to function as a *ring of wizardry I*.

Caster Level: 13th; *Prerequisites:* Forge Ring, *limited wish*, *teleport without error*, *lesser geas*; *Market price* 20,000 gp.

is opened without the word "Jillian" being uttered first, a **blue slaad** appears in the middle of the chamber and attacks anyone who enters. The trap may be searched for as usual, but on a Search roll of 12 the PCs notice a small "J" engraved above the door handle. Rajick put this here as a reminder to himself.

Monster Summoning Door: CR 8; 2 in thick; Hardness 6; hp 30; magical device; proximity trigger; automatic reset; spell effect (*monster summoning* 7, 13th level wizard, summons 1 blue slaad); Search (DC 28 or 12, see above); Disable Device (DC 28); *Cost:* 45,500 gp + 3640 xp.

Blue Slaad: CR 8; hp 60; see **Monster Appendix**.

This level is different than the three below it. The roof, it turns out, is actually made of glass, albeit incredibly thick and durable (Hardness 6; hp 30). A *permanent image* spell has been cast on the outside to make it appear to be made of bricks (Dispel DC 24). Anyone touching the roof immediately knows that it is glass and not brick, although they can still not see through the illu-

sion and into the top floor of the tower. During daylight hours, the glass roof lights this room; by night *everburning torches* in wall sconces keep the room aglow.

This room contains only one half-filled bookshelf along the southern wall, and a table and two comfortable chairs in the middle of the chamber. The books were all penned by none other than Rajick himself, and are, it turns out, maudlin tragedies, bombastic adventures, and sentimental poetry. One book, however, entitled *Korbus the Great*, is a fake (Search DC 12). The pages are all blank and have been cut out to hold a single, platinum ring. This is the *ring of Rajick* (see below).

What and Where is the Book of Korbus?

The *Book of Korbus* is nothing more than a spellbook detailing a single, very complicated spell. Called the *spell of all summoning* this conjuration spell allows the caster to cast all his *summon monster* spells currently memorized simultaneously. The *spell of all summoning* does not have a fixed level; instead it is memorized at the same level as the highest level *summon monster* spell known to the caster. Wizards, not bards or sorcerers, can learn this spell. It is, however, extremely difficult to learn, requiring one month of continuous study and successful Spellcraft check (DC 24).

The book's location is ultimately up to the DM. You may place it somewhere in your world, in a dungeon you have already designed, or in another *Necromancer Games* product. It could, for instance, be a part of the huge treasure that is the finale of *The Vault of Larin Karr*, or buried somewhere deep within *Rappan Athuk*. If the PCs have not fully explored Barakus, the book could also be hidden somewhere in that huge dungeon, perhaps even in the hands of Devron himself.

Area T: The Black Unicorn (EL 3)

In a beautiful glade in the Penprie Forest stands an enchanted fountain made of purest white stone. For hundreds of years, a unicorn guarded the fountain. A few years ago, an evil witch cast a spell on the fountain, tainting its waters with a curse causing anyone or anything drinking from it

to turn to evil. The unicorn was caught unawares, and consumed the water, turning thoroughly evil. It now haunts the area, attacking any who enter its territory.

The Fountain

Even from a distance, it is obvious that something is not right about this structure. The beautiful carvings of woodland scenes and beautiful maidens are marred by the presence of the skeletal remains and bloodstained grass surrounding it. The fountain is fed by a natural spring, and water slowly gurgles up and seeps back into the ground, overflowing the 3-foot raised pool that makes up its basin. The centerpiece of the fountain is a carving of a dryad poking her head out of a tree, the water flowing from her outstretched arms.

Insects buzz and breed in the murky waters of the fountain, and the bloated body of a once-beautiful elven maid floats in the desecrated water. Examination of her body indicates that she was impaled through her chest, though the "spear" seems quite thick for a normal weapon. A Heal check (DC 15) indicates that the maiden dressed in silk has been dead for about 4 days. Nothing of value is on the body, the finery ruined by the blood and stench of decaying flesh.

The fountain itself radiates alteration and necromancy magic, as well as evil. This seems contrary to the carvings and writings inscribed upon its lily-white stone. A Knowledge (religion) check (DC 18), reveals that the fountain appears to be consecrated to Freya, a Good aligned deity; a strange thing for an evil fountain. A Decipher Script check (DC 20) or a comprehend languages used to examine the writings indicates a series of fertility prayers to the goddess Freya are present along the paving stones lining the fountain's edge.

The fountain's waters carry a terrible curse. Any that drink from the fountain must make a Will save (DC 20) or change alignment to darkest, psychotic evil. The best way to provide warning of what is afoot is to have a squirrel hop down and consume some water in the parties presence. The squirrel is assumed to have 1 hp, and an AC of 14. It leaps at a random player in a frenzy immediately after drinking some of the water, attacking (for no real damage) until slain. The players notice that immediately upon drinking from the fountain, the squirrel's eyes begin to glow a dull

red color. After this warning, anyone who consumes water from an evil, swampy, rotting body-containing fountain gets what they deserve.

The fountain can only be restored by cleaning it out of all the residual filth and casting *bless* and *consecrate* upon it. Once this is done, the evil curse is removed, and the fountain radiates Good once again. The taint of necromancy magic is removed, and immersion in the waters acts as a *remove curse* spell (and abjuration magic can be detected). The effects of the water have no potency if removed from the fountain.

The Guardian

Unfortunately, unless the adventurers act swiftly, their efforts to restore the fountain may be punished by the fountain's evil guardian. It is suggested that when they arrive, the **black unicorn** (note that it is not really black; it is just evil, and looks just like a normal unicorn) is not present. It arrives 1d6 hours after the fountain is first discovered, and 1d2 hours after the fountain is visited again in the future. The black unicorn fights with a crazed purpose, trying to slay any that it can reach, attacking female characters in preference to males. Its dull red eyes give a clue that it is not a normal unicorn, but is cursed just as the squirrel was.

The unicorn can be saved by splashing its face and eyes with a significant quantity of water from the restored fountain. If this is done, the black unicorn must make a Will save (DC 20) or be restored to its original chaotic good alignment.

The objective of this side adventure is to restore the fountain and return the unicorn to its goodly ways. Alternatively, the evil unicorn can be slain and the danger removed. Any nature-oriented adventurers should be penalized for slaying a unicorn (they know better), and restoring the fountain should net twice the experience points as slaying the unicorn in any case.

Black Unicorn: CR 3; hp 42; see **Monster Appendix**.

Area U: The Water Caves

Described below are a series of tidal caves. During high tide, about half the caves fill up with 12 feet of salt water. Those caves depicted on the map as water-filled are the caves affected by the tide. During low tide, except for a number of pud-

dles and the pool in Area U2, the caves empty of water. For simplicity sake, the caves are considered wet 12 hours of the day, and dry the other 12.

The caves are currently home to a sea hag and a scrag, as well as a few minor creatures. What's more, if the PCs are clever they might be able to uncover a valuable map that could lead to further adventure.

The Tide: Due to the lay of the land where the caves are located, the tide comes in quite quickly. Once the first trickles of water appear, it is merely a matter of 30 minutes before the entire cave is filled with water. Thus, while it is impossible for the PCs to drown simply by standing too long in a chamber as the tide comes in, it is possible for them find themselves cut off while they explore otherwise dry areas. The DM may handle the tide either randomly (1-3: low tide; 4-6 high tide) or as best suits the situation.

Entrances: There are two ways into the caves. The first is via Area U10, the inlet. This 30 yard-long tunnel opens out of a small hillside that looks out on the ocean. During low tide there is a narrow, rocky beach between the hill and the surf, but at high tide the hill is entirely engulfed in water. There are also three sinkholes in the ceiling of area U1. These can be climbed down via a rope or, during high tide, dived into by a brave PC.

Wandering Monsters. There are no wandering monsters per se, but, during high tide, it is possible that, in addition to usual harmless sea life carried in by the tide, a few more dangerous denizens of the deep might decide to explore the caves. This is left up the DM's discretion. A list of possible aquatic encounters is provided below.

Area U1: The Sinkhole Cave (EL Varies)

The largest cave in the complex, this area sports ceilings 10 feet above sea level. When the tide is in two narrow ledges, one on the north and one on the south and both about six inches above water level, are the only dry ground in this cave. There are a number of rock formations of varying heights that have been carved out of the cave from the rapid coming and going of the tide. As indicated on the map, the cave floor is a total of 12 feet below the ledge. The floor itself is so uneven, however, that any character attempting to move faster than half their normal movement must suc-

Wandering Monsters

d10	Encounter
1-2:	1d4 medium sharks
3-4:	1d3 large sharks
5-6:	1d6 squid
8:	1 sea lion
9:	1d3 sahuagin
10:	1 juvenile tojanida

ceed at a balance check (DC12+1 for every 5 feet over half normal movement) or fall; if the balance check is missed by more than 5 the character has sprained an ankle and has their movement cut in half for 1d3 days (or until healed with a *cure minor wounds* or greater).

There are three sinkholes in the roof of the cave. Anyone falling through the sinkholes when the water is out suffers 1d6 to 2d6 crushing damage from the fall (depending on whether they hit one of the higher rock formations). Falling into the water inflicts no damage.

Much splashing about in this cave is likely to gain the attention of either the scrag from Area U2 or the sea hag from Area U3.

Area U2: Scrag Lair (EL 5)

This large cave is filled with a number of tall (3 to 4 feet-high) stalagmites. The roof of the cave is 4 feet above sea level. There is also a 12 foot-deep depression in the center of cave that remains water-filled after the tide goes out.

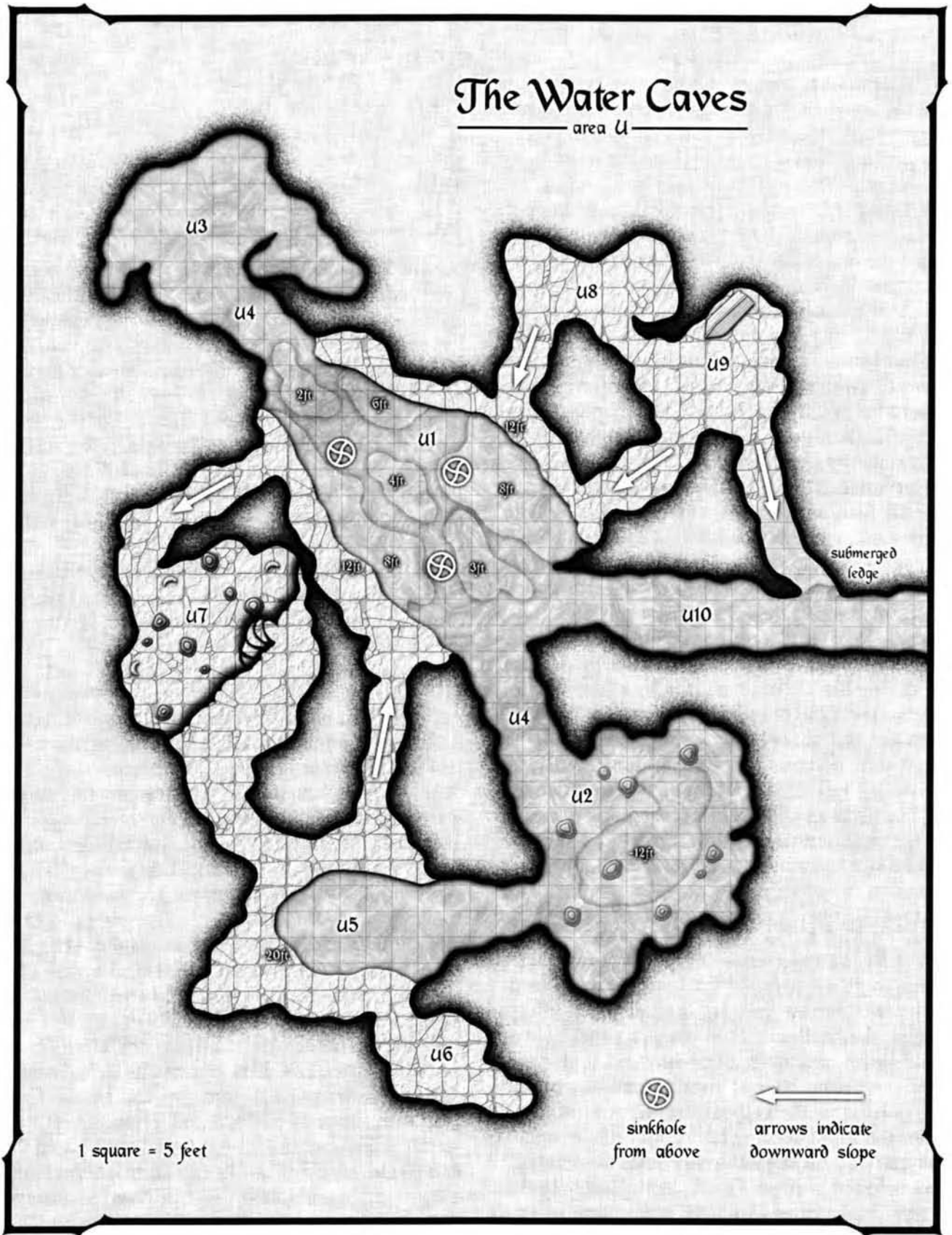
A **scrag** dwells here. During low tide, the scrag lurks in the pool; when the tide comes in, he swims out and searches the cave or ocean for food.

Scrag: CR 5; hp 63; see troll in the **Monster Appendix**, except a speed of 20 ft., swim 40 ft., and regeneration only occurs when mostly submerged in water.

Tactics: The scrag prefers to attack within or from the water. His favorite tactic is to swim into Area U1 and snag a floundering PC by the foot, drag him to the cave floor and grapple with him there until his victim drowns (see **drowning** in the **DMG**). He also enjoys springing up on the ledge and dragging a helpless mage or heavily armored character into the water and drowning him. At low tide, the scrag is not interested in exploring

The Water Caves

area U



sounds in nearby caves. If the PCs decide to explore his cave during low tide, he lurks at the bottom of the pool until some fool decides to take a swim, and then, as described above, attempts to grapple and drown them. If this tactic doesn't work, and if the PCs have some means to attack him from land *through* the water, he is not afraid to leap out of the water and attack from land.

Treasure: Hidden at the bottom of the pool in a small crevice (Search DC 20) are 5 pearls worth 100 gp each.

Area U3: Sea Hag Lair (EL 4)

Like the passage leading into it, the ceiling of this large cave is only 6 to 12 inches above sea level. There is an enclosed cave in the southeastern portion of this area, with a narrow opening and an eight foot-high roof.

A **sea hag** has taken up residence here. She and the scrag in Area U2 have an understanding and leave one another alone. She is bitter, evil, and horrible, however, and attacks most any other living thing that violates her domain or enters the cave complex in general.

Sea Hag: CR 4; hp 20; see **Monster Appendix**.

Tactics: This sea hag is clever enough not to engage the PCs in head-to-head melee. She prefers to attack at high tide, popping out of the water to deliver an *evil eye* and permit a number of PCs to succumb to her *horrific appearance*. If none of her enemy is affected by her special attacks she dives immediately below the surface. If, on the other hand, the party is weakened by these attacks, she engages in melee with those remaining. If possible, she grabs characters weakened by her *horrific appearance* or *evil eye* and drags them to the bottom of the water in hopes drowning them. During low tide, the sea hag prefers to hide in her cave. If the PCs explore Area U3 during low tide she springs out and surprises them from her small cave, again, hoping to gain an advantage from her special attacks.

Treasure: Stored in one corner of the enclosed cave (Search DC 15 at low tide, 25 at high tide) is a small golden statue of a mermaid with tiny sapphires for its eyes (250 gp).

Area U4: Water Passages

All these areas have relatively low ceilings, and

during high tide there is only 6 to 12 inches of headspace above the water. Therefore, travel through these areas during high tide must be accomplished underwater.

Area U5: The High Ledge Cave

The ceiling of this cave is quite high, fully 25 feet above the cave floor. The cave, however, is essentially divided into an upper and lower half. The lower half fills with 12 feet of water during high tide, and the upper half, a wide ledge that forms a bowl around the pooling water, rises eight feet over the water level, leaving only five feet-less, even, in some places-between the ceiling and the floor of the ledge. Characters wielding large weapons suffer a -4 circumstance penalty on to hit rolls, and a -2 circumstance penalty and damage rolls when fighting on the ledge. Anyone falling off the ledge at low tide suffers 2d6 crushing damage from the fall. Scaling the ledge requires a successful Climb check (DC 15 or 5 with a rope). The northernmost passage slopes downward at a noticeable incline before joining up with Area U1.

Area U6: Low Cave (EL 3)

This cave's ceiling is only 4 feet high, making travel in it difficult for medium sized creatures (crouching only, 1/2 speed) and very difficult for large creatures (crawling, 1/4 speeds). Small creatures, or medium-sized quadrupeds suffer no movement penalties here. Characters wielding large or reach weapons in this cave suffer a -4 circumstance penalty on all to-hit and damage rolls; characters wielding medium-sized weapons suffer a -2 circumstance penalty on to-hit and damage rolls. What's more, medium sized creatures suffer a -2 circumstance penalty on to-hit and damage rolls while fighting in this cave. These penalties are cumulative. Thus, a medium-sized character wielding a greatsword would attack at -6.

A **rock reptile** Hides in the rear of this cave. During low tide he creeps out and scavenges the countryside for food then returns to his cave before the tide comes in. He takes full advantage of his ambush attack.

Rock Reptile: CR 3; hp 45; see **Monster Appendix**.

Tactics: The rock reptile knows that it is strategically in his best interest to fight in this cave.

Therefore, he does not pursue anyone into Area U5. What's more, there are lots of large stones in the rear of the cave behind which he can gain full cover should the PCs decide to retreat and use missile weapons.

Area U7: The Sparkling Cave

This large, two-level cave is a sight to behold. Strange mineral deposits on the walls, floor, and ceiling cause light to bounce and refract with hypnotic brilliance. Wherever light is directed it's as if hundreds of tiny flashbulbs are popping. While lovely and distracting, this effect is non-magical and not in the least bit harmful. There is a wide ledge along the eastern half of the chamber that looks down on the stalagmite ridden lower half 15 feet below. The ceiling is 6 to 8 feet above the ledge, 21 to 23 feet above the floor. There is also a kind of natural stone spiral staircase in the middle of the ledge: a tall, conical stalagmite encircled by gradually rising steps. Dwarves or anyone with the appropriate Knowledge (engineering, etc.) or Craft skill (DC 12) realizes the steps were, in fact, man made, albeit crudely.

In the west, north, and northeastern corners of the lower level are set identical bowl-like rocks, about one foot in diameter, stood on end so that the interior of the "bowl" faces the wall of the ledge. The bowl's interior is heavily lined with the same mineral deposits as can be found on the cave walls. If detected for, the bowls all radiate faint transmutation magic. Before each bowl is a small flat stone. If a lit candle is placed on each stone, the wall of the ledge is illuminated with a brilliant light show and, after a moment, the image of a map can be seen. This map should be a link to future adventures. Perhaps an area of *Rappan Athuk*, or a complete map of Area B, the Temple of Nergal (including secret areas) in The *Vault of Larin Karr*.

Area U8: First Thieves' Cave

The passage from area U1 slopes up as it runs toward this cave. The cave itself has 8 foot-high ceilings, and a fairly level floor.

A band of thieves once made their home here many, many years ago. A few remnants of their habitation still remain: Several broken bottles, a dozen coppers spread here and there, a rusted dagger, a bit of tattered leather armor, several rotted broken boxes, an old boot. There is a small pit in the center of the chamber that was used for campfires.

Area U9: Second Thieves' Cave (EL 3)

This area is very similar to Area U8: The passage from U1 slopes upward toward this chamber, and the cave ceiling is a little higher (9 feet). There is another passage that slopes downward toward Area U10 and eventually submerges when the tide is high. When the tide is low, there is a ledge at the end of the passage that looks 12 feet down to the floor of Area U10.

In addition to the same sort of rubbish found in Area U8, there is also a large over-turned wooden rowboat against the northern wall. This rowboat is still in fairly good shape and could hold 10 men comfortably. There are four rotting, but still functional, oars beside it. The rowboat, however, is lying atop a small depression in the floor that has allowed a **giant wasp** to creep underneath it. The wasp flies out and attacks anyone who disturbs him.

Giant Wasp: CR 3; hp 32; see **Monster Appendix**.

Treasure: Amid the thieves' forgotten trash is a *hat of disguise*. Being just a wet and weatherworn beret, a detect magic is required to single it out from all the other garbage.

Area U10: Inlet

This long, wide passage serves as inlet for the incoming tide. It is 30 yards long with a 16 foot ceiling. During high tide the water is 12 feet-deep here, providing enough room to swim or even row a low boat (like the one found in Area U9). During low tide, this passage is fairly smooth, though it is rounded at the bottom, so there is really only about 5 feet of traversable floor space.

The Lost City of Barakus-

Level One: The Upper Caverns

This series of caves were once the home to a band of marauding orcs. Twenty or so years ago, the humans of Endhome finally drove the orcs out of the caves. Since that time, numerous monsters from the surrounding wilderness have made the caves their home. Presently, a band of kobolds, led by a crafty sorcerer/rogue, as well as a young black dragon, a reclusive orc barbarian, a small pack of rat men, an ogre and some human thieves lair here.

Entrances and Exits

There are four entrances to the caves. The main entrance stretches from a wide cave mouth in the southeast (Area 1-1). The other three entrances, two in the north and one in the east, are smaller and harder to locate, and are described in detail in Areas 1-14, 1-16, and 1-30. Areas 1-26 and 1-36 provide the only entrances to the lower levels of the dungeon and the great forgotten city of Barakus.

Dungeon Dressing

The caverns and caves are rough-hewn and entirely unlit. Ceiling height is generally 8 to 12 feet, except in crawl spaces and certain large caverns. Nothing but orcs, goblins, ogres, and other unsavory types have ever dwelled here, and their customary refuse is everywhere: broken bottles, discarded axe handles, gnawed bones, and bits of glass crunch under foot.

The Water: Beginning in Area 1-26, a stream, fed by an underground spring that bubbles up in Area 1-24, flows through the eastern half of this dungeon. Most of it is submerged. The stream does cross a number of caves and passages, however, and where it does so it flows out of a low seam in the cave wall and through a channel cut five to eight-feet deep and four to 10-feet wide in the floor. The water moves quite swiftly, and anything dropped in it could easily be lost.

The stream eventually exits this level through yet another narrow aperture just south of the passage between Areas 1-32 and 1-34.

Dungeon Society

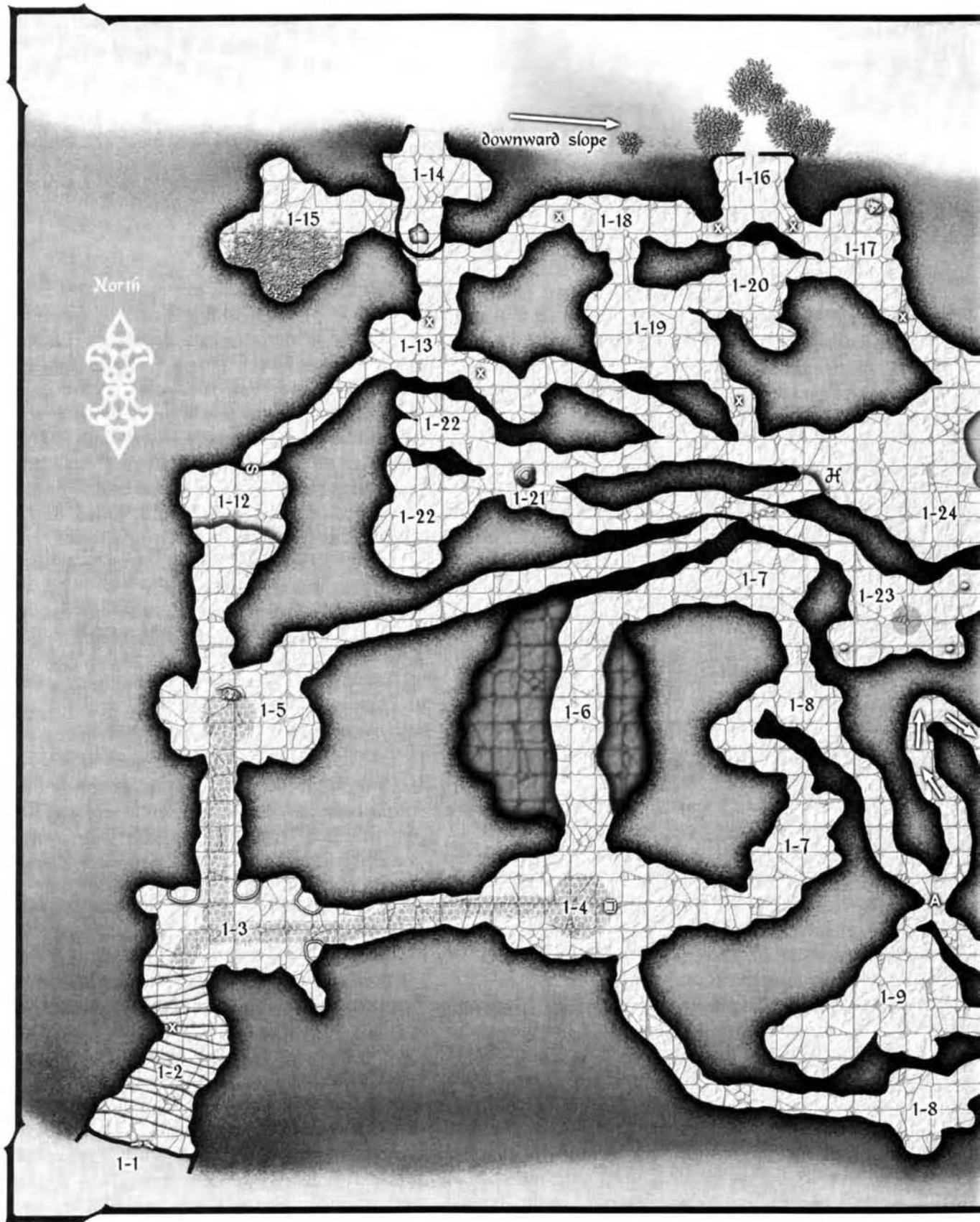
Like the wilderness surrounding it, these caves are a dynamic environment. Where appropriate, the DM should feel free to move the monsters about from the areas where they are described. The monsters described all have their own interests and motivations, and if you treat them as more than simple impediments to acquiring treasure, the dungeon will have a richer, more life-like feel to it. For example, if the Ghoul in Area 1-3 and Grosh, the ogre in Area 1-4, are both slain, the ratmen if Areas 1-8 to 1-11 might decide to take over these larger caves. For that matter, it's possible Burg, the orc Barbarian in Area 1-5 might decided to team up with Grosh and go after the ratmen or the Kobolds. Use your imagination.

Also, although many monsters live in relatively close proximity to one another, the sounds of nearby combat are not so extraordinary as to put them on high alert. While a neighboring creature might become curious and go to investigate, it is just as likely to choose to stay put, aware that some trouble is about, but not particularly concerned about it.

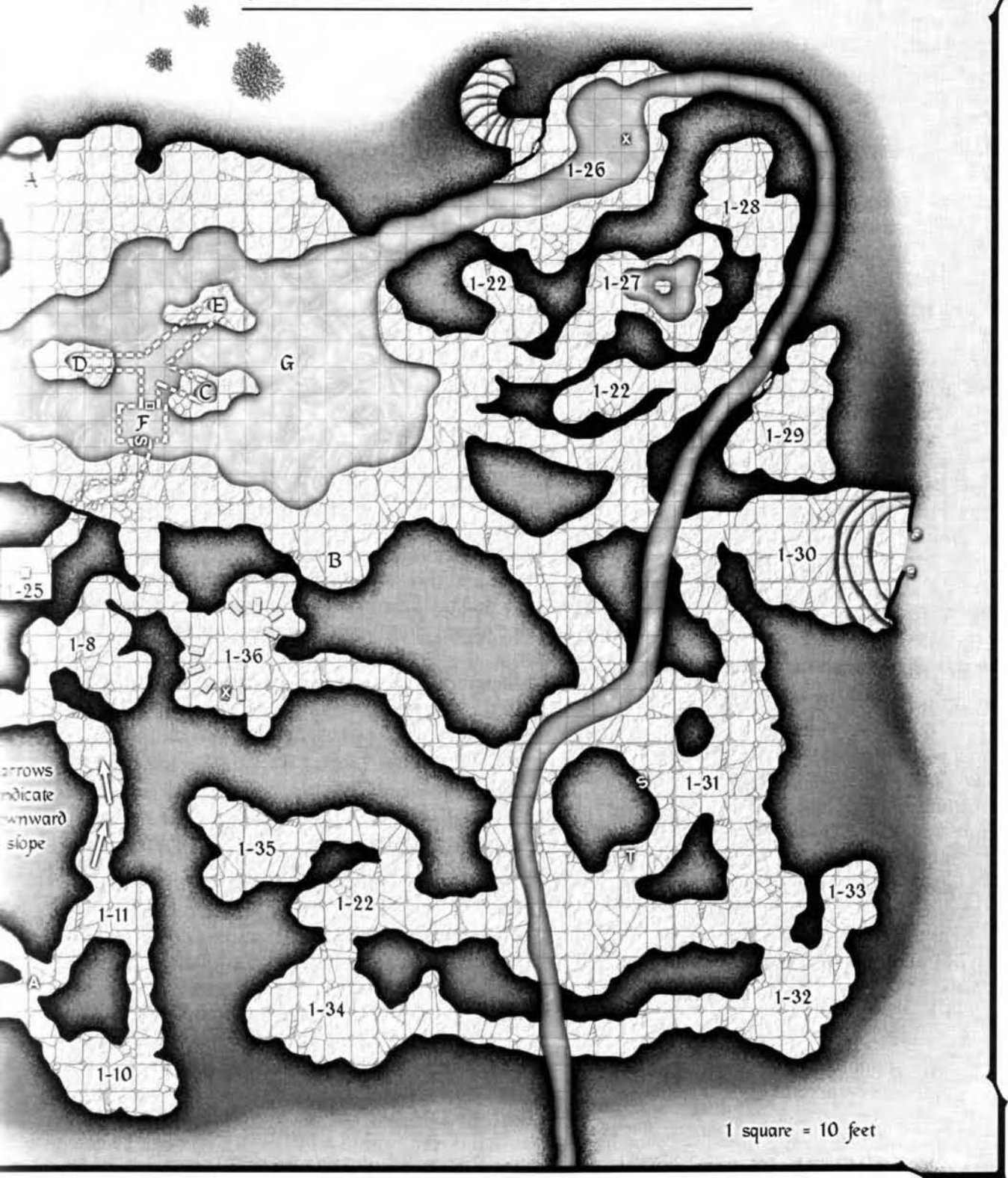
Random Encounters

Creatures are as likely to wander into the caves from the wilderness as the monsters already within it likely to wander about outside. Use your discretion however. If it doesn't make sense for a monster to have drifted into a certain area, either ignore the monster or choose a more appropriate creature. The DM should always check for a wandering monster every time the PCs enter an Area marked 1-22. Otherwise, there is a 25% every hour of encountering a wandering monster, which should be rolled for on the following chart.

LEVEL ONE: THE UPPER CAVERNS



The Caves Above Barakus



Random Encounter Chart

There is a 25% chance for an encounter every hour, which should then be rolled for on the following chart. If the roll indicates a stationary encounter (like a decapitated head or a piece of equipment), and the PCs are resting or searching an area, ignore the result.

d100	Encounter
01-05:	A decapitated head
06-10:	Equipment
11-15:	Strange sound
16-25:	Normal rats
26-30:	Normal bats
31-35:	Battle scene
36-40:	1d4 orcs
41-50:	1d6+1 goblins
51-58:	2d4 dire rats
59-65:	2d4 Kobolds. Note: these creatures are in no way related to the kobolds on this level.
66-70:	1 Ghoul
71-80:	1d4 Stirges
81-85:	1d2 Gnolls
86-95:	1 Medium-sized Monstrous Spider
96-98:	1 Choker
99-00:	Zemfer

A Decapitated Head: Roll a d20 to determine the race of the head. 1-4: goblin; 5-8: orc; 9-12: human; 13-16: kobold; 17-18: hobgoblin; 19: ogre; 20 unclear (too decomposed).

Equipment: Roll once on the following chart to determine what the PCs stumble across.

- 1-2:** Backpack with some old adventuring supplies (coil of rope, broken lantern, some spoiled rations, torn waterskin, etc...).
- 3-4:** Bent shield.
- 5:** Grappling hook attached to 10 feet of rope.
- 6:** Flask of oil.
- 7:** A dagger.
- 8:** A small pouch with 4 bow strings.
- 9:** A pair of wearable boots.
- 10:** A whistle on a string.

Strange Sounds: Hooting, howling, growling, hissing, or whatever else the DM can dream up.

Normal Rats: A small swarm (2d10) of these

Repopulating Chart

Second and Third Level PCs

- 1: **1d2 Ogres**
- 2: **1d2 Medium-sized Monstrous Spider**
- 3: **1d4 Ghouls**
- 4: **1 Cockatrice**
- 5: **1d2 Wights**
- 6: **2d4 Orcs**

Fourth and Fifth Level PCs

- 1: **1d6+1 Ogres**
- 2: **1 Ettercap**
- 3: **1 Basilisk**
- 4: **1 Hydra, 5 heads**
- 5: **1 Ettin**
- 6: **1 Wyvern**

harmless rodents come slithering out of the darkness towards the PCs.

Normal Bats: A small swarm (3d6) of normal bats bursts out of the darkness and races past the PCs.

Battle Scene: The PCs come across a dead hobgoblin and three dead kobolds. Their bodies have been picked clean of valuables. Note: if this is rolled more than once, choose a different monster.

Monsters: All monsters are considered hostile and attack immediately, except Zemfer. Though hostile, he is more likely to just roar and maybe send a line of acid the PCs way. If the PCs flee, he probably doesn't follow.

Repopulating the Dungeon

The PCs are likely to come through these caves frequently during their stay in Endhome. Eventually, they will probably clear out this entire level. To avoid the PCs growing too complacent as they traipse through the caves on their way to Barakus, it is suggested the DM have new monsters move into certain choice lairs from time to time. If the DM wishes to hasten the PC's exploration of the lower levels, then this option should be ignored. But if the DM likes to keep the players on their toes and doesn't mind a little extra combat, select a foe equal to the PCs level from the list below, and place them in Areas 1-3, 1-4, 1-5, 1-14, 1-19,

1-20, 1-24, 1-31, or any cave marked 1-22 that seems appropriate. Generally speaking, an area should have been empty a minimum of two weeks before another creature moves in to claim that cave for his own.

The Caves

Area 1-1: The Front Doors

Lining Fools Pass for a hundred yards on to the east and west of the front doors are a number of old totems. Grisly images are carved on old posts, some of which are still adorned with shrunken human and animal heads.

The Orcs managed to fashion a set of heavy wooden doors in the entrance to their caves. After years of neglect, these large double doors are entirely useless, dangling by rusted hinges, badly battered from the assault decades ago. The orcs' insignia, a pair of horn-like incisors beneath an orcish pig-snout, can still be seen on one door. Above the portal, written in orcish, are the words, "Tread not or be crushed." The orcs were never known for their wordplay.

Area 1-2: Stairs (EL 1)

A set of wide, crumbling stone steps twist upwards to the north. Pebbles, bones, and other debris litter the stairs, making progress up or down a little difficult. Hidden amid the refuse (Hide check 21) at the spot marked "X" on the map are **3 dire rats**, ready to pounce on any passers-by. Because of the debris, anyone attempting to travel faster than half their movement rate or fight on the steps must succeed at a Reflex save (DC 12) or fall 1d4X10 feet down the steps, suffering 1d3 subdual damage per 10 feet fallen. The rats, being low-centered quadrupeds, do not suffer this penalty on the steps.

Dire Rats (3): CR 1/3; hp 5 each; see **Monster Appendix**.

Treasure: The rats have recently finished devouring a goblin that crept up these stairs several weeks ago to investigate the old orcish stronghold. His dismembered, skeletal remains are pushed against the west wall of the stairs, near where the rats were hidden. Beneath his carcass is a rusty masterwork dagger. He wears a gold earring worth 25 gp.

Area 1-3: Entry Cave (EL 1)

This cave's ceiling is higher than most (20 feet). The floor of the cave has been decorated with a mosaic pattern that forms a kind of rug of stones stretching to the north and east. Along the north and east walls, fifteen feet from the floor, are four natural platforms. Each is about six feet wide and finished with three-foot high walls that provide 50% cover to anyone crouched behind them. The orcs positioned archers on the platform when the stronghold was under attack.

A **ghoul** currently haunts this area, hiding (taking 10 for a check of DC 17) in the alcove in the northwestern portion of the chamber. The ghoul, seeking to gain surprise, waits until a prospective victim is within thirty feet before springing from his hiding place.

Ghoul: CR 1; hp 13; see **Monster Appendix**.

Treasure: The ghoul still wears a silver bracelet inlaid with small pearls (50 gp), a remnant from its previous life. Also, a small, locked wooden box (Open Locks DC 20) on the southernmost platform contains 28 cp, a *potion of cure light wounds* (3 doses, caster level 3), and a masterwork heavy flail.

Area 1-4: The King's Cave (EL 3)

The mosaic carpet that started in Area 1-3 continues into this large cave, and terminates in a disturbing pattern at the feet of a rough, stone throne atop a two-foot high stone dais. The cave is littered with bones and offal. A pile of straw and a small box of animal carcasses are tucked in the northeast corner.

The orcish king used to hold court—such as it was—in this cave when the tribe was still thriving. The throne is still intact, though it has been badly chipped and scarred over the years. Grosh, an **ogre**, has taken up residence here. Since the ghoul in Area 1-3 arrived a week ago, Grosh has been unable to leave the cave complex to hunt for food. His stores are running low and he's getting a little desperate; he has begun considering tracking down a ratman or kobold to tide him over until the ghoul moves on.

Grosh, male Ogre: CR 3; hp 26; see **Monster Appendix**.

Trap (EL 1/2): Concerned that the ghoul might

creep up on him in his sleep, Grosh has fashioned a crude trip wire from hair across the mouth of the western passage. Unless a successful Spot check is made (DC 15) the wire is tripped and a bell attached to it above the cave entrance is sounded.

Development: With his ability to deal damage, Grosh is a potentially deadly foe for a party of 1st-level adventurers. At the DM's discretion, Grosh might, if not provoked, seek to parlay with the PCs, hoping to team up with them to destroy the ghoul. Likewise, if the PCs slay the ghoul then proceed north, Grosh might slip out of his cave immediately and then out into the wilderness to hunt for food, returning later, when the PCs are 2nd level or higher.

Area 1-5: Sanctuary (EL 2)

The mosaic floor pattern from Area 1-3 continues north into this chamber, ending in a wide square before a large, stone statue of Orcus. The orcs and their shaman once worshipped here regularly, and the six-foot tall statue of the Demon Lord of the Undead looks down menacingly upon all who enter. The statue is entirely non-magical, and has begun to fall into disrepair.

Burg, an **orc barbarian**, and his **2 war dogs**, Teely and Vim, live here. Burg is much less concerned about the ghoul in Area 1-3 than Grosh, because his dogs warn him if the undead creature is approaching.

Burg has made the northeast portion of the cave his bedchamber. A pile of furs and straw in one corner serves as his bed, while a low, wide, smooth-topped stone holds a number of valueless personal belongings: a shrunken human head, a string of beads, a wishbone, a pair of dice.

Burg, male orc Brb1: CR 1; hp 14 (16); see **NPC Appendix**.

War Dogs (2): CR 1; hp 16 each; see **Monster Appendix**.

Tactics: If attacked, Burg sics Teely and Vim on his foes while he hurls javelins. He then rages and charges into combat, looking to defeat the strongest-looking fighter first.

Treasure: Beneath the furs in his bed is a locked steel strongbox (Open Locks DC 20; Break DC 25) containing a set of thieves tools and an ivory brooch worth 50 gp. Burg has not opened the box recently to examine his small treasure, but were he to do so he would make an unhappy discov-

ery: he has lost the key. In fact, Twees filched the key (see Area 1-20), and hopes to find the lock to which it belongs.

Area 1-6: The Bridge Cave

The floor to the east and west of this cave drops away to a 50-foot deep crevasse. Anyone falling from the "bridge" while crossing this cave suffers 5d6 crushing damage. There is nothing else of interest in this cave.

Area 1-7: Empty Caves

Although littered with debris, these caves are otherwise empty. The narrow passages exiting both these areas are too cramped for Grosh to pass through comfortably, so he is effectively cut off from the rest of the cave complex.

The Ratman Colony

A small colony of ratmen have taken up residence in the caves and tunnels between Areas 1-8 and 1-11. Led by a rogue, Vexper, and his red-witch mistress Contra, these creatures are crafty warriors who defend their home to the last whisker. If combat is joined anywhere within these areas, ratmen from neighboring areas investigate. The ratmen's preferred tactic is to surround the PCs at the intersections marked "A" on the map. If intruders are spotted in any of the areas marked 1-8, and the rest of the colony is warned, the ratmen attempt to set up an ambush at one of the intersections. The PCs have to proceed carefully and quietly to avoid being overwhelmed by the colony.

Area 1-8: Ratman Outpost (EL 1)

Two Ratmen guard these caves at all times. If attacked, they let out a high whistling noise that alerts any other ratmen within 100 feet of the trouble. They do not leave their post unless they hear combat in Area 1-9 (see below for details).

Ratmen (2): CR 1/2; hp 7 each; see **Monster Appendix**.

Tactics: These ratmen's job is to alert the other ratmen of intruders, not try and hold their position against overwhelming odds. Thus, after taking a round or two to slow down intruders, the ratmen

attempt to retreat to Areas 1-9, 1-10, or 1-11 where they can join their brethren.

Area 1-9: Main Enclave (EL 4)

The colony leader, Vexper, a **Rog2**, is joined here by **6 ratmen**. They are sharing a meal of orc, who made the mistake of wandering alone into the colony. Ten crude beds of straw, dirt, and hides are spread about the floor of the cave, as well as bones, and odd bits of junk.

Vexper, male ratman Rog2: CR 2; hp 17; see **NPC Appendix**.

Ratmen (6): CR 1/2; Hp 7 each; see **Monster Appendix**.

Tactics: If surprised here, Vexper sends his ratmen forward to engage the fighters while he fires a few bolts at any magic users. Vexper then attempts to Tumble behind his opponents to Sneak Attack. Otherwise, if the occupants of this area hear warning calls from nearby caves, Vexper and his minions rush to set up an ambush (see above).

Treasure: A complete search of the beds uncovers 75 cp, and 29 sp. Also, one ratman has lodged a ruby (50 gp) in a crack in the floor beneath his bed (Search DC 20). A bent silver holy symbol of Jamboor is lodged in a ceiling crack (Spot DC 20).

Area 1-10: Ratman Living Area (EL 2)

This area is home to 10 ratmen, though at the moment only **4 ratmen** are present. The floor is covered with the usual ratman debris, as well as 10 beds of furs and dirt.

Ratmen (4): CR 1/2; hp 7 each; see **Monster Appendix**.

Tactics: These ratmen prefer to seek out reinforcements rather than take on a band of adventurers by themselves. If possible, they flee to either Area 1-9 or 1-11 to join up with one of their leaders and the other ratmen. If they hear combat nearby, they run to investigate.

Treasure: A thorough search of the beds uncovers a large hunk of cheese, an empty clay jug (smells of whiskey), and a coil of silk rope (50 feet).

Area 1-11: Vexper and Contra's Cave (EL 3)

Vexper and his mistress Contra, a **Wiz2**, have claimed this cave as their own. At the moment, Contra and her **rat familiar** Ben are lounging here along with **4 ratmen**. There is an old straw mattress in one corner covered in animal furs, on either side of which is an over-turned wooden box.

Contra, female Red Witch Ratman Wiz2: CR 2; hp 18; see **NPC Appendix**.

Ben, rat familiar: CR 1/2; hp 9; see **NPC Appendix**.

Ratmen (4): CR 1/2; hp 7 each, see **Monster Appendix**.

Tactics: If surprised here, Contra instructs her ratmen to engage the enemy while she casts spells and hurls darts from the rear. If she hears combat in any neighboring cave, she and the ratmen go to investigate. She uses *shocking grasp* to allow Ben to deliver a nasty attack!

Treasure: Beneath one of the overturned wooden boxes is a small locked chest (Open Locks DC 22) containing 300 sp, a water clock (partially working) and a *potion of cat's grace* (3rd level, 1 dose).

Area 1-12: Ledge Cave

The tunnel to the south terminates in a natural ledge; twenty feet below, the cave floor is scattered with loose rocks and a few animal bones. Climbing the ledge up or down without a rope requires a successful Climb check (DC 20). Anyone falling or thrown from the ledge suffers 2d6 crushing damage.

There is a low, narrow opening in the north. Twees has blocked this passage with a large stone, effectively making this a secret door (Search DC 10). Travick has not bothered to explore this cave thoroughly enough to notice the small passage.

Area 1-13: Trapped Cave (EL 1)

This appears to be little more than an empty cave. In fact, Twees has set up two spike traps at each spot marked "X" on the map. Anyone crossing either spot triggers a spring-loaded spiked club.

Spiked Club Trap: CR 2; mechanical; loca-

tion trigger; manual reset; Atk +10 melee (1d8+1, spiked club, crit X3); Reflex Save (DC 15) avoids; Search (DC 20); Disable Device (DC 15); *Market price*: 1,000 gp.

Area I-14: The Pogin Gang (EL 2)

A small gang of thieves, Heck, Steamer, and Bo Pogin, and Darl, an orphaned half-orc, have made their hideout in this small cave looking out on the path that runs along the hillside. There is a campfire in the center of the cave surrounded by three fallen logs, and four bedrolls in the southern portion of the cave.

There is a 3-foot wide chute in the southwest corner of the cave that leads to the cave below. The Pogins, fearing the caves are home to all kinds of unpleasant creatures, have thus far chosen not to investigate the chute.

Heck Pogin, male human War2: CR 1; hp 12; see **NPC Appendix**.

Steamer and Bo Pogin, male human War1: CR 1/2; hp 8, 6; see **NPC Appendix**.

Darl, male half-orc War1: CR 1/2; hp 7; see **NPC Appendix**.

Tactics: The Pogin gang is basically a cowardly bunch who prefers to prey on merchants, newlyweds, and lone travelers rather than a well-armed group of adventurers. Thus, the Pogin's first tactic is to attempt to talk with the PCs, maybe even offer them a meal. If pressed, however, they defend themselves with a volley or two of missile weapons before charging into combat.

Treasure: The Pogin Gang rarely holds onto their booty very long. At the moment, their entire stash is stored in a sack near the chute in the southwest. It contains a silk dress (30 gp), a fox fur stole (12 gp, slightly damaged), a merchant's scale and weight set, 2 cases of hard rations (40 meals), a good lock and key set, two gold earrings worth 10 gp each, and a brooch encrusted with small emeralds shaped like a tiger about to spring (150 gp). The brooch and the earrings belonged to Matilda Caper in Endhome, whom, along with her husband Teddy, the Pogins mugged two weeks ago while the couple was on their way out of the city.

Development: If the PCs attempt to parlay with the Pogins rather than attack, the robbers say they are simply a band of travelers, like the PCs, who

are currently holed up in a cozy cave because they prefer the out-of-doors to the filthy confines of a city. They say they have seen some little dog-like critters scurrying about lately, and that they seem to come and go from a cluster of bushes twenty or thirty yards west down the path. They advise the PCs not to explore the caves, as they believe them to be home to dangerous creatures.

The Pogins are in fact, excommunicated members of the Green Tree Bandits. Fell Tarmick thought they were about the most useless bandits he had ever commanded and told them to get their lazy hides out of his sight. If the PCs get friendly with the Pogins, and particularly if they offer them spirits, Heck is likely to start bragging about his association with the Green Tree Bandits. He has no kind words to say about Fell ("a tyrant and taskmaster") nor life in the Penprie Forest ("bugs, bugs, and more bugs").

Area I-15: Sandy Cave (EL 2)

The southern portion of this cave is filled with a three-foot high pile of sand. Anyone digging in or walking over the sand upsets a nest of **8 tiny monstrous spiders** that swarm out en masse as soon as their home is disturbed. Anyone making a successful Spot check (DC 20) notices slight movement just beneath the sand's surface.

Tiny Monstrous Spiders (8): CR 1/4; hp 2 each; see **Monster Appendix**.

Treasure: Buried in the sand (Search DC 30) are 3 fine pieces of amber worth 100 gp each. Note that a team effort will almost certainly be required to find these gems. In all likelihood the lead PC would have to take 20 while being assisted by two or three associates (see **Cooperation** in the *PHB*).

Area I-16: North Entrance (EL 1/3)

Hidden behind three trees and a large bush (Search DC 10) is a narrow (3 feet wide) cave entrance. The Kobolds in Areas 1-16 to 1-20 use this as their means in and out of the cave complex, slipping easily beneath the bush and into the seam in the rock.

Two Kobolds keep watch on this area at all times. Unless the PCs are somehow able move past the bushes without making any noise, the

kobolds run to Area 1-19 at the first sound of intruders, warning the kobolds in Area 1-18 as they go. If surprised, the kobolds attempt to fire and flee rather than fight hand to hand. If they hear combat in any neighboring caves, they investigate.

Kobolds (2): CR 1/4; hp 3 each; see **Monster Appendix**.

Trap: Twees has rigged two falling net traps at each spot marked "X" on the map. The kobolds know to avoid the tripwires and can move past these areas without triggering the net.

Weighted Net Trap: CR 2; mechanical; location trigger; manual reset; Atk +10 ranged (touch) (creatures struck are considered *entangled*; see **Net** in the *PHB*); Spot (net on ceiling) (DC 20); Search (trip wire) (DC 20); Disable Device (DC 15); *Market price:* 1,500 gp.

Area 1-17: Kobold Shrine (EL 1/2)

These Kobolds worship a crazed-looking kobold goddess named Jespegell, a stone statue of whom stands in the northeast corner of this cave. There are a half dozen small flat stones spread throughout the rest of the cave upon which Kobolds can sit in quiet contemplation. Presently, **3 kobolds** are praying in unison before Jespegell to bring them good fortune and a long life (usually 10 to 12 years). If surprised, they spring to their feet and attempt to fire off a round with their crossbows before they scurry off in search of more kobolds. If they hear combat in Areas 1-16 or 1-20, they go to investigate.

Kobolds (3): CR 1/4; hp 3 each; see **Monster Appendix**.

Treasure: One of the small flat stones can be pushed aside revealing a shallow depression within which is a sack containing four chunks of blue quartz worth 10 gp each.

Net Trap: A net trap identical to those described in Area 1-16 is positioned at the spot marked "X" in the passage south of this cave.

Net Trap: CR 1; see area 1-16, above.

Area 1-18: Firing Range (EL 1)

Twees, ever the diligent leader, has set up a small firing range here where his troops can practice their marksmanship. Standing at the western

end of the cave are three four-foot high stuffed dummies. At the moment, **6 kobolds** are honing their crossbow skills.

Kobold (6): hp 3 each; see **Monster Appendix**.

Trap: There is a net trap identical to those in Area 1-16 at the spot marked with an "X" on the map at the western opening to the cave.

Net Trap: CR 1/2; see area 1-16, above.

Area 1-19: Kobold Living Area (EL 2)

This is where the entire kobold tribe lives and eats. The cave is littered with debris, and there are small piles of dirt, rags, and furs that serve as beds. Currently **12 kobolds** are here, lounging about, sharpening their spears, playing dice, sleeping, and so on.

Kobolds (12): CR 1/4; hp 3 each; see **Monster Appendix**.

Development: It takes two rounds for all 12 kobolds to be ready for action. Four kobolds are ready the first round, and eight more the second.

Net Trap: A net trap identical to those described in Area 1-16 is positioned at the spot marked "X" in the passage south of this cave.

Net Trap: CR 1; see area 1-16, above.

Area 1-20: Twees' Cave (EL 2)

As kobold caves go, this one is almost livable. A small straw mattress sits on the floor in the north part of the cave. The rest of the cave is clutter-free. There is a small locked chest (Twees has the key) in the southern alcove containing the **Treasure**.

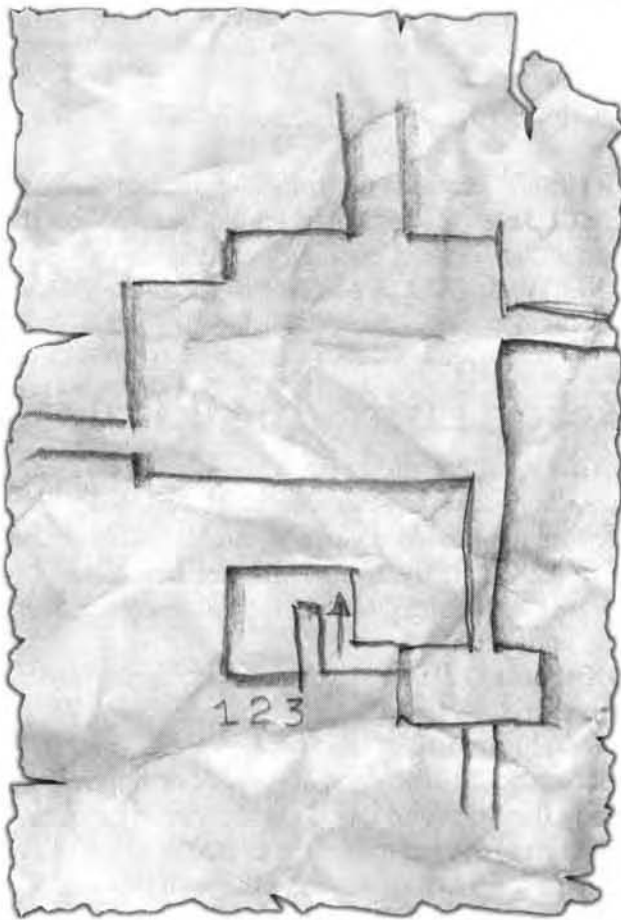
Twees, the **rogue/sorcerer** leader of the kobolds, sits on his mattress examining a map he recently discovered by the lake in Area 1-24. At the first sound of trouble he tucks the map under the mattress and goes to investigate.

Twees, Male Kobold Rog1/Sor1: CR 2; hp 10; see **NPC Appendix**.

Locked Chest: Hardness 5; hp 20; Open Locks (DC 20); Break (DC 25). The chest is also *trapped*.

Poison Needle Trap: CR 2; mechanical; touch trigger; repair reset; lock bypass (Open Lock DC 25); Atk +10 ranged (1 hp plus poison); poison [greenblood oil; Fort save DC 13; 1 Con/1d2

LEVEL ONE: THE UPPER CAVERNS



Con]); Search (DC 20); Disable (DC 20); *Market price*: 4,700 gp.

Treasure: The chest contains 450 sp, a military dog saddle, a disguise kit and masterwork shortsword with a pearl in its pommel (the pearl is worth 50 gp).

Twees' Tactics: If attacked while alone, Twees' first choice is always to run and Hide. If this is not possible, he casts *color spray* and attempts to use his *sleep* spells for as long as possible before resorting to his spear.

Development: Twees is a curious little scoundrel who enjoys poking around the caves, pilfering whatever he can. He has already lifted the key to Travick's treasure chest and a fine shortsword from Zemfer's small horde. If the DM wishes, Twees might trail the party and attempt to pick *their* pockets.

Kobold Tactics

The last thing these kobolds want to do is engage in a head-to-head melee with "big folks."

If their caves are invaded, and the general alarm has been sounded, Twees casts *mage armor* on himself and then instructs his kobolds to attempt to surround the PCs and begin a hit and run campaign. In general, one group of kobolds fires a round of bolts then runs. The next round, a new group of kobolds fires another round of bolts then runs. If the PCs seem significantly damaged by a given round of the missile fire, then the Kobolds don't run, but close instead with their spears to finish off the intruders. Lastly, if any of the net traps are sprung, the kobolds stand back and pepper trapped PCs with bolts for as long as the PCs remain entangled within the net.

Area 1-21: Pillar Intersection

A 4-foot high, 2-foot wide stalagmite stands like a natural pillar in the middle of this intersection. Close examination (Search DC 12) of the stalagmite reveals that it has been carved with runes, though these ancient letters have faded significantly over the years. Written in Draconic is the following prayer:

*Give me the strength to stand when weak
Give me the strength run when tired
Give me the strength to laugh when sad
Give me the strength stay when frightened
Give me the strength to lay down my sword
when the fighting is done.*

This is the "Warriors Prayer," necessary in procuring *The Sword of Kell* (see Area 4B-7, below).

Area 1-22: Empty Caves

Although littered with bones, fur, broken arrows, bent cutlery, and similar debris, these caves are otherwise empty.

Amulet of Protection Against Sleep and Charm

This simple necklace protects the wearer from all sleep and charm spells and spell-like affects as if the wearer were an elf. Worn by an elf, the amulet has no effect.

Caster Level: 3rd; *Prerequisites:* Craft Wondrous Item, caster must be an elf or half-elf; *Market Price:* 500 gp.

Area 1-23: Cave of the Glowing Rocks

The floor of this cave is covered in dirt and dust. Each alcove contains a large smooth rock roughly 2 feet in diameter that glows red faintly. The rocks are warm to the touch, and radiate transmutation magic.

A successful Search of the cave floor (DC 12)-e.g., sweeping aside the dust and dirt-reveals a large red circle in the center of the cave. If someone kneels before each stone and lays their hands upon it while-simultaneously-another person stands on the red circle, the person standing in the circle gains a +4 to their Con for 24 hours, while the three people touching the stones suffer a -2 penalty to their Con for 24 hours. Anyone who lost Con as a result of touching the stone may not have it raised in the manner described above until 24 hours have passed, although they may choose to continue losing Con in the ritual as often as they like.

Area 1-24: The Water Cave (EL Varies)

This large cave has a 20 to 25 foot high ceiling and is dominated by a small "lake" that is fed by an underground spring. The water, which flows down quickly to a depth of 20 feet, is cool, potable, and flows gently northeast. There are a number of points of interest throughout the cave, described below in detail.

Area 1-24A: Bones and Ledge (EL 1)

There is a 10-foot wide, 15-foot high ledge in this corner of the cave. Beneath the ledge is a large pile of bones; a successful Knowledge skill (nature) or Wilderness Lore check (DC 20) reveals that these are the remains of a large cave bear.

Climbing the cave wall to the ledge without a rope requires a successful Climb check (DC 20). In the northern corner of the ledge is small shrine. A two-foot tall bronze statue of a maiden holding an offering bowl sits surrounded by small, intricately carved stone flowers. Within the offering bowl is a medallion depicting a beautiful

human eye attached to a simple silver necklace. Wearing the amulet grants the wearer *protection from charm and sleep* (see sidebar above). However, if the amulet is removed by anyone with an alignment other than True Neutral, the bones on the cave floor below assemble themselves into a large skeleton that attacks the possessor of the amulet and anyone associated with him. If the entire party is on the ledge, the skeleton waits patiently for them to descend.

Cave Bear Skeleton: CR 3; hp 39; see **Monster Appendix**.

Area 1-24B: Fire Beetles (EL 1)

A clutch of 3 fire beetles have made their nest in this corner of the cave. Though not looking for trouble, they are quick to defend themselves. **Note:** Though they make their nest here, the fire beetles are apt to wander about Area 1-24, and might be encountered anywhere within the cave.

Giant Fire Beetles (3): CR 1/3; hp 7, 5, 5; see **Monster Appendix**.

Areas 1-24C, D, and E: The Islands

Each of these islands is comprised of solid rock rising out of the water like the craggy backs of a subterranean sea creature. Footing on the islands is difficult, as there are few flat surfaces and the jagged rocks are slippery. Thus, movement here is reduced to 1/2, and anyone attempting to move faster must succeed at a Balance check (DC 15) or fall into the lake, possibly to be attacked by the water mephit lurking there (see Area 1-24G, below).

Atop each island is a 3 inch-square iron box. The boxes are unlocked and empty, though there is a key-shaped depression in their base. Each island also has a secret trap door in its center (Search DC 20) opening to a chute that descends 50 feet straight down (Climb DC 25) and leads to a 10-foot wide passage carved from the rock.

Area 1-24F: The Secret Chapel

The door to this room is made of solid iron and locked with three separate locks aligned vertically along the right side of the door. The door is also *trapped* (see below). Opening the door by

any means other than the three keys sets off the trap. **Note:** To open this door magically requires the use of *three* knock spells cast in succession, although, as stated above, this still sets off the trap. The keys to the door can be found in the City of Barakus in Areas 2-27, 2-66, and 2-84.

Locked Iron Door: Hardness 15; hp 60; Break (DC 35); Open Locks (DC 35).

Fireball Trap: CR 4; magic device; touch trigger; automatic reset; spell effect (*fireball*, 6th level wizard, 6d6 fire, DC 15 Reflex save half damage); Search (DC 28); Disable Device (DC 28); *Cost:* 7,500 gp +600 xp.

Beyond the doors is a small chapel. Against the southern wall is a dais, atop which stands a stone statue of a man in robes, his two arms outstretched, his face raised heavenward in a blissful expression. Six stone pews carved with what appear to be the visages of sleeping men and women face the dais. Both the pews and the statue are on axis that can be rotated 360 degrees. If the statue is turned to face the southern wall and each pew is rotated to face the eastern wall, a secret door opens behind the statue. Though this door can be found normally (Search DC 25), aside from *transmute rock to mud* or similar magic there is no way to open it including a *knock* spell without turning the pews. Beyond the secret door is a narrow passage bending to the southwest.

Secret Door: 3 in. thick; Hardness 15; hp 50; Search (DC 25, though see above).

Area 1-24G: Water Mephit Lair (EL 3)

The waters of this small subterranean lake have recently become the home of mischievous **water mephit**. Though he prefers to keep to himself, the mephit detests any land lover who violates his sanctum and is quick to punish them with his magic and breath weapon.

Water Mephit: CR 3; hp 15; see **Monster Appendix**.

Tactics: The mephit prefers to attack from a distance using its acidic blob and smelly fog first, followed by its breath weapon. He would rather not leave the water where he can make use of his fast healing ability, and he never pursues his foes out of Area 1-24.

Treasure: Tucked into a corner of the submerged base of island 1-24E (Search DC 15 with

The Language of Barakus (Ancient Common)

Scattered throughout the subterranean city of Barakus are a number of messages written in an ancient form of common. Reading it would be comparable to a modern English-speaker attempting to decipher English from the time of Chaucer. Aside from *comprehend languages*, a reader might, with a successful Int or Decipher Script check (DC 16), be able glean the basic meaning of a passage. If a character has been successful in deciphering the language on at least three occasions he may, for one skill point, take Ancient Common as an additional language, which allows him to read-slowly-all passages written in this long forgotten tongue.

functioning underwater light source; DC 30 without) is the water mephit's small treasure: three moonstones worth 50 gp each and a +1 *dagger*.

Development: This mephit hates the mist demon in Area 1-26. At the DM's discretion he might offer the PCs his +1 *dagger* if they would kill it.

Area 1-24H: Ledge Entrance

The passage from Area 1-5 terminates here in a narrow ledge over-looking Area 1-24. Climbing from the ledge to the cave floor or visa-versa without a rope has a DC 20.

Area 1-25: The Key to Level 5 (EL 4)

This small hidden chamber contains only a three-foot high solid black stone pedestal within which rests a two inch-square red cube. The cube is the key to Level 5. Removing the cube, however, releases a deadly gas that quickly fills the chamber, effecting everyone within it.

Poison Gas Trap: CR 4; mechanical; touch trigger; repair reset; gas; never misses; acidic dust (1d6 Str/2d6 Str, Fort DC 14); Search (DC 25); Disable Device (DC 20); *Market price:* 16,550 gp.

Area 1-26: The Misty Cave and the Door to Barakus (EL 2)

The water from Area 1-24 flows through a channel just wide enough to accommodate the stream and providing about two feet of headroom between the water's surface and the roof of the channel. Once in Area 1-26, the water eddies out into a 10 feet deep pool before flowing northeast through a submerged passage. The cave is heavily obscured by mist, and haunted at the moment by a **mist demon** that attacks intruders at the first opportunity.

Mist Demon: CR 2; hp 12; see **Monster Appendix**.

Tactics: The mist demon lurks *invisible* in its mist and casts *fear* and *ray of enfeeblement* on the toughest looking fighters. Once his spells are cast, the mist demon attacks its opponents with its claws. If hurt, the mist demon blends back into the mist to recuperate while invisible, then attacks again once fully healed.

Treasure: Submerged 10 feet beneath the surface of the water at the spot marked "X" on the map are the skeletal remains of a scrag still wearing a gold necklace (200 gp).

The Door to Barakus: This large, heavy oak door is ajar. Written above it in an ancient version of common (see side box) are the following words: *Open Thy Mind and Bring with Thee Thy Heart Truest and Kind*. The door opens to a wide smooth stone landing, beyond which are a set of stairs twisting down into the darkness.

Area 1-27: Mermaid Statue

Standing in a shallow, heart-shaped pool of water is a finely crafted stone statue of a mermaid holding a conch in one hand a chain of seaweed in another. Both the statue and the water surrounding it radiate faint abjuration magic if detected for. A *permanent protection from evil 10-foot radius* has been cast on the statue, and evil creatures have learned to avoid this area. This cave might serve as a safe place for the PCs to rest and recuperate.

Area 1-28: Varguille Lair (EL 2)

The northern portion of this cave is piled with dozens of cast-off suits of leather and studded



leather armor. In all, there are 32 suits of armor, almost all useless (see **Treasure**, below). A **varguille** lurks in the western alcove, waiting for unsuspecting passers-by to become preoccupied with the mountain of armor before swooping down and attacking.

Varguille: CR 2; hp 6; see **Monster Appendix**.

Tactics: The Varguille always uses his shriek ability first before attempting to bite or *kiss* his opponents.

Treasure: Two of the suits of leather armor are actually masterwork and still quite functional. A successful Search check (DC 12) is needed to pick these out from the mass of rotted armor.

Area 1-29: The Cave of the Grouchy Gnome (EL 4)

The threshold of this cave is blocked by a 4-foot tall, stout wooden door ensconced in sturdy masonry. In the center of the door is a small viewing slot, and an ornate bronze plaque above the door is inscribed with the single letter "G."

Locked Door: 2 in. thick; Hardness 5; hp 20; Break (DC 25): Open Locks (DC 25)

Grimba, a **Gnome Illusionist**, has, for his own eccentric reasons, made this small cave his home. An industrious fellow, Grimba fashioned the door and masonry himself. The cave contains a small mattress covered with blankets and furs, a sturdy oak chest (see below), a small wooden table with one chair, another wooden table with some pots, pans, and cooking utensils, and, in the center of the room, a cooking pit with a cast iron pot suspended over it. Grimba chose this cave in part because cracks in the ceiling of the cave act as a kind of natural chimney and allow him to light fires without choking to death on the smoke.

Grimba is fully aware that of the unsavory types frequenting the nearby caves, but, in general, fears none of them (with the possible exception of Zemfer, the recently-arrived black dragon). Thus, if he hears any rustling about outside his door, he casts *ventriloquism*, making his voice appear to be coming from around the corner to the northwest of his door, and asks "Whaddya want? What ya' fussin' about my door for?" If he gets no answer, he goes to the viewing slot, slides it open and repeats his question. "I said what ya doing here? Are you deaf *and* dumb, or just belligerent?" If the PCs are polite, they might be able to speak with him.

Grimba, male gnome Ill4: CR 4; hp 23; see **NPC Appendix**.

Tactics: If forced into a fight, Grimba (who generally will have cast *mage armor* before an encounter) casts, in this order, *mirror image*, *web*, *hypnotic pattern*, *magic missile*, and then begins using his wand. If the situation looks desperate he is quick to cast *invisibility* on himself and make a hasty retreat.

Development: If the PCs are courteous, Grimba might be willing to tell them some of what he knows about the surrounding caves. With a successful Charisma or Diplomacy Check (DC 15) he grants the PCs the following information:

1. "Look out for the dragon that just moved in south of here. He's not the biggest I've ever seen but he's plenty mean and packs and tough bite."

2. "The Kobolds to the northwest are pesky and led by a mischievous little squirt who fancies himself quite the pick pocket. Caught him trying to jimmy my door lock and I gave him a quick taste of my magic and sent him running the other way."

3. "There's a big lug-head of an ogre living southwest of here. He doesn't bother me much,

but like any other ogre, he's got a bad temper and a big club."

4. "I've been downstairs, to the chambers down there, but the place is lousy with orcs and goblins and such. I can't be bothered."

If asked why he's living here, Grimba flatly informs the PCs that it's none of their business. In fact, he was more or less booted out of his community for being such a crotchety know-it-all, and retreated to this cave to live out his life in self-pitying isolation. He is not interested in accompanying the PCs in their adventures as he assumes they too will come to dislike him, and he can't bear the idea of being rejected yet again.

Locked Chest: Hardness 5; hp 15; Open Locks (DC 15). Grimba has cast *Leomand's trap* on the lock to make it appear trapped. The chest contains the **Treasure**.

Treasure: Within the chest are 34 gp, 15 yards of fine cloth worth 120 gp, an hourglass, 3 thunderstones, a painting of a grouchy-looking female gnome (Grimba's beloved mother) in a silver frame (the painting is worth nothing but the frame could fetch 25 gp), and Grimba's **spellbook**.

Spellbook (all those listed above plus the following): 0-all; 1st-alarm, hold portal, unseen servant, change self, Nystal's magical aura, expeditious retreat; 2nd-blur, glitterdust, Leomand's trap, minor image, see invisibility.

Area 1-30: The Back Door

This cave mouth is still guarded by two life-size stone statues of orcs dressed in spiked armor and carrying longswords. The statues are a bit worn and weathered from age, but otherwise in good condition.

Three stone steps descend to the cave floor, currently filled with dirt, dried leaves, twigs, and bones. This cave is otherwise empty.

Area 1-31: The Cave of Zemfer (EL 4)

About a month ago, Zemfer, a recently orphaned **young black dragon**, moved into this large (15 feet high) cave. A tidy dragon, he cleaned the place out of all the accumulated debris and lives in comparable austerity, drinking and occasionally swimming in the stream that flows through his cave. Zemfer enjoys the idea of being "the

biggest kid on the block,” though when he leaves his cave he prefers to hunt the countryside rather than wander the twisting tunnels of the cave complex.

Zemfer, young male black dragon: CR 5; hp 85; see **NPC Appendix**.

Tactics: Zemfer does not hesitate to attack anyone in or near his cave. If he spots intruders while they are in one of the adjoining passages, he fires a line of acid down the tunnel first before charging into melee, hoping to trap his opponents where only one or two can attack at a time. If intruders enter his cave, he flies to the ceiling and uses his breath weapon, aiming for magic users and archers first. Whenever possible, he attacks then moves, attempting to move himself out of melee range.

Treasure: There are actually two treasures in this cave. The first is Zemfer’s small personal stash. At the spot marked “T” on the map is a pile containing 695 cp, 425 sp, and 3 small garnets worth 25 gp each (looted from the gnolls in Area 1-34). Beside this, the dried head of a goblin chieftain with a diamond stud in his nose worth 250 gp (the stud, that is, not the head), a greatsword, a suit of banded armor (missing boots, and somewhat acid scarred), a dented great helm with an eagle crest, a sack containing 3 vials of alchemist’s fire and a large metal shield. There is also a small secret compartment in the largest cave wall partition. This nook holds a silver coffer (worth 50 gp) within which are a gold cup inlaid with tiny rubies worth 80 gp, a silver comb worth 25 gp, and a *+1 ring of resistance*.

Development: Obviously, no party of first-level adventurers is going to defeat a young black dragon, though they should be allowed die trying. This is all right. The dragon should shock and frighten them and serve as a warning that not all foes in this dungeon are going to be “level appropriate.” What’s more, Zemfer provides as a good goal. By third level (or second, if they are very lucky and very well prepared) they should be able to return to this cave and defeat the black dragon.

Area 1-32: Remains of a Meal

This cave contains only the half-eaten remains of two dire wolves Zemfer killed recently. The cave is otherwise empty.



Area 1-33: The Dragon's Apprentice (EL 1/2)

Gilby, a **goblin Adp1**, lives here. The cave contains only a pile of furs that serve as a bed, a few pots and pans, and a scattering of bones.

Once the shaman for the goblin chieftain whose dried, diamond-studded head now rests in area 1-31, Gilby has been conscripted to help the dragon guard his treasure. To this end, Zemfer has furnished Gilby with a *wand of minor images* that the goblin has been instructed to employ—conjuring forth an image of the black dragon—should intruders venture near Zemfer's lair while he is out. Gilby is well aware that while he is quite safe in the employ of the dragon, once the charges on the wand run out, so will his usefulness.

Gilby, male goblin Adp1: CR 1/2; hp 4; see **Monster Appendix**.

Tactics: Gilby is a coward, and if confronted tries to talk his way out of trouble (claiming he was kidnapped by the dragon) or, if this seems doomed, casts *sleep*, and then *obscuring mist* to mask his getaway.

Area 1-34: Rats and Carcasses (EL 2)

The bodies of four acid-scarred gnolls lay sprawled about this cave, yet more victims of Zemfer. The gnolls lived in this cave, and were caught unawares by the dragon's breath weapon. Zemfer does not care for gnoll meat, though the **6 dire rats** that have snuck in here do, and they have been having a fine meal these last few days (as the gnolls' half-eaten bodies can attest). The rats attack anyone who disturbs their grisly banquet.

Dire Rats (6): CR 1/3; hp 5 each; see **Monster Appendix**.

Area 1-35: Pinned Behind Enemy Lines (EL 2)

Two days ago, **2 drow warriors** were sent as scouts by Sizret to investigate the upper levels for possible future habitation by drow. They made their way up from Level 4 and snuck into this cave while Zemfer was out. Unfortunately, the dragon returned shortly thereafter and has not left since.

With their supplies running short, the drow are considering trying to put Zemfer to sleep with their poisoned bolts, but see this as a last and very desperate option.

Drow Warriors (2): CR 1/2; hp 6 each; see **Monster Appendix**.

Tactics: If attacked, the drow fire a round of poisoned bolts first, hoping to render as many of their foes unconscious as possible before engaging in melee.

Development: Because of their situation, the drow are more interested in returning to their home on Level 4 than in killing humans. Thus, if Zemfer is killed, they attempt to sneak out the cave to Area 1-36, from whence they initially arrived in these caves.

If the PCs are somehow able to sneak past Zemfer without fighting him, the drow might, with a successful Diplomacy check (DC 20), be talked into joining the PCs in their attack on the dragon. Being Chaotic Evil, however, should the drow be more or less uninjured in the assault, and the PCs noticeably weakened, the dark elves are quick to betray their new allies at the first opportunity (especially once the treasure is uncovered).

Area 1-36: Orcish Burial Grounds

This low-roofed cave (five feet high) contains nine crude stone sarcophagi, all of whose lids have been pushed aside and whose contents long since plundered by the caverns' transient occupants. These sarcophagi once housed the remains and personal effects of orcish tribal leaders. The lids are inscribed with rough orcish lettering giving the chieftain's name and primary accomplishments ("Slayer of 70 humans"; "Crusher of Droog the Mighty"; "The Unholy Liberator" etc...).

The sarcophagus marked with an "X" contains a false bottom (Search DC 20) that leads to a set of stairs descending to Area 2-18 below. The drow in Area 1-35 replaced the false bottom when they came through here two days ago.

The Lost City of Barakus-

Level Two: The Upper Levels

With this level begins the lost city of Barakus. By far the largest of all the levels, this area is home to a wide assortment of foes, including a small tribe of goblins, a band of orcs trapped by minotaurs, and two warring bugbears and their hobgoblin henchmen. The great gates to the city can also be found on this level, although they have long been blocked by an impenetrable cave-in.

Although the passages and chambers described here were indeed once part of a great underground city, its original builders vacated centuries and centuries ago. In the intervening years, the city has been home to numerous creatures, many of whom have altered the architecture slightly to suit their means. Thus, only a few remnants of the original society still exists. Mostly, the chambers of Barakus are crowded with the debris of centuries of monstrous habitation.

Area 2-23 is currently home to a band of goblins. It is also the "Hall of Power," where the PCs can Empower *The Sword of Kell* (See **Activating the Sword**, below).

Entrances and Exits

The only two entrances to this level-aside from the impenetrable front gate-are in Areas 2-1 and 2-19. Area 2-45 provides stairs down to level 4, Level 3A can be accessed from Area 2-63, and Level 3B can be reached From Area 2-83.

Dungeon Dressing

A marked contrast from the caves above, the walls, floors, and ceiling are made of six inch-square mortared stone slabs. In a number of places the walls have been knocked in and rough caves and tunnels have been dug from the earth. Unless otherwise noted, all doors have a Hardness 5, and hp 25.

Random Encounters

This level is essentially divided in half, and each half has its own set of random encounters. The northern half is comprised of Areas 2-1 to 2-48; the southern half is comprised of Areas 2-49 to 2-84. Some areas, such as 2-51, 2-52, 2-31, and 2-36 have no random encounters. Common sense will dictate when and where random encounters would occur. There is a 25% chance every hour that a random encounter occurs.

Note: Many of the non-monster encounters are static (like discarded equipment or a dead body) and cannot occur while the players are resting or searching an area. If a static encounter is indicated at such a time, either ignore it, or simply choose the next most appropriate moment for it to happen/appear.

Dead Body: Roll to determine the body's race. 1-3: goblin; 4-5: orc; 6: half-orc; 7: hobgoblin; 8: drow; 9: ogre; 10: human. The body has been picked clean of all valuables.

Discarded Equipment: Roll on the following chart to see what the PCs stumble across:

- 1-2: Backpack with some old adventuring supplies (coil of rope, broken lantern, some spoiled rations, torn waterskin, etc...).
- 3-4: Broken short sword.
- 5: Six climbing pitons and 12 feet of rope.
- 6: Flask of *holy water*.
- 7: A necklace of teeth (human).
- 8: A small pouch with 4 bow strings.
- 9: A pair of gauntlets.
- 10: A cracked hand mirror.

Strange Tool: The PCs find an odd tool, not much larger than a screwdriver. Made of a durable metal, its purpose is unclear.

Cryptic Scrawl: Written in either, 1: Ancient Common; 2: Goblin; 3: Orcish; 4 Common; 5: Undercommon; 6: Elven; 7: Dwarven; 8 Abyssal, it reads something like, "Maintain the Resistance!" or, "Death Waits Beneath."

Random Encounters

Northern Half

<u>d100</u>	<u>Encounter</u>
01-05:	Dead Body
06-15:	Discarded Equipment
16-18:	Strange Tool
19-25:	Cryptic Scrawl
26-28:	Map
29-35:	Odd Sound
36-42:	Dust Shower
43-45:	Slippery Floor
45-60:	2d4 goblins
61-70:	1d6 dire rats
71-80:	1d2 ghouls
81-85:	1 dire bat
86-90:	1d2 bugbears
91-95:	1 Shocker Lizard
96-00:	1d3 gnolls

Southern Half

<u>d100</u>	<u>Encounter</u>
01-05:	Dead Body
06-15:	Discarded Equipment
16-18:	Strange Tool
19-25:	Cryptic Scrawl
26-28:	Map
29-35:	Odd Sound
36-42:	Dust Shower
43-45:	Slippery Floor
46-60:	1d6+1 orcs
61-70:	1d6+1 hobgoblins
71-75:	1d3 ghouls
76-80:	1 cockatrice
81-85:	1 grick
86-90:	1 shadow
91-85:	1d3 ogres
96-00:	1 large monstrous spider

Map: Either on a discarded piece of paper or on the wall itself, it depicts a few nearby chambers. The DM should sketch out a quick map of any area he wishes.

Odd Sound: A screech, howl, hoot, growl, grumble, bark, or anything else the DM can dream up.

Dust Shower: The ancient walls suddenly let loose a shower of dust. The PCs must make a

Fort save (DC 12) or go on a 1 minute coughing/sneezing jag. Should the PCs begin sneezing and coughing, roll once more on the encounter chart, ignoring rolls of less than 46, and adding +5 for each afflicted PC. While afflicted, the PCs are -2 on all to hit, damage, Ref, and Dex rolls.

Slippery Floor: A 10-foot by 10-foot area of the floor is coated in an odd, oily substance (treat as if affected by a *grease* spell cast by a 5th level sorcerer, Ref DC 13). Mark this area on your map.

Monster: All creatures are assumed to be hostile and attack without hesitation.

Keyed Locations

Area 2-1: Stairs to Level 1

The winding stairs from Area 1-26 terminate in a ten foot-wide passage that stretches to the east and turns to the south where it ends abruptly in what is obviously the back of a secret door. Long ago, this was a Barakus nobleman's private exit.

Area 2-2: Goblin Kings (EL 2)

Unbeknownst to its current occupants it, this chamber was once the living quarters of Barakus Royalty. Though badly chipped and peeling, the walls are still coated in purple paint-the color of Barakus nobility. The two small alcoves in the north each contain a dozen cubbyhole-like niches wherein can still be found, amid the dust and cobwebs accumulated there, small shards of broken pottery.

A gang of 4 goblin thugs and their leader **Breggit**, have made this their home. They do not appreciate intruders.

Goblins (4): CR 1/3; hp 5 each; see **Monster Appendix**.

Breggit, male goblin Ftr1: CR 1; hp 11; see **NPC Appendix**.

Treasure: A sack in the northeast alcove contains 200 cp, 45 sp, three vials of holy water and a silver bracelet with the word *Grezzo* inscribed on it worth 15 gp.

Development: Breggit is an enemy of Grezzo (see Area 2-23). If the PCs can somehow determine this and prove to Grezzo they have slain Breggit, Grezzo might be willing to treat them as temporary allies. The goblins are aware of the secret door in the north, but choose not to use

it, as they are fearful of the mist demon living above.

Secret Door: 2 in. thick; Hardness 8; hp 30; Search (DC 20).

Area 2-3: Workrooms (EL 1)

The six doors in this passage are all ajar. Each of the small chambers contains a solid stone work bench securely affixed to the wall facing the door. Above the table are small (three inch to 6 inch-square) depressions that once held tiny tools. These chambers have recently become dumping grounds for the goblins living on this level, and as such are cluttered with their refuse. If a Search is made of Areas 2-3A and 2-3B (DC 15) some of the long-forgotten tools once used in this room can be discovered. Each instrument is made of wood and metal, finely crafted, and seems to be designed for small, intricate work. What they were used for, however, is impossible to tell.

A **medium monstrous scorpion** has recently crept into Area 2-3C. It lurks beneath the workbench behind a pile of garbage (Hide +8) and attacks anyone who comes near. The secret door in this room has a Search DC 20.

Secret Door: 2 in. thick; Hardness 8; hp 30; Search (DC 20).

Medium Monstrous Scorpion: CR 1; hp 15; see **Monster Appendix**.

Area 2-4: Forgotten Hiding Place

This crawl space once served as a secret storage area. The narrow east-west tunnel leads to a 4 1/2 foot-high chamber piled with the following contents: two barrels of spoiled wine; a sack of what may have once been cheese but is now just mold; some inedible dried meats; a wooden crate containing 35 normal arrows and, dispersed amongst them, 6 masterwork shafts; a crate with fifteen pairs of worn boots; and three winter capes, still in good condition, rolled into balls and piled in a corner. Sewn into the lining of one cape (Search DC 18) is a pearl worth 25 gp.

Area 2-5: Sinkhole Room

In the middle of this otherwise empty room is a four foot-wide sinkhole. The sinkhole drops five

feet to a rough, narrow passage in the earth. The sinkhole, tunnel, and Area 2-6 were the product of a xorn that burrowed through here years ago. If the PCs are very noisy while exploring this area, the dire weasel from Area 2-6 pops his head out of the sinkhole and attacks the nearest opponent. The secret door in the north has a Search DC 20.

Secret Door: 2 in. thick; Hardness 8; hp 30; Search (DC 20).

Area 2-6: Dire Weasel Lair (EL 2)

The passage running north out of this low (four feet-high) cave is entirely blocked by an impenetrable cave-in. Because of the ceiling height, bipedal medium-sized creatures must stoop, suffering a -2 circumstance penalty to all attack, damage, and Reflex saves while within this cave. What's more, anyone fighting with a large weapon suffers an *additional* -2 circumstance penalty to to hit and damage rolls. A **dire weasel** has made this cave his home, and he defends it to the death.

Dire Weasel: CR 2; hp 16; see **Monster Appendix**.

Area 2-7: Secret Storage

This secret storage space has long gone unused. Currently, its only contents are four moldy, stuffed dire bears in various poses of attack. If seen in lamplight, however, they could easily be momentarily mistaken as a threat, and PCs who are apt to do so should be permitted to waste spells or arrows on these harmless experiments in taxidermy. Both secret doors in this room have a Search DC 20.

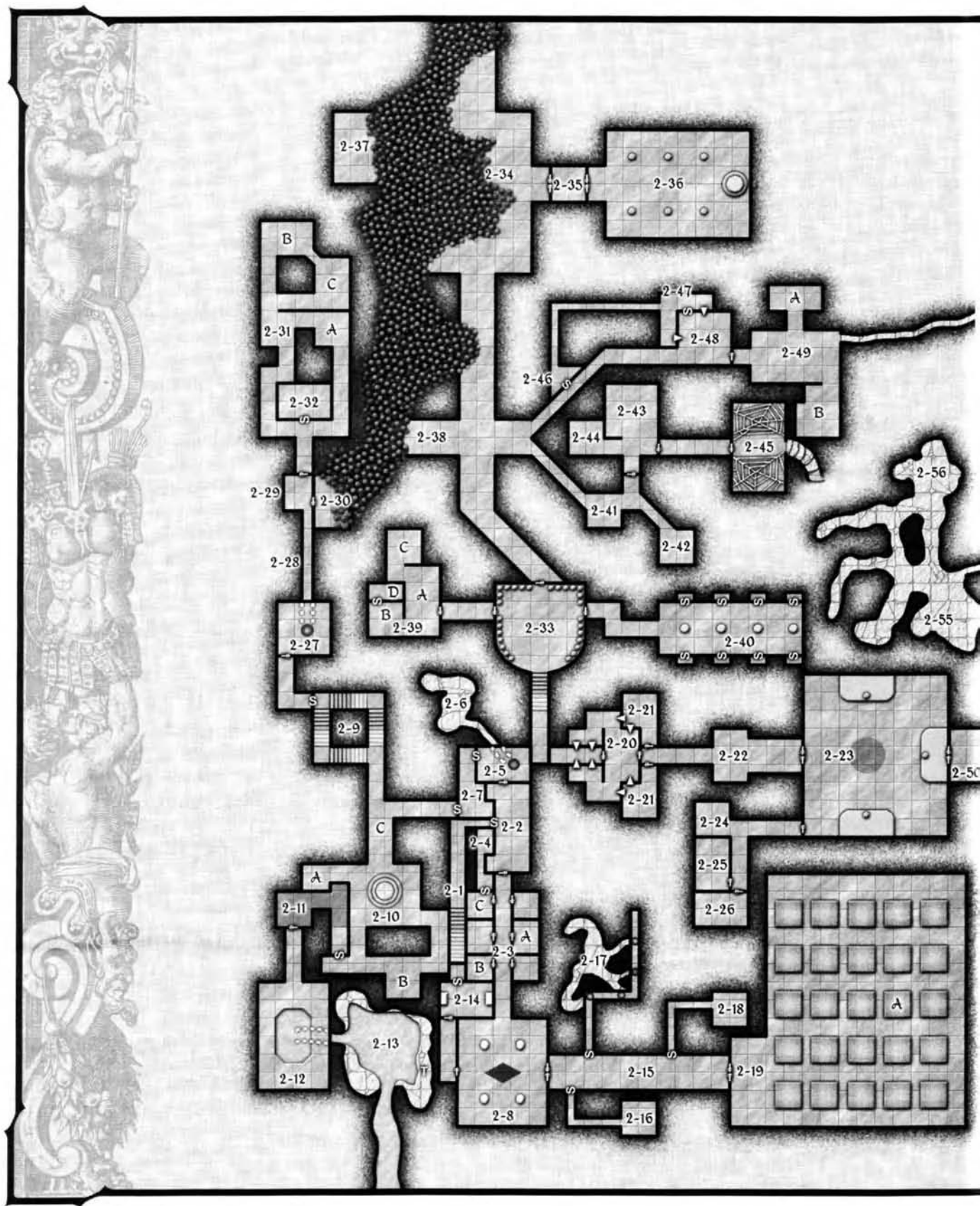
Secret Door: 2 in. thick; Hardness 8; hp 30; Search (DC 20).

Treasure: Stuffed into the mouth of one of the bears is a folded *divine scroll of remove disease* (caster level 7).

Area 2-8: Head Room

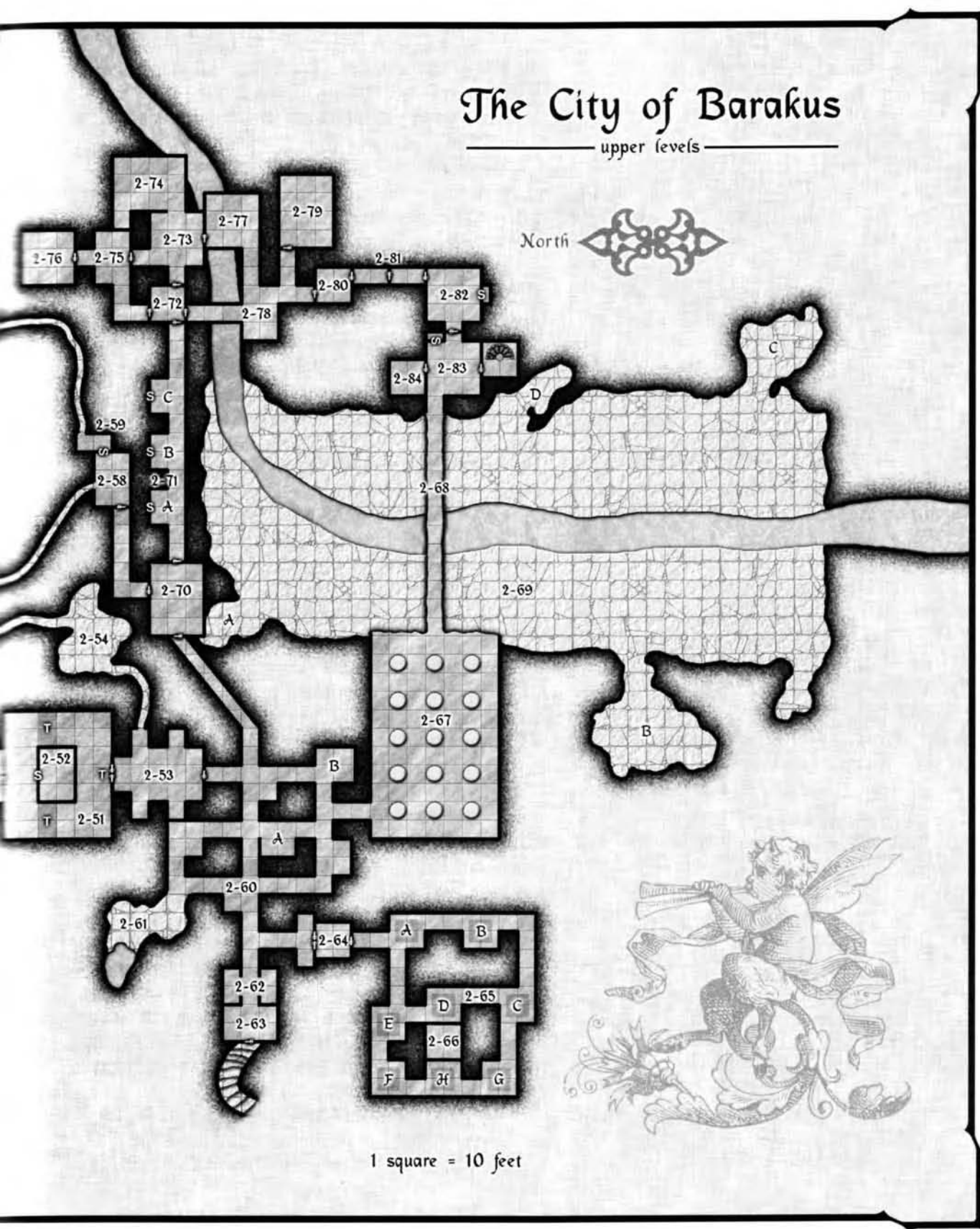
Four massive carved stone heads dominate this chamber. Each head is four feet in diameter and over six feet-tall and depicts a human-looking face, probably male, though the visage is abstract enough to be more or less androgynous. A red diamond has been painted on the center of the

LEVEL TWO: THE UPPER LEVELS



The City of Barakus

upper levels



floor.

Though it requires a stupendous feat of strength to do so, the heads can be rotated. Currently all the heads face east. If, with a successful strength check (DC 25), they are all rotated to face one another (i.e. towards the closest side of the diamond), the diamond begins to glow red. One round later, any creature standing in the diamond receives a +2 bonus to his Fort saves for the next six hours. The diamond only glows for three rounds, and only grants this boon once every 24 hours. To reactivate the hexagon, each head must be turned again to face east then rotated back to center. The pentagon can hold up to six medium-sized creatures. Note: up to three characters may assist another in turning the heads.

Area 2-9: Doors and Stairs (EL 2)

The four sets of stairs in these connected passages each descends 10 feet to a 10 foot-square landing. The ceiling, however, does not follow the slope of the stairs. Thus, the ceiling is 10 feet-high in the southwest landing, 20 feet-high in the northwest and southeast landings, and 30 feet-high in the northeast landing. The secret door in the northeast landing is normal in all respects (Search DC 20) except that it *begins* 20 feet above the landing floor. Thus, anyone attempting to find it must have their hands free while searching to successfully locate this door.

A flock of 4 **stirges** roosts in the rafters of the northernmost passage. Due to low foot traffic, these creatures are particularly hungry, and they swoop down and attack anyone passing underneath them.

Stirges (4): CR 1/2; hp 5 each; see **Monster Appendix**.

Secret Door: 2 in. thick; Hardness 8; hp 30; Search (DC 20).

Area 2-10: The Home of Vladoff the Mad (EL 3)

This oddly shaped, high-ceilinged (25 feet) chamber is lit by several *everburning torches* in wall sconces. The walls are adorned with frayed and dusty tapestries depicting pastoral scenes bathed in sunlight. The floor is filled with unusual debris: broken pieces of ruined idols, chairs with

no legs, piles of greasy rags, suits of armor laid out carefully on the floor like fallen bodies; bags of full of broken bow strings; helmets filled with mud. The secret door in the northwest alcove has a Search DC 20.

Secret Door: 2 in. thick; Hardness 8; hp 30; Search (DC 20).

In the center of the room is a 15 foot-tall, three tiered, circular ziggurat. Standing atop the ziggurat is Vladoff, an insane **Paladin/Fighter**.

One year ago, a group of adventurers ventured down into Barakus. With them was a valiant Paladin: Vladoff the Stern. Not long into their exploration they defeated a fierce hobgoblin that wore a pair of magical bracers. In a moment of rare carelessness, Vladoff immediately put them on, only to learn, too late, of their terrible power. Though they greatly increased his strength and durability, they also caused him to lose his mind entirely. In a fit of delusional paranoia, he slew his other party members and retreated to this chamber with their corpses. He lives here now, alone with the voices in his head that tell him to kill, kill, and kill again. He has obeyed this command with astounding diligence, and many of the other occupants of his level have learned to make themselves scarce when they hear the ravings of this fallen paladin.

Vladoff, human male fallen Pal2/Ftr1: CR 3; hp 35; see **NPC Appendix**.

Tactics: Once the PCs reach the spot marked "C" on the map, they begin to hear Vladoff's ravings, which go something like this: "Oh, forgive them, Freya, they are all lost. Take them to your breast and forgive them!" If the PCs approach to within 30 feet of the ziggurat, Vladoff begins firing arrows at the nearest PC, all the while imploring Freya to forgive trespassers, demons, the eaters of other people's brains, and whatever else comes into his long-rotted mind. Once the party reaches the base of the ziggurat, he drops the bow, draws his sword and dashes to the threshold of Area 2-10A, screaming, "You can't have them! They were innocent! Leave them be." He then fights to the death with his greatsword, determined not to let the party enter Area 2-10A.

If the party flees, he pursues them as far south as Area 2-5 but no further north than Area 2-9 (assuming the PCs have somehow learned about the secret door there and can access it quickly).

Areas 2-10A and 2-10B contain the **Treasure**.

Development: If the PCs are somehow able to

Arlcon's Bracers of Insanity

These arm bands, forged by the evil wizard Arlcon centuries ago to torment his nemesis, Jazard the Bold, grant the wearer the following bonuses: +4 Strength, +4 Constitution, and a +4 deflection bonus to AC. It also lowers the wearer's effective Wisdom by -8 except when calculating Will saves, in which case the bonus remains unchanged. Once the bracers are donned, the wearer immediately goes insane, attacking anyone and anything in sight. Only a remove curse allows the victim to remove the bracers.

Caster Level: 14th; *Prerequisites:* Create Wondrous Item, *bull's strength*, *endurance*, *mage armor*, *bestow curse*; *Market Price:* 40,000 gp.

subdue Vladoff and think to remove the bracers, upon awakening the madman is no longer mad. He is, however, quite confused, and, upon learning of his heinous recent history, nearly suicidal with grief. The ex-paladin is now badly in need of an *atonement* spell, and begs the party to aid him to this end, "lest he hurl himself upon his sword." If the PCs are successful in freeing Vladoff from his curse, award them 1.5 times the XP they would have received for slaying this poor fellow.

Area 2-10A: Memorial

Vladoff keeps the bodies of his three slain comrades here. Arranged against the north, west, and east walls are the still-dressed skeletal remains of Agetha, a female wizard in a rotted robe, Pombi, a male dwarven cleric in chainmail, and Frist, a human ranger in tattered leather armor. Vladoff has laid their belongings at their feet. These include: a masterwork dagger, two light crossbows, a mighty composite short bow (+1), a masterwork longsword, a heavy mace, and a large steel shield.

Area 2-10B: Relics of the Past

Once cursed, Vladoff stripped himself of all unnecessary worldly goods and dumped them here. Piled about this area are two winter cloaks, a pair of winter boots, 2 vials of anti-toxin, a



sunrod, a healers kit, and a gold pendant depicting the goddess Freya (worth 45 gp).

Area 2-II: Asgaroth's Children (EL 2)

Lying just beyond the secret door from Area 2-10 at the spot marked "X" on the map are the decomposed, skeletal remains of what was once a hobgoblin. The passage and chamber beyond the secret door are unlit.

Years ago, Asgaroth, the evil cleric described in Area I in the Wilderness, discovered Area 2-12 and placed special guards here to protect it. Using a ritual similar to that in Area I2, he placed several totems in this area which enacted a *permanent animate dead* spell that is recast on the area once per week. Thus, anyone slain within the shaded area comes back to life as a zombie (or, in the case of the hobgoblin, should he be moved, a skeleton) and like the creatures that slew him, is charged with guarding the chamber against intruders. A number of curious souls have met their end here, and at the moment there are **5 zombies** standing around the chamber: 2 humans, 1 orc, 1 dwarf, and 1 drow.

Medium Zombies (5): CR 1/2; hp 16; see **Monster Appendix**.

Tactics: The zombies attack as soon as intruders turn the corner south of the chamber. They do not pursue beyond the secret door, choosing instead to return to the room.

Development: If the slain zombies are left in the shaded area their bodies are animated again in 2d6 rounds. The only way to prevent this is to destroy the bodies with fire or acid, drag the carcasses out of the shaded area, or destroy or remove the totems. Each totem has a hardness 5, and 20 hp. Pulling the totems from the floor, however, requires a mighty Strength check (DC 28).

Area 2-12: The Unholy Pool

The walls of this chamber are painted a pale blue and have been inscribed in Abyssal (see below). In the center of the floor is a 30 feet-deep pool filled with cool and brackish saltwater surrounded by three low stone benches.

At the bottom of the pool, on the southern wall, is a 2 1/2 foot-square grate through which the pool is fed water. The grate leads to a channel that

leads to the body of water in Area 2-13. Removing the grate requires a successful Strength check (DC 18) or Open Locks check (DC 15 with proper light source, DC25 without). Once the grate is removed characters may swim through the channel to Area 2-13. However, much movement here attracts the attention of the squids in Area 2-13 who swim forward and attack.

The writing on the walls describe a ceremony whereby a cleric of an evil deity may turn the waters of the pool *unholy*. Unholy water has the adverse affect of holy water: it heals undead, and damages paladins and good clerics as per holy water.

Area 2-12: Water Cave (EL 2)

This cave is dominated by a 30 foot-deep body of water fed from a stream that flows to the bay. Not much headroom exists between the water's surface and the cave's ceiling: only three feet in the center of the cave, and 2 feet at its edges. The banks of the water are made of loose dirt and are quite muddy.

A **pair of squids** has made this area their home. Always quick to defend their territory, they attack intruders without fear or hesitation.

Squids (2): CR 1; hp 14, 13; see **Monster Appendix**.

Treasure: Hidden in the mud at the spot marked "T" on the map is a +1 *quarterstaff* (Search DC 15) and a gold ring with a sapphire inset worth 100 gp (Search DC 25).

Development: PCs wishing to swim the quarter-mile channel to the bay outside Endhome may do so, but they must possess means to breath underwater.

Area 2-14: Small Church

Though it is unclear from it's present state, this chamber was once a small chapel to a long-forgotten god. Against the north and south walls are small, four foot-high daises upon which is written in Ancient Common, "Low and Behold the Might of the Master." Sometime ago, however, this room was the scene of a horrific execution, and the headless skeletal bodies of the victims (6 in all) are still splayed about the chamber's floor. The walls and ceiling are smeared with dried blood.

The secret chamber in the east (Search DC 20)

contains the **Treasure**.

Treasure: Hung on the wall in the secret chamber is the *executioner's blade*. This is a +2 *keen battleaxe* with a terrible curse. Anyone wielding this axe in combat immediately begins hearing the baleful cries for mercy of its many victims. These wails continue even after the combat has ended and for a certain duration thereafter. If the blade is used to kill only once, the cries subside after three days; if the axe is used twice, the cries do not subside for three weeks; and if the blade is used three times, the cries do not subside for an entire year. Anyone hearing the cries is unable to sleep, rest, or memorize or pray for spells, and loses 1 Con per day from sleep deprivation. Only a *heal*, *remove curse*, *atonement*, *wish*, or *miracle* spell removes the curse, and then only if the axe is never wielded again.

Area 2-15: Hall of Mirrors

Spaced every 10 feet along this long, 20 foot-wide corridor are two facing panes of highly polished metal plates. The polish is good enough to give off a dull, if somewhat warped, reflection.

There are three secret doors, each located behind the mirrors (Search DC 20). The doors and their adjoining passageways are the same dimension as the mirrors (3 feet-high and 2 feet-wide), and start two feet off the ground.

Secret Doors: 1 in. thick; Hardness 4; hp 15; Search (DC 20).

Area 2-16: Small Crypt (EL 5)

The narrow crawl space opens up into a low chamber (3 feet-high). Small creatures may move about normally here, but medium-sized creatures must crouch or crawl in this space, incurring a -2 circumstance penalty to all attack, damage, reflex, and Dex rolls. In the center of the floor is a 2 foot-wide, 7 foot-long pane of very thick glass, beneath which can be seen the preserved body of a man in purple robes holding a bejeweled long-sword across his chest. With a successful Spot check (DC 15), the PCs notice a fine mist swirling about the body.

The only way to access this unusual sarcophagus is to shatter the glass, which is extremely thick and resilient (Hardness 8; hp 30). Once broken, however, the noxious gas surrounding the body is released, affecting everyone in the cham-

ber.

Poison Gas Trap: CR 3; mechanical; touch trigger; no reset; gas; never miss; poison (noxious gas, Fort save DC 14 resists, 1d4/1d4 Con); Search (DC 12), to notice the mist; Disable Device NA; *Market price:* 2,000 gp.

Treasure: The bejeweled sword, if pulled from the corpse's death grip, is a masterwork long-sword that, because of the gems in its pommel, is worth 900 gp.

Area 2-17: Visitors From Above (EL 2)

This crawl space winds east and eventually ends at an impassable cave-in. Those traveling through it suffer the same penalties described in Area 2-16, above. What's more, fighting with medium-sized weapons incurs an *additional* -2 penalty to all attack and damage rolls, and large weapons can not be used at all.

There are three small openings in the ceiling of this passageway. Unless the players specifically state they are examining the ceiling, these openings are only noticed with a successful Spot check (DC 15). The openings lead to the lair of 4 **medium monstrous centipedes**.

The small cave above the passage is only 2 feet-high, and quite impossible for medium-sized or large characters to fight in. A small character could fight here, though he would incur -2 circumstance penalty to all attack, damage, Reflex, and Dex rolls.

Medium Monstrous Centipedes (4): CR 1/2; hp 4; see **Monster Appendix**.

Tactics: If possible, the centipedes wait until the party fills the passage beneath before dropping down from all four holes simultaneously. If only one PC investigates the passage, then the centipedes gladly gang up on him. If anyone attempts to investigate the openings, the centipedes attack immediately.

Treasure: The centipedes' cave is scattered with the remains of their various victims. In addition to bones, bits of rotted armor, and even a hunk of rotting flesh, tucked in the northeast corner (Search DC 15) is a gem pouch containing 50 sp of silver nuggets.

Area 2-18: Empty Crypt (EL 3)

This room is similar to Area 2-16 except that the glass of the sarcophagus has been shattered and the remains plundered. There is however, a secret compartment in the interior of the sarcophagus (Search DC 25). The compartment is **trapped** and contains a brass heart, about 10 inches from top to bottom. This is the *Heart of Darkness* (see Area 15, in the Wilderness chapter).

Glyph of Warding Trap: CR 4; spell; spell trigger; no reset; spell effect (*glyph of warding* [*searing light*], 10th level cleric, 5d8 damage (or as *searing light* spell), +10 ranged touch attack; Search (DC 28); Disable (DC 28); *Cost:* 15,000 gp + 1200 xp.

Area 2-19: Hall of Mausoleums (EL 3)

This enormous chamber contains 25 mausoleums. The mausoleums are made of stone with abstract, ornamental carvings along their doorways, and contain only an empty sarcophagus—these crypts were all plundered long ago. Currently, a ghast, drawn to this place for its feel of death, haunts this chamber. Making full use of the mausoleums, the **ghast** waits for the proper moment to spring out and surprise the PCs. The mausoleum marked “A” contains a secret trapdoor in the ceiling (Search DC 15) through which can be reached a set of stairs leading to Area 1-36, above.

Ghast: CR 3; hp 30; see **Monster Appendix**.

Treasure: The ghast keeps the loot plundered from his victims in the mausoleum marked “T”. Piled in one corner is a set of masterwork studded leather armor, a masterwork short sword, and a backpack containing two weeks worth of spoiled rations, a vial of holy water, a set of thieves tools, 50 feet of hemp rope, a grappling hook, and a small wooden box containing 25 gp and a *potion of dexterity*.

Area 2-20: Goblin Lookout (EL 1)

Both doors to this room can be barred from their southern sides to keep intruders from reaching Areas 2-20 and 2-22. The chamber contains a small wooden table, four small stools, and a

wooden box with 30 arrows. The northern alcoves each of have two arrow slits that provide 90% cover to anyone firing out of them into the corridor to the north.

This area is manned at all times by **4 goblins**.

Goblins (4): CR 1/3; hp 5 each; see **Monster Appendix** except instead of javelins armed with shortbows (+3 ranged [1d6, crit X3], range 60 ft).

Tactics: The northern door is left ajar so the goblins can hear anyone approaching from the north. Should they hear anything (like the door just north of them opening), they immediately close and bolt the northern door (Hardness 5; hp 20; Break DC 25) and run to the arrow slits in the northern alcoves. From here they determine if the intruders are a threat. The PCs may attempt to Bluff their way past these guards, but they are going to have to think quick. In general, unless the PCs are disguised to look like goblins, assign an automatic -5 circumstance penalty to any Bluff attempt. If the goblin guards determine the PCs are a threat, they begin firing at them through the arrow slits. If the PCs appear to be making headway with the door, the goblins retreat to Area 2-21, bolting the southern door to Area 2-20 behind them as they go (Hardness 5; hp 20; Break DC 25). If the northern door to Area 2-20 is breached the goblins fire on the PCs from the arrow slits in Areas 2-21. If it appears the PCs are going to break down the southern door, the goblins, if possible, send four of their numbers to hold off the intruders while the rest head south for reinforcements.

Area 2-21: Guard Rooms (EL 1/2)

These chambers each contain a small table with two stools. There are two arrow slits in the northern part of each chamber that provides 90% cover for anyone firing into Area 2-20. Each room contains **2 goblins**.

Goblins (2): CR 1/3; hp 5 each; see **Monster Appendix** except instead of javelins armed with shortbows (+3 ranged [1d6, crit X3], range 60 ft).

Tactics: The goblins in this room respond to instructions from the goblins in Area 2-20. However, should intruders reach Area 2-20 and a combat ensues there, one goblin remains in each chamber to fire on the PCs while the other two race to Area 2-22 for reinforcements.

Area 2-22: Goblin Guard Post (EL 1)

Four goblins stand guard, listening for trouble in Area 2-20. If attacked, three of the goblins remain to hold off the intruders, while one runs to Area 2-23 for reinforcements. If the goblins in Areas 2-20 and 2-21 are trying to hold off the PCs in the passage to the north, these goblins run to assist their brethren there.

Goblins (4): CR 1/3; hp 5 each; see **Monster Appendix** except instead of javelins armed with shortbows (+3 ranged [1d6, crit X3], range 60 ft).

Area 2-23: The Hall of Power (EL 6)

This great hall is truly an inspiring sight. The ceiling stretches 30 feet into the air, and the walls are painted with swirls of red and purple. On the west, south, and east walls are large, 4 foot-high stone diases upon which are 8 foot-high silver metal posts topped by a black sphere about 9 inches in diameter. Each metal post has a small geometrically shaped depression of different shape about six inches from its base: the western post has a triangle indentation; the southern post has a rectangular indentation; and the eastern post has a circular indentation. In the center of the floor is a large, circular red metal plate. There is a sword-shaped depression in its center, exactly the size of a greatsword.

There is a long inscription along the northern wall written in Ancient Common. Dust and soot cover all the walls, however, and the lettering has been obscured by filth (Search DC 15). The inscription says the following:

*Take that which is not there
Follow the warm way
Say thee the prayer
And the sword is yours*

This refers to level 4A and is the only clue to navigating that very difficult level.

If the PCs possess all three flames they may activate *The Sword of Kell* in this great hall. At the moment, however, this area is home to **25 goblins** and their **priest leader, Grezzo**. The place is piled with their belongings: dozens of dull or broken swords, bedrolls, pieces of armor, feces, pools of urine, bones, and so on. This filthy mob lounges

about, fighting, arguing, and generally making a mess.

Goblins (25): CR 1/3; hp 5 each; see **Monster Appendix**.

Grezzo, Male Goblin Clr4 (Orcus): CR 4; hp 26; see **NPC Appendix**.

Tactics: The goblins are not in a state of readiness. Assume it takes a total of five rounds for all 25 goblins to find their weapons and get ready for combat—five goblins the 1st round, 10 the second, and so on. Once ready for combat, Grezzo urges them to swarm their opponents, which they gladly do as long as he is standing. They make full use of their numbers, charging past fighters to engage spellcasters and archers in melee.

If possible Grezzo casts the following spells before entering combat: *bull's strength*, *shield of faith*, and *protection from good*. If it looks as though it's going to be a tough battle, he also downs his *potion of endurance*. Once in combat he prefers to hurl *hold person* (both from his memorized spells and his scroll) and *inflict light wounds* before wading in with his mace.

Treasure: Lying forgotten amid the considerable trash cluttering the floor (Search DC 20) are



two large gold hoop earrings worth 50 gp each. In the north corner is a spyglass (Search DC 25 to locate).

Area 2-24: Gamers (EL 1)

Six Goblins are engaged in a knife throwing contest, attempting to hit a piece of wood with a red circle painted on it leaning against the northern wall of this otherwise empty room. If they hear prolonged combat in Area 2-23 (more than five rounds), they go to investigate. Otherwise they remain here, enjoying their game.

Goblins (6): CR 1/3; hp 5 each, see **Monster Appendix**, except these goblins are armed with throwing daggers (+3 ranged, 1d4-1, crit 19-20, range 10 ft.) instead of javelins.

Treasure: The kitty for the game is piled in the northwest corner and consists of 48 cp and 79 sp.

Area 2-25: Grezzo's Chamber (EL 1)

The walls of this chamber have been painted with crude images of Orcus ruling over his minions and defiling the good. Against the western wall is a small wooden bed and an iron side table upon which is a shrunken human head. There is also a small writing table and chair against the eastern wall. On the table are four sheets of vellum and a quill pen and ink. The vellum is blank, but Grezzo plans to use them to scribe scrolls sometime in the near future.

Beneath the bed (Search DC 12) is a trapped unlocked wooden chest containing the **Treasure**.

Trapped Chest: CR 2; mechanical; touch trigger; repair reset; lock bypass (Open Lock DC 30); Atk +10 ranged (1d4, needles plus poison); poison (1d2/1d2 Dex; Fort Save DC 14); Search (DC 20); Disable (DC 20); *Market price:* 4,720 gp.

Treasure: Within the chest is a gold picture frame worth 75 gp, a string of pearls (200 gp), six silver rings (15 gp each), and 12 pairs of silver earrings (10 gp each [pair]).

Area 2-26: Kissel's Chamber

A small cot stands against the west wall, beside which is an overturned barrel and a trunk. This is Kissel's chamber (see Area 2-34). There is nothing much of interest here, although the trunk contains

3 masterwork daggers and Kissel's spellbook.

Kissel's Spellbook: 0-all; 1st-cause fear, chill touch, magic missile, protection from good, ray of enfeeblement.

Area 2-27: Well Room

Standing in the center of this room is a stone well. Several rusted metal pails, a rusted pickaxe, and three broken clubs lay in one corner. The shaft of the well descends 30 feet and can be Climbed with a successful skill check (DC 20). There is seven feet of standing water at the bottom of well, sunken in which (Search DC 15) is a simple brass key that opens the top lock to the door in Area 1-24f. There is also a secret door 12 feet up on the eastern wall of the well shaft (Search DC 20).

Secret Door: 2 in. thick; Hardness 8; hp 30; Search (DC 20).

Area 2-28: Collapsed Tunnel (EL 2)

This narrow tunnel is filled with crumbled rocks and stones. Anyone attempting to move faster than half their movement rate must succeed at a Dex or Balance check (DC 13) or fall, suffering 1d4 subdual damage from the sharp rocks littering the floor. Currently, 6 **dire rats** are hidden amid the debris. They spring out and attack once the PCs are near.

Dire Rats (6): CR 1/3; hp 5 each; see **Monster Appendix**.

Area 2-29: Empty Room

Like the passage west of it, the floor of this room is littered with chunks of broken rocks. Both doors are jammed shut (Break DC 20). Otherwise, the room is empty.

Area 2-30: Collapsed Room

The southern half of this room has collapsed and is completely impassable.

Area 2-31: The Haunted Halls (EL 4)

These chambers and halls were once a sanctuary of some kind. Empty sconces line the walls,

and dust and cobwebs collect in every corner. Basil, a **Sor2 Ghost**, haunts these halls. He flies out of his lair in Area 2-32 as soon as he senses anything living violating his sanctum.

Area A: Scattered about this area are numerous broken chests, trunks, and coffers. They are all empty.

Area B: This area is littered with chunks of broken stone tablets. All the tablets are inscribed with Ancient Common runes. With an impressive Intelligence check (DC 25) a character could assemble the various pieces (assuming, of course, they can read Ancient Common) into two pages of a spell book containing the arcane spells *confusion* and *mislead*.

Area C: Shattered glass covers the floor of this area.

Area 2-32: Basil's Lair (EL 4)

Basil prefers his small, tidy sanctuary to the mess in Area 2-31. This chamber contains only a locked, **trapped**, chest, and three tapestries depicting a tall tower against a night sky, a boat on a stormy ocean, and a horse grazing in a field. The tapestries have no particular meaning; Basil just likes how they look.

Basil, male human ghost Sor2: CR 4; hp 16; see **NPC Appendix**.

Chest: Hardness 5; hp 30; Break (DC 25); Open Locks (DC 20).

Magic Missile Trap: CR 2; spell; spell trigger; no reset; spell effect (*magic missile*, 5th level wizard, 1d4+1 [X3], fired at one or more characters [DM's choice]); Search (DC 26); Disable Device (DC 26); *Cost:* 2,500 gp + 200 xp.

Treasure: Within the chest are a bronze statue of a goat worth 65 gp, three gold bracelets worth 15 gp each, a set of masterwork sculptor's tools, an *arcane scroll of true strike* (1st level), and a *ring of jumping*. Beside the chest on the floor are a masterwork light crossbow and a quiver of 11 masterwork silver bolts.

Tactics: Basil is more interested in scaring off intruders than killing them. Thus, he sneaks up on the party while they are investigating Areas 2-31A, B, and C, and uses his *telekinesis* first, hurling small objects around the room. If this fails to drive away the intruders, he employs his *frightful moan*. If this too fails, he manifests and resorts to his spells, using multiple *sleep* spells first, and

then *magic missiles*. If Basil is successful in putting the entire party to sleep, he uses his telekinesis to move their sleeping bodies to Area 2-30.

Area 2-33: Kings and Queens

The north, south, and east walls of this chamber are lined with life-size statues of kings (northern area of the chamber) and queens (southern part of the chamber) facing one another. The statues, 40 in all, are in a sorry state: some have been broken in half, others are missing arms, noses, or heads. There is nothing particularly magical or interesting about these statues, though a close examination of the lettering (in Ancient Common) at the base of each statue might, with a successful Intelligence check (DC 16), reveal that each king is facing his queen, and visa versa.

The eastern door is ajar, and the northern and southern doors are closed.

Area 2-34: The Great Hall (EL 2)

This huge chamber has thirty foot-high ceilings. The most startling characteristic, at the moment, however, is the massive cave-in blocking the north and eastern parts of the room. Both these cave-ins are basically impassable. The debris in the east blocks a one mile-long tunnel that used to exit out the eastern side of the hill but since its collapse has been subsumed into the earth. That entrance simply no longer exists. With much work (20 man hours), the debris in the north can be tunneled through and Area 2-37 accessed.

At the moment, Kissel, a **goblin Nec1**, and her 6 **goblin** assistants are vainly trying to dig their way through the debris in the north. This was Gezzo's plan, not Kissel's, and both the wizard and her henchmen are not particularly interested in the assignment. One of the goblins stands guard at the western entrance to the chamber.

Goblins (6): CR 1/3; hp 5 each; see **Monster Appendix**.

Kissel, female goblin Nec1: CR 1; hp 4; see **NPC Appendix**.

Tactics: If intruded upon, Kissel sends the goblin warriors forward to engage the PCs in melee while she stands back and casts spells, preferring to cast *ray of enfeeblement* first at the strongest looking fighter. She is not in the least

bit opposed to using her two scrolls and does so at the first sign of trouble. Finally, Kissel is quite good with her crossbow, and uses it once her spells are depleted.

Area 2-35: Iron Doors (EL 2)

Both these huge, iron double doors are locked and trapped.

Iron Double Doors: Hardness 10; hp 60; Break (DC 30); Open Locks (DC 28).

Lightning Trap: CR 4; magic device; touch trigger; automatic reset; spell effect (*lightning bolt*, 5th level wizard, 3d6 *lightning bolt*, 10 feet-wide and 30 feet-long fired northward from door, DC 14 Reflex save half damage); Search (DC 28); Disable Device (DC 28); *Cost:* 7,500 +600 xp. The trap resets itself automatically 1 minute after being sprung.

Area 2-36: The Arm of Gromm (EL 9)

Six thick stone pillars line this massive hall, whose ceiling stretches twenty feet into the air and whose walls are painted with images of churning clouds above a deserted battlefield. At the far end of the hall stands a 15 foot-tall tapered cone, with a set of narrow stairs ascending its steep northern face and atop which can be seen a beautifully crafted mace. Flanking the tower, dressed in red ceremonial robes, are 2 **flesh golems**, who move forward and attack as soon as intruders enter this sacred chamber (although see below).

Flesh Golems (2): CR 7; hp 79 each; see **Monster Appendix**.

Tactics: The flesh golems were put here centuries ago to guard the Arm of Gromm (see below). They are, of course, far too powerful for a party of low-level adventurers. If the players are smart, they have plenty of time to close the doors to this chamber and run (the golems do not pursue anyone outside of this chamber unless they have taken the Arm of Gromm). If the party attempts to sneak the mace out, the mace acts like a homing beacon and the golems pursue it relentlessly, never resting, across hill and field, through hamlets and cities, until they are killed or the mace is returned.

Only someone wearing The Heart of Gromm (see Area 3B-12, below), is allowed to pass the

The Arm of Gromm

This +2 *heavy mace* is rumored to have been crafted by a mighty thunder god to strike down his foes. The mace deals an additional 1d6 lightning damage to undead creatures. In addition, once per day the wielder may cast a *5d6 lightning bolt* as per a 5th level sorcerer with a Reflex save DC 16.

Caster Level: 14th; *Prerequisites:* Craft Magic Arms and Armor, *lightning bolt*; *Market Price:* 32,312 gp; *Cost to Create:* 16,312 gp plus 1300 XP.

golems and retrieve the Arm of Gromm.

Treasure: Lying at the top of the cone tower is the Arm of Gromm.

Area 2-37: Buried Chamber

This area is choked with dust and dirt from the cave in. The northern and eastern walls are inscribed in Ancient Common lettering giving general details on how to activate the power source. If the dust is cleaned from the walls and assuming the PCs can read the script and a successful Intelligence check is made (DC 20), the PCs learn the following: All three "torches" must be lit simultaneously, after which the *Sword of Kell* may be activated. The *Sword of Kell* stays active as long as all three torches remain lit or until "he who will not die" is slain. The inscription also mentions a "terrible stone," and that the sword might be used to destroy this as well, but that in so doing the sword would certainly be destroyed as well.

Area 2-38: Blocked Passage

This north-south corridor is completely blocked by a cave-in.

Area 2-39: Wight Lair (EL 3)

The door to this area is jammed shut with a chair (Break DC 25). A **wight** has made these four small, connected chambers its home. This area had once been the home of some goblins, and their crude sayings are still scrawled on the walls. What's more, broken and dilapidated small-sized

THE LOST CITY OF BARAKUS

furniture litters the place, as well as shards of broken pottery, glass, and bits of broken leather armor.

Wight: CR 3; hp 30; see **Monster Appendix**.

Tactics: If the PCs are able sneak into this area without making any noise, the wight can be found in either Area A, B, or C. If, on the other hand, the PCs make noise trying to break the door down, the wight hides around the corner in Area B, and springs out at the PCs once they begin to investigate Area A.

Treasure: Searching through the rubble uncovers the following:

Area A: an intact ceramic mug engraved with images of unicorns worth 15 gp (Search DC 12)

Area B: Two masterwork daggers and a masterwork buckler (Search DC 10)

Area C: Two doses of antitoxin (Search DC 15).

In addition, Area D (secret door Search DC 20) contains two cots against the eastern wall upon each of which is a human skeleton dressed in rotting robes. One skeleton still wears a gold ring

with a large ruby worth 350 gp.

Secret Door: 2 in. thick; Hardness 8; hp 30; Search (DC 20).

Area 2-40: Crypt (EL 2)

This long chamber contains four massive stone pillars inscribed in Ancient Common lettering. If able to decipher this writing, the PCs soon learn that this area was a burial ground of some sort. They will probably learn this soon enough, however, as **8 skeletons** are lurking in the small secret chambers (Search DC 25). They burst from their hiding places and attack soon after the crypt has been entered.

Medium Skeletons (8): CR 1/3; HD 1d12; see **Monster Appendix**.

Treasure: Each secret chamber contains a small “grave”, actually a six foot-long, two foot-wide, four foot-deep depression in the stone floor. The southwestern most grave has a secret compartment (Search DC 22) within which is a gold vase inscribed with dragons worth 120 gp.



Area 2-41: Drow Guards

This area is guarded carefully by **2 drow** warriors. One keeps an eye on the passage to the northeast at all times, and both listen carefully for any sounds in the wide east-west passage to the north.

Drow Warriors (2): CR 1/2; hp 5 each; see **Monster Appendix**.

Tactics: At the first sign of intruders, the drow fire their hand crossbows and then, if possible, cast *darkness*. They then begin to call for reinforcements from Areas 2-42 and 2-43. The drow from Area 2-42 arrives in 3 rounds, while the drow from Area 2-43 arrive in 5 rounds.

Area 2-42: Refuse Room (EL 1)

A number of empty barrels and boxes litter this small chamber, as well as several sacks containing moldy flour. Presently, **1 drow** warrior is poking through the junk in search of anything valuable.

Drow Warrior: CR 1/2; hp 5; see **Monster Appendix**.

Area 2-43: Recon Team (EL 5)

A group of drow, led by a **2nd-level wizard** and a **2nd-level rogue**, have been sent by Sizret to arrange a deal with the Aranea in Area 2-45, and to trap this area against intruders. In addition to the team leaders, **2 drow** warriors are also camped here, aiding in the trap setting. The western door is bolted shut. Both doors have been rigged with a poison dart trap (see below). The drow have not had time yet to construct a bolt for the southern door. If one of the drow from Areas 2-41 or 2-42 wishes to enter this chamber they must knock twice and say, "The Queen of Spiders has cast her web," at which point one of the drow here unlocks the door and disarms the trap.

Karna, female drow Wiz2: CR 2; hp 13; see **NPC Appendix**.

Faybon, female drow Rog2: CR 2; hp 14; see **NPC Appendix**.

Drow Warriors (2): CR 1/2; hp 5 each; see **Monster Appendix**.

Tactics: If possible, all four drow fire a round of crossbow bolts first. Karna then instructs the warriors to engage the enemy while she casts spells (both prepared and from her scrolls) and Faybon

uses her Tumbling ability to gain a flanking position for a sneak attack.

Locked Wooden Door: Hardness 5; hp 25; Break (DC 25); Open Locks NA (bolted).

Poison Dart Trap: CR 2: +12 ranged (1d4 [x1d6], darts plus poison); Fort save (DC 13); 1d4/1d4 Str; Search (DC 20); Disable Device (DC 20). Note: Only one side of each door is trapped. The western door is trapped from the western side, and the southern door is trapped from the northern side. Both traps can be disarmed by throwing a hidden switch (Search DC 15) on their un-trapped side.

Area 2-44: Store Room

Areas 2-41 to 2-44 used to contain a lot of useless trash accumulated over the years. The drow tossed most of it in here. Strewn about the floor are filthy rags, old bones, broken glass, shattered furniture, torn books, cracked skulls, a box of buttons, a bag of leather straps, and a three kegs of foul rum.

Area 2-45: Guardian at the Gates (EL 5)

The east and west portions of this room are covered floor-to-ceiling filled with thick spider webs. The floor is littered with humanoid skulls and bones.

Sizret commissioned Risstor, an **aranea Sor4**, to guard this chamber and the stairs to the south of it that lead to Level 4. Recently, Risstor has been having to stave off too many goblins and orcs and is considering abandoning her post. The drow sent some emissaries (see Area 2-43) to calm the aranea, placate her with a few baubles, and set some traps in the room to the north to make Risstor's job a little easier. They also installed a bolt on her side of the door. Risstor keeps the bolt thrown at all times and only opens the door if it is struck three times and the password "Gilfnet" is given.

Note: Anyone entering the webbed areas in this room must succeed at a Ref save (DC 15) or be stuck within the webs as per the *web* spell.

Risstor, Female Aranea Sor4: CR 8; hp 40; see **NPC Appendix**.

Locked Wooden Door: Hardness 5; hp 25; Break (DC 25); Open Locks NA (bolted).

Tactics: Risstor hides within her webs (Hide +5 due to the webs). If the door is opened by force she immediately casts her web at the first intruders, followed by *glitterdust* and *cause fear*, and, if possible several *magic missiles*. She prefers to cast *true strike* before attempting to bite her opponents.

It is possible to negotiate with Risstor. Since she is nothing more than a mercenary, she can be bribed to let the PCs pass into the drow compound below. This requires a fairly hefty sum, however, since once she has accepted the bribe her job as gate guardian is effectively over. Only gold or valuables worth 1,500 gp would suffice. If the PCs are willing to pay this, she takes their money and leaves the dungeon, never to be seen or heard from again.

Treasure: Hidden within the webs (Search DC 20) is a pouch with 4 jaspers worth 50 gp each (the drow's payment), and a suit of halfling-sized half plate.

Stairs: These stone steps twist down into the darkness for some 200 yards, until they emerge in Area 4-1, below.

Area 2-46: Half-orc Lookout (EL 1)

A pair of half-orc brothers have set up an ambush here in the hopes of lining their pockets with goblin and orcish coins. **One half-orc**, Garrick, waits here and spies through a peephole (Spot DC 35) at anyone passing down the northwest to southeast passage. Once some victims are spotted, he runs to Area 2-47, and alerts his brother.

Garrick, male half-orc Ftr1: CR 1; hp 11; see **NPC Appendix**.

The secret door leading to this area has a Search DC 20.

Secret Door: 2 in. thick; Hardness 8; hp 30; Search (DC 20).

Area 2-47: Firing Range (EL 1)

Braam, the second **half-orc** robber waits here for word from his brother in Area 2-46. This small chamber contains a box with 10 extra arrows, two stools, and a 5-gallon jug of mead.

Braam, male half-orc Ftr1: CR 1; hp 11; see **NPC Appendix**.

Tactics: Once the party has entered Area 2-48, the brothers begin firing on them from their arrow slits (Spot DC 20). If the PCs enter this chamber via Area 2-49, Braam begins firing and on his own and calls for his brother in Area 2-46, who arrives in 2 rounds. The half-orcs prefer to avoid melee, and run if faced with melee combat and outnumbered by two-to-one or more.

Treasure: In a secret niche in the southern wall (Search DC 20) is a pouch containing 135 sp, an ivory drinking horn (15 gp), a small silver mirror, 2 suits of noble's clothes, a bullseye lantern, a blank wizard's spellbook, and a small diamond worth 75 gp.

Area 2-48: The Arcane-Locked Door

The floor of this chamber is littered with dust, broken rocks, a discarded helmet, and about a half-dozen broken arrow shafts. The door in the south has been sealed with an *arcane lock*. If the PCs stay long in this room (ten minutes or more), and the orcs in Area 2-49 have not been slain, the PCs hear banging against the other side of the door as if someone or something were trying to break it down.

Arcane Locked door: Hardness 5; hp 25; Break (DC 35); Dispel (DC 21).

The secret door leading to Area 2-47 has a Search DC 20.

Secret Door: 2 in. thick; Hardness 8; hp 30; Search (DC 20).

Area 2-49: Forward Scouts (EL 3)

This large chamber looks to have been a kind of library at one point. The walls of both the main chamber and its two ancillary chambers are lined with sturdy wooden bookshelves. Whatever books may have once been stored here, however, are long gone, and the shelves are filled instead with dust, rat droppings, finger bones, broken bottles, and cobwebs. A narrow portion of the southern wall has been demolished and leads to a rough passage twisting to the south.

Having recently discovered the passage from Area 2-58, Thrad sent a team of **3 orc warriors** led by a **Servik, an orc Rog2** to investigate what lay beyond. Unfortunately, they encountered the

arcane-locked door leading to Area 2-48 and have been unable thus far to breach it.

Orc Warriors (3): CR 1/2; hp 4 each; see Orcs, in the **Monster Appendix**.

Servik, male orc Rog2: CR 2; hp 12; see **NPC Appendix**.

Tactics: While the orc warriors prefer to just charge straight into combat, Servik uses his Tumble ability to gain a flanking position and deliver a sneak attack.

Treasure: A secret compartment in the bookshelves in Area A (Search DC 22) contains an *arcane scroll of mirror image* and *levitate*, both cast at 3rd level. Beneath a loose stone in the floor in Area B (Search DC 18) is a small, locked iron box (Open Locks DC 15) containing a *potion of bull's strength* (3rd level, 2 doses) and a *potion of negative energy protection* (5th level, 1 dose).

Area 2-50: Goblin Guards (EL 1)

There is a pile of crumpled parchment in the northeast corner of this room, two stools in the center, and three javelins leaning against the western wall. The southern double doors are bolted shut.

Bolted Double Doors: Hardness 5; hp 25; Break (DC 30); Open Locks (NA).

Grezzo stationed 3 **goblins** here to keep a lookout for the orcs to the south. The southern door is kept bolted at all times. If the goblin guards hear commotion in Area 2-23, they run to assist. Combat here draws the immediate attention of Grezzo who arrives in three rounds with 10 goblins. If there is sustained combat here, all the goblins from Area 2-23 arrive to assist in another 8 rounds.

Goblins (3): CR 1/3; hp 5 each; see **Monster Appendix**.

Treasure: Most of the parchment in the northeast is blank. One sheet, however, is an *arcane scroll of protection from evil* (1st level).

Area 2-51: Hall of Words (EL 2)

The outer walls of this wide hall are inscribed in Ancient Common lettering. If deciphered, the lettering tells the tale of a great wizard named Devron who thrived among the Barakusites for

fifty years until there was a great falling out and he became "one who does not die." According to the wall tableau, for this heinous crime Devron was imprisoned "deep beneath Barakus." The tableau goes on to describe how the key to the prison was hidden beneath the "three islands" and that a key was given to the high priest of each island should a "champion ever be chosen."

The wall facing the door to Area 2-50 has also been inscribed with Ancient Common lettering. It reads as follows:

Pass now if though art a guardian strong
Pass now if though art a keeper of the sword
Pass now if though art a warrior fearless
For he who waits fears nothing and knows only death
Pass now if though speakest the word that all men wish to know

If the word "fearless" is intoned while facing the secret door, the wall upon which it is written dissolves revealing a five foot-wide opening to Area 2-52.

There are three traps in this hall. The northern two, a pair of poison bolt traps were set by the goblins, while the southern trap, a spiked pit trap, was set by the orcs.

Poison Bolt Trap: CR 3; mechanical; location trigger; manual reset; Atk +10 ranged (1d8, crossbow bolt plus poison, crit 19-20); poison (1d4/1d4 Str; Fort save DC 14 resists); Search (DC 20); Disable Device (DC 20); *Market price:* 12,090. A trip wire has been strung across the floor. The crossbow bolts are fired from the northern wall.

10 Foot-Deep Spiked Pit Trap: CR 2; no attack roll necessary (1d6 crushing damage plus 2d4 piercing); Search (DC 15); Disable Device (NA; pit must just be avoided).

Area 2-52: The First Flame

In the center of this chamber is a three foot-high stone pedestal atop which is a small triangular indentation. Within the indentation is a brass triangle. If this triangle is inserted in the western post in Area 2-23, that post's sphere is "lit" (see **Activating The Sword**, below).

Area 2-53: Orc Guards (EL 3)

The four vestibules in this chamber each contain the remains of what was once a life-sized statue of man; now all that is left of the statues are

their bases and the statues' booted feet. The rest of the room is cluttered with broken javelins, axe heads, bent daggers, teeth, bones, and bits of shattered glass.

The northern door is locked, and a large rock has been pushed against the southern door (Break DC 25). **Six orcs** stand guard here at all times, watching out for the goblins from the north and the minotaurs in the south.

Orcs (6): CR 1/2; hp 5 each; see **Monster Appendix**.

Locked Double Doors: Hardness 5; hp 25; Break (DC 25); Open Lock (DC 20)

Treasure: This used to be one of the Orcs common areas. Unbeknownst to its current residents, a piece of amber worth 120 gp lays hidden amongst the rubble (Search DC 20).

Area 2-54: The Sparkling Cave (EL 2)

If the party is lighting its way by torches or lanterns they are greeted by an awesome sight upon entering this cave. The floor is covered with about a dozen stalagmites, all of which, including the walls and ceiling, are covered in a kind of glistening crystal that reflects light back in a dazzling multicolored display. Close inspection of the crystals reveals that they are laced with the colors of the rainbow. These rainbow gems are valuable if successfully harvested. With a successful Profession (miner) or Craft (mining) check (DC 15) 3d6 gems worth 5 gp each can be harvested in an hour, assuming the PCs have the correct tools. Without the correct tools or skills, however, there is only a 25% chance every hour of successfully harvesting 2d4 gems worth 5 gp each. The orcs are a superstitious lot and do not like this cave. Presently, only **4 orcs** are lounging here. They run to alert the others in Area 2-55 if attacked.

Orcs (4): CR 1/2; hp 5 each; see **Monster Appendix**.

Area 2-55: Orc Common Area (EL 6)

This large cave is filled with heaps of rags and bones, piles of broken boxes and empty chests, discarded javelins, and unused armor. Orcs and their trash are everywhere.

The orcs used to inhabit the chambers south of

Area 2-53. Unfortunately, three minotaurs moved in recently, killing many of the tribe, and driving the rest into these caves. The orcs managed to kill one of the minotaurs, but the remaining two are sufficiently intimidating to the orcs that Thrad, the orcs' leader, does not wish to risk an assault on either the minotaurs or the goblins to the north. Thus, for the moment anyway, the orcs are trapped, and they are not happy about it.

Resting in this cave are **15 orcs** and **Thrad**.

Orcs (15): CR 1/2; hp 5 each; see **Monster Appendix**.

Thrad, male orc Rgr2: CR 2; hp 16; see **NPC Appendix**.

Tactics: The orcs are trapped, and so fight ruthlessly and to the death if invaded. If things are going poorly, Thrad whistles for Fang, who arrives in two rounds from Area 2-56

Treasure: If a complete search is made of the orcish junk (DC 20) the PCs find 23 sp, 5 gp, 2 pp, a flute, a pouch of caltrops (10), and a sack full of soap (15 pounds).

Area 2-56: Treasure Room (EL 3)

Thrad's small treasure trove is kept here, stored in tin boxes piled neatly against the eastern wall. Thrad befriended a **dire wolf**, Fang, whom he has trained to guard the treasure against all intruders, including other orcs.

Fang, Male Dire Wolf: CR 3; hp 45; see **Monster Appendix**.

Treasure: The boxes, which are unlocked, contain 3,500 cp, 1,650 sp, 45 gp, a statue of a maiden petting a lamb made of solid gold (200 gp) and 10 small gems worth 20 gp each. A silvered suit of chainmail (worth 300 gp) is propped against the wall, still containing the bones of its previous elvish owner. A mighty composite bow (+3) hangs from a nail on the wall.

Area 2-58: Orc Guards (EL 1)

This area was apparently once a bedroom. An iron four-poster bed still stands against the southern wall fastened tightly to the floor with thick screws. The mattress and curtains were looted long ago, but the bed is otherwise intact. A broken table has been pushed against the door in the west (Break DC 15). The secret door in the east has a

Search DC 20.

Secret Door: 2 in. thick; Hardness 8; hp 30; Search (DC 20).

Thrad keeps 2 orcs here as lookouts at all times.

Orcs (2): CR 1/2; hp 5 each; see **Monster Appendix**.

Tactics: If attacked, the orcs hurl a volley of javelins and then dash for the passage to the north, where they can fight against one opponent at a time while they call for help from the occupants of Area 2-55. They investigate the sounds of combat in Area 2-55 if it lasts longer than five rounds.

Area 2-59: Closet

This was once a walk-in closet for the occupants of Area 2-58, though there is nothing here now to suggest this. A five foot-wide portion of the eastern wall has been torn apart revealing a narrow, rough passage that stretches to the east.

Area 2-60: Minotaur Lair (EL 4)

This area still bears the unmistakable stamp of Orcish habitation. Strewn everywhere are broken javelins, jawbones, splintered axe handles, dented pots and pans, and dung. The walls and floors are also splattered with relatively fresh blood, particularly in the eastern passages. Area 2-60B contains the bodies of 12 orcs and one minotaur, all stiffened with rigor mortis and covered with flies and vermin.

Perhaps this series of connected chambers and passages seemed sufficiently maze-like to allow the minotaurs to feel at home. One minotaur rests in Area 2-60A, while the other investigates Area 2-61.

Minotaur: CR 4; hp 40; see **Monster Appendix**.

Tactics: The minotaurs are unlikely to be caught unawares. If the minotaur in Area 2-60A hears the door to Area 2-53 opening, or any noise in the surrounding passages and chambers, he goes immediately to investigate. If he spots intruders, he charges the nearest opponent with his sharp horns, then begins hacking away with this greataxe.

Treasure: In the northeast corner of Area 2-60A is a sack containing 100 sp, a bucket, a set of manacles (no key), 2 tanglefoot bags, and a dozen

small silver trinkets worth a total of 250 gp.

Area 2-61: Cave with Pool (EL 4)

A this natural cave is filled with stalagmites and stalactites. A small pool of water, fed by a steady drip from above, fills the northwest corner of the cave.

A second minotaur is investigating this cave for anything interesting. If he hears combat in Area 2-60 he goes to investigate.

Minotaur: CR 4; hp 39; see **Monster Appendix**.

Treasure: Lying at the bottom of the pool (Search DC 22) is a severed goblin finger, upon which is a *ring of protection +1*.

Area 2-62: Guard Rooms

These two small facing rooms used to house the guards to the gates to Level 3A. Both rooms still contain wooden weapon racks affixed to the wall with iron bolts. The rooms are otherwise empty.

In the middle of the hallway, directly between the two chambers and facing Area 2-63, is an extremely life-like statue of an orc, his battleaxe raised above his head as if he were about to strike. Apparently he never got the chance.

Area 2-63: The Gates to Level 3A: (EL 3)

A set of double iron gates stand ajar in the middle of the eastern wall. Written in Ancient Common above the gates are the words, "Fear Not."

A **Cockatrice** moved into this chamber recently. It lurks in the northeast corner, and attacks intruders immediately.

Cockatrice: CR 3; hp 27; see **Monster Appendix**.

Area 2-64: Preparation Chamber

A set of wide double doors opens into this room from the north, while a solid, iron door bars the way in the south. The room is empty and unremarkable except for three words inscribed in Draconic above the southern door: *Vershaw, Kazip,*

and *Florn*.

Area 2-65: Teleportation Rooms (EL 3)

Painted in the center of the floor of each of these 20-foot by 20-foot chambers is an orange square. If detected for, the square radiates transmutation magic. Anyone standing in the square and uttering the word “vershaw” is immediately teleported randomly to one of the other eight lettered areas. To determine where the teleported character ends up, roll 1d8 and consult the following chart.

- 1: Area A
- 2: Area B
- 3: Area C
- 4: Area D
- 5: Area E
- 6: Area F
- 7: Area G
- 8: Area H

If the result would place the character in the same room as he started, add one to the die roll, with a 9 counting as Area A.



Anyone standing in the square and uttering the word “kazip” is instantly teleported to Area 2-64. Anyone uttering the word “florn” is teleported to Area 3B-6.

Only *one* character may be teleported at a time. If more than one character is standing in the square, then only the character actually speaking the command word is teleported; if the characters utter the command word simultaneously, then the first character to step into the square is teleported. If all the character stepped into the square simultaneously and utter the word simultaneously, then determine randomly which character gets teleported.

Lurking in Area H is a **ghast**. He attacks anyone who enters this chamber. He also sneaks north or south to investigate any noises in Areas F and G. The secret door in the east has a Search DC 25.

Secret Door: 2 in. thick; Hardness 8; hp 30; Search (DC 25).

Ghast: CR 3; hp 26; see **Monster Appendix**.

Area 2-66: Jailor’s Room

A simple wooden slat bed stands against the eastern wall. On the north wall, hung on three spikes, are a cat-o-nine-tails, a pair of masterwork manacles, and a large key ring packed with keys. The key ring has a total of 25 keys on it, of all different shapes and sizes. One of the keys is to the set of masterwork manacles (still quite functional), another is the second key to the door in Area 1-24F.

Area 2-67: Hall of Pillars

Fifteen massive, 10 foot-thick stone pillars line this long hall. The chamber has no eastern wall: the floor simply ends at the edge of a 40 foot-deep crevasse. A 10 foot-wide, natural stone bridge stretches into the darkness from the center of the eastern part of the hall. The roof of the cavern east of the hall extends 30 feet into the inky blankness (and 70 feet from the cavern floor).

Area 2-68: The Bridge (EL 2)

This long bridge slopes slightly downward toward its edges making its surface somewhat rounded. Anyone attempting to run or fight on the bridge must succeed at a Balance check (DC 12) or fall to the cave floor below, suffering 4d6 crush-

ing damage upon impact; a successful Reflex save by a character adjacent to the character falling (DC 15) allows the falling character to be grabbed and steadied. Clinging to the underside of the middle of the bridge is a **large monstrous spider**.

Large Monstrous Spider: CR 2; hp 25; see **Monster Appendix**.

Tactics: The spider prefers to ambush its prey from behind. Thus, if more than one character crosses the bridge together, it waits until it feels the entire group pass over it before climbing out from its hiding spot and surprising the rearmost character on the bridge.

Area 2-69: The River Cavern (EL Varies)

A 10 foot-deep river flows north to south through this massive cavern, entering and exiting the cave through low holes in the walls. The floor of the cavern is rough, damp, and strewn with rocks, making footing treacherous. Anyone attempting to run or fight in this cave must succeed at a Balance check (DC 10) or fall. There are a number of points of interest in this area, all detailed below.

Area 2-69A: Fenton and Clox (EL 3)

A dozen pointed sticks and spear heads have been implanted in the rocky earth at the mouth of the cave, points angled outward. Anyone attempting to hurry through these spikes must succeed at either a Tumbling check (DC 15) or a Running High Jump check (3 1/2 feet) or suffer 1d6 piercing damage. Otherwise, the spears can be navigated successfully as a full move action.

Fenton Barmey, a mad Sor3 who stands over six feet tall with long, thinning blond hair, and Clox, his befriended **Grimlock**, live here. Neither are particularly good housekeepers, and the place is cluttered with piles of papers, as well as a number of fish bones and fish scales-Fenton and Clox live off the foul, subterranean fish that inhabit the stream outside their cave.

Fenton Barmey, Male Human Sor3: CR 3; hp 15; see **NPC Appendix**.

Clox, Male Grimlock: CR 1; hp 15; see **Monster Appendix**.

Tactics: Both Fenton and Clox are sufficiently

paranoid of their surroundings that they are likely to hear anyone descending into the cavern. They do not, however, go looking for a fight. Instead, Clox hides just inside the cave mouth, and Fenton waits at the rear of the cave until intruders are spotted. Once spotted, he uses his wand to cast *shield* on himself, casts *ray of enfeeblement* at the strongest looking fighter, and then *cause fear* at the next most threatening looking opponent. He then launches as many *magic missiles* as he can. Clox does not attack anyone outside the cave unless Fenton goes down, at which point he goes into a grief-stricken rage and charges the nearest assailant.

Note: Fenton and Clox fear the dragon that once lived in Area 2-69B, and are unaware that he has recently passed away. Therefore, they are unwilling to venture further south than the bridge.

Treasure: The scraps of paper piled about the cave are "notes" Fenton has made to himself about the numerous conspirators plotting against him. Within these notes, however, are several references to "sad Penelope," and "she who knows his mind still." Aside from this, there is a small teak box (worth 20 gp) in one corner of the cave containing 425 sp and a *potion of climbing*.

Development: Fenton was driven mad a year ago by the Stone of Madness in Area 3B-18. If Fenton is cured via a *remove disease* spell, his alignment switches to CG. If Clox is still alive, however, Fenton insists on sparing the grimlock, though he has no intention of remaining underground with his friend. Once cured, Fenton returns to Endhome and attempts to reassemble his life. He seeks to reacquaint himself with his wife Penelope, who has been pining for him these many years (see Finding Fenton, in **Adventures in Endhome**)

Area 2-69B: The Dead Dragon

Curled in a heap in the western corner of the cave is the body of a young red dragon. He does not stir when the cave is entered. This is because he is quite dead. He ate a large mouthful of the poisonous mushrooms in Area 2-69C and did not recover. A few of the dried-out mushrooms are scattered near him. Whatever treasure he had has been plundered.

Area 2-69C: Fungus Garden

A large patch of poisonous mushrooms grow here. If ingested, they are highly toxic (Fort save DC 20 2d6/2d6 Con). They spoil within 12 hours if picked. However, if handled properly, they can, interestingly enough, be made into a powerful anti-toxin. A successful Knowledge (nature) check (DC 20) allows a character to know the deadly nature of the plant. A successful Knowledge (alchemy) check (DC 15) allows the character to know the fungus' value. Alchemists gladly pay 10 gp per pound of mushrooms harvested.

Area 2-69D: The Buried Cup

The floor of this cave is soft and muddy. Lying half-buried at the southern end of the chamber (Search DC 20) is a gold cup encrusted with tiny emeralds worth 200 gp. This is the cup over which Arbin and Gramb have been arguing (See **The Disagreeable Bugbears**, below).

Area 2-70: A Shocking Pillar

Standing in the center of this room is a wide stone pillar covered in unrecognizable runes. Anyone stepping within five feet of the pillar receives a violent electrical shock and suffers 2d4 electrical damage every 10 seconds. A successful Knowledge (Arcana) check (DC 25) alerts a character to the pillars defensive powers.

There are three secret compartments in the pillar. The first (search DC 20) contains a *potion of cure serious wounds* (5th level, 1 dose); the second (Search DC 25) contains 4 +1 arrows; the third (Search DC 30) contains a +1 *shortspear*.

Note: A PC only finds all three secret compartments with a Search roll of 30 or higher. A roll of 25-29 only finds the potion and the arrows; a roll of 20-24 only finds the potion.

Area 2-71: Deactivation Mechanisms

Each alcove along this passage has a small secret compartment in its northern wall (Search DC 25). Within each compartment are two buttons: A) a red and blue button; B) a yellow and a red button; C) a green and a red button. If the blue, yellow, and green buttons are pressed, the

electrical protection around the pillar in Area 2-70 is turned off for five minutes. The protection is deactivated if *only* the blue, yellow, and green buttons are pushed. If at any time a red button is pushed, the series is "reset." Thus, if the PCs push the blue, then the yellow, and then a red button, they must go back and push the blue again and so on without pressing another red. Also, if the PCs leave the door to Area 2-70 ajar, they hear a faint humming coming from the chamber once the correct pattern of buttons has been pushed.

The Disagreeable Bugbears

Areas 2-72 to 2-80 comprise the lair of two bugbear brothers and their hobgoblin lackeys. At the moment the two brothers, Arbin and Gramb, are in the midst of a months-long disagreement over a gold cup which both feels the other has appropriated (it is, in fact, lost and buried in Area 2-69D). The argument has not yet come to blows, but the two brothers have retreated to their separate ends of the complex and refuse to speak to one another. The hobgoblins that serve the bugbears have been split as well, and have been made to wear different color headbands (red for Arbin and blue for Gramb) to denote whom they serve. The hobgoblins, led by Kersh, a War2, have been doing their best to mend the relationship between the brothers, feeling, rightly, that the group is stronger with the brothers working together than apart.

Area 2-72: Hobgoblin Lookout (EL 1/2)

The walls of this small chamber have been scrawled with hobgoblin graffiti, much of it foul.

One hobgoblin, wearing a red headband, stands guard here at all times. He makes no attempt to hold off intruders, but runs instead through the eastern door to warn the hobgoblins in Area 2-73 and 2-74.

Hobgoblin: hp 5; see **Monster Appendix**.

Area 2-73: Hobgoblin Commons (EL 1)

This chamber contains three small wooden stools, and a worn round wooden table, upon which rests three empty earthen mugs and a dull dagger.

Two **hobgoblins**, one wearing a red headband, the other blue, rest here. If intruders are spotted coming from the east, both run to warn their respective bugbear. If intruders are coming from the south, the red headband-hobgoblin runs to warn Arbin while the blue headband-hobgoblin rushes south to aid in the combat.

Hobgoblins (2): CR 1/2; hp 6 each; see **Monster Appendix**.

Note: Combat here draws the attention of the hobgoblins in Area 2-77.

Area 2-74: Kitchen (EL 2)

A large fireplace, whose chimney exits through the chamber's ceiling, sits in the middle of the eastern wall. There is a large rectangular wooden table in the middle of the room, its surface covered in dried blood and animal bones. Several cleavers and cooking knives hang on the north wall.

Kersh oversees 3 **hobgoblins** as they prepare the day's meal. All wear red headbands. If intruders are spotted in the northern portion of the complex, all four hobgoblins rush to assist. If word reaches Kersh that there are intruders in the southern portion of the complex, he runs to Arbin and convinces him to assist (see Area 2-76, below). If surprised here, the hobgoblins defend themselves while calling for aide from neighboring areas.

Hobgoblins (3): CR 1/2; hp 6 each; see **Monster Appendix**.

Kersh, Male Hobgoblin War2: CR 2; hp 14; see **NPC Appendix**.

Area 2-75: Hobgoblin Guards (EL 1)

Arbin insists on posting 2 **hobgoblin** guards in this area at all times, believing his brother might attempt to surprise him in his sleep. Both hobgoblins wear red headbands. If the hobgoblins hear commotion in any of the surrounding chambers, one alerts Arbin while the other goes into investigate.

Hobgoblins (2): CR 1/2; hp 6 each; see **Monster Appendix**.

Area 2-76: Arbin's Chambers (EL 3)

A huge pile of furs lays against the northern wall. The eastern and western walls are decorated

with dried humanoid heads and strips of red cloth. **Arbin** rests here in his bed of furs.

Arbin, Male Bugbear Ftr1: CR 3; hp 25; see **NPC Appendix**.

Tactics: If Arbin hears any disturbance nearby, he rushes immediately to investigate, believing his brother has launched an assault against his hobgoblins. In combat, Arbin enjoys tripping or disarming his opponents with his chain.

Development: If the PCs are attacking the southern portion of the complex, and Kersh is aware of the intrusion, he rushes here to persuade Arbin to assist his brother and his brother's troops. It takes 10 rounds for Kersh to convince Arbin that it is in his best interest to aid his brother, after which Arbin and Kersh gather up all the hobgoblins in the northern part of the complex and head south in search of intruders.

Treasure: Buried within the bed of furs (Search DC 18) is a small, locked iron strongbox (Open Locks DC 20) containing 3 large quartz crystals (10 gp each), a harp made of gold and silver inlaid wood (300 gp), and a tiny jeweled scepter worth 100 gp.

Area 2-77: Hobgoblin Common Room (EL 2)

This room is cluttered with bedrolls made of rotted blankets and old furs, the discarded remains of meals, several broken javelins, and a dented helmet.

Currently, 4 **hobgoblins** wearing blue headbands lounge here.

Hobgoblins (4): CR 1/2; hp 6 each; see **Monster Appendix**.

Tactics: If the hobgoblins hear commotion in Area 2-73, one runs to warn Gramb in Area 2-79. If they hear the sounds of combat in Area 2-78, they run immediately to assist. If attacked, they defend themselves, shouting loudly for backup.

Treasure: If a complete search of the area is made (DC 15) the PCs uncover the following: 122 cp, 12 sp, and a vial of holy water.

Area 2-78: Hobgoblin Lookouts (EL 1)

Gramb posts 2 **hobgoblins** here at all times to keep an eye on Area 2-72. Both wear blue headbands. Gramb has instructed these hobgoblins to

warn him of any intruders, and both hobgoblins do just that at the first sign of trouble.

Hobgoblins (2): CR 1/2; hp 6 each; see **Monster Appendix**.

Area 2-79: Gramb's Chambers (EL 3)

An old straw mattress rests against the northern wall, beside which stands a massive oak trunk. The floor of this room is covered in shards of broken bone. **Gramb** resides here, fussing over his collection (see below).

Gramb, Male Bugbear Brb1: CR 3; hp 23 (31); see **NPC Appendix**.

Tactics: Gramb becomes enraged and attacks any intruders immediately. If he hears any disturbance outside his chamber, he rushes to assist, believing his brother is launching an assault.

Development: If word reaches him that the northern portion of the complex is being attacked, Gramb deliberates for 12 rounds before gathering his forces and heading north to investigate.

Treasure: Gramb collects skulls. His locked

oak trunk (Open Locks DC 20) contains approximately 45 of them. There is also a secret compartment in the base of the trunk (Search DC 22) containing 6 sardonyx stones worth 50 gp each.

Area 2-80: Hobgoblin Guards (EL 1)

Two hobgoblins wearing blue headbands stand guard here at all times. If attacked from the south they flee through the door in the north to warn Gramb and the other hobgoblins. They investigate any sounds of combat to the north.

Hobgoblins (2): CR 1/2; hp 6 each; see **Monster Appendix**.

Area 2-81: Trapped Door (EL 2)

Upon opening this door, a magic missile spell is fired at the nearest character.

Magic Missile Trap: CR 2; spell; spell trigger; no reset; spell effect (*magic missile*, 5th level wizard, 1d4+1 [X3], fired at one or more characters [DM's choice]); Search (DC 26); Disable Device (DC 26); *Cost:* 2,500 gp + 200 xp

Area 2-82: Mummy's Chamber (EL 3)

The northern door to this chamber is locked (Open Locks DC 22) and trapped. If opened, a 10 foot-deep, spiked pit-trap opens in the shaded area just north of the door. Note: if the door is opened from the south, the pit trap is technically sprung, but does not open until at least 25 pounds of pressure is placed on the shaded area.

10 Foot-Deep Spiked Pit Trap: CR 2; mechanical; location trigger; DC 15 Reflex avoids; 10 ft. deep (1d6, fall); pit spikes (Atk +15 melee, 1d4 spikes per target for 1d4+5 each); Search (DC 20); Disable Device (NA; pit must just be avoided); *Market price:* 3,600 gp.

In the center of this room, sitting atop a stone dais, is an ivory sarcophagus. The sarcophagus's lid is massive, and requires a successful Strength check to open (DC 17). It contains the **treasure**.

A **mummy** waits in the secret alcove in the south (Search DC 20). He staggers out as soon as the casket or the secret door is opened.

Secret Door: 2 in. thick; Hardness 8; hp 30; Search (DC 20).



LEVEL TWO: THE UPPER LEVELS

Mummy: CR 5; hp 55; see **Monster Appendix**.

Treasure: Within the casket is a small ivory box (worth 20 gp) containing *dust of illusion* and a velvet sack containing 200 gp.

Area 2-83: Entrance to Level 3B (EL 4)

The western door to this chamber is locked (Open Locks DC 22) and trapped. Anyone touching the handle while opening it receives a violent electrical shock.

Electrical Shock Trap: CR 2; magic device; touch trigger; automatic reset; spell effect (2d8+2, electrical shock); Search (DC 22); Disable Device (DC 22); *Cost:* 3,000gp + 240 xp.

In the center of this chamber is another stone dais topped by a heavy ivory sarcophagus. Removing the lid requires a successful Strength check (DC 18). The sarcophagus contains the **treasure**.

A **tough mummy** hides in the secret alcove in the north (Search DC 25). He stumbles out and attacks should anyone open the sarcophagus, the southern door, or the secret door.

Tough Mummy: CR 5; hp 64; see **Monster Appendix**.

Treasure: The mummy wears a gold death mask worth 400 gp. There is also a secret compartment (Search DC 20) within the casket that contains a *wand of cure moderate wounds* (5th level, 7 charges).

The southern door has been sealed with an *arcane lock* spell. Aside from the normal means, this lock may be bypassed by uttering the word "Thilflass".

Arcane Locked Door: Hardness 5; hp 25; Break (DC 30); Dispel (DC 18).

Beyond the southern door is a spiral staircase descending to Area 3B-1, below.

Area 2-84: Relics Room

This chamber is filled with earthen vases painted with images of lovely pastoral scenes. There are close to a hundred of these vases, some as tall as five feet, some only six inches. Written on the bottom of each vase is the word "Thilflass." Lying at the bottom of the largest vase is the third and final key to Area 1-24F (Search DC 23 to locate).

Level 3A: The Chamber of Fear and Entrance to the Hall of the Sword

These halls served as a testing ground of sorts for heroes who might some day wield the Sword of Kell against Devron. It is also, at the moment, the home to Klar, the half-orc vampire, and Kabbal Sharn, the mad fallen-cleric of Freya who has sworn to slay him. This is an important level in this dungeon as it houses the second flame as well as the entrance to the Hall of the Sword (Level 4A).

Level Name Note: It should be noted that level 3 is split into "3A" and "3B." There is no "3."

Entrances/Exits

There is but one entrance to this level: The Gates of Fear, area 3A-1, which can be accessed via the locked gate in Area 2-63. The only other exit is the gate to Level 4A in Area 3A-16.

Dungeon Dressing

The walls and floors are made of smooth mortared stone. Except for Areas 3A-16 and 3A-17, the level is unlit. All doors, except where noted, are iron-reinforced wood (Hardness 5; hp 20; Break DC 25).

Wandering Monsters

There are no wandering monsters on this level per se. However, the PCs might encounter Klar in any of the un-warded areas (see Area 3A-23 for detail), and it is possible Kabbal Sharn might wander from his temple.

Keyed Locations

Area 3A-1: The Gates of Fear

The winding stairs from Level 2 terminate in a wide smooth stone landing that faces a set of open iron gates. Cryptic runes are carved on the wall above the gates and the floor before the gates. A successful Knowledge (Arcana) check (DC 18) reveals these runes to be both warding and necro-

mantic in nature.

The builders of this level made a small miscalculation. This first area was meant as testing ground to help filter out undesirable candidates. They did not assume at the time that evil creatures would be seeking to inhabit these halls, and so only good or neutral creatures attempting to cross the threshold of the gates must succeed at a Will save (DC 16) or refuse to pass into Area 3A-2. Evil creatures may pass through without worry (although, if you have an evil party, you might want to change this). Once a character has failed his save he may not attempt to cross the threshold of these gates unless 24 hours has passed or a *remove fear* or similar spell has been cast on him. Because of this small quirk, a number of evil creatures have made this level their home.

Area 3A-2: Hall of Fear

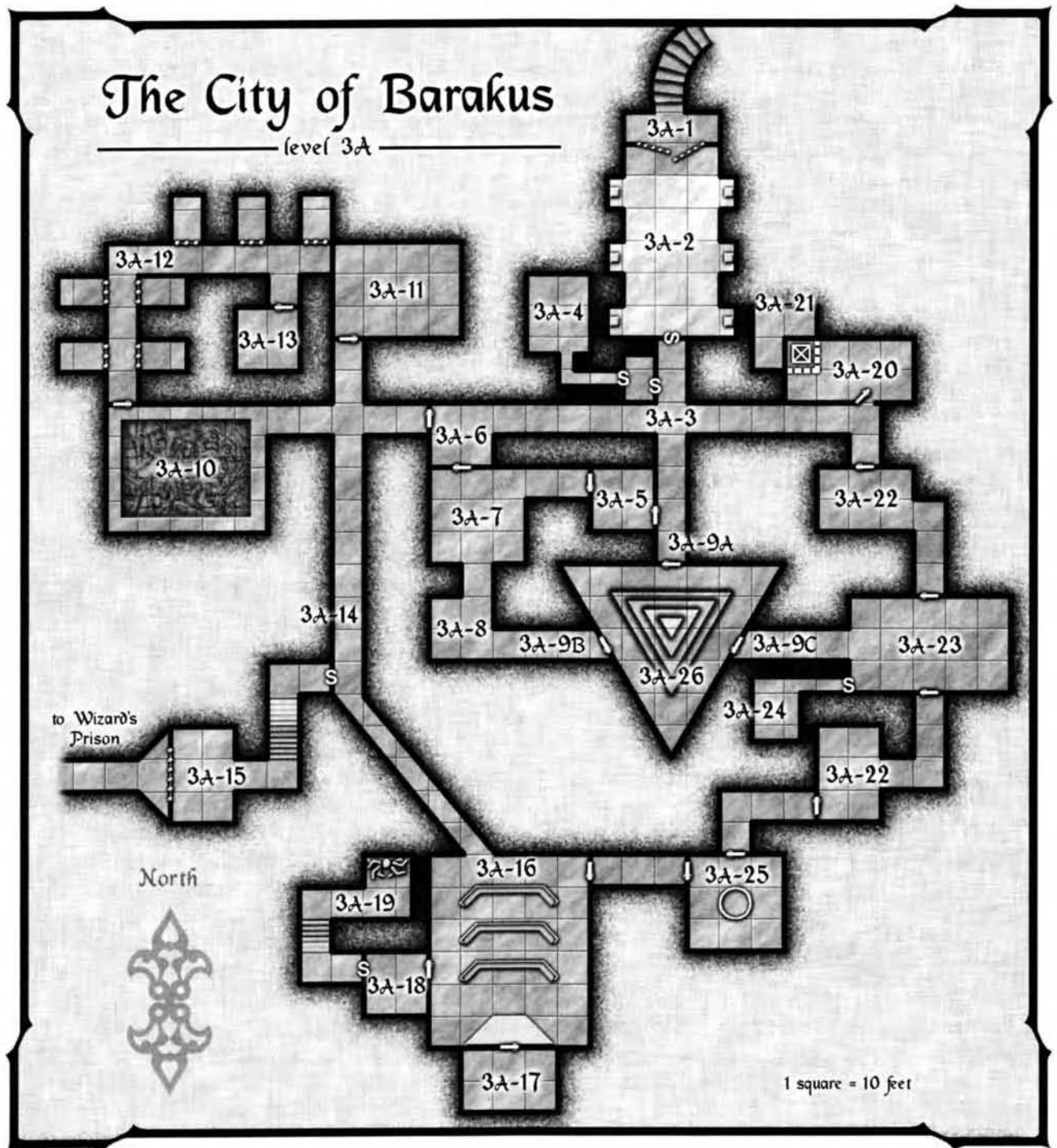
Six niches line the east and west walls of this long hall. Within each niche is a stone platform upon which is a single unlit candle. The candles are of varying height, with the shortest being in the northwest and the tallest being in the southeast (the second tallest in the in east, the next tallest the northeast, and so on). Once a good or neutral character has entered the shaded area, he begins to experience a growing sense of doubt and unease. Every round he remains within the shaded area he must succeed at a Will save (DC 12) or grow increasingly panicked. The effects are as follows:

1 failed saving throw: Unease. -1 to all Will saves.

2 failed saving throws: Doubt. -2 to all Will saves, and -1 to all other Wisdom and Intelligence based skills.

3 failed saving throws: Fear. -2 to all Will saves, and -2 to all other Wisdom and Intelligence based skills. Must succeed at a Concentration check (DC 12 + spell level) to cast a spell.

4 failed saving throws: Panic. Character must immediately succeed at another Will save (DC 15) or run from the area and refuse to return. Even if



the character succeeds at the second saving throw he continues to suffer a -3 to all Will saves and Wisdom and Intelligence based skills, and must succeed at a Concentration check (DC 14 + spell level) to cast a spell.

5 failed saving throws: Terror. Character is frozen in horror. The character cannot move until a *remove fear* spell has been cast on him or the candles have been lit (see below). However, even

once the terror has faded the character continues to suffer a -1 to all Will saves for the next 24 hours.

6 failed saving throws: Death from fear.

To counter the effects of the hall, all six candles must be lit in order from the shortest to the tallest. Lighting a candle is a full round action. Once all six candles have been lit, the good characters may proceed through the hall normally (though

see above). The candles burn for six hours and then must be relit. The candles are magical and do not melt.

The secret door in the south has a Search DC 22.

Secret Door: 2 in. thick; Hardness 8; hp 30; Search (DC 22).

Area 3A-3: A Fork in the Road (EL 3)

There is a well-hidden secret door at this four-way intersection (Search DC 25) behind which lurks a **werewolf** in his hybrid form. The lycanthrope peers through a tiny peephole (Spot DC 30), waiting for victims to pass by. Once the party has passed the intersection, he slips from the secret chamber and stalks the characters at a distance, seeking to gain a surprise attack.

Secret Door: 2 in. thick; Hardness 8; hp 30; Search (DC 25).

Werewolf, Male Com1: CR 3; hp 20; see **Monster Appendix**.

Tactics: With his superior speed, the werewolf prefers to hit and run. Thus he attempts to strike by surprise, attack a round or two, then flees, hoping to reach his hiding place before the PCs can catch him. He then retreats further to Area 3A-4 where he drinks a healing potion and then sets out to stalk the PCs once again.

Area 3A-4: Werewolf Lair

A bed of rags and straw sits in the northeast corner of the his chamber, beside which is a small trunk. The chamber is otherwise empty.

Treasure: Within the trunk are 78 sp, 5 gp, a locked gauntlet, a clay tankard which rattles when shaken (inside its base is a 50 gp sapphire that can be found by breaking it open), 3 flasks of lamp oil, a tinderbox and 3 *potions cure light wounds* (1st level, 1 dose each).

Area 3A-5: Empty Room

Except for a few empty wooden boxes and a legless chair, this chamber is empty. The western door, however, has two cloves of garlic nailed to it.

Area 3A-6: Empty Room

Except for a few rats and piles of dung here and there, this room is empty. The southern door has a string of garlic nailed to it.

Area 3A-7: Thurba and His Three Orcs (EL 3)

There are three bedrolls along the west wall of this chamber, and a small wooden box in the southeast corner. Wooden crosses and polished pieces of metal line the walls. An odor of garlic pervades the whole area. An empty doorframe stands in the middle of the southern wall. This chamber is the residence of **Thurba, an ogre** and his **three orc** henchmen. Being terrified of Klar the vampire spawn, they spend most of their time holed up in the stuffy confines of these chambers protected by the crosses, mirrors and garlic on the north and east doors.

Thurba, Male Ogre: CR 3; hp 26; see **Monster Appendix**.

Orcs (3): CR 1/2; hp 5 each; see **Monster Appendix**.

Tactics: These four monsters are quite skittish. Klar likes to come to their door from time to time and scratch on it and whisper their names. Thus, should anyone come through either door, they immediately run to Area 3A-8, and block the north-south passage with the table there. They hurl their missile weapons first from the behind the cover of the table.

Treasure: The wooden box is unlocked and contains 18 sp, 3 gp, three uncut topaz gems (25 gp each) and six garlic cloves.

Area 3A-8: Thurba's Chambers

There is a six-foot long wooden table in the middle of this room, and a large straw mattress against the western wall. Thurba sleeps here but spends most of his time in Area 3A-7 with the orcs.

Treasure: A secret compartment in the southern wall (Search DC 18) contains a tiny gold figurine of a mermaid (55 gp) and a deep green spinel worth 100 gp.

Areas 3A-9a-3A-9c: Doors to the Chamber of Fear

All three of these doors are essentially identical: They are made of solid iron, with a handle on the right side and a small square depression in the center. The doors are solidly locked, and may not be opened or breached by magical means.

Nor may their locks be picked. The “lock” is in fact the small square depression in the center of the door. Each door has a slightly different sized depression, and their corresponding tiles are distributed throughout this level. Once the correct tile has been placed in its door that door is considered “unlocked,” though it cannot be opened. Only when all three doors are unlocked will the doors to the Chamber of Fear fully unlock, and even then only the last door into which a key was inserted. Note: If a door is unlocked and then the tile is removed, that door is once again considered locked.

Area 3A-10: Garbage Pit (EL 4)

The stink of this room wafts all the way to the four-way intersection east of it. This room is comprised of a five-foot deep pit filled with all manner of refuse, and a narrow, five-foot wide ledge ringing the pit. The ledge is slick with moisture and anyone attempting to run must succeed at a Balance check (DC 15) or fall into the pit of garbage. An **otyugh** lives amid the trash. He begins the encounter submerged in the garbage (Hide +13), then quickly surfaces once the chamber has been entered. The northern door is locked (Open Locks DC 20).

Otyugh: CR 4; hp 33; see **Monster Appendix**.

Tactics: The otyugh has no desire to leave the trash pit. Once the PCs are on the ledge he moves to within 15 feet of his prey and attempts to pull one or two into the pit with him.

Area 3A-11: Armory (EL 3)

This area used to store suits of chainmail and dozens of longswords and short swords. No more. A **rust monster** moved in here recently and discovered this banquet and set to work. Now all that remains are empty weapon racks, and piles and piles of rust. The northern door is locked (Open Locks DC 20).

Rust Monster: CR 3; hp 30; see **Monster Appendix**.

Tactics: With the weapons and armor spent, the rust monster pursues the PCs as long as their metal equipment remains un-rusted.

Area 3A-12: Dungeon (EL 3)

Seven small empty cells line this foul hall. The barred door to each cell stands ajar. A **shadow** haunts this dungeon, a past victim of torture. He slides between the cells and corridor, seeking to surprise the PCs.

Shadow: CR 3; hp 19; see **Monster Appendix**.

Area 3A-13: Jailer's Quarters (EL 3)

A small wooden desk and chair stand in the southwest corner. Hanging from a nail above the desk is a large key ring holding nine keys, one of which is to the secret door in Area 3A-14, another to the iron gates in Area 3A-15. A cot stands against the eastern wall.

Another **shadow** haunts this chamber. He hides in the shadows of the northeast corner, and springs out at the first PC to enter the room.

Shadow: CR 3; hp 19, see **Monster Appendix**.

Treasure: Beneath the cot is a small chest containing a masterwork whip, a set of masterwork manacles, three smokesticks, and two thunderstones. Within a secret compartment in the desk (Search DC 18) is a small, flat, black square made of some unknown alloy. This is the tile to the door in Area 3A-9a.

Area 3A-14: Locked, Trapped Secret Door (EL 2)

This well hidden secret door (Search DC 25) is both locked and trapped. The keyhole, however, is even better hidden than the door itself (Search DC 28). If, in searching for a secret door, the searching PC rolls a 28 or higher, then he finds both the secret door *and* its keyhole. If he rolls a 25 to 27 he finds only the secret door and must make an additional Search attempt to find the keyhole. Opening the door sets off a *burning hands* trap.

Locked Secret Door: 3 in. thick; Hardness 10; hp 30; Open Locks (DC 25)

Burning Hands Trap: CR 3; magic device; touch trigger; automatic reset; spell effect (*burning hands*, 5th level wizard, 5d4 fire damage, DC 16 Reflex save half damage); Search (DC 26); Disable Device (DC 26); *Cost:* 2,500 gp + 200 xp.

Area 3A-15: Gates to the Hall of the Sword (EL 5)

This chamber is shrouded in an inky darkness—as the PCs round the corner from the short set of stairs to the north it is as if they are walking into a void (assuming the fear guard heard the PCs coming and has already cast *darkness*). Only a successful *dispel magic* (DC 19) or *daylight* spell counters this effect. A **fear guard** (see new monsters) hovers in the blackness, warding off all intruders seeking to pass through the iron gates in the west. He begins casting spells as soon as the PCs enter the *darkened* area.

Fear Guard: hp 39; see **Monster Appendix**.

Tactics: The fear guard casts *cause fear* first on any PCs not frightened off by his *fear* ability. He then casts *ray of enfeeblement* on any fighters still willing to fight, and then begins using his touch attack.

The Iron Gates: Hardness 10; hp 60; Break (DC 30); Open Locks (DC 30).

A 10-foot wide smooth stone passage stretches beyond the iron gates and winds eastward for several miles before arriving Area 4A-1.

Area 3A-16: Converted Temple

The large temple is lit by a half dozen *ever-burning torches* in wall sconces. Three long stone pews face a raised stone dais in the southern wall, atop which is a kind of makeshift altar to Freya constructed from bits of cloth and spear handles and strips of leather. The floor of the chamber has been swept clean, and the walls are scrawled with portions of prayers to the Goddess of Fertility.

Should the PCs make any noise upon entering this area, the southern door behind the dais bursts open and Kabbal Sharn steps out brandishing his holy symbol (Freya). If not attacked immediately, he stares at the PCs as if he recognizes them, and then lowers his holy symbol and bellows, “At last! Reinforcements!”

Note: Because Areas 3A-16 and 3A-17 are now technically Kabbal Sharn’s home, Klar cannot enter those areas unless invited to do so by Kabbal. Thus far, Kabbal has not done so.

Area 3A-17: Rectory (EL 5)

This modest chamber contains a wood frame

bed against the southern wall and a sturdy wooden box against the west wall upon which sits several crude stone carvings that vaguely resemble holy symbols of Freya.

This is the home of **Kabbal Sharn**, the fallen priest of Freya. Years ago, he and his party ventured into Barakus and came upon the **Stone of Madness** on Level 3B. Though his will was great, Kabbal eventually succumbed to the stone’s power, and in his delusional state he committed many heinous acts for which he lost his priesthood. He was able to escape the **Halls of Madness**, however, and retreated here. Not long afterward, Klar arrived on this level, and Kabbal became Kabbal Sharn, Vampire Hunter. Thus far, unfortunately, his diseased mind has kept him too distracted to actually hunt down the vampire spawn in his lair. So he waits in his converted temple, fending off orcs and goblins, and waiting for Freya to send him a message as to why she has



stripped him of his clerical powers. Being mad, he still considers himself a priest of Freya, only without spells.

Kabbal Sharn, male human ex-Clr3/War3: CR 6; hp 42; see **NPC Appendix**.

Development: Kabbal Sharn believes the PCs are reinforcements sent by Freya to help him slay Klar. Once they arrive he scolds them for their tardiness then encourages them to follow him through the northern door. He explains that there is a vampire nearby and that they must slay him immediately. If they decide to follow him, he makes it about as far as Area 3A-25 before he turns to one of the PCs suddenly and says, "Remark! What's happened to you? You've changed. Why, he's gotten to you. The vampire's gotten to you." He then looks around at the other PCs and continues. "He's gotten to all of you! You're all tainted!" He then pulls out his holy symbol and backs away, cursing them and calling on Freya for strength, and retreats to Area 3A-16. If the PCs attempt to follow him into the converted temple, he attacks them with his quarterstaff, fighting until dead.

Like all mad NPCs in this dungeon, Kabbal Sharn can be cured with a *remove disease* spell. If cured, asks to be led out of the dungeon, after which he returns to Endhome and spends a month atoning for his sins. Once his period of atonement is over, his clerical powers are reinstated. PCs should be awarded full XP for curing Kabbal Sharn.

Area 3A-18: Storeroom

Kabbal threw all the garbage that had collected in Area 3A-16 in here. There are boxes of rusted armor, bent cutlery, and shards of broken glass. A successful Search of the refuse (DC 18) uncovers a masterwork rapier, a pair of gold earrings worth 125 gp, and a spellbook containing the following spells: 0-all; 1st-alarm, charm person, hold portal, identify, mage armor, magic missile, mount, spider climb, true strike; 2nd-arcane lock, daylight, detect thoughts, protection from arrows, see invisibility; 3rd-halt undead, keen edge. The secret door has a Search DC 25.

Secret Door: 2 in. thick; Hardness 8; hp 30; Search (DC 25).

Area 3A-19: The Sprung Trap and the Tempting Statue (EL 2)

As the PCs round the corner they are greeted by a grisly sight: a human skeleton impaled on four spikes. The spikes obviously sprang up through the floor and are in fact a sprung trap. The skeleton still wears a suit of leather armor and a short sword in a belt sheath.

Within the room itself is a raised stone dais topped by a bronze statue of an eight-armed goddess. A successful Knowledge (religion) check (DC 28) reveals this to be the goddess Kringa, an ancient and long-forgotten deity of temptation. A successful Knowledge check (religion) (DC 22), reveals that Kringa was a primitive goddess worshiped in particular by young women seeking suitors. Each hand has a small pearl embedded in it. Removing each pearl requires a successful Open Locks check (DC 20). Removing a pearl also springs a trap.

Electric Shock Trap: CR 2; magic device; touch trigger; automatic reset; spell effect (2d8+2, electrical shock to anyone removing pearl); Search (DC 22); Disable Device (DC 22); Cost: 3,000gp + 240 xp. Note: **each** pearl is trapped and must be searched for and disabled separately.

Treasure: The pearls are worth 25 gp each. The skeleton has a small belt pouch within which are 5 pp and a small, flat, black tile. This is the tile to the door in Area 3A-9b.

Area 3A-20: A Little Carnage

The door to this room is ajar, and through it can be heard the sound of buzzing flies. Within the chamber are the bodies of three dead gnolls, all badly clawed and scratched. With a successful Heal check (DC 15) closer examination reveals their bodies appear to have lost most of their blood. They were slain by Klar's pet dire wolves, and their bodies, once drained of blood, were dumped here. The room also contains sacks and sacks of dirt. Beneath some of these sacks is a trapdoor (Search DC 18) leading to Area 3A-21.

Area 3A-21: Buried Alive

This low antechamber is six feet below Area 3A-20, and the floor is made of loose dirt. Lying in the northeast corner is the body of a half-orc

dressed in chainmail. This is Trom, Klar's half-brother who had come here hoping to slay him. He had little hope of doing so alone, and when he fled and hid in this small cellar, Klar simply piled some sacks of dirt on the trap door and let him starve to death.

Treasure: Trom wears masterwork chainmail, and carries a masterwork longsword and a mighty composite longbow (+3). In his quiver are 5 +1 arrows and 20 normal arrows.

Area 3A-22: Kennels (EL 3)

Each of these chambers is filled with dried bones and heaps of raw meat. Klar stations one of his **dire wolves** at each location. Should intruders enter the area, the wolves growl loudly and then attack.

Dire Wolf: CR 3; hp 45; see **Monster Appendix**.

Development: If Klar hears combat in either of these areas (-10 to his Listen check due to distance and a door), he gathers up his remaining dire wolf (assuming it still lives) and arrives in 3 rounds.

Area 3A-23: Klar's Chambers (EL 6)

Unlike your typical vampire, Klar, a half-orc fighter, hasn't the appreciation of life's finer things. This chamber is sparsely furnished: a round wooden table with three wooden chairs in the center of the room, a chest of drawers against the eastern wall, and a rack of weapons against the western wall in the southern corner. When not resting in his coffin in Area 3A-24, or patrolling the level for new victims, Klar rests here.

Klar, male half-orc Ftr4 Vampire: CR 5; hp 32; see **NPC Appendix**.

Tactics: Although possessed of many special abilities, Klar still enjoys carving up his enemies with his longsword. Thus, when he encounters the PCs he makes one or two attempts to *dominate* and then alternates between attacking with his longsword and his slam.

Treasure: The weapon rack contains a halberd, a bastard sword, a greatsword, a shortsword, and a dagger, all of which are masterwork. Behind the weapon rack (Search DC 25) is the secret door. The drawers also contain a note (Search DC 15)

written in Common, which reads as follows:

Klar:

We have considered your offer and may indeed come join you there in the dark halls of Barakus. Life here in Endhome is getting cramped and dull and we need a change of pace. We will communicate further at some point.

T. P.

Secret Door: 2 in. thick; Hardness 8; hp 30; Search (DC 25).

Development: Klar fears no one and nothing on this level, though wards put up by the orcs and ogre in Area 3A-7 prevent him from having complete access to all the level's chambers. Therefore, except for Area 3A-15, the PCs might encounter him anywhere else on this level. In fact, he enjoys wandering the halls and scaring the orcs and ogre and glaring into Kabbal's temple. Klar also has the third and final tile to the **chamber of fear**. He knows it goes to one of the doors, and he would very much like to find the other two tiles and find out what lays beyond Area 3A-9b.

Area 3A-24: Klar's Casket

This small chamber contains only a black casket and an iron chest. The casket contains dirt from Klar's homeland. He retreats here in gaseous form if reduced to 0 hp. The chest is locked (DC 25) and contains the **treasure**.

Treasure: The chest contains 750 gp, 4 gold figurines of an elf, a dryad, sprite, and a pixie, each worth 125 gp, and, in a secret compartment (Search DC 20) the tile to Area 3A-9c.

Area 3A-25: The Pool and the Mirrors of Courage

In the center of this chamber is a three-foot high, 10-foot wide stone pool filled with water. A secret compartment on the outside of the pool (Search DC 20) contains a small gold cup. A three-foot square silver framed mirror hangs in the center of the south, west, and eastern walls. Looking into the mirrors and drinking from the pool with the gold cup have the following affects:

Drinking from the cup: The character feels sick and must succeed at a Fort save (DC 15) or lose 1d4+1 temporary Con. Even if the character succeeds at the saving throw he still suffers 1 point of temporary Con loss.

Looking into the western mirror: The character sees himself as an old man, crippled and bent. A dread fear runs through him and he must succeed at a Will save (DC 15) or suffer 1d4+1 temporary Str loss. Even if he succeeds at his save he still suffers 1 point of temporary Str loss.

Looking into the southern Mirror: The character sees himself on his deathbed as life is slipping from him. He must succeed at a Will save (DC 15) or suffer 1d4 temporary Dex loss. Even if he succeeds at the save he still suffers 1 point of temporary Dex loss.

Looking into the eastern mirror: The character sees himself as he is now, only is acutely aware of all of flaws, foibles, and peccadilloes. He must succeed at a Will save (DC 15) or suffer 1d4+1 temporary Int loss. Even if he succeeds at the Will save he still suffers 1 point of temporary Int loss.

If a character performs all four tasks, in any order, he is immediately cured of all lost characteristic points and gains +5 to all fear saves for the next 48 hours.

Area 3A-26: The Chamber of Fear and the Second Flame (EL 7)

This large triangular chamber contains a 20-foot tall, four-tiered ziggurat. Atop the ziggurat is a pedestal, resting within which is a small brass circle. If the circle is inserted in the eastern post in Area 2-23, that pillar's sphere is "lit" (see **Activating the Sword**).

None of the above is visible when the characters first enter, however, as the chamber is guarded by **2 fear guards**, who have blanketed this room in their impenetrable darkness. When the characters open the door, it is as if they are staring into a void.

Fear Guard (2): CR 5; hp 39 each; see **Monster Appendix**.

Tactics: One fear guard stands back and uses his spells while the other attacks the PCs with his Wisdom drain ability. Once the first fear guard is out of spells, they switch.

Level 3B: The Halls of Madness and the Gates to Level 5

When the elders of Barakus trapped Devron in his dungeon on the 5th level, the crafty old Lich still had a few tricks up his sleeve. At great cost in personal power, Devron summoned forth *The Stone of Madness*, a large, conically shaped rock that slowly drives all those close to it mad. The stone would eventually be the downfall of Barakus. The elders of Barakus did manage, before they fell prey to it completely, to empower the *Sword of Kell* such that it could destroy the stone, although it was never used to do so. The stone's power has weakened somewhat over the centuries, and now its effects only extend to this level.

Standard Features

Except for the northern portion on the level, which is comprised of three natural caves and their connecting tunnels, this level is made from smooth cut stone. Except for the caves, it is also lit. *Evenburning torches* in wall scones cast a dim, shadowy light throughout this level.

Entrances/Exits

The spiral staircase in Area 3B-1 ascends to Area 2-83; the twisting tunnel in Area 3B-7 winds down to Area 4-24.

Wandering Monsters

There are no wandering monsters on this level. If the DM wishes, he may have one of the monsters or mad NPCs decide to his leave lair (except the stone guardians in Area 3B-18).

The Zones of Madness

There are three "zones of madness" on this level, indicated with gradually more darkly shaded areas. PCs are required to make a Will save when they first enter this level, and when the PCs move to a new, "higher" madness zone or begin to grow mad. The power of the stone increases the closer one is to the stone, so the DCs for the zones are

11 for the first zone, 13 for the 2nd zone, and 15 for the third zone. Once a character is infected he need not continue to make saving throws—the stone has him.

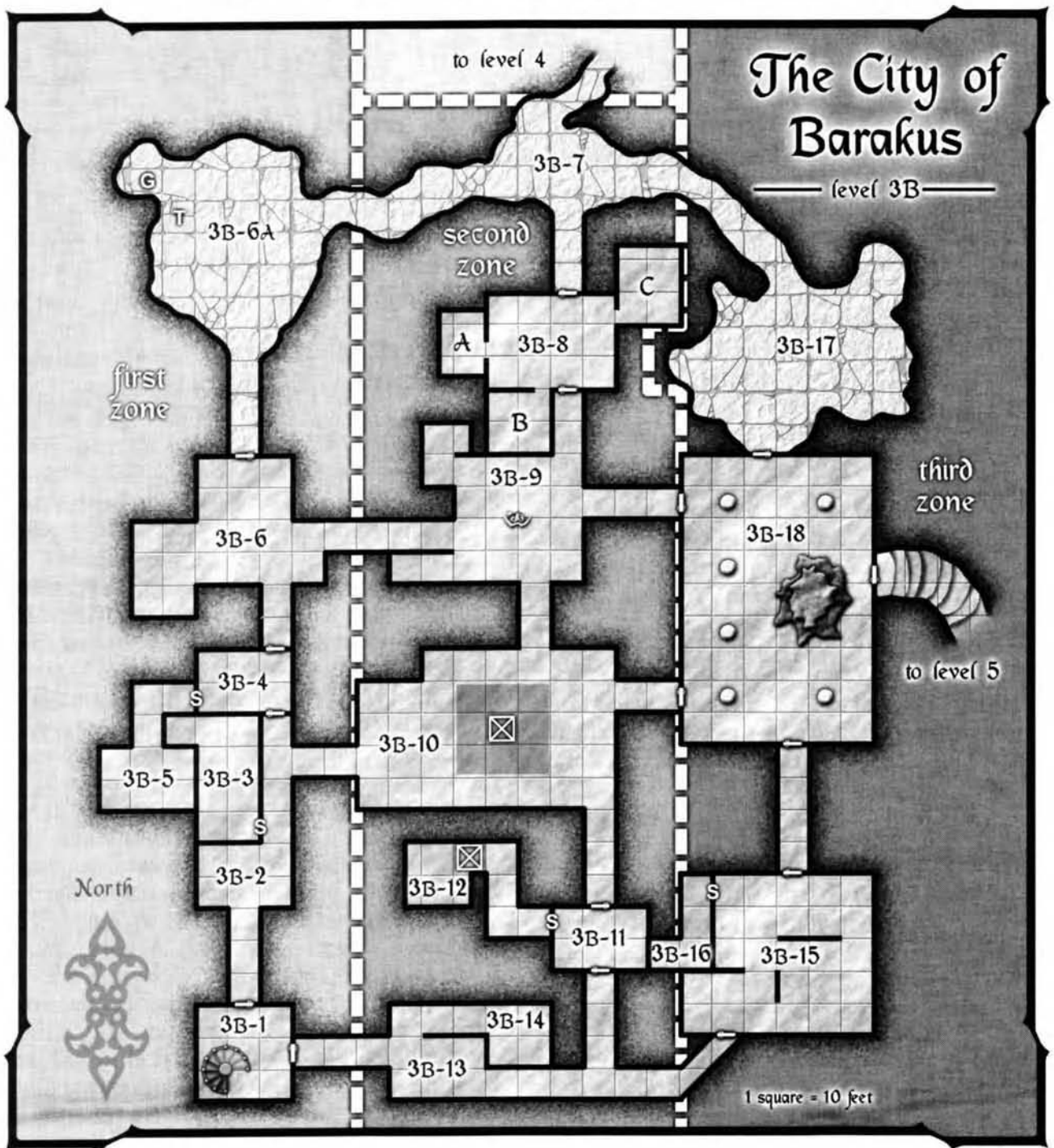
The Effects of Madness

Once a character has failed his saving throw he is considered "infected" with the madness disease. At this point, the character must immediately attempt a second Will save with a DC equal to 11 plus the zone in which he failed his Will save. Infected characters feel a little odd, edgy, not entirely themselves. There are, however, no real adverse affects at this stage of the disease. The DM should tell the player privately how his character is feeling, and inform him that his character does not feel any pressing need to share this information with his comrades. The PC must continue to make madness Will saves equal to 11 plus the zone in which he failed his Will save once a day for as long as he is in infected or until he becomes fully mad. A character that misses a madness Will save is considered "fully mad." This madness is characterized by obsessive paranoia. Characters who become mad are extremely distrustful and easily moved to violence. As DM you may choose something upon which the character can obsess or select from the following chart:

Another PC: The mad character believes one of the other PCs is out to get him and secretly begins plotting his downfall. Should he succeed in slaying that PC he then concludes that another PC was secretly aiding the first and so on.

A Possession: The mad character believes everyone, particularly the other PCs, want a belonging of his. This item could be his most powerful magical item or something trivial like a comb or his boots. Whichever it is, he does not feel comfortable in the company of others, as they could steal this item at any time.

A Location: The mad character believes he must guard a location. This could be a room at an inn, a cave, or a location in the dungeon. If the character went fully mad on Level 3B itself,



then he most certainly would decide that he must defend a room on that level.

A Demon: The mad character believes a demon is hunting him. Other PCs and NPCs are viewed as agents of the demon and must themselves be destroyed.

As with an infected PC, the DM should take the player of the fully mad PC aside and inform him of his circumstance, and, hopefully, entrust him

to roleplay the disease appropriately. PCs remain mad until cured by a *remove disease* or similar healing spell.

If All the Characters Become Mad

Obviously, if all or most of the characters become mad the game could quickly devolve into an unplayable chaos. To prevent this, postpone the

onset of the madness somewhat, or have it occur gradually, giving the PCs time to realize something is wrong with them and to seek a remedy.

Keyed Locations

Area 3B-1: Stairs From Level 2 and Lair of the Mad Troglodyte (EL 4)

A spiral stone staircase terminates in the southwest corner of this chamber. Strange, crude symbols have been painted on the walls and floor in black. The room is filled with odd debris: small stone pedestals broken off their bases, bent picture frames, animal skins and bones. Two of the pedestals are being used to block the north and east doors (Break DC 20 from the "outside").

Thrassit, a mad troglodyte Ftr3 holes up here. He hears anyone descending the staircase and hides behind it, springing out and attacking the invaders once they reach the bottom. He likewise attacks anyone attempting to break open the doors to his room.

Thrassit, Male Troglodyte Ftr3: CR 4; hp 30; see **NPC Appendix**.

Treasure: Hidden amid the clutter (Search DC 15) is a shriveled, severed human leg, around which is a gold ankle bracelet worth 75 gp.

Area 3B-2: Battle Scene

There are a dozen recessed niches in the walls of this small chamber, within each of which rests a humanoid skull. There is also a wooden bucket in northeast filled with urine, and a bucket in the northwest filled with blood.

Two dwarves dressed in chainmail lay sprawled on the floor, dried blood staining the floor around their bodies. They appear to have been dead for quite some time. Their bodies have been looted of everything except their chainmail (badly damaged from whatever killed them) and a dagger in one dwarf's belt.

Area 3B-3: Teelo the Cutthroat (EL 4)

This area is lit with two hooded lanterns suspended from the ceiling by thick twine. A bedroll sits against the north wall, and several boxes filled

with rags, old boots, and rusted daggers line the eastern wall. The floor is covered in writing, all in common. The author appears to be obsessed with someone named Kiva, and talks a lot of "proof," and "the last straw" and "Kiva's evil plans."

The author is, in fact, **Teelo, a halfling Rog4**, who hides in this secret chamber waiting to ambush passers by. Kiva is Teelo's half-brother, who lives just north in Area 3B-4. Teelo believes Kiva is possessed of tremendous power and lives in constant fear of him. He has constructed three peepholes (Spot DC 25) through which he keeps a watch for Kiva or other strangers. Teelo assumes all strangers are in league with Kiva, though he does not perceive of them as all-powerful. Thus, when anyone passes his chamber, he quietly sneaks out the secret door and follows them, waiting for the appropriate moment to strike.

Secret Door: 2 in. thick; Hardness 8; hp 30; Search (DC 25)

Teelo, male halfling Rog4: CR 4; hp 25; see **NPC Appendix**.

Tactics: Using his *ring of invisibility* and *Moving Silently*, Teelo follows the PCs at a discreet distance before pouncing. He delivers one sneak attack, fights for one more round, then activates his ring and slips away. He continues to pursue the PCs using this hit-and-run tactic until slain, cured of his disease, or the PCs enter Kiva's quarters.

Development: If, through his peephole, Teelo witnesses the PCs slay Kiva, he concludes that they are his saviors and begs to accompany them. For a short time, he is their loyal, if somewhat peculiar companion. After a few days however, he begins to view the PCs differently, asking why they stole all his pies, and did they try to cut his hair in the middle of the night and so on. After a week, he concludes that they are in still in league with Kiva and that what he witnessed earlier was only an ornate ruse to trick him out of his hiding place, and, if allowed to continue accompanying them, he attacks them at the first opportunity.

Area 3B-4: Kiva the Prophet (EL 3)

The walls of this chamber are draped in what appear to be bed sheets that have been covered in a hasty scrawl describing the inevitable demise of the halfling race due to a chronic shortness

of breath (the author puts the word shortness in quotes). There is a straw mat in the northeast corner, and a box of dried meats beside it.

Kiva, a halfling Mnk3, lives here. Perhaps because of his monkish discipline, the madness infecting him is not as severe, or at least as violent in its manifestation, as the other victims on this level. Kiva believes himself a seer, and in his opinion the future does not look good. All the good races, particularly the halfling race, are doomed for one reason or another. If the PCs enter his chamber, he merely rises from his mat where he spends most of his days meditating, and says, quite calmly, "I am sorry my children that you have come for my help, for there is nothing I can do for you."

Secret Door: 2 in. thick; Hardness 8; hp 30; Search (DC 25)

Kiva, male halfling Mnk3: CR 3; hp 20; see **NPC Appendix**.

Tactics: Kiva does not want to fight, but if forced to (see below), he uses all three of his stunning attacks first, before attacking with his nunchucks.

Development: Kiva believes that, in addition to prophesizing, he has been brought to this part of Barakus to guard the secret door to Area 3B-5. If the PCs enter his chamber, receive the bad news that they are doomed and move on, he remains peaceful. If, however, they take so much as one step toward the southwest, he springs from his mat, positions himself in front of the secret door and declares, "No, you fools! Don't do it. Do not let them out! It will be the end of us all!" He gives little explanation beyond this, saying that the PCs are "not ready for the terrible truth that awaits them beyond this door." If they insist on investigating what lays beyond the secret door, he attacks them "for the good of all the planet." Kiva is unaware of Teelo's obsessions with him. If asked, he says he believes his half-brother is already dead.

Area 3B-5: Toy Maker's Workshop

Against the southern wall is a long wooden bench, atop which are dozens of small wooden toys, as well as some springs, bolts, and numerous small metal tools similar to those found in Area 2-3. Each toy (goblins, faeries, dogs, etc...) has

a little screw in its back, which, if turned, causes it to walk for about a minute. There are fourteen toys in all.

Area 3B-6: The Illustrated Floor

The floor of this large and oddly shaped room is covered in crude drawings. Each drawing is a different attempt to render the Stone of Madness. There are thirteen drawings in all.

Anyone uttering the word "florn" in Area 2-65 is teleported to the center of this chamber.

Area 3B-7: The Cave of the Stone Giant and His Treasure (EL 8)

Squatting motionless in the northwest corner of this large cave ("G" on the map) is a **stone giant**. Near the center of the cave are two lidless trunks ("T" on the map) in which can be seen mounds of sparkling gold. The floor of the room is scattered with bones.

Stone Giant: CR 8; hp 119; see **Monster Appendix**.

Tactics: The madness has had an odd effect on this stone giant, making him more or less docile



unless someone attempts to meddle with his treasure. Thus, he sits motionless in his corner of the cave, possibly unnoticed (Spot DC 18), until someone approaches within five feet of his treasure, at which point he rises and grabs a rock. He does not throw the rock immediately, however. Instead he waits to see if the interlopers draw any closer to his gold. If they do, he attacks until they are dead. If the PCs merely pass through this room and leave his treasure alone, he leaves them be as well.

Treasure: Each chest contains 1,000 gp.

Area 3B-7: Allip's Cave (EL 3)

This dark cave appears at first glance to be empty. In actuality, an **allip** is hiding near the northern passage (Spot DC 18). He rushes from the darkness and attacks all intruders.

Allip: CR 3; hp 26; see **Monster Appendix**.

Treasure: Buried in the northwest corner (Search DC 22) is a *wand of hold portal* (3 charges, 1st level), and a spellbook containing the following spells: 0-all; 1st-alarm, hold portal, mage armor, magic missile, identify, jump, sleep; 2nd-fog cloud, summon swarm.

The northern passage stretches downward for several hundred yards before arriving at Area 4-24.

Area 3B-8: The Mad Drow (EL 3)

This area consists of one large chamber and three small antechambers. The large central chamber contains the bodies of four dead orcs, their body's stuck with hand crossbow bolts. As soon as this area is entered, one drow appears in the doorway of each adjoining antechamber and attacks. The drow all fire a round with their hand crossbows first, then close with their short swords. If the PCs are using light sources, one drow casts *darkness*.

Drow Warriors (3): CR 1/2; hp 8, 7, 5; see **Monster Appendix**.

Treasure: Each of the drow's separate antechambers is littered with papers scrawled upon in Undercommon. Most of it is paranoid gibberish, full of worry that the homeland will soon be blasted with "death-light," but several pages in Area C talk of "Sizret" and of "her terminal curi-

osity regarding the queer little square."

In the corner of Area A is a small sack with 120 sp and 18 gp. Area B has a similar sack containing a set of masterwork thieves' tools and a 6-ounce piece of adamantine (worth 600 gp). Adamantine can only be identified by someone familiar with it, otherwise it just looks like a piece of heavy black iron. Area C has no treasure.

Area 3B-9: One Tough Orc (EL 4)

A statue roughly shaped like Orcus and made from bits of armor, pieces of broken furniture and bones has been erected in the middle of this chamber. Discarded or unused materials similar to those in the statue lay scattered at the statue's feet. This artwork was the result of months of loving toil by **Fraam**, a mad **orc Ftr4**. Fraam rests in the northwestern alcove. He peers around the corner should he hear anyone enter the chamber. If intruders show any signs of disturbing his creation, he charges from his hiding spot and attacks.

Fraam, male orc Ftr4: CR 4; hp 34; see **NPC Appendix**.

Treasure: In the northern alcove is a bedroll, beneath which (Search DC 10) is a suit of *+1 leather armor*.

Area 3B-10: The Forgotten Trap (EL 2)

The walls of this room are filled with what appear to be technical illustrations depicting large and elaborate machines. The designs are filled with arrows and letters and obscure notes. The illustrations are quite vague however, and it is impossible to tell what exactly the creator was intending. A successful Knowledge check (Engineering) (DC 15) reveals that the designer was, in fact, designing nothing. These are just unconnected notes on machines that will never, and could never, be built. The room appears otherwise empty.

In the middle of the room is hidden a 10-foot by 10-foot trapdoor (Search DC 15). A five-foot wide ring surrounding the trapdoor, however, is trapped. Should more than 20 pounds of pressure be placed on any part of the shaded area in the center of the chamber, a spike drives up through

the floor, impaling the victim from below.

Spike Trap: CR 2; mechanical; location trigger; manual reset; Atk +15 melee (2d6+2, iron spike, crit 18-20); Search (DC 20); Disable Device (DC 20); *Market price:* 4,800 gp.

The trapdoor is locked (Open Locks DC 15) and leads to a 20-foot by 20-foot chamber 12 feet below Area 3B-10. The floor of this second chamber is of loose dirt, and there is an unlocked chest against one wall.

Treasure: The chest contains 260 cp and an iron crown inlaid with tiny gems worth 35 gp. Buried in the dirt floor opposite the chest (Search DC 22) is an ivory scroll case containing *four divine scrolls:* 1st-*detect evil*, *magic weapon* (both at 1st level); 2nd-*summon monster I* (2nd level), *barkskin* (3rd level); 3rd-*cure moderate wounds* (3rd level); 4th-*invisibility purge*, *prayer*, *water breathing* (all at 5th level).

Area 3B-11: Locked Room

Both doors to this room are bolted from the inside (Hardness 5; hp 30; Break DC 30). Sitting on a stool in the northeast corner is a skeleton in studded leather armor with a battleaxe across what used to be its lap. This poor fool, utterly paranoid, locked himself in here until he starved to death. In his mind, he was guarding the secret door (Search DC 20) behind him.

Secret Door: 2 in. thick; Hardness 8; hp 30; Search (DC 20)

Treasure: The battleaxe is masterwork. Otherwise, there is nothing of value in this room.

Area 3B-12: The Three Amulets (EL 4)

The threshold to this small chamber is rigged with a deadly pit trap.

Poisoned Spiked Pit Trap: CR 5; mechanical; location trigger; automatic reset; DC 18 Reflex save avoids; 20 ft. deep (2d6, fall); pit spikes (Atk +12 melee (2d4 spikes per target for 1d4 each) plus poison [Fort save DC 15, 1d6/1d6 temporary Con], crit x3); Search (DC 20); Disable Device (DC 20); *Market price:* 4,000 gp.

Standing against the southern wall are three stone statues of warriors. Each warrior clasps a halberd in both hands, is dressed in full plate, and, upon closer examination, is wearing a medal-

The Heart of Gromm

The wearer of this silver medallion inscribed with a lightning bolt on a gold chain gains lightning resistance (5). What's more, he may remove the *Arm of Gromm* from its resting place in the Lost City of Barakus without being attacked by the guardian golems.

Caster Level: 8th level; *Prerequisites:* Craft Wondrous Item, *Resist Elements*, must be a worshiper of the ancient God Gromm; *Market Price:* 12,000 gp.

Amulet of Protection Against Madness

Upon donning this amulet, the wearer is protected against any madness inducing magic, in particular those affects caused by *The Stone of Madness*.

Caster Level: 6th; *Prerequisites:* Craft Wondrous Item, *protection from chaos*; *Market Price:* 3,000 gp.

lion. The westernmost statue's medallion bears the image of a lightning bolt; the center statue's medallion shows a shining sun; the easternmost statue's medallion shows an open eye. Inscribed in Ancient Common on the wall behind the statues (Search DC 12) are the words: Lotus. Gortus. Tjool. If the word Lotus is uttered, the westernmost statue's medallion "animates;" that is, it turns from stone to gold and silver and can be removed from the statue's neck. Likewise, if the word Gortus is uttered, the center statue's medallion can be removed, and if the word Tjool is uttered the easternmost statue's amulet can be removed. The amulets are as follows:

Lightning Amulet: *The Heart of Gromm* (see below)

Shining Sun Amulet: *Amulet of Protection Against Madness*

Open Eye Amulet: *Medallion of Thought Projection*.

Area 3B-13: The Rune Room

The walls and floor of this area have been cov-

ered in odd runes. Anyone making a successful Knowledge (Arcana) check (DC 15) or a successful Spellcraft check (DC 15) notices that the runes seem to be more or less warding in nature but are improperly drawn; it is as if whoever inscribed these runes had seen them once long ago and then attempted by memory to recreate them. The runes, as such, are totally harmless and ineffective. If the characters make any amount of noise here they gain the attention of Festuss in Area 3B-14.

Area 3B-14: Festuss the Mad Conjurer (EL 5)

A bedroll rests against the eastern wall, along with several sacks, a backpack, and an *everburning torch*. This small chamber is the home of **Festuss**, a mad **Con5**. Festuss believes a demon named Grime is hunting for him, and is suspicious that the PCs might be agents sent to destroy him (see **Development**, below).

Festuss, Male Human Con5: CR 5; hp 19; see **NPC Appendix**.

Tactics: Festus casts *mage armor* as soon as he becomes aware of the PCs. If he determines the PCs are a threat, he casts *invisibility*, and retreats to a safe distance where he can *summon* a celestial dire badger and a celestial eagle. Once in combat he uses *glitterdust* and *stinking cloud* first, followed by his other offensive spells.

Development: Festuss does not immediately attack the PCs. If they manage to surprise him, then he assumes they are agents of Grime and attacks (see above). If he hears them in Area 3B-13, he casts *mage armor* and investigates. He is highly suspicious, but he does not expect Grime to send a group of adventurers to slay him. Thus, he immediately begins questioning the PCs, asking who sent them, and do they know “the demon Grime,” and where are they from, and how did they know he was here. If the PCs answer his questions promptly and honestly and then move on, he returns to Area 3B-14. If however, the PCs are sluggish in their responses, or begin asking too many questions of him, or attempt to enter Area 3B-14, he assumes they are hostile (see above.)

If cured of his illness, he returns to Endhome and, after taking a few months to recover, attempts to resume what had been a very promising career as an adventuring wizard. He could be talked into

joining the PCs.

Treasure: In addition to his personal gear, the backpack contains all the valuable bits of an alchemist’s lab (250 gp worth), 42 sp, some winter clothes, and 6 tinder twigs. The sacks contain rations (2 months worth).

Area 3B-15: Madness Makes Strange Bedfellows (EL 4)

This large and oddly shaped room is home to **Vorban**, a **dwarven Ftr3**, and **Pale**, an **elven Ftr2**. How these two react to the PCs depends upon which door the PCs enter from (see **Development**, below).

Vorban, Dwarf Male Ftr3: CR 3; hp 33; see **NPC Appendix**.

Pale, Male Elf Ftr2: CR 2; hp 15; see **NPC Appendix**.

Tactics: In combat, Vorban engages the toughest looking PC in melee while Pale attempts to stay back and pepper any spellcasters with arrows.

Development: These two believe they have been stationed here to guard the door to Area 3B-18. Therefore, if the room is entered from the southern door, Vorban and Pale, their weapons drawn, stride up to the PCs and the dwarf informs them that they must turn back. He says they have “come too far” and that “The Mother must be left to rest.” Pale nods his head in agreement. They cannot be talked out of this position, and if the PCs attempt to go past the guardians, Vorban and Pale attack.

If the PCs enter this chamber via the northern door, Vorban and Pale rush up to them eagerly, and Vorban exclaims, “Excellent. You have come!” He and Pale believe the PCs are reinforcements sent by “The Mother” (the Stone of Madness). If the PCs do not agree to stand guard with the dwarf and the elf, Vorban declares, “What? What were you doing with The Mother? Have you defiled her? Interlopers! Bandits! Explain yourselves now or die.” Here the PCs *might* be able to explain their way out of a combat. Either roleplay this encounter, remembering that Vorban and Pale are immensely paranoid and protective of The Mother, or let the PCs attempt a Diplomacy check (DC 20). If the PCs are not successful in convincing Vorban and Pale they meant and did no harm to The Mother, the dwarf and the elf attack. If cured of their disease, Vorban and Pale return to

Endhome to rest. The secret door in the northeast has a Search DC 25.

Secret Door: 2 in. thick; Hardness 8; hp 30; Search (DC 25)

Area 3B-16: The Guardians' Storage Room

This small chamber contains two sacks of rations (2 months worth) a large locked chest (Open Locks DC 20) and a locked strongbox (Open Locks DC 25). The chest and the strongbox contain the **Treasure**.

Treasure: The chest contains a gold urn worth 110 gp filled with human ashes, and a collection of rare dried insects on pins (worth 100 gp to the right buyer). The strongbox contains 125 gp and six gems worth 25 gp each.

Area 3B-17: Cave of the Cloaker (EL 5)

The floor of this large cave is rocky and uneven, making movement difficult. Anyone attempt to move faster than half their movement rate must succeed at a Balance check (DC 15) or fall. There are several bodies sprawled in the center of the cave. Two are male elves, and one is a female human. All three are dressed in leather armor, and appear to have been dead for several weeks. For more details on their belongings see **Treasure**, below.

A **cloakler** lurks in the northeast, and attacks as the PCs are making their way across the cave.

Cloaker: CR 5; hp 45; see **Monster Appendix**.

Tactics: The cloakler prefers to fly to the top of the cave and use his *moan* ability to cause fear and nausea. Once it feels it has sufficiently weakened the party, it dives down and uses its tail slap and *unnerving moan* simultaneously. It also uses its *shadow shift* ability in melee to gain one-quarter concealment (10% miss chance).

Treasure: On the bodies are the following: a long sword, two masterwork shortswords, 3 suits of masterwork leather armor, a belt pouch (on the human) containing 2 thunderstones, and in one of the elves' backpacks, a *potion of cure critical wounds* (7th level, 1 dose).



Area 3B-18: The Stone of Madness and the Gate to Level 5 (EL 6)

Rising out of the floor of this huge, 20-foot high chamber is a 12-foot tall, 30-foot wide rock that appears to have grown out of the earth. Broken masonry from the paved floor is scattered at the foot of the stone. Standing before the rock are **3 stone guardians** dressed in plate armor and armed with greatswords. These doomed creatures attack all non-mad PCs who enter the chamber.

Stone Guardians, Male Human Ftr3 (3): CR 3; hp 28 each; see **Monster Appendix**.

The Stone of Madness

This huge black rock seems to pulse slightly and gives off a low hum. Anyone touching the stone must succeed at a Will save (DC 18) or become a stone guardian (see above). All stone guardians remain in this chamber and defend the Stone of Madness until dead or cured of their disease. Note: touching the stone with a sword or similar inanimate object does not incur a saving throw; touching it with a gloved hand, however, does.

Destroying the Stone: The Stone of Madness has a Hardness 20, hp 250. It is immune to all spell and spell-like abilities. However, a single blow from the *empowered Sword of Kell* destroys both the sword and the stone completely. Destroying the stone gains the PCs 3,000 XP story bonus.

The Gates to Level 5: The gates are actually one solid, iron portal with neither a handle nor hinges. In the middle of the door is a single square depression. If the cube from Area 1-25 is inserted in the depression, the door slides into the ceiling revealing a set of wide of stone stairs curving downwards to the south. Aside from the cube, there is no way to open this gate.

Level 4: The Drow and The Ghoul Lord

This level was designed to hold the brass rectangle to light the third and final torch in Area 2-23, as well as a special chamber to create an arsenal of magical greatswords. The level, however, was never completed, and except for a few areas, the passages and chambers remain rough and unfinished.

Several occupants have come to this level. First, a group of drow, led by a powerful priestess, was sent here by their superiors in the Underdark to scout out the dungeon as a possible location for a stronghold. Once they arrived they discovered the brass rectangle and Sizret, their leader, began to surmise that something powerful was afoot. Unfortunately, she soon had several visitors to contend with. First Thelkor, a ghoul lord, arrived with his ghoul and ghastr cohorts and stole the rectangle. Next, a hydra moved up from the Underdark, effectively blocking a return to the Drow's home. Currently, the Drow are stuck, trying to decide if they should attack the hydra or ghouls first, and worried that either strike might weaken them too much to take on the other. Thelkor the ghoul lord, it should be noted, also possesses the *Helm of Power*.

Standard Features

Most of the areas are semi-natural caves; that is, the builders of the city took some already existing caves and began reshaping them to their needs. Thus, the caverns and caves have a uniformity and a precision that most similar areas would not. In addition, there are a few areas that were finished with mortared stones. Except were noted, all areas are unlit.

Entrances/Exits

The stairs in Area 4-1 leads to up to Area 2-63. The winding passage in Area 4-4 descends several hundred yards to the Underdark. And finally, Area 4-24 winds up to Area 3B-7.

Wandering Monsters

This is not a level conducive to wandering monsters. Given the current set of circumstances (e.g. the entrance to the Underdark blocked by a Hydra) it is unlikely anything is going to wander onto the level except the PCs. If the DM would like an encounter, he should choose monsters from those described in the listed areas. Most areas describe where and how the monsters therein might move about.

Keyed Locations

Area 4-1: Spider Lair (EL 4)

This large cave is choked with spider webs, the southern portion so much so that the passage to Area 4-2 is totally obscured. The floor is strewn with the bones of animals and humanoids alike.

A **huge monstrous** spider lurks in the spider webs, ready to attack anyone or anything that enters.

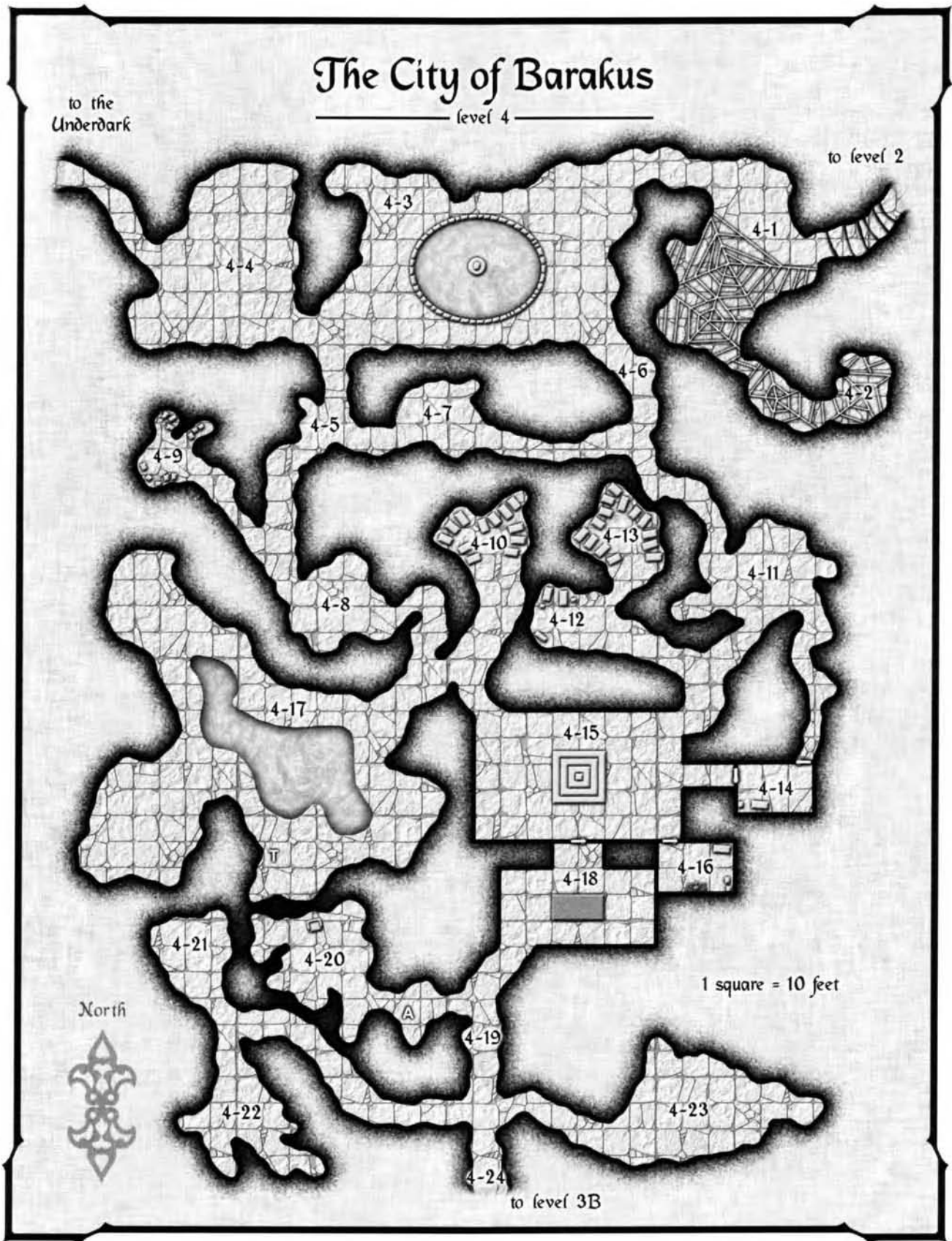
Huge Monstrous Spider: CR 5; hp 62; see **Monster Appendix**.

Tactics: The spider prefers to cast its web first then close in on its entrapped prey and attack with its bite.

Development: The drow, with the help of the aranea in Area 4-17, have befriended this enormous arachnid and are therefore left alone by it and are free to pass in and out of this chamber.

Area 4-2: Spider Nest (EL 3)

The passage between Areas 4-1 and 4-2 are filled with the spider's sticky webs. Attempting to navigate this passage without destroying the webs results in a character being stuck in the sturdy strands (as per web spell). If the PCs do destroy the webs, upon reaching the threshold of Area 4-2 they are set upon by **6 small monstrous spiders** (the babies), which have been waiting here for their mother to return with fresh meat.





Small Monstrous Spiders (6): CR 1/2; hp 4; see **Monster Appendix**.

Area 4-3: The Pool and the Statue

In the center of this cave is a 40-foot wide, 25-foot deep pool of water surrounded by a low, brick wall. A life-size statue of a maiden with long hair, a flowing gown, and a sea shell cupped in both hands stand in the center of the pool. The statue is supported on a thick stone base that descends to the bottom of the pool. The statue is that of an ancient Neutral Good water goddess worshipped by a small number of the citizens of Barakus. Her name, Gallinda, is written in Ancient Common on her right wrist (Search DC 12 to find if examining closely). Anyone submersing themselves in the pool and saying a heartfelt prayer to this goddess is *blessed* as per the spell and gains the ability to breathe under water for 24 hours. In addition, the entire area is considered *hallowed*, as per the spell.

A powerful ward protects the statue. Anyone attempting to harm the goddess automatically receives 1.5 times the amount hp inflicted on the statue. Should anyone be willing to endure the damage necessary to fully destroy the statue, it has a Hardness 10, hp 50. Note: when calculating damage done to a character, ignore the statue's Hardness. Thus, if a character strikes the statue for 12 hp, even though the statue only takes 2 hp after factoring in its Hardness, the character takes 18 hp (12 X 1.5).

Development: This statue particularly irritates the drow. They would love nothing more than to figure a way to destroy it, but have thus far been unable to do so. Sizret would also like to see the *hallowed* effect removed, and is awaiting an answer from her superiors as to whether a high level priestess is going to be arriving soon to aid in this.

Area 4-4: Hydra Lair (EL 6)

A **seven-headed hydra** found its way to this cave from the Underdark. This is yet another bother to the Drow, who lost several guards when the hydra arrived and are, at the moment anyway, cut-off from reinforcements. Though capable of slaying the hydra if all their forces were mustered,

Sizret is concerned she would lose too many warriors in the process and is currently weighing her options (see Area 4-5, below).

Seven-Headed Hydra: CR 6; hp 76; see **Monster Appendix**.

Treasure: The bodies of four partially eaten drow are piled in the northern corner of the cave. On their remains can be found 3 masterwork short swords, a +1 *short sword*, four chain shirts, 4 hand crossbows, 35 bolts still coated in sleep poison, and *four potions of cure moderate wounds* (3rd level, 1 dose).

Area 4-5: Drow Spy (EL 4)

Crouched in this small cave is Izora, a **drow elf Rog3**. Izora's job is to listen for any activity in area 4-3, then act according to her instructions (see **Development**, below).

Izora, Female Drow Elf Rog3: CR 3; hp 14; see **NPC Appendix**.

Tactics: Izora is not about to take on a group of adventurers single-handed, and so unless surprised here Izora always attempts to run rather than engage in melee. If forced to defend herself, she attempts to keep her distance for as long as possible, hoping to put as many of her adversaries to sleep with her poisoned bolts. More than likely she just quaffs her *potion of invisibility*, and sneaks away. If she hears combat in any nearby caves where she knows drow are currently stationed, she investigates.

Development: Sizret knows creatures sometimes wander down from the upper levels. Therefore she has instructed Izora to be on the lookout for anyone or anything that might be powerful enough to consider taking on the Hydra. A party of adventurers, of course, fits this description. As soon as she spots the PCs in area 4-3, she downs her *potion of change self*, changing her appearance to that of a female human rogue. She then approaches the PCs and explains that she is the last remaining member of an adventuring party that was wiped out by a hydra in Area 4-4. She says that the Hydra is hurt and should be easy prey, and has a nice treasure, all of which the PCs can keep. She only wishes to avenge her comrades' death and retrieve their valuables.

If the PCs buy the story, she accompanies them to the cave of the hydra, and, once the combat has begun, downs her *potion of invisibility* and

LEVEL 4: THE DROW AND THE GHOUL LORD

watches the melee from a safe distance. Whatever the outcome, be it the death of the PCs or the hydra, Izora races back to Sizret once the combat is over and reports the results to her.

If the PCs are suspicious or reluctant, Izora bids them good-bye and heads toward area 4-1. Before she gets there, however, she drinks a *potion of invisibility* and, if possible, goes to warn Darlorn is Area 4-6 who is then dispatched to warn Sizret. Izora then attempts to tail the PCs for as long as possible, waiting for just the right moment to spring from the shadows and *sneak attack* one of their numbers (preferably an arcane spellcaster).

Area 4-6: Lookout (EL 3)

Hidden in the shadows 20 or so feet from the mouth to Area 4-3 is **Darlorn**, a **male drow elf Rog2**. Darlorn's only job is to warn Sizret of any activity in Area 4-3 (see **Development**, below).

Darlorn, Male Drow Elf Rog2: CR 2; hp 10; see **NPC Appendix**.

Tactics: If surprised, Darlorn immediately quaffs his *potion of invisibility* and attempts to escape to Area (4-15) and warn Sizret. If he hears combat in any nearby caves where knows drow are currently stationed, he goes to investigate.

Development: Darlorn has been instructed to warn Sizret of any activity in Area 4-3. As soon as he spots the PCs therein, he stealthily makes his way back to Area 4-16 and informs his leader of what he has seen.

Area 4-7: Empty Cave

There is a small pool of water in the northeast of this chamber, fed from small cracks in the cave wall. Otherwise, there is nothing of interest here.

Area 4-8: Drow Guard Post (EL 4)

Sizret has stationed **3 drow elf fighters** here. They investigate any sounds of combat in any of the nearby caves. If attacked, they fire a round or two of poisoned bolts before closing with their shortswords.

Drow Fighters, Male Drow Elf Ftr1 (3): CR 1; hp 11 each; see **Monster Appendix**.

Area 4-9: Storage (EL 2)

Various goods are stored in this small side cave.

In a half dozen crates and boxes are 6 hand crossbows, 110 bolts, six large vials of sleep poison (enough to coat 150 bolts), 2 chain shirts, 3 masterwork shortswords, and pounds of dried rations. There is also a small locked chest in one corner (Hardness 5; hp 20; Break DC 25; Open Locks DC 20) that contains only 100 cp. Sizret put it here and trapped it to teach a lesson to any of her men who might decide to take something that doesn't belong to them.

Glyph of Warding Trap (cold): CR 4; spell; spell trigger; no reset; spell effect (*glyph of warding* [cold], 6th level cleric, 3d8 cold, DC 15 Reflex save half damage); multiple targets (all targets within 5 ft.); Search (DC 28); Disable Device (DC 28); *Cost:* 750 gp + 600 xp.

Area 4-10: Fighters' Quarters (EL 6)

This cave contains a dozen cots, beside each of which is a small trunk. A long flat rock has been pushed to the center of the cave, around which are 6 stools. There is a barrel of drinking water in the southern portion of the cave with several pewter mugs by it.

This area houses a dozen drow fighters. Currently only **4 drow fighters** are present—the rest are on duty elsewhere.

Drow Elf Ftr1 (4): CR 1; hp 11 each; see **Monster Appendix**.

Treasure: The trunks contain only the drow fighters' personal belongings. One, however, has a false bottom (Search DC 20) holding a jade brooch worth 200 gp.

Area 4-11: Guard Post (EL 4)

Two drow fighters are stationed here, keeping an ear out to the north and awaiting any instructions from Sizret.

Drow Elf Ftr1 (4): CR 1; hp 11 each; see **Monster Appendix**.

Area 4-12: Lieutenants' Chambers (EL 1)

Karna and Faybon, the leaders of the recon team sent to negotiate with Risstor (see Area 2-43 on Level 2), sleep here. There are two cots and two trunks, as well as a wooden door supported by

two stones that serves as a tabletop.

At the moment, **1 drow warrior** lounges in this cave eating a piece of dried fruit. He investigates the sounds of combat in Area 4-15, and calls for help if attacked.

Drow Warrior: CR 1/2; hp 5; see **Monster Appendix**.

Treasure: The trunks contain only the wizard's and rogue's personal belongings. Hidden in a small hole in the northeast (Search DC 22) are a potion of *cat's grace* (3rd level, 1 dose) and a *scroll of protection from law* (1st level).

Development: It is possible the drow on Level 2 will survive an attack by the PCs. If this occurs, those remaining return to this level: Karna and Faybon to this room, the warriors to Area 4-13.

Area 4-13: Warrior Chambers (EL 4)

This cave contains 14 cots and trunks, a box of dried meats, and a barrel of drinking water. Currently, **4 drow warriors** rest here awaiting orders from Sizret. They investigate any sounds of combat in Areas 4-12 or 4-15.

Drow Warriors (4): CR 1/2; hp 5 each; see **Monster Appendix**.

Area 4-14: Solass' Chambers (EL 5)

This is one of the handful of rooms on this level with finished walls, floor, and ceiling. There are empty sconces on the walls, and two candelabra light the room. There is also a cot piled with furs beside which is a locked chest. Sizret's second-in-command **Solass, a drow Wiz4**, considers herself quite the artist, and her sketches, all self-portraits, adorn the walls. Though possessed of darkvision, Solass finds it easier to render by candlelight.

Solass, Female Drow Elf Wiz4: CR 4; hp 15; see **NPC Appendix**.

Tactics: More than likely, Solass will join a fight already in progress elsewhere. If this is the case, she prepares herself by quaffing her *potion of cat's grace* and casting *mage armor*. Once in combat, she casts *mirror image* and then stands back and uses her offensive spells and her crossbow. If surprised here, she attempts to cast *web* first followed by *invisibility*, after which she seeks to slip out and find reinforcements.

Treasure: Within the locked chest (Hardness 5; hp 25; Break DC 25; Open Locks DC 20) are several fine silk robes (worth 20 gp each), a pair of cashmere gloves inlaid with small gems (50 gp), four sets of gold and silver earrings worth 25 gp per set, and Solass' spellbook.

Spellbook (All those listed in stats plus the following): 0-all; 1st-burning hands, cause fear, detect secret doors, expeditious retreat, identify, sleep; 2nd-arcane lock, bull's strength, glitterdust, Mel's acid arrow, summon monster II.

Area 4-15: Altar Room (EL 5)

In the center of this large chamber is a brass 10-foot high, four-tiered ziggurat. Atop this altar is a small pedestal within which is a small, rectangular indentation. The southern door has been wedged shut with spikes and is also sealed with an *arcane lock*.

Arcane Locked Double Doors: Hardness 8; hp 30; Break (DC 35); Dispel (DC 15).

Sizret has stationed **3 drow warriors** and **2 drow fighters** here. They watch the door to the south closely, listening for any attempts to breach it.

Drow Warriors (3): CR 1/2; hp 5 each; see **Monster Appendix**.

Drow Ftr1 (2): CR 1; hp 11 each; see **Monster Appendix**.

Tactics: Though instructed to guard this area closely, combat in any nearby area still draws the fighters' and warriors' attention, though one warrior is always left behind to watch the door. If attacked here, these guards call for Sizret and Solass, who, if still alive, arrive in 1d3 rounds.

Development: If the PCs attempt to enter this chamber via the southern door, it is quite possible they could parlay their way past the guards with a successful Bluff check, though the guards receive an automatic +5 circumstance bonus to their Sense Motive check. If an attempt to break down the door is made, one warrior immediately runs first for Sizret and then for Solass then hustles to Area 4-10 to gather up the fighters stationed there. It takes a total of 10 rounds for Sizret, Solass, and the drow fighter reinforcements to arrive. At this time, if the PCs have not broken down the door, Solass calls out, in Abyssal, the following, "Thelkor, you cannot defeat us. We are too many. Let us negotiate instead."

However this encounter is handled henceforth is up to the DM and the PCs. If the PCs attempt to parlay with Sizret, the drow priestess might offer to let them pass through the doors if they agree to A) hand over the flame, and B) are willing to fight the Hydra. If they report they have slain Thelkor and his henchmen, Sizret might offer to let them pass simply for the price of the flame. Of course, the drow are not to be trusted, and are themselves completely untrusting. If they allow let the PCs enter this area, they show them to the exit immediately and tell them never to return. If the PCs agree to fight the hydra, well, the drow are certainly not above ambushing the PCs once they have been weakened by a fight with the hydra.

Area 4-16: Sizret's Chamber (EL 7)

Dark images of drow struggling against the forces of good adorn these walls. A small wooden bed piled with furs sits in one corner, and two large trunks in another. A 2-foot high ebony statuette of the Spider Goddess stands in the middle of the room surrounded by the husks of small insects. **Sizret, a female drow elf Clr6** resides here, praying to her evil god and planning her attack on Thelkor and the hydra.

Sizret, female drow elf Clr6: CR 6; hp 43; see **NPC Appendix**.

Both large trunks are locked (Hardness 5; hp 20; Break DC 25; Open Locks DC 20). One contains only basic personal belongings; the other is **trapped** and contains the **Treasure**.

Glyph of Warding Trap (electrical): CR 4; spell; spell trigger; no reset; spell effect (*glyph of warding* [electrical], 6th level cleric, 3d8 electrical, DC 15 Reflex save half damage); multiple targets (all targets within 5 ft.); Search (DC 28); Disable Device (DC 28); *Cost:* 750 gp + 600 xp

Tactics: In combat, Sizret always prefers to cast *bull's strength*, *shield of faith*, and either *protection from good* or *magic circle against good* (depending on how many allies are nearby at the time of casting) in that order. Once in melee, she casts *doom* at the toughest looking fighter, followed by *searing light* at an arcane spellcaster. Though capable of defending herself, if surprised here she would rather cast *invisibility* and sneak away in search of comrades than take on a band of well armed adventurers alone.

Treasure: A small oak box lined with velvet containing 35 tiny diamonds each worth 15 gp; a pouch with 35 pp; a suit of masterwork chainmail; a masterwork heavy mace; and a *divine scroll of flame strike* (9th level caster). In a silver scroll case (8 gp) there is also the following note, written in Undercommon:

Sizret:

I received your missive in good time. Do not despair-help is on the way. We shall fortify this area then move onto the rest of this location. You have done good work. Do I see a promotion in your future? Please be sure to scout out as much of the other levels as possible. Helsass has indicated that this might be earmarked for our next great city!

Tiernant

Development: Helsass and Tiernant are Sizret's two immediate superiors. The drow are indeed interested in Barakus as a possible location for a future stronghold or even a mighty city. How you choose to handle this is entirely up to you. If the PCs wipe out this small contingent then perhaps the drow's plans are scuttled. On the other hand, drow are notoriously determined when they see something they want, and it is just as likely these troops would be replaced by more-and even tougher-reinforcements.

Area 4-17: Aranea Cave (EL 4)

This large cavern is dominated a long pool of water that bubbles up from an underground stream. The water is entirely potable and used by the drow for cooking and drinking. The floor of the cave is littered with a number of bones, and cobwebs hang from every corner.

Zeerfon, an aranea and special ally of the drow, lairs here, along with her **4 pet small monstrous spiders**. Zeerfona prefers to go about in hybrid form (a drow) outside this area, but changes back to her spider form in her lair. While in the cave, she can usually be found in the southwest corner. She ignores drow, but attacks anyone or anything else. Her pets roam freely about the cave. Like Zeerfon, they attack anyone other than a drow.

Zeerfon, Female Aranea: CR 4; hp 22; see **NPC Appendix**.

Small Monstrous Spiders (4): CR 1/2; hp 4 each; see **Monster Appendix**.

Tactics: Zeerfon is a crafty opponent, and not

about to charge into combat when outnumbered. She sends her pet spiders into combat first and sets back to cast webs and spells. If possible, she prefers to cast *true strike* before attempting to bite her victims.

Treasure: Hidden beneath a rock at the spot marked "T" on the map (Search DC 15) is an onyx armband worth 300 gp and a suit of masterwork full plate. Also at the bottom of the 8-foot deep pool of water is a *wand of charm person* (5th level, 18 charges). Locating the wand requires a successful Search check (DC 25), though whomever is doing the searching will need both a submersible light source and be able to breathe underwater. Neither the drow nor Zeerfon know of the wand.

Development: Zeerfon is merely an ally of the drow, not a soldier in their ranks. There is only a 50% chance she will join a combat in Area 4-15, though if combat in any nearby cave does occur, she goes on alert and is very difficult to surprise thereafter. She might also be encountered outside her cave, perhaps in council with Sizret. In this case, she always travels with two of her pet spiders.

Area 4-18: Hall of Swords (EL 4)

This chamber is dominated by two distinct features: two dozen bronze greatswords that appear to be embedded in the walls, points facing upward, about four feet off the ground, and a large stone slab with the perfect indentation of a greatsword in its center. Currently, there are also 4 **ghouls** here, commanded by Thelkor to both watch the door to the north and attempt to tunnel through the northeast wall into Area 4-16. So far they have made very little headway in their tunneling. The ghouls attack anyone or anything living that entering this area.

The double doors to the north are wedged shut and arcane locked (see Area 4-15 above for stats)

Ghouls (4): CR 1; hp 13 each; see **Monster Appendix**.

The Swords and the Stone: If the *Sword of Kell* has been **activated** and is brought to this room and laid in the stone, the embedded greatswords change from brass to iron and can be removed. For the next 24 hours, each activated greatsword functions as a +1 *undead bane great-*

sword. Once 24 hours has passed, the magical properties disappear and the swords become bronze once again. If returned to this chamber and placed back in their slots in the wall, the swords once again meld into the masonry. Otherwise, they dissolve 48 hours after activation.

Area 4-19: Ghast Lookout (EL 3)

A **single ghast** has been stationed here to keep an eye on both the passage to the south and the room to the north. At the first sign of combat or commotion in either area, the ghast immediately runs to Area 4-20 to alert Thelkor.

Ghast: CR 3; hp 26; see **Monster Appendix**.

Area 4-20: Lair of the Ghoul Lord (EL 7)

Macabre debris dangles from the ceiling of this large cave—skulls, shin bones, eyeballs, entrails—all suspended, upon closer examination, by entwined strands of hair. A makeshift throne has been erected in the northeast: an old wooden chair with a red cushion seat, its seatback festooned with skulls and demonic etchings sitting atop a large smooth stone. Seated in the throne is the **ghoul lord Thelkor** attended by 4 **ghouls**, one of whom stands guard at the spot marked "A" on the map.

Thelkor, Ghoul Lord: CR 6; hp 52; see **Monster Appendix**.

Ghouls (4): CR 1; hp 13 each; see **Monster Appendix**.

Tactics: Thelkor is absolutely fearless. At the first sign of intruders he sends his ghouls forward to engage the aggressors while he stays back and casts spells and, if necessary, summon more ghouls. He prefers to cast *contagion*, *cause fear*, and *hold person* first, though he's quick to use his *invisibility purge* if he suspects there is a need. Once in combat he heads straight for the toughest-looking fighter. Once he has paralyzed one victim he moves on to the next, hoping to immobilize the entire party then slay them in this paralytic state.

If, on the other hand, Thelkor is warned that intruders are about, he gathers up all his ghouls and ghasts and goes looking for the PCs, hoping to swarm over them with his forces.

Treasure: Beneath the chair is a locked iron



box (Hardness 10; hp 30; Break DC 25; Open Locks DC 28) containing 1,600 sp, 250 gp, 14 gems worth 100 gp each, and a *wand of fog cloud* (5th level, 9 charges), and a red, brass rectangle. This is the third and final flame. If it is inserted into the southern post in Area 2-23, that post's sphere is "lit" (see **Activating the Stone**).

Development: Thelkor arrived here, summoned accidentally by Devron, and stole the rectangle from Sizret then proceeded to set up his throne in this area. Once Sizret realized what had happened and who (or what, more accurately) was responsible, she locked the door between Areas 4-15 and 4-18. Thelkor does not care that he cannot get into Area 4-15, really; he's just happy he has something that Sizret wants (he detests drow). He has also allied himself with the abyssal orcs who reside in Area 4-23. This is a loose allegiance to say the least, but, so far anyway, an amicable one. It's actually the orcs who wish to breach the doors to Area 4-15 and eventually make their way down

to the Underdark (see Area 4-23 for details). Neither Thelkor nor the orcs have much interest in exploring Level 3B.

The Helm of Power: Thelkor also discovered Devron's *Helm of Power*. This is a simple iron helmet encrusted with a few rubies (apparent value 500 gp). If worn by anyone other than Devron, the wearer learns the following: Devron is imprisoned just beyond the *Stone of Madness*. A special sword, kept on its own level, is needed to reach him. The helmet will protect the wearer from Devron's magic.

This last piece of information is false. However, the only way to learn this is by casting a *discern lies* on the helm itself. The helm is also warded from the spell *detect evil*. An *identify* spell reveals, wrongly, that the wearer will be protected from Devron's magic. Only a *legend lore* or *analyze dweomer* reveals the full nature of the helm. If Devron wears the helm, his full power is restored (see **Restored Devron**, in Area 5-7).

Note: Only good characters can receive all this information, since evil characters cannot free him. Thus, Thelkor has no idea of the helm's power.

Area 4-21: Dead Adventurers

Heaped in the northern corner of this small cave are the bodies of two humans: One dressed in chainmail and carrying a quarterstaff, the other dressed in leather armor with a rapier at his side. These two unfortunate fellows, along with three other party members, perished at the hands of the ghouls. The ghouls ate the other three, but Thelkor instructed his minions to leave these bodies be as he wished to add them to his ranks once they have risen. In two days they become ghouls. If the PCs cast a *bless* on the bodies, however, they can prevent this from occurring, in which case the party should receive a 300 XP bonus.

Area 4-22: Tunneling Ghouls (EL 4)

Four Ghouls, at Thelkor's instructions, are busy widening this cave. Thelkor has a vague notion that he will turn this level into a palace of sorts, and so feels it necessary to adjust the architecture somehow. The ghouls attack intruders immediately.

Ghouls (4): CR 1; hp 13 each; see **Monster Appendix**.

Area 4-23: Lonesome Orcs (EL 6)

If viewed with a natural light source, this cave appears somehow darker than the others. This is in fact due to the walls having been smeared with blood (which lessens the reflective quality of the rock) by its current occupants: **Griebalm**, an **abyssal orc Ftr1/War3**, his **2 abyssal orc War2** henchmen, and a **howler**. In addition to the blood, there are several demonic murals hung on the walls. The murals, painted on large, 6' by 8' canvasses, are of exceptional quality but depict disturbing images. Finally, there are three large sacks in the eastern corner of the cave.

Griebalm, Abyssal Male Orc Ftr1/War3: CR 4; hp 27; see **NPC Appendix**.

Abyssal Orc War2 (2): CR 1; hp 9 each; see **Monster Appendix**.

Howler: CR 3; hp 39; see **Monster Appendix**.

Tactics: The orcs sic the howler on any trespassers who enter the cave while they stand back and hurl a volley or two of javelins. The orcs then close in for melee and fight to the death.

Treasure: If an interested buyer could be found for the macabre paintings, the murals (3 in all) could fetch between 200-400 gp each. The sacks each contain hundreds of tiny crystals that appear to be little more than slivers of broken glass. Indeed they are far more useful than that. If they are melted down and then applied to a suit of armor, the armor (and its wearer) gains fire/cold resistance (5). A PC recognizes the crystals with a successful Knowledge check (either Arcana [DC 20], or minerals [DC 22]). Anyone with the Craft Magic Arms and Armor feat gains an additional +2 synergy bonus to his knowledge skill check. Each bag (which weigh 100 pounds each) contains enough crystals to coat a single suit of medium-sized armor. A merchant capable or recognizing the crystals for what they are will pay 200-300 gp per bag.

Development: These orcs are merchants of sorts, on their way to a large city in the Underdark to sell both the paintings and the crystals. They got sidetracked in Barakus and are now stuck here. While they have a loose alliance with Thelkor, they are not about to come to his rescue. In fact, if he dies, they are quick to seek the brass rectangle they know Sizret wants and use it to pass through Area 4-15 and to the Underdark. If the PCs slay Thelkor, Griebalm might try to negotiate for the rectangle. Or, if the PCs have already slain most of the drow and the door to Area 4-15 is already open, the orcs might just head out without paying the PCs any further attention. Then again, an adventuring party weakened by several tough combats might supply them some interesting plunder to sell along with their current stash.

Area 4-24: Entrance to Level 3B

This passage twists and slopes upward for several hundred yards before arriving at Area 3B-7.

Level 4A: The Hall of the Sword

When the wizards and clerics of Barakus created the *Sword of Kell*, they wanted to be sure it did not fall into the wrong hands. Thus, this level was constructed. With enough foreknowledge, the sword can be obtained with no difficulty or danger. The level was designed, however, to punish those seeking to steal the sword.

Standard Features

All the rooms are made from cut, mortared stone, and are lit by *everburning torches* in wall sconces. Unless otherwise noted, the doors have a Hardness 5, hp 25.

Entrances/Exits

The only entrance to this level is the twisting passageway from Area 3A-15 that terminates in Area 4A-1.

Wandering Monsters

There are no wandering monsters on this level.

Keyed Locations

Area 4A-1:

Choices, Choices (EL 3)

The sloping passage from Area 3A-15 terminates in a large rectangular chamber. All five doors are ironbound and securely locked (Hardness 8; hp 25; Break DC 25; Open Locks DC 25). Written above the threshold on the eastern wall in Ancient Common are the words, "*Leave ye now if you do not know the way.*"

The northern door is **trapped**. Anyone picking the lock or breaking down the door triggers a magic missile trap. There is nothing but a blank wall beyond the trapped door. However, a successful Search of the wall (DC 20) reveals a small depression, within which is a brass plate with a diagram (see insert). This diagram shows the pattern one must follow on the checkerboard floor in Area 4A-6. The secret door has a Search DC 22.

Magic Missile Trap: CR 2; magic device; touch trigger; automatic reset; spell effect (d4+1 [x5]

magic missiles fired at the closest PC); Search (DC 26); Disable Device (DC 26); *Cost:* 3,500 gp + 280 xp.

Secret Door: 2 in. thick; Hardness 8; hp 30; Search (DC 22).

Area 4A-2: The Falling Floor (EL 4)

This room appears to be empty except for some wall sconces. Anyone examining the floor notices that it is covered with an odd, oily substance. The door in the west is unlocked.

Should more than 50 pounds of pressure be placed on the darkly shaded area of the floor, the entire lightly shaded area of the floor suddenly drops down at a 75-degree angle (see diagram). Anyone anywhere on the shaded area must succeed at a Reflex save (DC 20) to avoid sliding down the slick floor into a wide pit filled with sharpened spikes (see diagram). Note: Only those characters within reach of a wall or the eastern portion of the room are allowed this saving throw. Those in the middle of the floor have nothing to grab hold of. What's more, those characters clinging to the wall must still somehow climb to safety. A failed Climb check (DC 20) results in the character tumbling down the incline into the pit.

Falling Floor Pit Trap: CR 5; mechanical; location trigger; manual reset; DC 20 Reflex save avoids (see above); 20 ft. deep (2d6 fall); pit spikes (Atk +10 melee, 2d4 spikes per target for 1d6+1 each, crit 18-20); Search (DC 20); Disable (DC 20); *Market price:* 3,600 gp.

The door in the west leads to a blank wall.

Area 4A-3: The Golem Door (EL 7)

This simple east-west passage ends in a locked wooden door (Hardness 5; hp 25; Break [DC 22]; Open Locks [DC 20]). The door is fake, although opening it summons a **flesh golem** at the spot marked "G" on the map. The golem attacks the nearest character immediately and fights until slain. Note: although this "trap" can be found with a successful Search check (DC 28), it cannot be disarmed, only Dispelled (DC 25).

Flesh Golem: CR 7; hp 79; see **Monster Appendix**.

Flesh Golem Summoning Trap: CR 7; magic device; touch trigger; automatic reset; spell effect (opening door *summons* a flesh golem); Search (DC 33); Disarm (NA); *Cost:* 33,000gp + 1,440xp.

Area 4A-4: The Ape Room (EL 9)

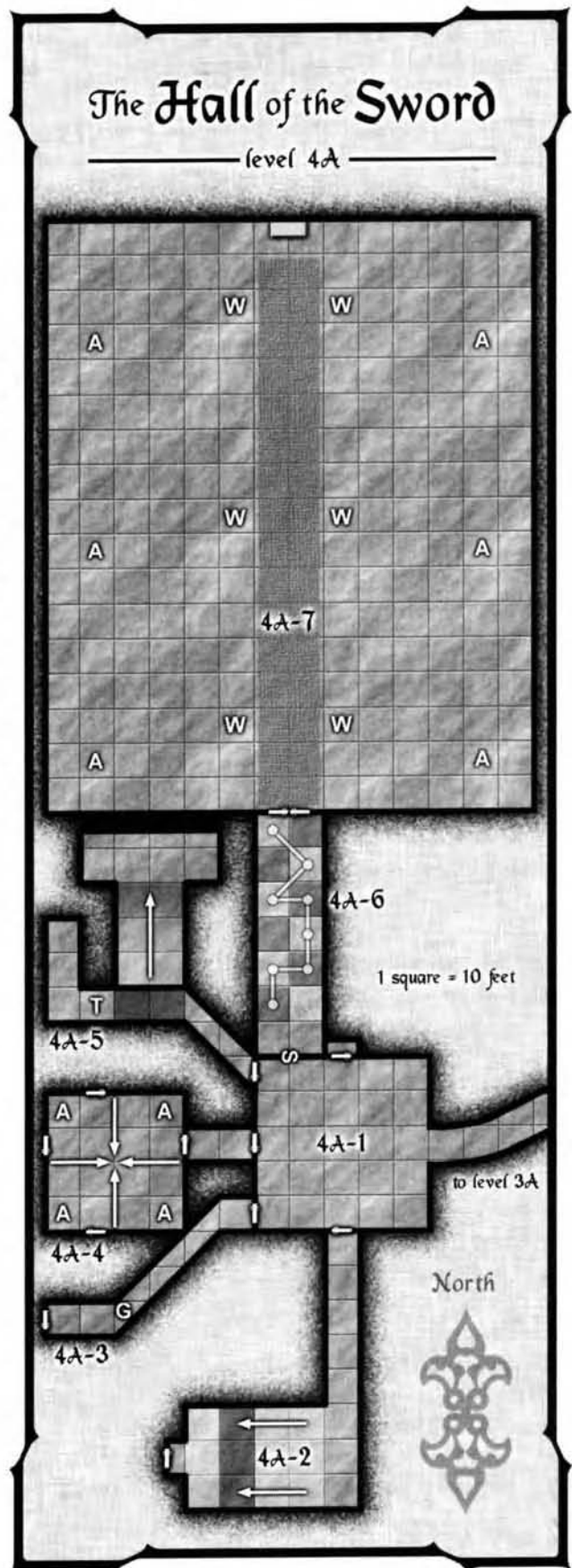
This empty room contains only four doors. Close examination of the room, however, (Search DC 15) reveals one-foot wide metal seams down the center of each wall. Should any of the doors (all of which are fake) be touched, iron walls spring from the seams and slam together in the center of the room, effectively creating four, 20-foot by 20-foot rooms. Anyone standing in the exact center of the chamber suffers 8d6 crushing damage and is pinned. A successful Reflex save (DC 13) averts this tragedy. As soon as the walls have slammed shut, **4 dire apes**, one at each "A", appear and attack the nearest PC. The metal walls remain closed for 5 rounds, after which they slide back into the stone walls. **Note:** Touching the doors once the walls have receded causes them to shut again, though no more dire apes are summoned.

Ape Summoning Doors: CR 9; mechanical and magical; touch trigger; automatic reset; iron wall (no attack roll necessary (8d6 crushing, Reflex DC 13 avoids crushing damage, and *summons* 4 dire apes); Search (DC 30); Disable (NA); *Cost:* 20,800 + 1520 xp.

Dire Apes (4): CR 3; hp 32 each; see **Monster Appendix**.

Area 4A-5: The Trapped Hall (EL 8)

At the spot marked "T" on the map is a 10-foot by 10-foot pressure plate. As soon as 50 pounds or more of pressure is placed on the plate, a 20-foot wide trapdoor in the shaded area of the corridor opens. The trapdoor is actually two 10-foot by 10-foot trapdoors, one hinged on the east and the other on the west. Anyone standing in the shaded area is dropped 10 feet to a 20-foot wide metal ramp that slopes down at a 75-degree angle for 30 feet. Characters are allowed a Reflex save (DC 20) to see if they can grab hold of the wall or floor in the passage. Those who fail their save tumble



down the ramp and then drop down another 20 feet into a 15-foot by 40-foot chamber. As soon the trapdoor above has been sprung, a deadly gas is released in this chamber, filling the entire room in one round. The gas dissipates after 20 rounds.

The trap door in the passage remains open as long as 50 pounds of pressure remains on the pressure plate. Should this pressure be removed, the doors slam shut. Anyone still dangling from the floor or wall when the doors close suffers 4d6 crushing damage and is pinned by the two sides of the trap door. A character may avoid this consequence by letting go (Ref save DC 15), though he is then dropped down to the ramp and on into the gas-filled chamber.

Trapdoor: CR 3; mechanical; location trigger; automatic reset; DC 20 Reflex save avoids; 30 ft. deep (3d6 fall); Search (DC 20); Disable Device (DC 20); *Market price:* 3,000gp.

Poison Gas Trap: CR 8; mechanical; proximity trigger (trapdoor trigger); repair reset; gas; never miss; onset delay (1 round); poison (1d6/2d6 Con, Fort save DC 20); multiple targets (all targets in 15 ft. by 40 ft. room); Search DC NA; Disable Device NA; *Market price:* 16,200.

Area 4A-6: The Checkerboard Hall (EL 3)

This wide hallway ends in a set of locked, brass, double doors. Carved into the wall flanking the doors are a pair of tall, stern looking warriors, each dressed in full ceremonial plate armor and carrying a greatsword. The double doors (3 in. thick; Hardness 15; hp 100), cannot be picked or opened with a *knock* spell, although a *dispel magic* (DC 25) unlocks the doors for three rounds. The floor of this hall is painted in a black and gray checkerboard.

If the checkerboard is traversed in the pattern shown on the map, the hall can be crossed safely, and once a character steps on the final square, the doors unlock. When a character steps on a correct square in the correct order, he feels a soft heat emanating from that square. Should a character step on a square other one of those indicated in the pattern, or step on a square in the pattern but not in the correct order, he receives a violent electrical shock (4d4 electrical damage; Fort save [DC 17] halves). A character must step on *all* the correct squares in the correct order to open the doors. Once the doors have been opened the trap is deactivated for 48 hours.

Area 4A-7: The Sword Hall (EL Varies)

The double doors from Area 4A-6 open into an absolutely massive hall. The ceiling of the chamber is domed and arches 40 feet above the floor. Running through the center of the room is a 20-foot wide red carpet. To either side of the carpet are a number of suspiciously life-like statues of warriors armed with Halberds (W) and Composite Longbows (A). At the end of the carpet is a stone platform, upon which is the *Sword of Kell*. Written across the platform in Ancient Common are the following words, "Speak ye the prayer and slay he who will not die."

If a character speaks the *warrior's prayer* (see Area 1-23) in its entirety he may remove the *Sword of Kell* without incident. If, on the other hand, he so much as touches the sword without first saying the prayer, the statues, actually 12 **statue guardians**, animate and attack.

Warrior Statue Guardians (6): CR 1; hp 25; see **Monster Appendix**.

Archer Statue Guardians (6): CR 1; hp 25; see **Monster Appendix**.

Tactics: The statue guardians' goal is to prevent the character with the sword from leaving the hall. The archers begin firing while the warriors immediately charge the sword-carrier and attempt surround him or form a wall in front of him. The statue guardians ignore all other characters in the hall until the sword-carrier leaves or is slain, at which point they begin attacking other characters. Should another character pick up the sword once the initial sword-carrier has fallen, all the remaining statue guardians direct their attacks on him. The sword guardians do not leave this chamber.

Activating the Sword

As is, *The Sword of Kell* is a +1 *greatsword*. However, if it is taken to Area 2-23 and placed in the depression in the metal circle when all three posts are "lit," it is transformed into +1 *greatsword*, +2 vs. *undead*, +4 vs. *liches*. What's more, while the sword is empowered, its wielder is immune to the a lich's paralyzing touch. The activated sword may also be used to destroy the *Stone of Madness*. The sword remains empowered only as long as all the posts in Area 2-23 remain lit, or until Devron is slain. Note: if the sword is removed from the city—that is brought anywhere other than levels 2, 3A, 3B, 4, 4A, or 5, before the lich is slain, it loses all its powers.

Level 5: Devron's Prison

Here then, is Devron's infamous prison. Years ago, when the wizards of Barakus discovered what Devron was up to, they imprisoned the lich on this level. Strong magics placed upon the prison prevented the lich from using his own magic to escape it. Thus trapped, Devron summoned several undead creatures that he employed as servants, and, should the need ever arise, guards. Next, at great expense of personal power, he summoned forth *The Stone of Madness*, which proved to be the great city's undoing. Centuries have passed, and the lich, his power now greatly diminished, waits for some unwitting adventurers to free him from his prison.

However, before he was imprisoned, Devron created the *Helm of Power* (See area 4-20). With the helm he can return to his full stature as a 15th-level necromancer lich. The helm is very tricky, however, and presents itself to an unsuspecting wearer as a protective device with some important information about locating Devron.

Standard Features

The caves here are all hewn from the natural rock. Anyone with an appropriate knowledge skill notices that the walls, while rough, were obviously man-made.

The following spells do not function on this level: *Scrying*, *clairvoyance*, *passwall*, *teleport*, *transmute rock to mud*, *move earth*, *ethereal jaunt*, *plane shift*, *teleport without error*, *ethereality*, *discern location*, and *teleportation circle*.

Wandering Monsters

There are no wandering monsters on this level.

Keyed Locations

Area 5-1: The Warding Gate

The stairs from Area 3B-18 terminate in a wide, natural stone passage. At the east end of the passage is an ornately carved stone arch. Within the arch shimmers an opaque curtain of scintillating lights—reds, blues, and greens—oscillating hypnotically. Close examination of the arch reveals faded

lettering in Ancient Common that reads the following: Pass ye only of purest intent. *Darkness for those within and without awaits transgressors.*

No creature of evil alignment can pass through this curtain (as per *forbiddance* spell, caster level 18, Will save [DC 22] avoids). What's more, any undead creature that so much as touches the curtain is utterly destroyed. Good creatures that attempt to pass through the curtain hear a voice in their heads asking the following questions:

"Have you the sword?"

The correct answer is "yes."

"How many torches have you lit?"

The correct answer is "3."

"Whom are you seeking?"

The correct answers are: He Who Does Not Die, or Devron, or The Lich.

If any question is answered incorrectly the character is hurled back from the curtain. Characters may try again to pass through but if they fail thrice, they are never again able to pass through the curtain; they are simply repelled without hearing the questions.

When a good-aligned character attempts to leave Area 5-1, the portal asks one question:

"Is he dead?"

If the character answers yes, the portal is forevermore turned off. If he answers no, he may leave, but the portal remains on.

Note: Spells such as *teleport*, *dimension door*, *passwall* and so on are utterly ineffective to bypass this portal.

Area 5-2: The Cliff Cave (EL 5)

At the east end of this cave is a high cliff that drops 50 feet to the cave below (Area 5-3). The secret door on the southwest is extremely difficult to locate (Search DC 28) and also **trapped** (see below).

Devron has stationed **2 wights** here to guard the entrance. They hide, one in each of the northern alcoves, and spring out at anyone who passes through the curtain. Note: The PCs may not be able to pass through the curtain simultaneously,

LEVEL 5: DEVRON'S PRISON



as some might not answer the question correctly. If this is the case, the wights take full advantage of the PCs' lesser numbers and attempt to subdue their opponents before reinforcements arrive.

Wights (2): CR 3; hp 26, 28; see **Monster Appendix**.

Ice Storm Trapped Secret Door: CR 5; magic device; touch trigger; automatic reset; spell effect (5d6 to all within 40-foot cylinder adjacent to

the secret door); Search (DC 29); Disable Device (DC 29); Dispel (DC 18); *Cost:* 14,000 gp.

Area 5-3: The Ghoul Warren (EL 6)

This huge cave's ceiling is 50-feet high. Bisecting the cave is a pool of water that bubbles up from an underground spring. The water flows

south through a 10-foot wide opening in the cave wall and continues through a narrow channel and then into Area 5-4. The water is 25-feet deep at its center, and 10 to 12-feet deep where it flows south. A small island of rock rises out of the center of the pool.

A total of **8 3-HD ghouls** prowl this cave; three on the east side of the cave, and five on the west. They attack anything that enters this area and are particularly swift to pounce on characters attempting to scale down the cliff face. Note: They are likely to hear the sounds of combat in Area 5-2. If this is the case, they quickly hide against the walls to make the cave appear empty.

Greater Ghouls (8): CR 1; hp 20 each; see **Monster Appendix**.

Swimming in the River: Attempting to swim from Area 5-3 to Area 5-4 via the underground river requires a successful Swim check (DC 10). There is very little headroom in the channel between the caves, and the water is certainly deep enough for a character to drown. Remember to have the characters make a Swim check every round. If a character is drowning, he is still carried down stream at a rate of five feet per round by the current. Once in the large pool in Area 5-4, the current no longer carries him southward. Note: swimming upstream from Area 5-4 to Area 5-3 is harder (Swim DC 15).

The Island: There is not a single smooth surface on this jagged rock formation. Anyone attempting to cross the island faster than 1/4 their normal movement rate or fighting on the island must succeed at a Balance check (DC 15+1 per five feet over the minimum movement rate at which the character is attempting to travel) or fall, suffering 1d6 subdual damage from the rocks. Anyone failing their Balance check by more than 8 is assumed to be tumbling down the rocks toward the water. At this point an additional Reflex save (DC 12) must be made to avoid falling into the current.

The Secret Door: High up on the southern wall (40 feet) is a secret door (Search DC 25). Devron has carved tiny peepholes out of the door through which he can observe the proceedings below. (See Area 5-7 below for details)

Secret Door: 3 in thick; Hardness 10; hp 40; Search (DC 25).

Area 5-4: The Cave of the Imposter (EL 5)

This cave is similar in many ways to Area 5-3: its ceiling arches 55 feet into the darkness, and a large pool of water, fed by a channel through the north wall, stands in the eastern half of the cave. The water of the pool flows gently southward where it feeds into a submerged stream.

If the PCs arrive in this cave via the channel from Area 5-3 they are greeted by what appears to be pale-looking, male elf who immediately runs to them and falls to his knees and begins thanking them profusely for saving his hopeless life.

This elf, who calls himself Thelstram, is, in fact, an **imposter**, summoned by Devron to enact a plan whereby he (Devron) might finally escape his prison of many centuries.

Imposter: CR 5; hp 39; see **Monster Appendix**.

Combat: The imposter is under strict orders from Devron *not* to harm any good-aligned characters that find their way into this cave. At some point, however, he might be called upon to defend Devron, at which point he makes full use of his *invisibility*, *charm person*, and *suggestion* abilities before pulling out his shortsword.

Development: As noted above, the imposter is posing as a male elf named Thelstram. His story goes that several years ago he and a band of adventurers found their way down to this level of Barakus and, after much struggle, found and killed Devron. Unfortunately, the battle was so fierce, only he remained standing. When he attempted to leave the cave, he discovered more ghouls had arisen in Area 5-3 and he fled back to this cave. He has survived all these years on fish and water from the stream. With the help of the PCs he hopes to make it back to the surface once again.

Remember, the imposter's *mind reading* ability makes him an adroit liar, and he adjusts his story subtly to what the party knows to make it more believable. If they ask for proof, he takes them to Area 5-5 and shows them the graves of his old party members (complete with skeletons) and what he claims to be Devron's remains. His goal is to get the characters to turn off the portal. If the party is still suspicious but willing to help him leave, he attempts to use his *suggestion* ability on a party member, commanding him to tell the

portal Devron is dead.

Treasure: To make him appear more believable, Devron gave the imposter, in addition to his magic weapon and armor, a pouch with 100 pp and four gems worth 200 gp each.

Secret Door: The eastern secret door is similar in all ways to that in Area 5-3 (see that area for stats). The secret door leading to Area 5-5 has a Search DC 25.

Secret Door: 3 in thick; Hardness 10; hp 40; Search (DC 25).

Area 5-5: Battleground and Gravesite

Against the northern wall of this large cave is a eight-foot high dais, atop which is a dilapidated throne. The walls around the throne are scorched black, as if by some combustible magic. Below the dais are four raised mounds, with a shield stuck in one, an axe stuck in another, a quarter-staff stuck in another, and a bastard sword stuck in the last. All the weapons and the shield are masterwork. Laying across the throne is a tattered red robe.

Development: If the PCs want the imposter to verify his story he takes them to this cave. Here he explains that the robe was worn by Devron, and that he dug all four graves himself. He refuses to dig up his friends' remains to further verify his story, though if the PCs go ahead and do it themselves, they do in fact discover skeletons there (supplied by Devron to make the story more believable).

Area 5-6: The Mist of the Dead (EL 3)

This cave is filled with a thick, foul-smelling vapor. Anyone attempting to pass through it is affected as if by a *stinking cloud* spell (Fort save DC 18). Undead can pass through this area without being affected.

Note: If Devron hears the PCs in this area, he races forward to attack them as they leave the mist, seeking to take full advantage of their weakened state.

Area 5-7: Devron's Cave (EL 9)

Devron, a Nec7 lich, spends most of his time



in this cave. There is a chair and a table against one wall, and two large chests against the southern wall. Otherwise, the cave is empty.

Devron, Male Human Lich Nec7: CR 9; hp 46; see **NPC Appendix**.

Tactics: Because Devron is likely to know in advance when he might have to face the PCs, he prefers to enter combat with a the following spells already cast (in this order): *shield*, *expeditious retreat*, *spectral hand*, *haste*, and *mirror image*. If possible, Devron waits until just before entering combat to cast *haste* and *mirror image*. Once in combat, Devron prefers to lead with his *wall of fire*, and *fear*, followed by *fireball* and *enervation*. He does not hesitate to use his wand and scrolls, and reserves his *invisibility* spell and scroll to bid a retreat should defeat seem imminent.

Development: Devron watches the PCs through the spy holes in the three secret doors leading to Areas 5-3, 5-4, and 5-5. It is unlikely, therefore, that he is going to be surprised in his lair. If the PCs take the imposter's bait and turn off the portal, he hustles through the secret door in Area 5-2, thanks the PCs for releasing him, and, with the help of the imposter, attacks the PCs. He focuses all his magic on the PCs with the *Sword of Kell* and the *Helm*. If the PC with the *Helm* drops, Devron abandon's all other actions to get the *Helm*. Should he get and don the *Helm*, the PCs are in very deep trouble indeed (see **The Restored Devron**, below).

Treasure: The chests, which are unlocked and untrapped (Devron has no one to protect his treasure from) contain 10,000 sp, 1,500 gp, 10 gems worth 25 gp each, a +2 *headband of intellect*, a *folding boat*, +2 *light crossbow* and his spellbook.

Spellbook (all those listed plus the following): 0-all; 1st-alarm, burning hands, cause fear, color spray, comprehend languages, identify, mage armor; 2nd-arcane lock, darkness, knock, levitate, Mel's acid arrow, protection from arrows, scare, rope trick; 3rd-dispel magic, fly, gentle repose, halt undead, lightning bolt, stinking cloud; 4th-contagion, dimension door, ice storm, minor globe of invulnerability, scrying, stonekin; 5th-animate dead, cloudkill, cone of cold, dominate person, magic jar, permanency, teleport; 6th-chain lightning, circle of death, contingency, disintegrate, globe of invulnerability, greater dispelling; 7th-control undead, delayed blast fireball, finger of death, phase door.

The Phylactery: Devron's armband contains several strips of vellum with magical writing upon them. Remember, if the phylactery is not destroyed, Devron will rise again. Rest assured, once restored to un-life he does everything in his power to seek his *Helm* and vengeance.

The Restored Devron

Should Devron be able to don the *Helm of Power* he instantly gains back all the experience he lost in creating the *Stone of Madness*. He is transformed into a 13th level necromancer lich, the statistics for which are listed below. Note, any spells he has already cast are still considered cast, any damage he has taken still applies.

Devron, Male Lich Nec13: CR 15; hp 75; see **NPC Appendix**.

Monster Appendix

New Monsters

Fear Guard

Medium Undead (Incorporeal)	
Hit Dice:	6d12 (39 hp)
Initiative:	+6
Speed:	fly 30 ft. (perfect)
AC:	15 (+2 Dex, +3 Natural) touch 15, flat-footed 13
Base Attack/	
Grapple:	+3/-
Attacks:	Touch +6 melee (1d4 and Wis damage)
Special Attacks:	Create spawn, fear, spell-like abilities, Wisdom damage
Special Qualities:	Darkness compatibility, daylight weakness, incorporeal, turn resistance +2, undead traits
Saves:	Fort +2, Ref +4, Will +8
Abilities:	Str -, Dex 15, Con -, Int 10, Wis 12, Cha 16
Skills:	Hide +16, Intimidate +9, Listen +7, Search +6, Sense Motive +7, Spot +7.
Feats:	Improved Initiative, Iron Will, Weapon Focus (touch)
Environment:	Underground
Organization:	Solitary, squad (1d4)
Challenge Rating:	5
Treasure:	Standard
Alignment:	Always Chaotic Evil
Advancement:	7-9 HD (Medium); 10-15 HD (Large).

Summoned by evil wizards and clerics to guard prized possessions or a valued location, fear guards embody evil in its blackest conjuration. Appearing as transparent hooded figures, fear guards use spells and their dreaded Wisdom damage to drive intruders from their haunts.

Combat

Shrouding themselves in a preternatural dark-

ness, fear guards fight using spell-like abilities and a Wisdom damage which itself heightens their fear-inducing abilities.

Create Spawn (Su): Any creature reduced to 0 Wisdom rises as a fear guard within 2d6 hours unless a *bless* spell is cast upon the body.

Fear (Su): Any creature that comes within 20 feet of a fear guard must succeed at a Will save (DC 16) or be affected as if by a *cause fear* spell cast by a 8th level sorcerer. The saving throw is Charisma based.

Spell-like Abilities (Sp): At will- *cause fear*, *ray of enfeeblement*, *darkness*; 2/day- *fear*. These abilities are as spells cast by an 8th-level sorcerer (save DC 13 + spell level).

Wisdom Damage (Su): Any creature struck by a fear guard's touch must succeed at a Fortitude save (DC 16) or suffer 1d4 points of temporary Wisdom damage. The saving throw is Charisma based.

Darkness Compatibility (Ex): A fear guard can see normally within the radius of his *darkness* spell.

Daylight Weakness (Su): If exposed to daylight, either natural or via the spell, a fear guard suffers 2d6 hp of damage and immediately flees.

Incorporeal Traits (Ex): Can be harmed only by other incorporeal creatures, magic weapons or creatures that strike as magic weapons, or spells, with a 50% chance to ignore any damage from a corporeal source (except positive energy, negative energy, and force effects such as magic missile); can pass through solid objects at will, and own attacks pass through armor; cannot make trip or grapple attacks and cannot be tripped or grappled; do not set off traps triggered by weight; always moves silently and cannot be heard with Listen checks unless it wants to be; can move at full speed even when it cannot see.

Undead Traits (Ex): Immune to mind-influencing effects, poison, sleep, paralysis, stunning, disease, and death effects. Not subject to critical hits, nonlethal damage, abil-i-ty damage, ability drain, ener-gy drain, death from massive damage, or any effect that requires a Fortitude save (unless the effect works on objects); cannot be raised, resurrection works if the creature is willing; darkvi-

sion with a range of 60 feet.

Skills: The fear guards receive a +8 racial bonus to Hide checks.

Ghoul Lord

Medium Undead (Extraplanar)

Hit Dice: 8d12 (52 hp)
Initiative: +5
Speed: 30 ft. (6 squares)
AC: 20 (+5 Dex, +5 Natural), touch 15, flat-footed 15

Base Attack/Grapple: +4/+8
Attack: Bite +9 melee (1d8+3 and paralysis)

Full Attack: Bite +9 melee (1d8+3 and paralysis), 2 claws +7 melee (1d6+1 and paralysis)

Space/Reach: 5 ft./5 ft.
Special Attacks: Create spawn, paralysis, spell-like abilities, summon ghouls

Special Qualities: Aura of resistance, DR 5/magic, turn resistance +2, undead traits

Saves: Fort +2, Ref +7, Will +9
Abilities: Str 16, Dex 20, Con -, Int 14, Wis 16, Cha 18

Skills: Climb +8, Escape Artist +11, Hide +16, Jump +8, Knowledge (religion) +5, Listen +14, Move Silently +14, Search +7, Spot +14

Feats: Multiattack, Power Attack, Weapon Finesse

Environment: Any land or underground

Organization: Solitary, or pack (2d4)

Challenge Rating: 6

Treasure: Standard

Alignment: Always Chaotic Evil

Advancement: By class

Level Adjustment: +3

These undead creatures stalk the abyss where they are servants and messengers for powerful demons. Occasionally, ghoulish lords travel to the prime material plane to set up kingdoms of their own. While on the prime material, they usually travel with large packs of ghouls and ghosts who

serve as their loyal henchmen.

Ghoul lords appear at first glance to be normal ghouls or ghosts themselves. They are, however, much stronger and faster and possessed of several powerful abilities.

Combat

Ghoul Lords never shrink from combat. Like their weaker cousins, however, they like to use their stealth capabilities to surprise their victims.

Aura of Resistance (Su): Any ghoulish lord within 50 feet of the ghoulish lord receives an additional +2 turn resistance.

Create Spawn (Su): Anyone slain by a ghoulish lord rises again as a ghoulish lord in 1d4 days. Casting a protection from evil on the body before the end of this time prevents this metamorphosis.

Paralysis (Su): Those hit by a ghoulish lord's bite or claw attack must succeed at a Fort save (DC 18) or be paralyzed for 1d10+5 minutes. The saving throw is Charisma based.

Spell-Like Abilities (Sp): At Will- *cause fear, doom, darkness*; 1/day- *contagion, hold person, invisibility purge*. These abilities are as spells cast by an 8th-level sorcerer (save DC 14 + spell level).

Summon Ghouls (Su): Once per day, as a full round action, a ghoulish lord may summon 1d3 ghouls or 1 ghost. These ghouls remain in the ghoulish lord's command until he or they are slain. A ghoulish lord may only command 10 ghouls or ghosts at one time.

Undead Traits (Ex): Immune to mind-influencing effects, poison, sleep, paralysis, stunning, disease, and death effects. Not subject to critical hits, nonlethal damage, ability drain, energy drain, death from massive damage, or any effect that requires a Fortitude save (unless the effect works on objects); cannot be raised, resurrection works if the creature is willing; darkvision with a range of 60 feet.

Gibbon

Small Monstrous Humanoid

Hit Dice: 1d8+1 (5 hp)
Initiative: +2
Speed: 30 ft. (6 squares), fly 20 ft (poor)

AC: 14 (+1 size, +2 Dex, +1 natural), touch 13, flat-

MONSTER APPENDIX

	footed 12
Base Attack/ Grapple: Attack:	+1/+2 Claw +3 melee (1d3+1); or small dagger +3 melee (1d3+1); or small dart +4 ranged (1d3+1)
Full Attack:	2 claws +3 melee (1d3+1); or small dagger +3 melee (1d3+1); or small dart +4 ranged (1d3+1)
Space/Reach: Special Attacks:	5 ft./5 ft. Coordinated attack, improved grab
Saves:	Fort +1, Ref +4, Will +2
Abilities:	Str 12, Dex 14, Con 13, Int 10, Wis 10, Cha 11
Skills:	Hide +8*, Listen +3, Spot +3
Feats:	Flyby Attack
Environment:	Temperate forest
Organization:	Solitary, group (2d4), or tribe (10d10 plus 4 3rd- level fighter champions, 1 3rd level priestess, 1 7th- level sorceress leader, and 2d4 dire wolves)
Challenge	Rating: 1/2
Treasure:	Standard
Alignment:	Usually neutral evil
Advancement:	By class
Level Adjustment:	+1

These wicked little creatures look a bit like large monkeys with bat wings. Upon closer examination one notices their facial features more closely resemble humans than simians. Their bodies, however, are entirely covered in a coarse, brown fur, and they have sharp claws and powerful hands. Fiercely territorial, the gibbons are known to swoop down out of the treetops and assault trespassers without warning. Though they greatly prefer forests, they have been known to reside in some caves and caverns, especially those with high ledges upon which they can perch.

Combat

When available, gibbons attack with daggers or large darts; barring this, they rely on their powerful claws. Their favorite tactic is to grab their

opponents, fly high into the air, and drop them to the ground.

Coordinated Attack (Ex): Gibbons fight very well in tandem. If more than one gibbon successfully strikes the same opponent with a claw attack in the same round, the gibbons may attempt to lift the creature together, gaining an additional +2 cooperation bonus per extra gibbon to the grapple check of the “lead” gibbon.

Improved Grab (Ex): To use this ability, a gibbon must hit an opponent up to one size larger with a claw attack. It can then start a grapple check as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can use its coordinated attack in tandem with another gibbon.

Skills: A gibbons receives a +4 racial bonus to its Hide check in wooded or verdant areas.

Imposters

Medium Undead (Shapechanger)

Hit Dice:	6d12 (39 hp)
Initiative:	+6
Speed:	30 ft. (6 squares)
AC:	16 (+2 Dex, +4 natural), touch 12, flat-footed 14

Base Attack/ Grapple: Attacks:	+3/+7 Slam +7 melee (1d6+4), or by weapon +7 melee or +5 ranged
-----------------------------------------------	--------------------------------------------------------------------------

Full Attack:	2 slams +7 melee (1d6+4), or by weapon +7 melee or +5 ranged
---------------------	--------------------------------------------------------------------

Special Attacks:	Spell-like abilities
Special Qualities:	Alter self, dark vision (120 ft.), DR 5/magic, mind reading, mind shielding, turn resistance +2, undead traits

Saves:	Fort +2, Ref +4, Will +6
Abilities:	Str 18, Dex 14, Con -, Int 15, Wis 12, Cha 16

Skills:	Bluff +25, Diplomacy +12, Hide +11, Intimidate +12, Move Silently +11, Sense Motive +10
----------------	--------------------------------------------------------------------------------------------------

Feats:	Blind-Fight, Improved Ini- tiative, Skill Focus (Bluff)
---------------	------------------------------------------------------------

Environment:	Any land or underground
---------------------	-------------------------

Organization: Solitary or pair
Challenge Rating: 5
Treasure: Standard
Alignment: Always Chaotic Evil
Advancement: 7-9 HD (Medium)
Level Adjustment: +3

Imposters are essentially undead doppelgangers. In their true form they look a bit like ghouls or ghosts. They are rarely seen in their true form, for like the doppelganger they can assume any humanoid form they wish. Their favorite ploy is to slay an innocent traveler, wait several months or even a year so his loved ones assume him dead, then return to his victim's home in the victim's form. Once "home," the imposter ingratiates himself to his new family before slaying all of them, usually in their sleep. Why imposters do this is uncertain; all that is certain is many a terrifying tale has been told about sailors returning home to their wives and families, only to have the wives and family go missing themselves.

Combat

Imposters rarely attack anyone in straight-up melee. Although tremendously strong and capable of dealing great damage with their fists, imposters prefer to prey on the unsuspecting, and so usually use their magic to escape combat with well-armed opponents.

Spell-like Abilities (Sp): At will- *detect secret doors, hold portal, invisibility, knock; 1/day- charm person, levitate, suggestion*. These are all as spells cast by a 9th-level sorcerer, DC 13 plus spell level.

Alter Self (Su): At will, and as often as he likes, an imposter may assume any small or medium humanoid form, as per the *alter self* spell cast by an 18th-level sorcerer. The imposter can assume the shape indefinitely.

Mind Reading (Su): Imposters possess the ability to continuously *detect thoughts* as per the spell. This ability is as spell cast by an 18th-level sorcerer.

Mind Shield (Su): Imposters are immune to all divination magic including *detect alignment, detect thoughts* and *detect evil*. Imposters are not immune to *zone of truth*.

Undead Traits (Ex): Immune to mind-influencing effects, poison, sleep, paralysis, stunning,

disease, and death effects. Not subject to critical hits, nonlethal damage, abil-i-ty damage, ability drain, energy drain, death from massive damage, or any effect that requires a Fortitude save (unless the effect works on objects); cannot be raised, resurrection works if the creature is willing; darkvision with a range of 60 feet.

Skills: An imposter receives a +10 racial bonus to Bluff checks. What's more, if it is able to *detect thoughts*, it gains an additional +4 circumstance bonus to its Bluff checks.

Mist Demon

Small Outsider (Evil, Extraplanar, Lawful)

Hit Dice: 2d8+2 (10 hp)
Initiative: +2
Speed: 30 ft. (6 squares), fly 30 ft. (good)
AC: 14 (+1 size, +2 Dex, +1 natural), touch 13, flat-footed 12

Base Attack/

Grapple: +2/-1
Attack: Claw +5 melee (1d4+1)
Full Attack: 2 claws +5 melee (1d4+1)
Space/Reach: 5 ft./5 ft.
Special Attacks: Spell-like abilities
Special Qualities: Create mist, darkvision 60 ft., fast heal 2, gaseous form, immune to critical hits, invisibility

Saves: Fort +4, Ref +5, Will +4
Abilities: Str 12, Dex 14, Con 13, Int 12, Wis 12, Cha 14

Skills: Bluff +7, Hide +11, Intimidate +7, Knowledge (the Planes) +6, Listen +6, Move Silently +7, Sense Motive +6, Search +7, Spot +6

Feats: Weapon Finesse
Environment: Any evil aligned plane, or any land or underground

Organization: Solitary, gang (2d4)
Challenge Rating: 2
Treasure: Standard
Alignment: Always lawful evil
Advancement: 2-4 HD (Small); 5-7 HD (Medium)

Level Adjustment: -

Mist demons are small, evil beings comprised of, and existing exclusively in, mist. Each demon stands-or hovers, more accurately-about four feet-tall, and has a more or less human shape, though with a terribly hooked nose and long, sharp claws. Mist demons make their homes in swamps, moors, or subterranean settings where a body of water is available. Using their *create mist* ability they generate a low fog in which they thrive. Fiercely territorial, the mist demons attack all intruders on sight.

Occasionally, a powerful evil wizard or cleric can tame one or two of these creatures well enough that they are willing to act as servants. By and large, however, mist demons are independent.

Combat

Mist demons fight using a combination of their spells and claws. They always make full use of their *invisibility*, darting in and out of the mist to surprise their foes.

Spell-like Abilities (Sp): 1/day- *cause fear*, *ray of enfeeblement*. These abilities are as spells cast by a 1st level sorcerer (save DC 13).

Create Mist (Su): If near a body of water, a mist demon can, as a full round action, generate a cloud of mist. This vaporous cloud is similar in all ways to the spell *obscuring mist* except that the mist demon can see normally while within it, and it remains for as long as the mist demon wishes it to, although it can be *dispelled* or dispersed by the normal magical means. The mist evaporates immediately once the mist demon is slain.

Gaseous Form (Su): As a standard action, a mist demon can assume a gaseous form. Note that it cannot attack physically or use any of its other supernatural or spell-like abilities while it is gaseous.

Immune to Critical Hits (Su): The body of a mist demon is unusually soft and resilient. A mist demon is not subject to critical hits.

Invisibility (Su): While within the mist, a mist demon is considered *invisible* as per the spell. Like the spell, the mist demon becomes visible whenever it casts a spell or attacks. However, as a standard action, the mist demon may blend back into the mist at any point, becoming invisible once again. An opponent notices the invisible mist demon with a successful Spot check (DC 25).

Fast Heal (Su): This ability functions only while the mist demon is within mist he has created.

Statue Guardians

Medium Construct

Hit Dice: 1d10+20 (25 hp)
Initiative: +6
Speed: 20 ft. (4 squares) (can't run)
AC: 19 (+1 Dex, +8 natural), touch 11, flat-footed 18

Base Attack/

Grapple: +0/+3
Attacks: Masterwork glaive +5
 melee (1d10+4); or composite longbow +4 ranged (1d8+3, Str +3)

Special Qualities: DR 5/adamantine, construct traits

Space/Reach:

5 ft./5 ft.
Saves: Fort +2, Ref +2, Will +0
Abilities: Str 16, Dex 14, Con -, Int -, Wis 10, Cha 1

Feats:

Great Fortitude, Improved Initiative (B)*, Weapon Focus (glaive or composite longbow) (B)*

Environment:

Any

Organization:

Any

Challenge Rating:

1

Treasure:

None

Alignment:

Always neutral

Advancement:

2-3 HD (Medium)

Level Adjustment: -

Statue Guardians are your basic, animated statue created to guard a location or item. Typically, the guardians are programmed to animate when a specific trigger has been thrown, be it a holy item touched, or a threshold crossed. The guardians are considered constructs in that they are immune to all mind affecting spells, but are otherwise treated as fighters in regards to their hit dice, saving throws, attack bonus, and feats.

Combat

Usually, statue guardians are created as either archers or warriors. The warriors can be armed with any weapon its creator chooses, though the weapons are typically masterwork and the warrior

is always considered to take the Weapon Focus feat in that weapon. Archers are always armed with mighty composite longbows.

Construct Traits (Ex): Immune to all mind-affecting effects (charms, compulsions, phantasms, patterns, and morale effects). Immune to poison, sleep effects, paralysis, stunning, disease, death effects, and necromancy effects. Cannot heal damage on its own, but can be repaired. Not subject to critical hits, nonlethal damage, ability damage, ability drain, fatigue, exhaustion, or energy drain. Immune to any effect that requires a Fortitude save unless the effect also works on objects or is harmless. Not at risk from death by massive damage, but if reduced to 0 hp it is immediately destroyed. Since it was never alive a construct cannot be raised or resurrected.

Feats: *A statue guardian receives Improved Initiative, Great Fortitude, and Weapon Focus (glaive or longbow) as bonus feats.

Hazards

Green Slime

Hazard (CR4): A single patch of green slime deals 1d6 points of temporary Constitution damage per round while it devours flesh. Extreme cold or heat, sunlight, or a *cure disease* spell destroys a patch of green slime. Against wood or metal, green slime deals 1d6 points of damage per round. It does not harm stone.

Red Mold

Hazard (CR 2): Red mold to the eye appears as soft red carpeting on whatever surface it covers. However, it is coarse to the touch and emits a slight cinnamon odor. Touching red mold stains a creature's hand red as if by permanent ink for a period of 1d2 weeks. In addition, red mold deals 1 point of temporary Dexterity damage each day thereafter unless a Fort save (DC 20) is made. The Dexterity damage caused by red mold does not heal normally and must be healed using *remove disease* or greater magic. If a creature reaches 0 Dexterity due to this poisoning, it dies and sprouts red mold spores 2d4 days after death.

Monsters

Abyssal Orc War2: CR 1; SZ M; HD 2d8+2;

hp 11 each; Init +0; Spd 20 ft.; AC 16 (+6 splint mail), touch 10, flat-footed 16; BAB/Grp +2/+5; Atk +6 melee (1d12+4, masterwork greataxe, crit X3), or +2 ranged (1d6+3, javelin); SA smite good; SQ darkvision (60 ft.), cold/fire resistance (5), light sensitivity, SR (7); AL CE; SV Fort +4, Ref +0, Will -2; Str 17, Dex 11, Con 12, Int 8, Wis 7, Cha 6.

Skills: Listen +4 (3 ranks, +2 Alertness), Spot +4 (2 ranks, +2 Alertness). **Feats:** Alertness.

Smite Good (Su): Once per day the abyssal orc warriors can make a normal attack against a good creature that deals an extra 2 hp.

Possessions: masterwork greataxe, 4 javelins, splint mail.

Allip: CR 3; SZ M Undead [Incorporeal]; HD 4d12; hp 26; Init +5; Spd fly 30 ft. (perfect); AC 15, touch 15, flat-footed 14; BAB/Grp +2/-; Atk +3 melee (1d4 permanent Wis damage, incorporeal touch); SA babble, wisdom damage, madness; SQ undead, incorporeal, turn resistance (+2); AL NE; SV Fort +1, Ref +4, Will +4; Str -, Dex 12, Con -, Int 11, Wis 11, Cha 18.

Skills: Hide +8, Intimidate +7, Listen +7, Search +4, Spot +7, Survival +0. **Feats:** Improved Initiative, Lightning Reflexes.

Assassin Vine: CR 3; SZ L Plant; HD 4d8+12; hp 30; Init +0; Spd 0 ft.; AC 15, touch 9, flat-footed 15; BAB/Grp +3/+12; Atk +7 melee (1d6+7, slam); Reach 10 ft. (20 ft. with vines); SA entangle, improved grab, constrict (1d6+7); SQ camouflage, electricity immunity, cold and fire resistance (20), blindsight; AL N; SV Fort +7, Ref +1, Will +2; Str 20, Dex 10, Con 16, Int -, Wis 13, Cha 9.

Barghest, Greater (wolf form only): CR 5; SZ L Outsider [Evil, Extraplanar, Shapechanger]; HD 9d8+27; hp 67; Init +6, Spd 40 ft.; AC 20, touch 11, flat-footed 18; BAB/Grp +9/+18; Atk +13 melee (1d8+4, bite); Space/Reach 10 ft/5 ft.; SA spell-like abilities, feed; SQ change shape, DR (10/magic), darkvision (60 ft.), scent; AL LE; SV Fort +9, Ref +8, Will +10; Str 20, Dex 15, Con 16, Int 18, Wis 18, Cha 18.

Skills: Bluff +16, Climb +17, Concentration +15, Diplomacy +8, Disguise +14, Hide +10*, Intimidate +18, Hump +21, Listen +16, Move Silently +14, Sense Motive +16, Spot +16, Survival +16, Tumble +16. **Feats:** Combat Casting, Combat Reflexes, Improved Initiative, Track

Spell-Like Abilities: At will-blink, invisibility

sphere, levitate, misdirection, rage; 1/day-charm monster, crushing despair, dimension door, mass bull's strength, mass enlarge. These are as spells cast by a 9th level sorcerer (DC 14 + spell level).

Basilisk: CR 5; SZ M Magical Beast; HD 6d10+12; hp 45; Init -1; Spd 20 ft.; AC 16, touch 9, flat-footed 16; BAB/Grp +6/+8; Atk +8 melee (1d8+3, bite); SA petrifying gaze; AL N; SV Fort +9, Ref +4, Will +3; Str 15, Dex 8, Con 15, Int 2, Wis 12, Cha 10.

Skills: Hide +0 (+4 in natural setting), Listen +7, Spot +7. *Feats:* Alertness, Blind-Fight, Great Fortitude.

Bee (Giant): CR 1; SZ M Vermin; HD 3d8; hp 13; Init +2; Spd 20 ft., fly 80 ft. (good); AC 14, touch 12, flat-footed 12; BAB/Grp +2/+2; Atk +2 melee (1d4, sting plus poison); SA poison (Fort DC 11, 1d4/1d4 Con); SQ vermin; AL N; SV Fort +3, Ref +3, Will +2; Str 11, Dex 14, Con 11, Int -, Wis 12, Cha 9.

Skills: Spot +5, Survival +1*.

Bugbear: CR 2; SZ M; HD 3d8+3; hp 16 each; Init +1; Spd 30 ft.; AC 17, touch 11, flat-footed 16; BAB/Grp +2/+4; Atk +4 melee (1d8+2, morningstar) or +3 ranged (1d6+2, javelin); SQ darkvision (60 ft.); AL CE; SV Fort +2, Ref +4, Will +1; Str 15, Dex 12, Con 13, Int 10, Wis, 10, Cha 9.

Skills: Climb +3, Hide +4, Listen +4, Move Silently +6, Spot +4. *Feats:* Alertness, Weapon Focus (morningstar)

Possessions: morningstar, 3 javelins, leather armor, light wooden shield, pouch with 2d12 gp.

Centipedes (Medium Monstrous): CR 1/2; SZ S Vermin; HD 1d8; hp 4; Init +2; Spd 40 ft.; AC 14, touch 12, flat-footed 12; BAB/Grp +0/-1; Atk +2 melee (1d6-1, bite plus poison); SA poison; SQ vermin; AL N; SV Fort +2, Ref +2, Will +0; Str 9, Dex 15, Con 10, Int -, Wis 10, Cha 2.

Skills: Climb +10, Hide +10, Spot +4. *Feats:* Weapon Finesse.

Poison: Fort save (DC 10); 1d3/1d3 Dex.

Choker: CR 2; SZ S Aberration; HD 3d8+3; hp 16; Init +6; Spd 20 ft.; AC 17, touch 13, flat-footed 15; BAB/Grp +2/+5; Atk +6 melee (tentacle [x2], 1d3+3); Reach 10 ft.; SA haste, improved grab, constrict (1d3+3); AL CE; SV Fort +2, Ref +5, Will +4; Str 16, Dex 14, Con 13, Int 4, Wis 13, Cha 7.

Skills: Climb +13, Hide +10, Move Silently +6. *Feats:* Improved Initiative, Lightning Reflexes, Stealthy.

Cloaker: CR 5; SZ L Aberration; HD 6d8+18; hp 45; Init +7; Spd 10 ft., fly 40 ft. (average); AC 19, touch 12, flat-footed 16; BAB/Grp +4/+13; Atk +8 melee (1d6+5, tail slap), and +3 melee (1d4+2, bite); SA moan, engulf; SQ shadow shift; AL CN; SV Fort +5, Ref +5, Will +7; Str 21, Dex 16, Con 17, Int 14, Wis 15, Cha 15.

Skills: Hide +8, Listen +13, Move silently +12, Spot +13. *Feats:* Alertness, Combat Reflexes, Improved Initiative.

Cockatrice: CR 3; SZ S Magical Beast; HD 5d10; hp 27; Init +3; Spd 20 ft. Fly 60 ft.; AC 14, touch 14, flat-footed 11; BAB/Grp +5/-1; Atk +9 melee (1d4-2, bite plus petrification); SA petrification; SQ petrification immunity; AL N; SV Fort +4, Ref +7, Will +2; Str 6; Dex 17; con 11, Int 2, Wis 13, Cha 9.

Skills: Listen +7, Spot +7. *Feats:* Alertness, Dodge, Weapon Finesse.

Dire Ape: CR 3; L Animal; HD 5d8+13; hp 35; Init +2; Spd 30 ft., Climb 15 ft.; AC 15, touch 11, flat-footed 13; BAB/Grp +3/+13; Atk +8 melee (1d6+6 [x2], claws) and +3 melee (1d8+3, bite); Reach 10 ft.; SA rend (2d6+9); SQ scent; AL N; SV Fort +6, Ref +6, Will +5; Str 22, Dex 15, Con 14, Int 2, Wis 12, Cha 7.

Skills: Climb +14, Listen +5, Move silently +4, Spot +6. *Feats:* Alertness, Toughness.

Dire Ape, Fiendish: CR 4; L Magical Beast [Extraplanar]; HD 5d10+13; hp 40; Init +2; Spd 30 ft., Climb 15 ft.; AC 15, touch 11, flat-footed 13; BAB/Grp +5/+15; Atk +10 melee (1d6+6 [x2], claws) and +5 melee (1d8+3, bite); Reach 10 ft.; SA rend (2d6+9); SQ darkvision (60 ft.), DR (5/magic), resistances (cold, fire, 5), scent, SR (10); AL N; SV Fort +6, Ref +6, Will +5; Str 22, Dex 15, Con 14, Int 3, Wis 12, Cha 7.

Skills: Climb +14, Listen +5, Move silently +4, Spot +6. *Feats:* Alertness, Toughness.

Smite Good (Su): 1/day the ape can make a normal attack against a good creature and deal an additional 5 hp damage.

Dire Bat: CR 2; SZ L Animal; HD 4d8+12; hp 30, or see text; Init +6; Spd 20 ft., fly 40 ft. (good); AC 20, touch 15, flat-footed 14; BAB/Grp +3/+10; Atk+5 melee (1d8+4, bite); Space/Reach 10 ft./5 ft.; SQ blindsight; AL N; SV Fort +7, Ref +10, Will +6; Str 17, Dex 22, Con 17, Int 2, Wis 14, Cha 6.

Skills: Hide +4, Listen +12, Move Silently +11, Spot +8. *Feats:* Alertness, Stealthy.

THE LOST CITY OF BARAKUS

Dire Rat: CR 1/3; SZ S Animal; HD 1d8+1; hp 5 each; Init +3; Spd 40 ft., climb 20 ft.; AC 15, touch 14, flat-footed 12; BAB/Grp +0/-4; Atk +4 melee (1d4, bite plus disease); SA disease; SQ scent; AL N; SV Fort +3, Ref +5, Will +3; Str 10, Dex 17, Con 12, Int 1; Wis 12, Cha 4.

Skills: Climb +11, Hide +8, Listen +4, Move Silently +4, Spot +4, Swm +11. *Feats:* Alertness, Weapon Finesse.

Dire Weasel: CR 2; SZ M Animal; HD 3d8; hp 16; Init +4; Spd 40 ft.; AC 16, touch 14, flat-footed 12; BAB/Grp +2/+4; Atk +6 melee (1d6+3, bite); SA attach, blood drain; SQ scent; AL N; SV Fort +3, Ref +7, Will +4; Str 14, Dex 19, Con 10, Int 2, Wis 12, Cha 11.

Skills: Hide +8, Listen +3, Move Silently +8, Spot +5. *Feats:* Alertness, Stealthy, Weapon Finesse.

Dire Wolf: CR 3; SZ L Animal; HD 6d8+18; hp 45; Init +2, Spd 50 ft.; AC 14, touch 11, flat-footed 12; BAB/Grp +4/+15; Atk +11 melee (1d8+10, bite); SA trip, SQ scent; AL N; SV Fort +8, Ref +7, Will +6; Str 25, Dex 15, Con 17, Int 2, Wis 12, Cha 10.

Skills: Hide +0, Listen +7, Move Silently +4, Spot +7, Survival +2. *Feats:* Alertness, Run, Track, Weapon Focus (bite).

Dretch: CR 2; SZ S Outsider [Chaotic, Demon, Extraplanar, Evil]; HD 2d8+4; hp 13 each; Init +0; Spd 20 ft.; AC 16, touch 11, flat-footed 16; BAB/Grp +2/-1; Atk +4 melee (1d6+1 [x2], claws); Full Atk +4 melee (1d6+1 [x2], claws), and +2 melee (1d4, bite); SA spell-like abilities, summon demons; SQ DR (5/cold iron or good), darkvision 60 ft., immunity to electricity and poison, resistances (10, acid, cold fire), telepathy (100 ft.); AL CE; SV Fort +5, Ref +3, Will +3; Str 12, Dex 10, Con 14, Int 5, Wis 11, Cha 11.

Skills: Hide +9, Listen +5, move Silently +5, Spot +5, Search +2, Survival +0. *Feats:* Multiattack.

Spell-Like Abilities (DC 10 + spell level): 1/day-scare, stinking cloud.

Possessions: pick and shovel.

Drow Fighters, Male Drow Elf Ftr1: CR 2; SZ M; HD 1d10+1; hp 11 each; Init +6; Spd 30 ft.; AC 18, touch 12, flat-footed 16; BAB/Grp +1/+3; Atk +6 melee (d6+2, masterwork shortsword, crit 19-20, range 30 ft.), or +5 ranged (1d4 plus poison, hand crossbow, crit 19-20); SA sleep poison, spell-like abilities; SQ darkvision (120

ft.), SR (12); AL CE; SV Fort +3, Ref +2, Will +0 (+2 vs. spells); Str 14, Dex 14, Con 12, Int 10, Wis 10, Cha 11.

Skills: Listen +4, Search +2, Spot +4. *Feats:* Improved Initiative, Weapon Focus (shortsword).

Spell-Like Abilities (as cast by a 1st-level sorcerer): 1/day-darkness, faerie fire, dancing lights.

Sleep Poison: Fort save DC 17 or fall asleep for 1 minute, after which the character must succeed at another Fort save (DC 17) or remain unconscious for 2d4 hours.

Possessions: masterwork shortsword, hand crossbow, 15 bolts coated in sleep poison, chain shirt, medium shield.

Drow War1: CR 1/2; SZ M; HD 1d8; hp varies; Init +2; Spd 30 ft.; AC 16, touch 11, flat-footed 15; BAB/Grp +1/+2; Atk +4 melee (1d6+1, masterwork shortsword), or +3 ranged (1d4 plus poison, hand crossbow, crit 19-20, range 60 ft.); SA spell-like abilities; SQ darkvision (120 ft.), light blindness, SR (12); AL CE; SV Fort +2, Ref +2, Will +0 (+2 vs. spells); Str 12, Dex 14, Con 10, Int 10, Wis 10, Cha 11.

Skills: Listen +4, Search +2, Spot +4. *Feats:* Weapon Focus (short sword).

Spell-like Abilities: 1/day-dancing lights, darkness, and faerie fire. All these are as spells cast by a 1st level sorcerer.

Sleep Poison: Fort save (DC 17) or fall unconscious. Subject must succeed at another Fort save after one minute or remain asleep for 2d4 hours.

Possessions: masterwork shortsword, hand crossbow, 10 bolts coated with sleep poison, chain shirt, buckler.

Ettercap: CR 4; SZ M Aberration; HD 5d8+5; hp 27; Init +3; Spd 30 ft.; AC 14, touch 13, flat-footed 11; BAB/Grp +3/+5; Atk +5 melee (1d8+2 plus poison, bite); Full Atk +5 melee (1d8+2 plus poison, bite), +3 melee (1d3+1 [x2], claws); SA poison, web; SQ low-light vision; AL NE; SV Fort +4, Ref +4, Will +6; Str 14, Dex 17, Con 13, Int 6, Wis 15, Cha 8.

Skills: Climb +10, Craft (trapmaking) +4, Hide +9, Listen +4, Spot +8. *Feats:* Great Fortitude, Multiattack.

Ettin: CR 5; SZ L Giant; HD 10d8+20; hp 70, 68; Init +3; Spd 30 ft. (in hide armor), base speed 40 ft.; AC 18, touch 8, flat-footed 18; BAB/Grp +7/+17; Atk +12 melee (1d10+6 [x2], greatclubs), or +5 ranged (1d8+6 [x2], longspear, crit X3); Full Atk +12/+7 melee (1d10+6 [x2],

MONSTER APPENDIX

greatclubs), or +5/+0 ranged (1d8+6 [x2], longspear, crit X3); SQ low-light vision, superior two-weapon fighting; AL CE; SV Fort +9, Ref +2, Will +5; Str 23, Dex 8, Con 15, Int 6, Wis 10, Cha 11.

Skills: Listen +10, Search +1, Spot +10. *Feats:* Alertness, Improved Initiative, Iron Will, Power Attack.

Possessions: Two greatclubs, four longspear, hide armor.

Fire Beetles (Giant): CR 1/3; SZ S Vermin; HD 1d8; hp 7, 5, 5; Init +0; Spd 30 ft.; AC 16, touch 11, flat-footed 16; Atk +1 melee (2d4, bite); SQ vermin; AL N; SV Fort +2, Ref +0, Will +0; Str 10, Dex 11, Con 11, Int -, Wis 10, Cha 7.

Fire Drake: DR 4; SZ S Dragon; HD 4d12+4; hp 35; Init +1; Spd 20 ft., fly 60 ft. (average); AC 15, touch 12, flat-footed 14; BAB/Grp +4/+1; Atk +7 melee (1d6+1, bite); SA breath weapon (cone of fire, 40 feet long, once per 1d4 rounds, 2d8 points of damage, Ref save [DC 13] halves), pyrophoric blood (1d3 points of fire damage to any character scoring a successful melee strike against the drake with a piercing or slashing weapon); SQ darkvision (60 ft.), fire subtype, immunities (sleep and paralysis), low-light vision; AL N; SV Fort +5, Ref +5, Will +4; Str 13, Dex 13, Con 13, Int 4, Wis 11, Cha 10.

Skills: Hide +11, Listen +5, Search +2, Spot +5. *Feats:* Hover, Weapon Focus (bite).

Ghast: CR 3; SZ M Undead; HD 4d12+3; hp 29; Init +3; Spd 30 ft.; AC 17, touch 12, flat-footed 14; BAB/Grp +2/+5; Atk +5 melee (1d8+3 plus paralysis); Full Atk +5 melee (1d8+3 plus paralysis, bite), +2 melee (1d4+1 plus paralysis [x2], claws); SA ghoulish fever, paralysis, stench; SQ darkvision, turn resistance (+2), undead traits; AL CE; SV Fort +1, Ref +4, Will +6; Str 17, Dex 17, Con -, Int 13, Wis 14, Cha 16.

Skills: Balance +7, Climb +9, Hide +8, Jump +9, Move Silently +8, Spot +8. *Feats:* Multiattack, Toughness.

Ghoul: CR 1; SZ M Undead; HD 2d12; hp 13; Init +2; Spd 30 ft.; AC 14, touch 12, flat-footed 12; BAB/Grp +1/+2; Atk +2 melee (1d6+1 plus paralysis, bite); Full Atk +2 melee (1d6+1 plus paralysis, bite) and +0 melee (1d3 plus paralysis [X2], claws); SA ghoulish fever, paralysis; SQ darkvision 60 ft., undead traits, turn resistance (+2); SV Fort +0, Ref +2, Will +5; Str 13, Dex 15, Con -, Int 13, Wis 14, Cha 12.

Skills: Balance +6, Climb +5, Hide +6, Jump +5, Move Silently +6, Spot +7. *Feats:* Multiattack.

Ghoul, Advanced: CR 1; SZ M Undead; HD 3d12; hp 19; Init +2; Spd 30 ft.; AC 14, touch 12, flat-footed 12; BAB/Grp +1/+2; Atk +3 melee (1d6+1 plus paralysis, bite); Full Atk +3 melee (1d6+1 plus paralysis, bite) and +1 melee (1d3 plus paralysis [X2], claws); SA ghoulish fever, paralysis; SQ darkvision 60 ft., undead traits, turn resistance (+2); SV Fort +0, Ref +2, Will +5; Str 13, Dex 15, Con -, Int 13, Wis 14, Cha 12.

Skills: Balance +7, Climb +6, Hide +7, Jump +6, Move Silently +7, Spot +7. *Feats:* Multiattack, Weapon Finesse.

Gnoll: CR 1; SZ M Humanoid; HD 2d8+2; hp 11; Init +0; Spd 20 ft. (in scale mail), base speed 30 ft.; AC 17, touch 10, flat-footed 17; BAB/Grp +1/+3; Atk +3 melee (1d8+2, battleaxe, crit X3), or +1 ranged (1d6, shortbow, crit X3, range 60 ft.); SQ darkvision (60 ft.); AL CE; SV Fort +4, Ref +0, Will +0; Str 15, Dex 10, Con 13, Int 8, Wis 11, Cha 8.

Skills: Listen +2, Spot +3. *Feats:* Power Attack.

Possessions: battleaxe, shortbow, 15 arrows, scale mail, large wooden shield, 2d4 gp.

Goblin: CR 1/3; SZ S [Goblinoid]; HD 1d8+1; hp 5 each; Init +1; Spd 30 ft.; AC 15, touch 12, flat-footed 14; BAB/Grp +1/-3; Atk +2 melee (1d6, morningstar), or +3 ranged (1d4, javelin); SQ darkvision (60 ft.); AL NE; SV Fort +3, Ref +1, Will -1; Str 11, Dex 13, Con 12, Int 10, Wis 9, Cha 6.

Skills: Hide +5, Listen +2, Move Silently +5, Ride +4, Spot +2. *Feats:* Alertness.

Possessions: morningstar, 2 javelins, studded leather armor, 3d6 sp.

Golem (Flesh): CR 7; SZ L Construct; HD 9d10; hp 79 each; Init -1; Spd 30 ft. (can't run); AC 18, touch 8, flat-footed 18; Atk +10 melee (2d8+5, slam); Full Atk +10 melee (2d8+5 [x2], slams); Space/Reach 10 ft./10 ft.; SA berserk; SQ construct traits, DR (5/adamantine), darkvision (60 ft.) immunity to magic, low-light vision; AL N; SV Fort +3, Ref +2, Will +3; Str 21, Dex 9, Con -, Int -, Wis 11, Cha 1.

Golem, Silver: CR 4; SZ M Construct (Golem); HD 6d12+20; hp 59; Init +4; Spd 30 ft., fly 90 ft.; AC 23, touch 14, flat-footed 19, BAB/Grp +4/+7; Atk +7 melee (1d6+3, claw); Full Atk +7 melee (1d6+3 [x2], claws); SA flame gout; SQ construct

THE LOST CITY OF BARAKUS

traits, damage reduction (5/adamantine), SR (18); AL N; SV Fort +2, Ref +6, Will +2; Str 16, Dex 18, Con-, Int-, Wis 10, Cha 1.

Flame Gout (Su): Once every four rounds the silver golem can issue forth a 20 foot-long cone of fire from a ruby in its forehead dealing 3d6 hp fire damage (Reflex save [DC 15] halves).

Grick: CR 3; SZ M Aberration; HD 2d8; hp 9; Init +2; Spd 30 ft.; AC 16, touch 12, flat-footed 14; BAB/Grp +1/+3; Atk +3 melee (1d4+2, tentacle); Full Atk +3 melee (1d4+2 [x4], tentacle), -2 melee (1d3+1, bite); SQ scent, DR (10/magic); AL N; SV fort +0, Ref +2, Will +5; Str 14, Dex 14, Con 11, Int 3, Wis 14, Cha 5.

Skills: Climb +10, Hide +3 (+11 in rocky areas), Listen +6, Spot +6. *Feats*: Alertness, Track (b).

Grimlock: CR 1; SZ M Monstrous Humanoid; HD 2d8; hp 11 each; Init +1; Spd 30 ft.; AC 15, touch 11, flat-footed 14; BAB/Grp +2/+4; Atk +4 melee (1d8+3, battleaxe, crit X3); SA blind-sight; SQ immunities, scent; AL NE; SV Fort +1, Ref +4, Will +2; Str 15, Dex 13, Con 13, Int 10, Wis 8, Cha 6.

Skills: Climb +4, Hide +3 (+13 in rocky areas), Listen +5, Spot +3. *Feats*: Alertness, Track (b).

Possessions: battleaxe.

Hag, Sea: CR 4; SZ M Monstrous Humanoid [Aquatic]; HD 3d8+3; hp 20; Init +1; Spd 30 ft., swim 40 ft.; AC 14, touch 11, flat-footed 1; BAB/Grp +3/+7; Atk +7 melee (1d4+4, claw); Full Atk +7 melee (1d4+4 [x2], claws); SA horrific appearance, evil eye; SQ SR (14), amphibious; AL CE; SV Fort +2, Ref +4, Will +4; Str 19, Dex 12, Con 12, Int 10, Wis 13, Cha 14.

Skills: Knowledge (aquatic creatures) +3, Hide +4, Listen +6, Spot +6, Swim +12. *Feats*: Alertness, Toughness.

Hobgoblin: CR 1/2; SZ M [Goblinoid]; HD 1d8+2; hp 6; Init +1; Spd 30 ft.; AC 15, touch 11, flat-footed 14; BAB/Grp +1/+2; Atk +2 melee (1d8+1, longsword, crit 19-20), or +2 ranged (1d6+1, javelin); SQ darkvision (60 ft.); AL LE; SV Fort +4, Ref +1, Will -1; Str 13, Dex 13, Con 14, Int 10, Wis 9, Cha 8.

Skills: Hide +3, Listen +2, Move silently +3, Spot +2. *Feats*: Alertness.

Possessions: longsword, 3 javelins, studded leather armor, light wooden shield, pouch with 25 sp.

Howler: CR 3; SZ L Outsider [Chaotic, Evil]; HD 6d8+12; hp 39; Init +7; Spd 60 ft.; AC 17,

touch 12, flat-footed 14; BAB/Grp +6/+15; Atk +10 melee (2d8+5, bite); Full Atk +10 melee (2d8+5, bite), and +5 melee (1d4+2 [x1d4], quills); Space/Reach 10 ft./5 ft.; SA quills, howl; SQ darkvision (60 ft.); AL CE; SV Fort +7, Ref +8, Will +7; Str 21, Dex 17, Con 15, Int 6, Wis 14, cha 8.

Skills: Climb +14, Hide +8, Listen +13, Move Silently +12, Search +7, Spot +13, Survival +2; *Feats*: Alertness, Combat Reflexes, Improved Initiative.

Hydra (5 heads): CR 4; SZ H Magical Beast; HD 5d10+28; hp 55; Init +1; Spd 20 ft.; swim 10 ft.; AC 15, touch 9, flat-footed 4; BAB/Grp +5/+16; Atk +6 melee (1d10+3 [x5], bites); Space/Reach 15 ft./10 ft.; SQ darkvision (60 ft.), fast healing 15, scent; AL N; SV Fort +9, Ref +5, Will +3; Str 17, Dex 12, Con 20, Int 2, Wis 10, cha 9.

Skills: Listen +6, Spot +6, Swim +11. *Feats*: Combat Reflexes (b), Iron Will, Toughness.

Hydra (7 heads): CR 6; SZ H Magical Beast; HD 7d10+38; hp 77; Init +1; Spd 20 ft., swim 10 ft.; AC 17, touch 9, flat-footed 16; BAB/Grp +7/+19; Atk +7 melee (1d10+4 [x7], bites); Space/Reach 15 ft./10 ft.; SQ darkvision (60 ft.), fast healing 17, low-light vision, scent; AL N; SV Fort +10, Ref +6, Will +4; Str 19, Dex 12, Con 20, Int 2, Wis 10, Cha 9.

Skills: Listen +7, Spot +7, Swim +12. *Feats*: Combat Reflexes (b), Iron Will, Toughness, Weapon Focus (bite).

Kobold: CR 1/4; SZ S [Reptilian]; HD 1d8; hp 4 each; Init +1; Spd 30 ft.; AC 15, touch 12, flat-footed 14; BAB/Grp +1/-4; Atk +1 melee (1d6-1, spear, crit X3), or +3 ranged (1d6, light crossbow, crit 19-20); SQ darkvision (60 ft.), light sensitivity; AL LE; SV Fort +0, Ref +1, Will -1; Str 9, Dex 13, Con 10, Int 10, Wis 9, Cha 8.

Skills: Craft (trapmaking) +2, Hide +6, Listen +2, Move Silently +4, Profession (miner) +2, Search +2, Spot +2. *Feats*: Alertness.

Possessions: halfspear, light crossbow, 10 bolts, leather armor, 3d8 cp.

Krenshar: CR 1; SZ M Magical Beast; HD 2d10; hp 11; Init +2; Spd 40 ft.; AC 15, touch 12, flat-footed 13; BAB/Grp +2/+2; Atk +2 melee (1d6, bite); Full Atk +2 melee (1d6, bite), +0 melee (1d4 [x2], claws); SA scare; SQ darkvision 60 ft., low-light vision, scent; AL N; SV Fort +3, Ref +5, Will +1; Str 11, Dex 14, Con 11, Int 6, Wis 12, Cha 13.

MONSTER APPENDIX

Skills: Hide +4, Jump +9, Listen +3, Move silently +6. *Feats:* Multiattack, Track (b).

Minotaur: CR 4; SZ L Monstrous Humanoid; HD 6d8+12; hp 40; Init +0; Spd 30 ft.; AC 14, touch 9, flat-footed -; BAB/Grp +6/+14; Atk +9 melee (3d6+6, greataxe, crit X3) or +9 melee (1d8+4, gore); Full Atk +9/+4 melee (3d6+6, greataxe, crit X3), +4 melee (1d8+2, gore); Space/Reach 10 ft./10 ft.; SA powerful charge (4d6+6); SQ darkvision (60 ft.), natural cunning, scent; AL CE; SV Fort +6, Ref +5, Will +5; Str 19, Dex 10, Con 15, Int 7, Wis 10, Cha 8.

Skills: Intimidate +2, Listen +7, Search +2. Spot +7. *Feats:* Great Fortitude, Power Attack, Track.

Possessions: huge greataxe.

Mummy: CR 5; M Undead; HD 8d12+3; hp 55; Init +0; Spd 20 ft.; AC 20, touch 10, flat-footed 20; BAB/Grp +4/+11; Atk +11 melee (1d6+10 plus mummy rot, slam); SA despair, mummy rot; SQ DR (5/-), darkvision 60 ft., undead traits, vulnerability to fire; AL LE; SV Fort +4, Ref +2, Will +8; Str 24, Dex 10, Con -, Int 6, Wis 14, Cha 15.

Skills: Hide +7, Listen +8, Move Silently +7, Spot +8. *Feats:* Alertness, Great Fortitude, Toughness.

Mummy, Tough: CR 5; M Undead; HD 9d12+6; hp 64; Init +0; Spd 20 ft.; AC 20, touch 10, flat-footed 20; BAB/Grp +4/+11; Atk +11 melee (1d6+10 plus mummy rot, slam); SA despair, mummy rot; SQ DR (5/-), darkvision 60 ft., undead traits, vulnerability to fire; AL LE; SV Fort +5, Ref +3, Will +8; Str 24, Dex 10, Con -, Int 6, Wis 14, Cha 15.

Skills: Hide +7, Listen +9, Move Silently +7, Spot +9. *Feats:* Alertness, Great Fortitude, Toughness (x2).

Ogre: CR 3; SZ L Giant; HD 4d8+11; hp 29; Init -1; Spd 30 ft. (in hide armor), base speed 40 ft.; AC 16, touch 8, flat-footed 16; BAB/Grp +3/+12; Atk +8 melee (2d6+7, greatclub), or +1 ranged (2d6+5, huge longspear, crit X3); Space/Reach 10 ft./10 ft. (15-20 ft. with longspear); AL CE; SV Fort +6, Ref +0, Will +1; Str 21, Dex 8, Con 15, Int 6, Wis 10, Cha 7.

Skills: Climb +5, Listen +2, Spot +2. *Feats:* Toughness, Weapon Focus (greatclub).

Possessions: huge greatclub, huge longspear, hide armor, pouch with 3d10 gp.

Orc: CR 1/2; SZ M [Orc]; HD 1d8+1; hp 5 each; Init +0; Spd 30 ft.; AC 13, touch 10, flat-footed 13; BAB/Grp +1/+4; Atk +4 melee

(1d12+3, greataxe, crit X3), or +1 ranged (1d6+3, javelin, range 30 ft.); SQ darkvision (60 ft.), light sensitivity; AL CE; SV Fort +3, Ref +0, Will -2; Str 17, Dex 11, Con 12, Int 8, Wis 7, Cha 6.

Skills: Listen +1, Spot +1. *Feats:* Alertness.

Otyugh: CR 4; SZ L Aberration; HD 6d8+9; hp 36; Init +0; Spd 20 ft.; AC 17, touch 9, flat-footed 17; BAB/Grp +4/+8; Atk +4 melee (1d6, tentacle); Full Atk +4 melee (1d6 [x2], tentacle rake) and -2 melee (1d4, bite); Space/Reach 10 ft./10 ft. (15 ft. with tentacle); SA constrict (1d6), disease, improved grab; SQ darkvision (60 ft.), scent; AL N; SV Fort +3, Ref +2, Will +6; Str 11, Dex 10, Con 13, Int 5, Wis 12, Cha 6.

Skills: Hide -1, Listen +6, Spot +6. *Feats:* Alertness, Toughness, Weapon Focus (tentacle).

Owlbear: CR 4; SZ L Magical Beast; HD 5d10+25; hp 52; Init +1; Spd 30 ft.; AC 15, touch 10, flat-footed 14; BAB/Grp +5/+14; Atk +9 melee (1d6+5, claw); Full Atk +9 melee (1d6+5 [x2], claws), and +4 melee (1d8+2, bite); Space/Reach 10 ft./5 ft.; SA improved grab; SQ scent; AL N; SV Fort +9, Ref +5, Will +2; Str 21, Dex 12, Con 21, Int 5, Wis 12, Cha 10.

Skills: Listen +8, Spot +8. *Feats:* Alertness, Track.

Rat: CR 1/8; SZ T Animal; HD 1/4 d8; hp 1; Init +2; Spd 15 ft., climb 15 ft., swim 15 ft.; AC 14, touch 14, flat-footed 12; BAB/Grp +0/-12; Atk +4 melee (1d3-4, bite); Space/Reach 2 1/2 ft./0 ft.; SQ low-light vision, scent; AL N; SV Fort +2; Ref +4, Will +1; Str 2, Dex 15, Con 10, Int 2, Wis 12, Cha 2.

Skills: Balance +10, Climb +12, Hide +14, Move Silently +10, Swim +10. *Feats:* Weapon Finesse.

Ratman: CR 1/2; SZ M Monstrous Humanoid; HD 1d8+3; hp 7 each; Init +2; Spd 30 ft. climb 15 ft.; AC 16, touch 12, flat-footed 14; BAB/Grp +1/+1; Atk +1 melee (1d6, scimitar, Crit 18-20); SQ darkvision (60 ft.); AL LE; SV Fort +5, Ref +2, Will +0; Str 10, Dex 15, Con 16, Int 10, Wis 10, Cha 8.

Skills: Escape Artist +3, Hide +2, Jump +1. *Feats:* Dodge.

Possessions: scimitar, leather armor, light wooden shield.

Note: Ratmen can be found in the Creature Collection and Creature Collection Revised from Sword & Sorcery Studio and are used by permission.

Rock Reptile: CR 3; SZ M Magical Beast; HD 5d10+20; hp 45; Init +6; Spd 20 ft.; AC 17, touch 12, flat-footed 15; BAB/Grp +5/+9; Atk +9 melee (1d4+4, bite); SA ambush; AL N; SV Fort +8, Ref +6, Will +1; Str 18, Dex 14, Con 18, Int 2, Wis 10, Cha 6.

Skills: Hide +11, Listen +2, Move Silently +8, Spot +2. *Feats:* Improved Initiative, Skill Focus (Hide).

Ambush (Ex): A rock reptile darts out of hiding places with blinding speed. On the first round after it emerges, it gains a +4 conditional bonus to its attack roll.

Rust Monster: CR 3; SZ M Aberration; HD 5d8+5; hp 27; Init +3; Spd 40 ft.; AC 18, touch 13, flat-footed 15; BAB/Grp +3/+3; Atk +3 melee (rust, antennae touch; Full Atk +3 melee (rust, antennae touch) or -2 melee (1d3, bite); SA rust; SQ darkvision, scent; AL N; SV Fort +2, Ref +4, Will +5; Str 10, Dex 17, Con 13, Int 2, Wis 13, Cha 8.

Skills: Listen +7, Spot +7. *Feats:* Alertness, Track.

Sahuagin: CR 2; SZ M [Aquatic]; HD 2d8+2; hp 11; Init +1; Spd 30 ft., swim 60 ft.; AC 16, touch 11, flat-footed 15; BAB/Grp +2/+4; Atk +4 melee (1d4+2, talon) or +4 melee (1d8+3 trident) or +3 ranged (1d10, heavy crossbow); Atk +4 melee (1d8+3 trident) and +2 melee (1d4+1, bite) or +4 melee (1d4+2 [x2], talons) and +2 melee (1d4+1, bite) or +3 ranged (1d10, heavy crossbow); SA blood frenzy, rake 1d4+1; SQ blindsense 30 ft., darkvision (60 ft.), freshwater sensitivity, light blindness, speak with sharks, water dependent; AL LE; SV fort +3, Ref +4, Will +4; Str 14, Dex 13, Con 12, Int 14, Wis 13, Cha 9.

Skills: Handle Animal +4, Hide +6, Listen +6, Profession (hunter) +1, Ride +3, Spot +6, Survival +1. *Feats:* Great Fortitude, Multiattack.

Salamander, Average: CR 6; SZ M Outsider [Extraplanar, Fire]; HD 9d8+18; hp 58; Init +1; Spd 20 ft.; AC 19, touch 11, flat-footed 17; BAB/Grp +9/+11; Atk +11 melee (1d8+3 plus 1d6 fire, long spear; Full Atk +11/+6 melee (1d8+3 plus 1d6 fire, long spear), +9 melee (2d6+1 plus 1d6 fire, tail slap); SA constrict (2d6+1 plus 1d6 fire), heat, improved grab; SQ DR (10/magic), darkvision (60 ft.), immunity to fire, vulnerability to cold; AL NE; SV Fort +8, Ref +7, Will +8; Str 14, Dex 13, Con 14, Int 14, Wis 15, Cha 13.

Skills: Bluff +11, Craft (blacksmithing) +19, Diplomacy +3, Disguise +1, Hide +11, Intimidate +3, Listen +8, Move Silently +11, Search +12, Spot +8. *Feats:* Alertness, Multiattack, Power Attack.

Scorpion (Medium Monstrous): CR 1; SZ M Vermin; HD 2d8+4; hp 15; Init +0; Spd 40 ft.; AC 14, touch 10, flat-footed 14; BAB/Grp +1/+3; Atk +2 melee (1d4+1, claw); Full Atk +2 melee (1d4+1 [x2], claws), and -3 melee (1d4 plus poison, sting); SA constrict (1d4+1), improved grab, poison; SQ darkvision (60 ft.), tremorsense (60 ft.), vermin traits; AL N; SV Fort +5, Ref +0, Will +0; Str 13, Dex 10, Con 14, Int -, Wis 10, Cha 2.

Skills: Climb +5, Hide +4, Spot +4.

Poison: Fort save (DC 13); 1d3/1d3 Str.

Sea Cat: CR 4; SZ L Magical Beast; HD 6d10+18; hp 51; Init +1; Spd 10 ft., swim 40 ft.; AC 18, touch 10, flat-footed 17; BAB/Grp +/+14; Atk +9 melee (1d6+4, claw); Full Atk +9 melee (1d6+4 [x2], claws), +4 melee (1d8+2, bite); Space/Reach 10 ft./5 ft.; SA rend (2d6+6); SQ darkvision 60 ft., hold breath, low-light vision, scent; AL N; SV Fort +8, Ref +6, Will +5; Str 19, Dex 12, Con 17, Int 4, Wis 13, Cha 10.

Skills: Listen +8, Spot +7, Swim +12. *Feats:* Alertness, Endurance, Iron Will.

Shadow: CR 3; SZ M Undead [Incorporeal]; HD 3d12; hp 19; Init +2; Spd fly 40 ft. (good); AC 13, touch 13, flat-footed 11; BAB/Grp +1/-; Atk +3 melee (1d6 temporary Str damage, incorporeal touch); SA create spawn, strength damage; SQ darkvision 60 ft., incorporeal traits, turn resistance (+2), undead traits; AL CE; SV Fort +1, Ref +3, Will +4; Str -, Dex 14, Con -, Int 6, Wis 12, Cha 13.

Skills: Hide +8, Listen +7, Search +4, Spot +7. *Feats:* Alertness, Dodge.

Shark, Large: CR 2; SZ L Animal [Aquatic]; HD 7d8+7; hp 38; Init +6; Spd swim 60 ft.; AC 15, touch 11, flat-footed 13; BAB/Grp +5/+12; Atk +7 melee (1d8+4, bite); Space/Reach 10 ft./5 ft.; SQ blindsense, keen scent; AL N; Fort +8, Ref +7, Will +3; Str 17, Dex 15, Con 13, Int 1, Wis 12, Cha 2.

Skills: Listen +8, Spot +7, Swim +11. *Feats:* Alertness, Great Fortitude, Improved Initiative.

Shark, Medium: CR 1; SZ M Animal [Aquatic]; HD 3d8+3; hp 16; Init +2; Spd swim 60 ft.; AC 15, touch 12, flat-footed 13; BAB/Grp +2/+3;

Atk +4 melee (1d6+1, bite); SQ blindsense, keen scent; AL N; SV Fort +4, Ref +5, Will +2; Str 13, Dex 15, Con 13, Int 1, Wis 12, Cha 2.

Skills: Listen +6, Spot +6, Swim +9. *Feats:* Alertness, Weapon Finesse.

Shocker Lizard: CR 2; SZ S Magical Beast; HD 2d10+2; hp 13; Init +6; Spd 40 ft., climb 20 ft., swim 20 ft.; AC 16, touch 13, flat-footed 14; BAB/Grp +2/-2; Atk +3 melee (1d4, bite); SA stunning shock, lethal shock; SQ darkvision, electricity sense, immunity to electricity, low-light vision; AL N; SV Fort +4, Ref +5, Will +1; Str 10, Dex 15, Con 13, Int 2, Wis 12, Cha 6.

Skills: Climb +11, Hide +11, Jump +7, Listen +4, Spot +4, Swim +10. *Feats:* Improved Initiative.

Skeleton (Cave Bear): CR 3; SZ L Undead; HD 6d12; hp 39; Init +2; Spd 40 ft.; AC 18 (-1 size, +2 Dex, +7 natural), touch 11, flat-footed 16; BAB/Grp +3/+15; Atk +10 melee (1d8+8, claw); Full Atk +10 melee (1d8+8, [x2] claws), +5 melee (2d6+4, bite); Space/Reach 1- ft./5 ft.; SQ DR (5/bludgeoning), immunity to cold, low-light vision; AL NE; Fort +2, Ref +4, Will +5; Str 27, Dex 15, Con 19, Int -, Wis 10, Cha 1.

Feats: Improved Initiative.

Skeleton (Medium): CR 1/3; SZ M Undead; HD 1d12; hp 6 each; Initiative +5; Spd 30 ft.; AC 15, touch 11, flat-footed 14; BAB/Grp +0/+1; Atk +1 melee (1d6+1, scimitar) or +2 melee (1d4+1, claws); Full Atk +1 melee (1d6+1, scimitar), +0 melee (1d4+1 [X2], claws); SQ DR (5/bludgeoning), darkvision 60 ft. immunity to cold, undead traits; AL NE; SV Fort +0; Ref +1, Will +2; Str 13, Dex 13, Con -, Int -, Wis 10, Cha 11.

Feats: Improved Initiative.

Slaad, Blue: CR 8; SZ L Outsider [Chaotic, Extraplanar]; HD 8d8+32; hp 68; Init +2; Spd 30 ft.; AC 20, touch 11, flat-footed 18; BAB/Grp +8/+18; Atk +13 melee (2d6+4, claw); Atk +13 melee (2d6+4 [x4], claws), +11 melee (2d8+3 plus disease, bite); SA spell-like abilities, slaad fever, summon slaad; SQ darkvision 60 ft., fast healing (5), immunity to sonic, resistances (acid, cold, electricity, fire 5); AL CN; SV Fort +10, Ref +8, Will +4; Str 23, Dex 15, Con 19, Int 6, Wis 6, Cha 10.

Skills: Climb +17, Hide +9, Jump +17, Listen +9, Move Silently +13, Spot +9. *Feats:* Dodge, Mobility, Multiattack.

Spell-Like Abilities: at will—hold person, pass-wall, and telekinesis; 1/day—chaos hammer. These are as spells cast by an 8th-level sorcerer (DC 10 + spell level).

Slaad Fever (Ex): Supernatural disease—bite, Fortitude DC 18, incubation period 1 day, damage 1d3 Dex and 1d3 Cha. The save DC is Constitution based. An afflicted humanoid reduced to Charisma 0 by slaad fever immediately transforms into a red slaad. If the infected being is an arcane spellcaster, the disease instead produces a green slaad.

Snake, Coral: CR 1; SZ M Animal; HD 2d8; hp 9; Init +3; Spd 20 ft., climb 20 ft., swim 20 ft.; AC 16, touch 13, flat-footed 13; BAB/Grp +1/+0; Atk +4 melee (1d4-1 and poison, bite); SA poison* (Fort DC 11, 1d6 Con, 1d2 hours onset, paralysis for 10 + 1d4 hours, distress [1d6 nonlethal every 10 minutes], 1d6 Con); SQ scent; AL N; SV Fort +3, Ref +6, Will +1; Str 8, Dex 17, Con 11, Int 1, Wis 12, Cha 2.

Skills: Balance +11, Climb +11, Hide +12, Listen +5, Spot +5; Swim +7. *Feats:* Weapon Finesse.

*The coral snake uses the new poison rules found in the Tome of Horrors (page 319) published by Necromancer Games.

Spider (Huge Monstrous): CR 5; SZ H Vermin; HD 8d8+16; hp 52; Init +3; Spd 30 ft. (40 ft. in webs), climb 20 ft.; AC 16, touch 11, flat-footed 13; BAB/Grp +6/+18; Atk +9 melee (2d6+6 plus poison, bite [DC 16; 1d8/1d8 Str]); Space/Reach 15 ft./10 ft.; SA poison, web; SQ darkvision (60 ft.), tremorsense (60 ft.), vermin traits; AL N; SV Fort +8, Ref +5, Will +2; Str 19, Dex 17, Con 14, Int -, Wis 10, Cha 2.

Skills: Climb +12, Hide -1*, Jump +4, Spot +4.

Spider (Large Monstrous): CR 2; SZ L Vermin; HD 4d8+4; hp 22; Init +3; Spd 30 ft., climb 20 ft.; AC 14, touch 12, flat-footed 11; BAB/Grp +3/+9; Atk +4 melee (1d8+3 plus poison, bite [DC 13; 1d6/1d6 Str]); Space/Reach 10 ft./5 ft.; SA poison, web; SQ darkvision (60 ft.), (tremorsense (60 ft.)), vermin traits; AL N; SV Fort +5, Ref +4; Will +1; Str 15, Dex 17, Con 12, Int -, Wis 10, Cha 2.

Skills: Climb +11, Hide +3, Jump +2, Spot +4.

Possessions: greataxe, 3 javelins, scale mail, 2d6 silver pieces.

Spider (Medium Monstrous): CR 1; SZ M Vermin; HD 2d8+2; hp 11; Init +3, Spd 30 ft.

(40 ft. in web), climb 20 ft.; AC 14, touch 13, flat-footed 11; BAB/Grapp +1/+1; Atk +4 melee (1d6 plus poison, bite [DC 12, 1d4/1d4 Str]); SA poison, web; SQ darkvision (60 ft.), (tremorsense (60 ft.), vermin traits; AL N; SV Fort +4, Ref +3, Will +0; Str 11, Dex 17, Con 12, Int -, Wis 10, Cha 2.

Skills: Climb +11, Hide +7, Jump +0, Spot +4. *Feats:* Weapon Finesse (b).

Poison: Fort save DC 14; 1d4/1d4 Str.

Spider (Small Monstrous): CR 1/2; SZ S Vermin; HD 1d8; hp 4 each; Init +3; Spd 30 ft. (40 ft. in webs), climb 20 ft.; AC 14, touch 14, flat-footed 11; BAB/Grapp +0/-6; Atk +4 melee (1d4-2 plus poison, bite [DC 10; 1d3/1d3 Str]); SA poison, web; SQ darkvision (60 ft.), (tremorsense (60 ft.), vermin traits; AL N; SV Fort +2; Ref +3, Will +0; Str 7, Dex 17, Con 10, Int -, Wis 10, Cha 2.

Skills: Climb +11, Hide +11, Jump -2, Spot +4. *Feats:* Weapon Finesse (b)

Spider (Tiny Monstrous): CR 1/4; SZ T Vermin; HD 1/2 d8; hp 2 each; Init +3 Dex; Spd 20 ft., climb 10 ft.; AC 15, touch 15, flat-footed 12; BAB/Grapp +0/-12; Atk +5 melee (1d3-4 plus poison, bite [DC 10, 1d2/1d2 Str]); Space/Reach 2 1/2 ft. by 2 1/2 feet/0 ft.; SA poison; SQ darkvision (60 ft.), (tremorsense (60 ft.), vermin traits; AL N; SV Fort +2, Ref +3, Will +0; Str 3, Dex 17, Con 10, Int -, Wis 10, Cha 2.

Skills: Climb +11, Hide +15, Jump -4, Spot +4. *Feats:* Weapon Finesse (b).

Squid: CR 1; SZ M Animal; HD 3d8; hp varies; Init +3, Spd swim 60 ft.; AC 16, touch 13, flat-footed 13; BAB/Grapp +2/+8*; Atk +4 melee (0, arm); Full Atk +4 melee (0, arms), and -1 melee (1d6+1, bite); SA improved grab; SQ ink cloud, jet, low-light vision; AL N; SV Fort +3, Ref +6, Will +2; Str 14, Dex 17, Con 11, Int 1, Wis 12, Cha 2.

Skills: Listen +7, Spot +7, Swim +10. *Feats:* Alertness, Endurance.

Stirge: CR 1/2; SZ T Magical Beast; HD 1d10; hp 5 each; Init +4; Spd 10 ft., fly 40 ft. (average); AC 16, touch 16, flat-footed 12; BAB/Grapp +1/+11 (+1 when attached); Atk +7 melee (attach plus blood drain); Space/Reach 2 1/2 ft./0 ft.; SA attach, blood drain; SQ darkvision 60 ft., low-light vision; AL N; SV Fort +2, Ref +6, Will +1; Str 3, Dex 19, Con 10, Int 1, Wis 12, Cha 6.

Skills: Hide +14, Listen +4, Spot +4. *Feats:*

Alertness, Weapon Finesse (b).

Stone Giant: CR 8; SZ L Giant [Earth]; HD 14d8+56; hp 119; Init +2; Spd 40 ft.; AC 25, touch 11, flat-footed 23; BAB/Grapp +10/+22; Atk +17 melee (2d8+12, huge greatclub), or +17 melee (1d4+8, slam) or +11 ranged (2d8+12, rock); Full Atk +17/+12 melee (2d8+12, huge greatclub) or +17 melee (1d4+8, slam) or +11 ranged (2d8+12, rock); Space/Reach 10 ft./10 ft.; SA rock throwing; SQ darkvision 60 ft., low-light vision, rock catching; AL CE (N); SV Fort +13, Ref +6, Will +7; Str 27, Dex 15, Con 19, Int 10, Wis 12, Cha 11.

Skills: Climb +11, Hide +6, Jump +11, Spot +12. *Feats:* Combat Reflexes, Iron Will, Point-Blank Shot, Power Attack, Precise Shot.

Possessions: huge greatclub, rocks.

Stone Guardian, Male Human Ftr3: CR 3; SZ M; HD 3d10+6; hp 28 each; Init +6 ; Spd 20 ft.; AC 19 (+1 Dex, +8 full plate), touch 11, flat-footed 18; BAB/Grapp +3/+6; Atk +8 melee (2d6+4, masterwork greatsword, crit 19-20); SQ immunities (see below), life support; AL LE (CG); SV Fort +5, Ref +3, Will +1; Str 16, Dex 14, Con 14, Int 8, Wis 10, Cha 10.

Skills: Listen +5 (3 ranks, +2 Alertness), Spot +5 (3 ranks, +2 Alertness). *Feats:* Alertness, Cleave, Improved Initiative, Power Attack, Weapon Focus (greatsword).

Possessions: masterwork greatsword, full plate.

Immunities (SU): Stone guardians are immune to all mind affecting spells and spell-like effects.

Life Support (SU): Stone guardians, though technically still living, do not need to eat, drink, or sleep. They are sustained instead by the Stone of Madness. They heal at twice the normal rate while within 10 feet of the stone.

Madness: As with all creatures affected by the Stone of Madness, the Stone Guardians can be cured with a remove disease spell.

Tiger, Fiendish: CR 5; SZ L Magical Beast [Extraplanar]; HD 6d10+18; hp 51; Init +2; Spd 40 ft.; AC 14, touch 11, flat-footed 12; BAB/Grapp +6/+16; Atk +11 melee (1d8+6, claw); Full Atk +11 melee (1d8+6 [x2], claws), +6 melee (2d6+3, bite); Space/Reach 10 ft./5 ft.; SA improved grab, pounce, rake, smite good; SQ darkvision (60 ft.), cold and fire resistance (10), DR (5/magic), low-light vision, scent, SR (11); SV Fort +8, Ref +7, Will +3; Str 23, Dex 15, Con 17, Int 3, Wis 12, Cha 6.

MONSTER APPENDIX

Skills: Balance +6, Hide +3, Listen +3, Move Silently +9, Spot +3, Swim +11. *Feats:* Alertness, Improved Natural Attack (bite), Improved Natural Attack (claw)

Smite Good (Su): 1/day the tiger can make a normal attack a good creature and deal an additional 6 hp damage.

Tojanida, Juvenile: CR 3; SZ S Outsider [Water]; HD 3d8+6; hp 19; Init +1; Spd 10 ft., swim 90 ft.; AC 22, touch 12, flat-footed 21; BAB/Grp +3/+1; Atk +6 melee (2d6+2, bite); Full Atk +6 melee (2d6+2, bite), +1 melee (1d4+1 [x2], claws); SA improved grab, ink cloud; SQ all-around vision, acid and cold immunity, fire and electricity resistance (10); AL N; SV Fort +5, Ref +4, Will +4; Str 14, Dex 13, Con 15, Int 10, Wis 12, Cha 9.

Skills: Diplomacy +1, Escape Artist +7, Hide +11, Knowledge (the Planes) +6, Listen +7, Search +6, Search +6, Spot +9, Sense Motive +7, Survival +1, Swim +10. *Feats:* Blind-Fight, Dodge.

Troll: CR 5; SZ L Giant; HD 6d8+36; hp 62; Init +2; Spd 30 ft. [swim 40 ft. for scrag]; AC 16, touch 11, flat-footed 14; BAB/Grp +4/+14; Atk +9 melee (1d6+6, claw); Full Atk +9 melee (1d6+6, claw), +4 melee (1d6+3, bite); Space/Reach 10 ft./10 ft.; SA rend (2d6+9); SQ darkvision (90 ft.), low-light vision, regeneration (5), scent; AL CE; SV Fort +11, Ref +4, Will +3; Str 23, Dex 14, Con 23, Int 6, Wis 9, Cha 6.

Skills: Listen +5, Spot +6. *Feats:* Alertness, Iron Will, Track.

Unicorn, Black: CR 3; L Magical Beast; HD 4d10+20; hp 42; Init +3; Spd 60 ft.; AC 18, touch 12, flat-footed 15; BAB/Grp +4/+13; Atk +11 melee (1d8+8, horn); Atk +11 melee (1d8+8, horn), +3 melee (1d4+2 [x2], hooves); Space/Reach 10 ft./5 ft.; SQ darkvision (60 ft.), magic circle against good, spell-like abilities, immunities, low-light vision, scent, wild empathy; AL CE; SV Fort +9, Ref +7, Will +6; Str 20, Dex 17, Con 21, Int 10, Wis 21, Cha 24.

Skills: Jump +21, Listen +11, Move Silently +9, Spot +11, Survival +8. *Unicorns receive a +3 competence bonus to Survival checks within the boundaries of their forest. *Feats:* Alertness, Skill Focus (Survival).

Vampire Spawn: CR 4; SZ M Undead; HD 4d12+3; hp 29; Init +6; Spd 30 ft.; AC 15, touch 12, flat-footed 13; BAB/Grp +2/+5; Atk +5 melee

(1d6+4 plus energy drain, slam); SA blood drain, domination, energy drain; SQ cold and electricity resistance (10), DR (5/silver), darkvisions (60 ft.), fast healing (2), gaseous form, turn resistance (+2), spider climb, undead traits; AL CE; SV Fort +1, Ref +5, Will +5; Str 16, Dex 14, Con -, Int 13, Wis 13, Cha 14.

Skills: Bluff +6, Climb +8, Craft or Profession (any one) +4, Diplomacy +4, Hide +10, Jump +8, Listen +11, Move Silently +10, Seach +8, Sense Motive +11, Spot +11. *Feats:* Alertness (b), Improved Initiative (b), Lightning Reflexes (b), Skill Focus (selected Craft or Profession skill), Toughness.

Vargouille: CR 2; SZ S Outsider [Evil]; HD 1d8+1; hp 5; Init +1; Spd fly 30 ft. (good); AC 12, touch 11, flat-footed 11; BAB/Grp +1/-3; Atk +3 melee (1d4 plus poison, bite); SA shriek, kiss, poison; SQ Darkvision (60 ft.); AL NE; SV Fort +3, Ref +3, Will +3; Str 10, Dex 13, Con 12, Int 5, Wis 12, Cha 8.

Skills: Hide +9, Intimidate +3, Listen +5, Move Silently +5, Spot +5. *Feats:* Weapon Finesse.

Vegepygmy (Bodyguard): CR 3 SZ S Plant; HD 4d8+8; hp 26; Init +2; Spd 30 ft.; AC 16, touch 13, flat-footed 13; BAB/Grp +3/+2; Atk +6 melee (1d4+2, claw) or +6 melee (1d6, long-spear, Crit x3); Full Atk +6 melee (1d4+2 [x2], claws), or +6 melee (1d6+3, longspear, Crit X3); SQ DR (10/bludgeoning or slashing), electrical immunity, plant traits; AL N; SV Fort +8, Ref +3, Will +2; Str 14, Dex 14, Con 14, Int 10, Wis 13, Cha 12.

Skills: Hide +13 (+25 in woods), Listen +10, Move silently +11, Spot +10. *Feats:* Alertness, Great Fortitude.

Vegepygmy (Common): CR 1/2, SZ S Plant; HD 1d8; hp 4; Init +2; Spd 30 ft.; AC 16, touch 13, flat-footed 13; BAB/Grp +0/-4; Atk +1 melee (1d4, claw) or +1 melee (1d6, longspear, Crit x3); Atk +1 melee (1d4 [x2], claws), or +1 melee (1d6, longspear, Crit X3); SQ DR (10/bludgeoning or slashing), electrical immunity, plant traits; AL N; SV Fort +2, Ref +2, Will +0; Str 11, Dex 14, Con 11, Int 6, Wis 10, Cha 10.

Skills: Hide +11 (+23 in woods), Listen +7, Move silently +7, Spot +7. *Feats:* Alertness.

Vegepygmy (Subchief): CR 4 SZ M Plant; HD 5d8+10; hp 32; Init +2; Spd 30 ft.; AC 16, touch 13, flat-footed 13; BAB/Grp +3/+2; Atk +6 melee (1d6+3, claw), or +6 melee (1d8+4,

longspear, Crit X3); Full Atk +6 melee (1d6+3 [x2], claws), or +6 melee (1d8+4, longspear, Crit X3); Reach 10 ft. (with longspear); SQ DR (10/bludgeoning or slashing), electrical immunity, plant traits; AL N; SV Fort +8, Ref +2, Will +3; Str 16, Dex 12, Con 15, Int 11, Wis 14, Cha 14.

Skills: Hide +5 (+17 in woods), Listen +8, Move silently +5, Spot +8. *Feats:* Alertness, Great Fortitude.

Wasp, Giant: CR 3; SZ L Vermin; HD 5d8+10; hp 32; Init +1; Spd 20 ft., fly 60 ft. (good); AC 14, touch 10, flat-footed 13; BAB/Grp +3/+11; Atk +6 melee (1d3+6 plus poison, sting [DC 14, 1d6/1d6 Dex]); Space/Reach 10 ft./5 ft.; SA poison; SQ darkvision (60 ft.), vermin traits; AL N; SV Fort +6, Ref +2, Will +2; Str 18, Dex 12, Con 14, Int -, Wis 13, Cha 11.

Skills: Spot +9, Survival +1.

Water Mephit: CR 3; SZ S Outsider [Water]; HD 3d8+6; hp 19; Init +0; Spd 30 ft., swim 20 ft., fly 40 ft. (average); AC 16, touch 11, flat-footed 16; BAB/Grp +3/+1; Atk +6 melee (1d3+2, claw); Full Atk +6 melee (1d3+2 [x2], claws); SA breath weapon, spell-like abilities, summon mephit; SQ DR (5/magic), darkvision (60 ft.), fast healing (2); AL NE; SV Fort +4, Ref +3, Will +3; Str 14, Dex 10, Con 13, Int 12, Wis 11, Cha 15.

Skills: Bluff +8, Escape Artist +6, Hide +10, Listen +6, Diplomacy +4, Disguise +2, Move Silently +6, Spot +6, Swim +10, Use Rope +0. *Feats:* Power Attack, Toughness.

Spell-Like Abilities: 1/hour a water mephit can hurl an acid that functions like Mel's acid arrow cast by a 3rd-level sorcerer. 1/day it can create a mass of smelly fog that duplicates the effect of stinking cloud as cast by 6th-level sorcerer.

Wererat*, male or female War1: CR 2; SZ S [Shapechanger]; HD 1d8+1 plus 1d8+2; hp 12; Init +3; Spd 40 ft., climb 20 ft.; AC 17, touch 14, flat-footed 14; BAB/Grp +1/-2; Atk +6 melee (1d4+1 plus disease, bite); SA curse of lycanthropy, disease; SQ alternate form, rat empathy, DR (10/silver), low-light vision, scent; AL LE; SV Fort +6, Ref +5, Will +4; Str 13, Dex 17, Con 14, Int 10, Wis 11, Cha 8.

Skills: Climb +11, Handle Animal +3, Hide +8, Listen +4, Move Silently +4, Spot +4, Swim +11. *Feats:* Alertness, Dodge, Iron Will (b), Weapon Finesse (b).

*These stats are for the wererat in rat form only.

Werewolf*, male War1: CR 3; SZ M [Shapechanger]; HD 1d8+1 plus 2d8+6; hp 20; Init +6; Spd 50 ft.; AC 16, touch 12, flat-footed 14; BAB/Grp +2/+4; Atk (wolf) +5 melee (1d6+1, bite), (hybrid) +4 melee (1d4+2, claw); Full Atk (wolf) +5 melee (1d6+1, bite), (hybrid) +4 melee (1d4+2, [x2] claws), +0 melee (1d6+1, bite); SA curse of lycanthropy, trip (wolf form only); SQ alternate form, wolf empathy, DR (10/silver), low-light vision, scent; Fort +8, Ref +5, Will +2; Str 15, Dex 15, Con 16, Int 10, Wis 11, Cha 8.

Skills: Handle Animal +1, Hide +6, Listen +1, Move Silently +6, Spot +1, Survival +2. *Feats:* Improved Initiative, Iron Will (b), Stealthy, Track (b), Weapon Focus (bite).

*These stats are for the werewolf in hybrid or wolf form only.

Wight: CR 3; SZ M Undead; HD 4d12; hp 26; Init +1; Spd 30 ft.; AC 15, touch 11, flat-footed 14; BAB/Grp +2/+3; Atk +3 melee (1d4+1 plus energy drain, slam); SA create spawn, energy drain; SQ darkvision (60 ft.), undead traits; AL LE; SV fort +1, Ref +2, Will +5; Str 12, Dex 12, Con -, Int 11, Wis 13, Cha 15.

Skills: Hide +8, Listen +7, Move silently +16, Spot +7. *Feats:* Alertness, Blind-Fight.

Wild Dog: CR 1/3; SZ S Animal; HD 1d8+2, hp 8, 6; Init +3; Spd 40 ft.; AC 15, touch 14, flat-footed 12; BAB/Grp +0/-3; Atk +2 melee (1d4+1, bite); SQ low-light vision, scent; AL N; SV Fort +4, Ref +5, Will +1; Str 13, Dex 17, Con 15, Int 2, Wis 12, Cha 6.

Skills: Jump +7, Listen +5, Spot +5, Survival +1 (+5 when tracking by scent). *Feats:* Alertness, Track (b).

Wolf: CR 1; SZ M Animal; HD 2d8+4; hp 13; Init +2; Spd 50 ft.; AC 14, touch 12, flat-footed 12; BAB/Grp +1/+2; Atk +3 melee (1d6+1, bite), SA trip; SQ 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: Hide +2, Listen +3, Move Silently +3, Spot +3, Survival +1 (+5 when tracking by scent). *Feats:* Track (b), Weapon Focus (bite).

Worg: CR 2; SZ M Magic Beast; HD 4d10+8; hp 30; Init +2; Spd 50 ft.; AC 14, touch 12, flat-footed 12; BAB/Grp +4/+7; Atk +7 melee (1d6+4, bite), SA trip, SQ darkvision (60 ft.), low-light vision, scent; AL NE; SV Fort +6, Ref +6, Will +3; Str 17, Dex 15, Con 15, Int 6, Wis 14, Cha 10.

MONSTER APPENDIX

Skills: Hide +4, Listen +6, Move Silently +6, Spot +6, Survival +2 (6 when tracking by scent).
Feats: Alertness, Track.

Wyvern: CR 6; SZ H Dragon; HD 7d12 +14; hp 59; Init +1; Spd 20 ft., fly 60 ft. (poor); AC 17, touch 10, flat-footed 17; BAB/Grp +7/+15; Atk +10 melee (1d6+4 plus poison, sting) or +10 melee (2d6+4, talon), or +10 melee (2d8+4, bite); Full Atk +10 melee (1d6+4 plus poison, sting), +8 melee (2d8+2, bite), +8 melee (1d8+2 [x2], wings), +8 melee (1d6+4 [x2], talongs); Space/Reach 10 ft./5 ft.; SA poison, improved grab; SQ darkvision (60 ft.), immunity to sleep and paralysis, low-light vision, scent; AL N; Fort +7, Ref +6, Will +6; Str 19, Dex 12, Con 15, Int 6, Wis 12, Cha 9.

Skills: Hide +7, Listen +13, Move Silently +11, Spot +16. *Feats:* Ability Focus (poison), Alertness, Flyby Attack, Multiattack.

Xorn (Minor): CR 3; SZ S Outsider [Extraplanar, Earth]; HD 3d8+9; hp 22; Init +0; Spd 20 ft.; burrow 20 ft.; AC 23, touch 11, flat-footed 23; BAB/Grp +3/+1; Atk +6 melee (2d8+2, bite); Full Atk +6 melee (2d8+2, bite), +4 melee (1d3+1 [x3], claws); SQ all-around vision, earth glide, DR (5/bludgeoning), darkvision (60 ft.), immunity to cold and fire, resistance to electricity 10, tremorsense (60 ft.); AL N; SV Fort +5, Ref +3, Will +3; Str 15, Dex 10, Con 15, Int 10, Wis 11, Cha 10.

Skills: Hide +10, Intimidate +3, Knowledge (dungeoneering) +6, Listen +6, Spot +8, Survival +6. *Feats:* Multiattack, Toughness.

Zombie (Ogre, Large): CR 3; SZ L Undead; HD 8d12+3; hp 55; Init -2; Spd 40 ft.; AC 15, touch 7, flat-footed 15; BAB/Grp +4/+14; +9 melee (1d8+9, slam); Space/Reach 10 ft./10 ft.; SQ single actions only, DR (5/slashing), darkvision (60 ft.), undead traits; AL NE; Fort +2, Ref +0, Will +6; Str 23, Dex 6, Con -, Int -, Wis 10, Cha 1.

Feats: Toughness.

Zombie (Medium): CR 1/2; SZ M Undead; HD 2d12+3; hp 16 each; Init -1; Spd 30 ft.; AC 11, touch 9, flat-footed 11; BAB/Grp +1/+2; Atk +2 melee (1d6+1, slam); SQ DR (5/slashing), darkvision (60 ft.), single actions only, undead traits; AL NE; SV Fort +0, Ref -1, Will +3; Str 12, Dex 8, Con -, Int -, Wis 10, Cha 1.

Feats: Toughness

Zombie (Kobold, Small): CR 1/2; SZ S Undead; HD 2d12+3; hp 16; Init +0; Spd 30 ft.; AC 13, touch 11, flat-footed 13; BAB/Grp +1/-4; Atk +1 melee (slam, 1d4-1); SQ single actions only, DR (5/slashing), darkvision (60 ft.), undead traits; AL NE; Fort +0, Ref +0, Will +3; Str 8, Dex 11, Con -, Int -, Wis 10, Cha 1.

Feats: Toughness

NPCs

Endhome Soldiers

Archer, Male Human War1: CR 1/2; SZ M; HD 1d8+1; hp 5; Init +2 (Dex); Spd 30 ft.; AC 14 (+2 Dex, +2 leather armor), touch 12, flat-footed 12; BAB/Grp +1/+2; Atk +4* ranged (1d8*, longbow, crit x3, range 100 ft.), or +2 melee (1d6+1, short sword, crit 19-20); AL NG; SV Fort +3, Ref +2, Will +0; Str 13, Dex 15, Con 12, Int 10, Wis 10, Cha 10.

Skills: Craft (fletcher) +4, Listen +0, Profession (soldier) +4, Spot +2. *Feats:* Point-Blank Shot, Weapon Focus (longbow).

Possessions: longbow, arrows (x20), short sword, leather armor.

Cavalryman, Male Human Ftr2: CR 2; SZ M; HD 2d10+2; hp 13; Init +2 (Dex); Spd 20 ft.; AC 18 (+2 Dex, +4 scale mail, +2 shield), touch 12, flat-footed 16; BAB/Grp +2/+4; Atk +6 melee (1d8+2, masterwork longsword, crit 19-20), or +4 melee (1d6+2, light mace); AL NG; SV Fort +4, Ref +2, Will +0; Str 15, Dex 14, Con 13, Int 12, Wis 10, Cha 10.

Skills: Climb +1, Handle Animal +5, Jump -5, Listen +0, Ride +10, Spot +0. *Feats:* Mounted Combat, Ride-By Attack, Skill Focus (Ride), Weapon Focus (longsword).

Possessions: masterwork longsword, light mace, scale mail, heavy steel shield, light warhorse.

Engineer, Male Human Exp3: CR 2; SZ M; HD 3d6+3; hp 14; Init +1 (Dex); Spd 30 ft.; AC 13 (+1 Dex, +2 leather armor), touch 11, flat-footed 12; BAB/Grp +2/+3; Atk +4 melee (1d6+1, short sword, crit 19-20); AL NG; SV Fort +3, Ref +1, Will +2; Str 12, Dex 12, Con 13, Int 10, Wis 15, Cha 8.

Skills: Listen +10, Knowledge (drafting) +6, Knowledge (engineering) +6, Listen +2, Profession (siege engineer) +11, Profession (soldier) +8, Spot +10, Swim +7. *Feats:* Alertness, Skill Focus (Profession [siege engineer]), Weapon Focus (short sword).

Possessions: short sword, leather armor.

Foot Soldier, Male Human War1: CR 1/2; SZ

M; HD 1d8+1; hp 5; Init +0; Spd 30 ft.; AC 13 (+3 studded leather) or 15 (+3 studded leather, +2 shield), touch 10, flat-footed 13 (15 w/shield); BAB/Grp +1/+2; Atk +3 melee (1d10+1, glaive, crit x3), or +3 melee (1d6+1, short sword, crit 19-20); AL NG; SV Fort +3, Ref +0, Will +0; Str 13, Dex 11, Con 12, Int 10, Wis 10, Cha 10.

Skills: Intimidate +4, Listen +0, Spot +2, Swim +4 (+0 w/shield). *Feats:* Weapon Focus (glaive), Weapon Focus (short sword).

Possessions: glaive, short sword, studded leather armor, heavy wooden shield.

Nearwell, Male Half-Elf Ftr6: CR 6; SZ M; HD 6d10+12; hp 50; Init +5 (Dex, Improved Initiative); Spd 20 ft.; AC 20 (+1 Dex, +7 chainmail, +2 shield), touch 11, flat-footed 19; BAB/Grp +6/+9; Atk +11 (1d10+6, +1 bastard sword, crit 19-20); Full Atk +11/+6 (1d10+6, +1 bastard sword, crit 19-20); SQ elven blood, immune to sleep, low-light vision; AL LG; SV Fort +8, Ref +4, Will +4 (+6 vs. enchantments); Str 17, Dex 13, Con 14, Int 10, Wis 12, Cha 12.

Skills: Diplomacy +3, Gather Information +3, Handle Animal +5, Jump -5, Listen +2, Ride +10, Search +1, Spot +2. *Feats:* Cleave, Improved Initiative, Mounted Combat, Power Attack, Exotic Weapon Proficiency (bastard sword), Weapon Focus (bastard sword), Weapon Specialization (bastard sword).

Possessions: +1 bastard sword, +2 chainmail, heavy steel shield, potions of cure serious wounds (x2), heavy warhorse.

Sergeant, Male Human War2: CR 1; SZ M; HD 2d8+4, hp 15; Init +5 (Dex, Improved Initiative); Spd 30 ft.; AC 17 (+1 Dex, +4 chain shirt, +2 shield), touch 11, flat-footed 16; BAB/Grp +2/+4; Atk +5 melee (1d8+2, longsword, crit 19-20); AL NG; SV Fort +5, Ref +1, Will +1; Str 15, Dex 12, Con 14, Int 10, Wis 10, Cha 10.

Skills: Intimidate +3, Listen +0, Ride +4, Spot +2, Swim -1. *Feats:* Improved Initiative, Weapon Focus (longsword).

Possessions: longsword, chain shirt, heavy wooden shield.

The Slums

Gang Member, Male Human Rog3: CR 3; SZ M; HD 3d6; hp 14; Init +2 (Dex); Spd 30 ft.; AC 15 (+2 Dex, +3 studded leather), touch 12, flat-footed 13; BAB/Grp +2/+2; Atk +5 melee (1d6, masterwork rapier, crit 18-20), or +4 ranged (1d4, thrown dagger, crit 19-20); SA sneak attack (+2d6); SQ evasion, trap sense (+1), trapfinding; AL LE; SV Fort +1, Ref +5, Will +2; Str 10, Dex 15, Con 11, Int 14, Wis 12, Cha 11.

Skills: Appraise +8, Bluff +6, Climb +6, Diplomacy +3, Gather Information +6, Hide +8, Intimidate +8, Jump +2, Knowledge (local) +8, Listen +9, Sleight of Hand +10, Spot +9, Tumble +8. *Feats:* Alertness, Dodge, Weapon Finesse.

Possessions: masterwork rapier, throwing daggers (x3), masterwork studded leather armor, potion of cure light wounds (1 dose), pouch with 25 gp.

Pickpocket, Male Halfling Rog1: CR 1; SZ S; HD 1d6; hp 6; Init +3 (Dex); Spd 20 ft.; AC 14 (+1 size, +3 Dex), touch 14, flat-footed 11; BAB/Grp +0/-5; Atk -1 melee (1d4-1, dagger, crit 19-20), or +5 ranged (1d4-1, thrown dagger, crit 19-20, range 10 ft.); SA sneak attack (+1d6); SQ trapfinding, halfling traits; AL NE; SV Fort +1, Ref +6, Will +2 (+4 vs. fear); Str 8, Dex 16, Con 10, Int 12, Wis 12, Cha 10.

Skills: Bluff +4, Climb +5, Escape Artist +7, Hide +11, Jump -5, Listen +7, Move Silently +9, Open Locks +7, Sleight of Hand +10, Spot +5. *Feats:* Skill Focus (Sleight of Hand).

Possessions: dagger, throwing daggers (x2), pouch with 2d10 sp.

Thief, Male Human Rog1: CR 1; SZ M; HD 1d6; hp 6; Init +2 (Dex); Spd 30 ft.; AC 14 (+2 Dex, +2 leather), touch 12, flat-footed 12; BAB/Grp +0/+1; Atk +1 melee (1d6+1, short sword, crit 19-20), or +2 ranged (1d4+1, thrown dagger, crit 19-20, range 10 ft.); SA sneak attack (+1d6); SQ trapfinding; AL LE; SV Fort +1, Ref +4, Will +0; Str 12, Dex 14, Con 10, Int 12, Wis 10, Cha 8.

Skills: Bluff +3, Hide +6, Gather Information +3, Intimidate +3, Listen +6, Move Silently +6, Open Locks +6, Sleight of Hand +6, Spot +6, Tumble +6, Use Rope +6. *Feats:* Alertness, Dodge.

Possessions: short sword, leather armor, throwing daggers (x2).

Thug, Male Human War1: CR 1/2; SZ M; HD 1d8+1; hp 5; Init +0; Spd 30 ft.; AC 11 (+1 padded), touch 10, flat-footed 11; BAB/Grp +1/+2; Atk +3 melee (1d6+1, club), or +2 melee (1d4+1, dagger, crit 19-20); AL NE; SV Fort +3, Ref +0, Will -1; Str 13, Dex 10, Con 12, Int 8, Wis 8, Cha 8.

Skills: Listen +3, Spot +3. *Feats:* Alertness, Weapon Focus (club).

Possessions: club, dagger, padded armor, 2d10 cp.

Tough Thug, Male Half-Orc War2: Cr 1; SZ M; HD 2d8+2; hp 11; Init +1 (Dex); Spd 30 ft.; AC 13 (+1 Dex, +2 leather armor), touch 11, flat-footed 12; BAB/Grp +2/+5; Atk +6 melee (1d6+4, club), or +5 melee (1d4+3, dagger, crit 19-20); SQ darkvision (60 ft.), orc blood; AL NE; SV Fort +4, Ref +1, Will -1; Str 16, Con 12, Dex 12, Int 8, Wis 8, Cha 6.

Skills: Climb +7, Listen -1, Spot -1. *Feats:* Weapon Focus (club).

Possessions: club, dagger, leather armor, 2d12 sp.

Wererat (natural), Male Human Rog1: CR 3; SZ M (S*) (Shapechanger); HD 1d6+1 plus 1d8+2; hp 11; Init +3/+6*§ (Dex); Spd 30 (40*) ft., climb 20 ft.*; AC 17/20*/19§ (+1 size*, +3/+6*§ Dex, +2/+3*§ natural, +2/+0*§ armor), touch 13/17*/16§, flat-footed 14/13§; BAB/Grp +0/+1(-3*); Atk +3 (+6§) melee (1d6+1, rapier, crit 18-20), or +7* melee (1d4+1, bite plus disease); Full Atk [hybrid form only] +6 melee (1d6+1, rapier, crit 18-20) and +1 melee (1d4+1, bite plus disease); SA curse of lycanthropy (Fortitude [DC 15])*§, disease (filth fever, Fortitude [DC 12])*§, sneak attack (+1d6); SQ alternate form, damage reduction (10/silver)*§, low-light vision, rat empathy, scent, trapfinding; SV Fort +3 (+4*§), Ref +7 (+10*§), Will +5; Str 12, Dex 17 (23*), Con 13 (15*), Int 10, Wis 12, Cha 10.

Skills: Climb +5/+18*/+10§, Escape Artist +7/+10*§, Gather Information +4, Hide +8/+15*/+11§, Jump +3/+12*/+8§, Listen +9, Move Silently +7/+10*§, Search +4, Spot +9, Tumble +7/+10*§, Swim +1/+14*/+6§. *Feats:* Alertness, Dodge, Iron Will (b), Weapon Finesse (b).

Possessions: rapier, dagger, leather armor, 3d8 gp.

Note: * in dire rat form; § in hybrid form; all racial skill bonus are already included.

Major NPCs of Endhome

Curly Barns, Male Gnome Brd2: CR 2; SZ S; HD 2d6+2; hp 11; Init +2 (Dex); Spd 20 ft.; AC 15 (+1 size, +2 Dex, +2 masterwork leather armor), touch 13, flat-footed 13; BAB/Grp +1/-3; Atk +2 melee (1d6, short sword, crit 19-20), or +4 ranged (1d8, light crossbow, crit 19-20, range 80 ft.); SA bardic music, countersong, gnome racial fighting abilities, spells, +1 DC to illusion spells; SQ bardic knowledge (+2), fascinate, inspire courage (+1), low-light vision, gnomish blood; AL CG; SV Fort +1, Ref +5, Will +2 (+4 vs. illusions); Str 10, Dex 14, Con 12, Int 14, Wis 8, Cha 16.

Skills: Craft (alchemy) +9, Decipher Script +7, Escape Artist +7, Gather Information +8, Hide +6, Listen +4, Perform (dance) +6, Perform (stringed instrument) +6, Perform (wind instruments) +6, Perform (sing) +6, Spellcraft +7, Spot +2. *Feats:* Dodge.

Arcane Spells Known (Cast per day 4/1, DC 13 plus spell level): 0-daze, detect magic, light, mage hand, read magic, summon instrument; 1st-cure light wounds, sleep.

Spell-like abilities: 1/day-dancing lights, ghost sound, prestidigitation, speak with animal (burrowing mammal only). These are all as spells cast by a 1st-level sorcerer.

Possessions: short sword, light crossbow, masterwork leather armor, *potion of cure light wounds*, penny whistle, lute, traveling clothes, 35 gp.

Bragger Bondhome, Male Dwarf Ftr8: CR 8; SZ M; HD 8d10+24; hp 74; Init +5 (Dex, Improved Initiative); Spd 20 ft.; AC 20/23 (+1 Dex, +3 shield, +6 chainmail or +9 full plate), touch 11, flat-footed 19/22; BAB/Grp +8/+12; Atk +15 melee (1d10+9, +1 dwarven waraxe, crit 19-20/x3), or +14 melee (1d6+4, masterwork short sword, crit 19-20); Full Atk +15/+10 melee (1d10+9, +1 dwarven waraxe, crit 19-20/x3), or +14/+9 melee (1d6+4, masterwork short sword, crit 19-20); SA dwarven racial fighting and skill bonuses; SQ darkvision (60 ft.), stonecunning, stability (+4 vs. bull rush or trip), weapon familiarity (dwarven waraxe), dwarven blood; AL LG; SV Fort +9 (+11 vs. poison), Ref +3, Will +3 (+5 vs. spells and spell-like effects); Str 18, Dex 13, Con 16, Int 14, Wis 12, Cha 11.

Skills: Bluff +5, Climb +5 (+4 w/plate), Craft (armorsmith) +8, Craft (weaponsmith) +13, Diplo-

macy +2, Intimidate +13, Listen +1, Sleight of Hand -2 (-3 w/plate), Spot +1. *Feats:* Blind-Fight, Greater Weapon Focus (dwarven waraxe), Greater Weapon Specialization (dwarven waraxe), Improved Critical (dwarven waraxe), Improved Initiative, Power Attack, Weapon Focus (dwarven waraxe), Weapon Focus (short sword), Weapon Specialization (dwarven waraxe).

Possessions: +1 dwarven waraxe, masterwork short sword, +1 chainmail, +1 full plate, +1 heavy steel shield.

Da-Leek Ahats Du, Male Human Mnk3: CR 3; SZ M; HD 3d8+3; hp 20; Init +7 (Dex, Improved Initiative); Spd 40 ft.; AC 17 (+3 Dex, +3 Wis, +1 cloak), touch 17, flat-footed 14; BAB/Grp +2/+4; Atk +5 melee (1d6+3, masterwork quarterstaff), or +5 melee (1d6+2, unarmed strike), or +5 ranged (1d8, light crossbow, crit 19-20, range 80 ft.); Full Atk +3/+3 melee (1d6+2, [flurry of blows] masterwork quarterstaff), or +3/+3 melee (1d6+2, [flurry of blows] unarmed strike), or +5 ranged (1d8, light crossbow, crit 19-20, range 80 ft.); SA flurry of blows; SQ evasion, still mind; AL LE; SV Fort +6, Ref +6, Will +8; Str 14, Dex 17, Con 12, Int 10, Wis 16, Cha 5.

Skills: Balance +11, Climb +8, Hide +9, Jump +9, Listen +3, Move Silently +9, Spot +2, Tumble +9. *Feats:* Deflect Arrows (b), Great Fortitude, Improved Initiative, Iron Will, Stunning Fist (b), Weapon Finesse.

Possessions: masterwork quarterstaff, light crossbow, bolts (x20), +1 cloak of protection (works as per a +1 ring of protection), *potion of cure light wounds* (caster level 2).

Lurton Gaspar, Male Human Ari6: CR 5; SZ M; HD 6d8-6; hp 21; Init +1 (Dex); Spd 30 ft., 20 ft. (*full plate*); AC 11/20* (+1 Dex, +9 full plate), touch 11, flat-footed 10/19*; BAB/Grp +4/+3; Atk +7 melee (1d6-1, masterwork rapier, crit 18-20), or +5 ranged (1d8-1, longbow, crit x3, range 100 ft.); AL CG; SV Fort +1, Ref +3, Will +7; Str 8, Dex 12, Con 9, Int 14, Wis 14, Cha 13.

Skills: Bluff +10, Diplomacy +14, Handle Animal +10, Intimidate +3, Knowledge (history) +11, Listen +2, Perform (keyboard instrument) +2, Perform (sing) +2, Ride +12, Sense Motive +11, Sleight of Hand +3, Spot +2, Swim +6/+1*. *Feats:* Expertise, Mounted Combat, Weapon Finesse, Weapon Focus (rapier).

Possessions: masterwork rapier, longbow, arrows (x20), +1 full plate*, personal fortune worth in excess of 100,000 gp.

*This suit of plate mail is a family heirloom. No one in the Lurton family has had to wear it for many years, but should such a need arise, Lurton is perfectly willing to don it.

Amelia Gaspar, Female Human Ari3: CR 2; SZ M; HD 2d8-2; hp 7; Init +1 (Dex); Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; BAB/Grp +2/+1; Atk +2 melee (1d4-1, masterwork dagger, crit 19-20); AL CG; SV Fort +0; Ref +2, Will +6; Str 8, Dex 12, Con 9, Int 12, Wis 16, Cha 12.

Skills: Appraise +7, Diplomacy +9, Handle Animal +7, Listen +3, Perform (dance) +2, Perform (keyboard instrument) +2, Perform (wind instrument) +2, Perform (stringed instrument) +2, Perform (sing) +6, Sense Motive +12, Spot +3, Ride +12. *Feats:* Skill Focus (Perform [sing]), Skill Focus (Ride), Skill Focus (Sense Motive).

Possessions: masterwork dagger, jewels and gems worth 25,000 gp.

Gilgar, Male Human Ftr1/Clr2 (Da-Jin): CR 3; SZ M; HD 1d10+2 plus 2d8+4; hp 24; Init +2 (Dex); Spd 20 ft.; AC 17 (+1 Dex, +6 banded mail), touch 11, flat-footed 16; BAB/Grp +2/+5; Atk +6 melee (1d8+3, masterwork longsword, crit 19-20), or +4 ranged (1d10, heavy crossbow, crit 19-20, range 120 ft.); Full Atk +4 melee (1d8+3, masterwork longsword, crit 19-20) and +4 melee (1d6+1, masterwork short sword, crit 19-20), or +4 ranged (1d10, heavy crossbow, crit 19-20, range 120 ft.); SA spells; SQ rebuke undead; AL NE; SV Fort +7, Ref +2, Will +5; Str 16, Dex 15, Con 14, Int 10, Wis 14, Cha 8.

Skills: Climb +2, Heal +7, Knowledge (religion) +5, Listen +2, Ride +4, Spot +3. *Feats:* Dodge, Improved Turning, Scribe Scroll, Two-Weapon Fighting.

Divine Spells Prepared (4/3): 0-cure minor wounds, guidance, light, resistance; 1st-command, cure light wounds, shield of faith.

Domain Spells (Death and Evil): 1st-cause fear.

Granted Powers: A priest of Da-Jin may use a death touch once per day; he also casts all evil spells a +1 caster level.

Death Touch (SU): This is a spell-like ability. The priest must succeed at a touch attack, rolling 2d6 if he does so. If the result is higher than the

victim's current hps, that character dies.

Possessions: masterwork longsword, masterwork short sword, banded mail, heavy crossbow, bolts (x15), holy symbol of Da-Jin, 3 divine scrolls of cure light wounds (caster level 2).

Kytor the Red, Male Human Ftr2: CR 2; SZ M; HD 2d10+4; hp 20; Init +5 (Dex, Improved Initiative); Spd 20 ft.; AC 19 (+1 Dex, +5 chainmail, +2 shield), touch 11, flat-footed 15; BAB/Grp +2/+5; Atk +7 melee (1d8+3, masterwork battleaxe, crit x3), or +6 melee (1d6+3, short-sword, crit 19-20), or +3 ranged (1d8, longbow, crit x3, range 100 ft.); AL NG; SV Fort +5, Ref +1, Will +0; Str 17, Dex 12, Con 14, Int 8, Wis 11, Cha 10.

Skills: Climb +4, Intimidate +4, Listen +0, Ride +6, Sport +0. *Feats:* Improved Initiative, Power Attack, Weapon Focus (battleaxe), Weapon Focus (short sword).

Possessions: masterwork battleaxe, short sword, longbow, arrows (x25), chainmail, heavy steel shield, *potion of bull's strength*, *potion of cure light wounds*, 22 gp.

Stylus Kant, Male Human Wiz9: CR 9; SZ M; HD 9d4+3; hp 25; Init +1 (Dex); Spd 30 ft.; AC 15 (+1 Dex, +4 bracers), touch 11, flat-footed 14; BAB/Grp +4/+5; Atk +6 melee (1d6+2, +1 quarterstaff); SA spells; AL CG; SV Fort +3; Ref +4, Will +7; Str 12, Con 10, Dex 13, Int 20, Wis 13, Cha 15.

Skills: Concentration +12, Craft (alchemy) +17, Decipher Script +13, Diplomacy +8, Knowledge (arcana) +17, Knowledge (history of magic) +17, Knowledge (history) +11, Listen +1, Profession (teacher) +7, Spellcraft +22, Spot +1. *Feats:* Brew Potion, Craft Rod, Craft Wand, Craft Wondrous Item, Toughness, Scribe Scroll, Skill Focus (Spellcraft).

Arcane Spells Prepared: (4/5/5/4/3/1; base DC 15 + spell level)*

Possessions: +1 quarterstaff, +4 bracers of armor, wand of lightning bolts (35 charges, caster level 7), wand of mage armor (25 charges, caster level 3), numerous arcane scrolls of 1st to 5th level, spellbook.

Spellbook: 0-all; 1st-alarm, burning hands, charm person, comprehend languages, endure elements, expeditious retreat, hold portal, identify, mage armor, magic missile, shield, silent image, sleep; 2nd-arcane lock, bull's strength, cat's grace, knock, invisibility, levitate, Mel's acid arrow,

mirror image, scorching ray; 3rd-clairaudience/clairvoyance, daylight, dispel magic, fireball, fly, haste, lightning bolt, major image, tongues, stinking cloud; 4th-arcane eye, detect scrying, dimension door, fear, lesser geas, scry, stonesskin; 5th-cone of cold, dominate person, prying eyes.

*What spells Stylus has prepared at any one time depends greatly on that day's circumstance. If the city is under attack, he prepares as many offensive spells as possible, plus a *stonesskin* and *invisibility*. Otherwise, he tends to prepare a number of divination spells.

Moorrin, Male Human Sor3: CR 3; SZ M; HD 3d4+6, hp 17; Init +2 (Dex); Spd 30 ft.; AC 12 (+2 Dex), touch 12, flat-footed 10; BAB/Grp +1/+3; Atk +2 melee (1d8+1, shortspear, crit x3), or +4 ranged (1d8, masterwork light crossbow, crit 19-20, range 80 ft.); SA spells; AL CG; SV Fort +2, Ref +3, Will +3; Str 12, Dex 14, Con 12, Int 11, Wis 10, Cha 16.

Skills: Concentration +7 (+11 w/casting), Knowledge (arcana) +6, Listen +0, Spellcraft +8, Spot +0. *Feats:* Combat Casting, Scribe Scroll, Toughness.

Arcane Spells Known: (cast per day 6/6; base DC 13 + spell level): 0-detect magic, disrupt undead, light, mending, read magic; 1st-mage armor, magic missile, sleep.

Possessions: shortspear, masterwork light crossbow, bolts (x20), scroll of *mage armor* (caster level 3), 2 scrolls of *magic missile* (caster level 3), scroll of *sleep*, 75 gp.

Ranlan Pool, Human Male Exp6: CR 3; SZ M; HD 6d6-6; hp 17; Init +0; Spd 30 ft.; AC 10/20 (+10 ring [see below]), touch 10/20, flat-footed 10/20; BAB/Grp +4/+3; Atk +4 melee (1d4, +1 dagger, crit 19-20); AL CG; SV Fort +1, Ref +2, Will +7; Str 8, Dex 10, Con 9, Int 16, Wis 14, Cha 16.

Skills: Bluff +12, Diplomacy +19, Gather Information +12, Intimidate +17, Knowledge (Endhome history) +12, Knowledge (people of Endhome) +12, Listen +0, Perform (oratory) +12, Profession (merchant) +11, Profession (politician) +14, Sense Motive +11, Sleight of Hand +2, Spot +0. *Feats:* Skill Focus (Diplomacy), Skill Focus (Intimidate), Skill Focus (Profession [politician]).

Possessions: +1 dagger, ring of redemption (see below), personal fortune worth approximately 50,000 gp.

Kilgore Spink, Male Human Ftr5: CR 5; SZ M; HD 5d10+5; hp 35; Init +6 (Dex, Improved Initiative), Spd 30 ft., 20 ft. (chainmail); AC 15/20 (+2 Dex, +3 studded leather or +6 chainmail and +2 shield), touch 12, flat-footed 13/18; BAB/Grp +5/+8; Atk +10 melee (1d10+7 (1d10+6 w/shield), +1 bastard sword, crit 19-20), or +10 melee (1d6+3, masterwork short sword, crit 19-20); AL LG; SV Fort +5, Ref +3, Will +0; Str 17, Dex 14, Con 13, Int 10, Wis 12, Cha 11.

Skills: Listen +7, Spot +7, Ride +10. *Feats:* Alertness, Exotic Weapon Proficiency (bastard sword), Improved Initiative, Weapon Focus (bastard sword), Weapon Focus (short sword), Weapon Specialization (bastard sword).

Possessions: +1 bastard sword, masterwork short sword, studded leather armor, +1 chainmail, heavy steel shield.

Fernando Quinchino, Male Human Ftr1/Exp3: CR 2; SZ M; HD 1d10+1 plus 2d6+2; hp 18; Init +4 (Improved Initiative); Spd 30 ft.; AC 12 or 15 (+2 ring, +3 leather), touch 12, flat-footed 15; BAB/Grp +3/+5; Atk +7 (1d8+3, masterwork morningstar), or +3 ranged (1d8, light crossbow, crit 19-20, range 80 ft.); AL NE; SV Fort +4, Ref +1, Will +3; Str 14, Con 12, Dex 11, Int 13, Wis 10, Cha 9.

Skills: Appraise +7, Bluff +5, Climb +3, Diplomacy +9, Gather Information +5, Handle Animal +0, Intimidate +10, Knowledge (local politics) +7, Listen +2, Ride +7, Sense Motive +6, Spot +2, Sleight of Hand +2, Swim +3. *Feats:* Alertness, Improved Initiative, Skill Focus (Intimidate), Weapon Focus (morningstar).

Possessions: masterwork morningstar, light crossbow, bolts (x20), +2 ring of protection, +1 leather armor, large gold chain (500 gp), 2 gold bracelets (300 gp each), personal wealth worth approximately 20,000 gp.

Zero Stranglevine, Male Halfling Rog3: CR 3; SZ S; HD 3d6; hp 17; Init +3 (Dex); Spd 20 ft.; AC 17 (+1 size, +3 Dex, +3 studded leather), touch 14, flat-footed 14; BAB/Grp +2/-1; Atk +7 melee (1d6+1, masterwork short sword, crit 19-20), or +6 ranged (1d8, light crossbow, crit 19-20, range 80 ft.); SA sneak attack (+2d6); SQ evasion, trap sense (+1), trapfinding; AL NE; SV Fort +2, Ref +7, Will +2 (+4 vs. fear); Str 12, Dex 17, Con 10, Int 16, Wis 10, Cha 12.

Skills: Appraise +9, Balance +5, Climb +6, Disable Device +5, Disguise +5, Escape Artist +9,

Gather Information +7, Hide +13, Intimidate +4, Jump -1, Listen +8, Move Silently +11, Open Locks +9, Search +9, Tumble +9. *Feats*: Dodge, Weapon Finesse.

Possessions: masterwork short sword, light crossbow, bolts (x20), masterwork studded leather armor, *ring of jumping*, *potion of cure light wounds* (2 doses, caster level 2).

High Priest Thaban, Male Human Cler9 (Freya): CR 9; SZ M; HD 9d8; hp 45; Init +1; Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; BAB/Grp +6/+7; Atk +8 melee (1d6+2, +1 light mace); Full Atk +8/+3 melee (1d6+2, +1 light mace); SA spells; SQ aura, turn undead; AL CG; SV Fort +6, Ref +4, Will +9; Str 12, Dex 13, Con 11, Int 14, Wis 17, Cha 14.

Skills: Diplomacy +14, Heal +15, Knowledge (religion) +14, Knowledge (local history) +14, Profession (herbalist) +15. *Feats*: Brew Potion, Extra Turning, Leadership, Scribe Scroll.

Divine Spells Prepared: (6/5/5/4/2/1; base DC 16 + spell level): 0-create water, cure minor wounds (x2), detect magic, mending, purify food and drinks; 1st-bless water, comprehend languages, detect undead, remove fear, sanctuary; 2nd-consecrate, delay poison, eagle's splendor, enthrall, lesser restoration; 3rd-create food and water, remove blindness/deafness, remove curse, remove disease; 4th-divination, restoration; 5th-raise dead.

Domain Spells (Good, Healing): 1st-cure light wounds; 2nd-cure moderate wounds; 3rd-cure serious wounds; 4th-cure critical wounds; 5th-mass cure light wounds.

Granted Powers: Clerics of Freya cast healing and good spell at +1 caster level.

Possessions: +1 *light mace*, numerous divine scrolls of 1st through 4th level (not for sale), personal wealth worth approximately 3,500 gp.

Dagon Ziss, Male Half-Drow Elf Nec3: CR 3; SZ M; HD 3d4+3, hp 13; Init +3 (Dex); Spd 30 ft.; AC 13 (+3 Dex), touch 13, flat-footed 10; BAB/Grp +1/+2; Atk +2 melee (1d6+1, short sword, crit 19-20), or +2 melee (1d4+1, dagger, crit 19-20), or +4 ranged (1d8, longbow, crit x3, range 100 ft.); SA spells; SQ dark elf blood, immunity to sleep, low-light vision, +2 save bonus vs. enchantment spells/effects; AL NE; SV Fort +2, Ref +4, Will +3; Str 12, Dex 16, Con 12, Int 17, Wis 11, Cha 8.

Skills: Concentration +7 (+11 w/casting), Diplo-

macy +1, Gathering Information +1, Knowledge (arcana) +9, Knowledge (Underdark) +9, Knowledge (the planes) +9, Listen +1, Search +4, Spellcraft +11, Spot +1. *Feats*: Combat Casting, Scribe Scroll, Spell Focus (Necromancy).

Arcane Spells Prepared: (5/4/3; base DC 13+ spell level; Necromancy spells base DC 14 + spell level; restricted schools - Abjuration, Enchantment): 0-detect magic, disrupt undead*, mage hand, open/close, read magic, touch of fatigue*; 1st-cause fear*, chill touch*, mage armor, magic missile; 2nd-ghoul touch*, glitterdust, scare*. * Notes a Necromancy spell.

Possessions: short sword, dagger, longbow, arrows (x25), traveling cloak, *scroll of mage armor* (caster level 3), *scroll of magic missile* (caster level 3), *scroll of burning hands* (caster level 3), *potion of cure light wounds* (2 doses, caster level 2), spellbook

Spellbook (all those listed above plus the following): 0-all (except those of the restricted schools); 1st-burning hands, expeditious retreat, identify, obscuring mist, ray of enfeeblement*; 2nd-no additional.

Endhome Adventures

The Slaving Priestess

Acolytes, Male Human Clr2 (Da-Jin): CR 2; SZ M; HD 2d8+2; hp 14; Init +0; Spd 30 ft. (20 ft. in armor); AC 10/16* (+4 scale male, +2 shield), touch 10, flat-footed 10/16*; BAB/Grp +1/+3; Atk +4 melee (1d8+3 (+2 if using shield), masterwork heavy mace) or +1 ranged (1d4, sling, range 50 ft.); SA spells; SQ aura, rebuke undead; AL LE; SV Fort +4, Ref +0, Will +5; Str 14, Dex 11, Con 13, Int 8, Wis 15, Cha 12.

Skills: Bluff +9, Diplomacy +3, Intimidate +3, Knowledge (religion) +4, Sleight of Hand +1/-5*. *Feats*: Scribe Scroll, Skill Focus (Bluff).

SA-Death Touch (SU): Once per day a priest of Da-Jin may make a death touch. This is a spell-like ability allows the priest to make a touch attack; if he succeeds, he rolls 2d6. If this number exceeds the creature's current HD, the creature dies.

SQ-Bonus Skills: As a priestess of Da-Jin, the acolytes gains Bluff, Disguise, and Hide as class skills

Unholy Spell Prepared (4/3): 0-cure minor

wounds, guidance, read magic, resistance; 1st-cure light wounds, doom, shield of faith.

Domain Spells (Death, Trickery): 1st-cause fear.

Granted Powers: This priest of Da-Jin may use a death touch once per day; he also receives Bluff, Disguise, and Hide as class skills.

Possessions: masterwork heavy mace, heavy wooden shield, scale mail, scroll of cure light wounds (1st level), scroll of command (1st level).

Note: * value while wearing armor.

Father Beamus, Male Human Clr3 (Solanus): CR 3; SZ M; HD 3d8; hp 15; Init +0, Spd 30 ft.; AC 10, touch 10, flat-footed 10; BAB/Grap +2/+3; Atk +3 (1d6+1, club); SA spells; SQ aura, rebuke undead; AL LG; SV Fort +3, Ref +1, Will +6; Str 12, Con 10, Dex 11, Int 14, Wis 16, Cha 13.

Skills: Diplomacy +7, Heal +12, Knowledge (religion) +8, Profession (clergy) +9, Spellcraft +8. *Feats:* Brew Potion, Scribe Scroll, Skill Focus (Heal).

Divine Spells Prepared: (4/3/2; base DC 13 + spell level): 0-create water, cure minor wounds, detect poison, purify food and drink; 1st-comprehend languages, cure light wounds, remove fear; 2nd-cure moderate wounds, enthrall.

Domain Spells (Good, Healing): 1st-cure light wounds; 2nd-cure moderate wounds.

Granted Powers: Father Beamus, as a priest of Solanus, casts good and healing spells at +1 caster level.

Possessions: club, *potion of cure light wounds* (caster level 3), *potion of cure moderate wounds*, *scroll of lesser restoration*.

Guard, Male Human War1: CR 1/2; SZ M; HD 1d8+1; hp 5 each; Init +0; Spd 30 ft.; AC 15 (+3 studded leather, +2 shield), touch 10, flat-footed 15; BAB/Grap +1/+3; Atk +4 melee (1d8+2, longsword, crit 19-20), or +1 ranged (1d8, longbow, crit x3, range 100 ft.); AL LE; SV Fort +3, Ref +0, Will +0; Str 14, Dex 11, Con 12, Int 8, Wis 10, Cha 10.

Skills: Listen +4, Spot +4. *Feats:* Alertness, Weapon Focus (longsword).

Possessions: longsword, longbow, arrows (x10), studded leather armor, heavy wooden shield, 25 sp.

Elan Kanto, Female Human Clr5 (Da-Jin): CR 5; SZ M; HD 5d8+5; hp 32; Init +0; Spd 30 ft.; AC 10/15* (+5 chain shirt), touch 10, flat-

footed 10/15*; BAB/Grap +3/+4; Atk +5 (1d6+2, +1 quarterstaff), or +3 ranged (1d4, sling, range 50 ft.); SA spells; SQ aura, rebuke undead; AL LE; SV Fort +5, Ref +1, Will +7; St 13, Dex 10, Con 12, Int 12, Wis 17, Cha 16.

Skills: Bluff +14, Concentration +9, Diplomacy +5, Intimidate +5, Knowledge (religion) +9, Sleight of Hand +3/-2*, Spot +7. *Feats:* Brew Potion, Scribe Scroll, Skill Focus (Bluff).

Unholy Spell Prepared (5/4/3/2; base DC 13 + spell level): 0-cure minor wounds, detect magic, guidance, read magic, resistance; 1st-command, cure light wounds, doom, shield of faith; 2nd-cure moderate wounds, enthrall, hold person; 3rd-bestow curse, cure serious wounds.

Domain Spells (Death, Trickery): 1st-cause fear; 2nd-invisibility; 3rd-nondection.

Granted Powers: As a priest of Da-Jin, Elan may use death touch 1/day. She counts Bluff, Disguise, and Hide as class skills.

Possessions: +1 *quarterstaff*, +1 *chain shirt*, sling, *potion of bull's strength*, *potion of cure serious wounds* (2 doses).

Note: * indicates value while chainmail is worn.

Durgan Procuro, Male Human Ftr2: CR 2; SZ M; HD 2d10+4; hp 19; Init +6 (Dex, Improved Initiative); Spd 20 ft.; AC 18 (+2 Dex, +5 breastplate, +2 shield); Atk +6 (1d10+2, masterwork bastard sword, crit 19-20), or +4 ranged (1d10, heavy crossbow, crit 19-20, range 120 ft.); AL LE; SV Fort +5, Ref +2, Will -1; Str 15, Dex 14, Con 15, Int 8, Wis 9, Cha 12.

Skills: Bluff +3, Intimidate +2, Climb +3. *Feats:* Dodge, Exotic Weapon Proficiency (bastard sword), Improved Initiative, Weapon Focus (bastard sword).

Possessions: masterwork bastard sword, heavy crossbow, 15 bolts, breastplate, heavy steel shield, *potion of bull's strength*.

Thug Leader, Male Human Rog2/War1: Cr 2; SZ M; HD 2d6+2 plus 1d8+1; hp 18; Init +6 (Dex, Improved Initiative); Spd 30 ft.; AC 17 (+2 Dex, +3 armor, +2 shield), touch 12, flat-footed 15; BAB/Grap +2/+4; Atk +5 melee (1d6+2, scimitar, crit 18-20), or +4 ranged (1d8, light crossbow, crit 19-20, range 80 ft.); SA sneak attack (+1d6); SQ evasion, trapfinding; AL LE; SV Fort +3, Ref +5, Will -1; Str 14, Dex 15, Con 12, Int 8, Wis 9, Cha 11.

Skills: Bluff +5, Climb +5, Diplomacy +2, Dis-

guise +5, Gather Information +5, Hide +4, Intimidate +10, Move Silently +4, Profession (thug) +5, Sleight of Hand +1. *Feats*: Improved Initiative, Skill Focus (Intimidate), Weapon Focus (scimitar).

Possessions: scimitar, light crossbow, bolts (x15), studded leather armor, heavy steel shield, *potion of cat's grace*, 80 gp.

Thug (Common), Male Human War1: CR 1/2; SZ M; HD 1d8+1; hp 5; Init +0; Spd 30 ft.; AC 15 (+3 armor, +2 shield), touch 10, flat-footed 15; BAB/Grp +1/+3; Atk +4 melee (1d8+2, longsword, crit 19-20), or +1 ranged (1d10, heavy crossbow, crit 19-20, range 120 ft.); AL NE; SV Fort +3, Ref +0, Will -1; Str 14, Dex 11, Con 12, Int 8, Wis 8, Cha 10.

Skills: Climb +3, Intimidate +4. *Feats*: Power Attack, Weapon Focus (longsword).

Possessions: longsword, heavy crossbow, bolt (x10), studded leather armor, heavy wooden shield, 10 gp.

The Sewers

Bezlor, Male Human Con6: CR 6; SZ M; HD 6d4+6; hp 25; Init +2; Spd 30 ft.; AC 17 (+2 Dex, +1 cloak, +4 mage armor), touch 13, flat-footed 15; BAB/Grp +3/+3; Atk +4 melee (1d6, masterwork quarterstaff), or +6 ranged (1d4+1, +1 dart, range 20 ft.); SA spells; AL NE; SV Fort +3, Ref +4, Will +5; Str 10, Dex 14, Con 13, Int 17, Wis 10, Cha 8.

Skills: Concentration +10, Craft (alchemy) +12, Knowledge (arcana) +12, Knowledge (the abyss) +12, Profession (teacher) +9, Spellcraft +17. *Feats*: Brew Potion, Craft Wand, Craft Wondrous Item, Scribe Scroll, Skill Focus (Spellcraft), Spell Focus (Conjuration).

Arcane Spells Prepared (5/5/5/4; base DC 13 + spell level, Conjuration base DC 14 + spell level; restricted schools - Necromancy and Transmutation): 0-daze, detect magic, light, ray of frost, read magic; 1st-grease*, mage armor*, magic missile, obscuring mist, shield; 2nd-fog cloud*, glitterdust*, Mel's acid arrow*, mirror image, web*; 3rd-fire ball, displacement, stinking cloud*, summon monster III*. * Notes spells of the Conjuration school.

Possessions: masterwork quarterstaff, +1 darts (x3), +1 cloak of protection (operates as does a +1 ring of protection), wand of magic missiles (20 charges, caster level 3), wand of hold portal

(6 charges), *scroll of summon monster II* (caster level 5), *scroll of summon monster III* (caster level 6), *potion of cure moderate wounds*.

Spellbook (all those listed plus the following): 0-all (except those of the restricted schools); 1st-color spray, hold portal, identify, summon monster I*; 2nd-invisibility, protection from arrows, summon monster II*, summon swarm; 3rd-dispel magic, sleet storm.

Kaiser, Male Human Con1: CR 1; SZ M; HD 1d4+5; hp 9; Init +1 (Dex); Spd 30 ft.; AC 15 (+1 Dex, +4 mage armor), touch 11, flat-footed 14; BAB/Grp +0/+2; Atk +2 melee (1d6+3, quarterstaff), or +1 ranged (1d8, light crossbow, crit 19-20, range 80 ft.); SA spells; AL NE; SV Fort +2, Ref +1, Will +3; Str 14, Dex 12, Con 14, Int 15, Wis 12, Cha 10.

Skills: Concentration +6, Knowledge (arcana) +6, Knowledge (engineering) +6, Profession (miner) +5, Spellcraft +6. *Feats*: Spell Focus (Conjuration), Toughness.

Arcane Spells Prepared (4/3; base DC 12 + spell level, Conjuration base DC 13 + spell level; restricted schools - Necromancy and Transmutation): 0-detect magic, light, ray of frost, read magic; 1st-grease*, mage armor*, magic missile. * Notes spells of the Conjuration school.

Possessions: quarterstaff, light crossbow, bolts (x10), *scroll of magic missile*, *scroll of fog cloud*, *potion of cure light wounds* (caster level 2).

Spellbook (all those listed plus the following): 0-all (except those from the restricted schools); 1st-sleep, summon monster I*.

Tousice, Wererat (natural), Male Human Rog3: CR 5; SZ M (S*) (Shapechanger); HD 3d6+3 plus 1d8+2; hp 23; Init +8/+11*§ (Dex, Improved Initiative); Spd 30 (40*) ft., climb 20 ft.*; AC 19/21*/20§ (+1 size*, +4/+7*§ Dex, +2/+3*§ natural, +3/+0*§ armor), touch 14/18*/17§, flat-footed 15/14*/13§; BAB/Grp +2/+3(-1*); Atk +6 (+9§) melee (1d6+1, rapier, crit 18-20), or +10* melee (1d4+1, bite plus disease); Full Atk [hybrid form only] +9 melee (1d6+1, rapier, crit 18-20) and +4 melee (1d4+1, bite plus disease); SA curse of lycanthropy (Fortitude [DC 15])*§, disease (filth fever, Fortitude [DC 12])*§, sneak attack (+2d6); SQ alternate form, damage reduction (10/silver)*§, evasion, low-light vision, rat empathy, scent, trap sense (+1), trapfinding; SV Fort +4 (+5*§), Ref +9 (+12*§), Will +6; Str 12, Dex 18 (24*), Con 13

(15*), Int 10, Wis 12, Cha 10.

Skills: Climb +8/+21*/+13§, Craft (trap setting) +7, Escape Artist +10/+13*§, Gather Information +6, Hide +11/+18*/+14§, Jump +9/+18*/+14§, Listen +11, Move Silently +10/+13*§, Spot +11, Tumble +12/+15*§, Swim +1/+15*/+7§. *Feats:* Alertness, Dodge, Improved Initiative, Iron Will (b), Weapon Finesse (b).

Possessions: rapier, light crossbow, bolts (x20), masterwork studded leather armor, thunderstone, smoke stick, tanglefoot bag, *potion of cure light wounds* (caster level 3), gold charm bracelet worth 100 gp.

Note: * in rat form; § in hybrid form; all racial skill bonuses are already calculated in.

Wererat (natural), Male Human Rog1: CR 3; SZ M (S*) (Shapechanger); HD 1d6+1 plus 1d8+2; hp 11; Init +3/+6*§ (Dex); Spd 30 (40*) ft., climb 20 ft.*; AC 17/20*/19§ (+1 size*, +3/+6*§ Dex, +2/+3*§ natural, +2/+0*§ armor), touch 13/17*/16§, flat-footed 14/13§; BAB/Grp +0/+1(-3*); Atk +3 (+6§) melee (1d6+1, rapier, crit 18-20), or +7* melee (1d4+1, bite plus disease), or +3/+6§ ranged (1d8, light crossbow, crit 19-20, range 80 ft.); Full Atk [hybrid form only] +6 melee (1d6+1, rapier, crit 18-20) and +1 melee (1d4+1, bite plus disease); SA curse of lycanthropy (Fortitude [DC 15])*§, disease (filth fever, Fortitude [DC 12])*§, sneak attack (+1d6); SQ alternate form, damage reduction (10/silver)*§, low-light vision, rat empathy, scent, trapfinding; SV Fort +3 (+4*§), Ref +7 (+10*§), Will +5; Str 12, Dex 17 (23*), Con 13 (15*), Int 10, Wis 12, Cha 10.

Skills: Climb +5/+18*/+10§, Escape Artist +7/+10*§, Gather Information +4, Hide +8/+15*/+11§, Jump +3/+12*/+8§, Listen +9, Move Silently +7/+10*§, Search +4, Spot +9, Tumble +7/+10*§, Swim +1/+14*/+6§. *Feats:* Alertness, Dodge, Iron Will (b), Weapon Finesse (b).

Possessions: rapier, dagger, leather armor, light crossbow, bolts (x10).

Note: * in dire rat form; § in hybrid form; all racial skill bonus are already included.

Area 15: The Poulanti Estate

Gaston, Male Ghoul: CR 1; SZ M Undead; HD 2d12; hp 17; Init +2 (Dex); Spd 30 ft.; AC 14 (+2 Dex, +2 natural), touch 12, flat-footed 12; BAB/Grp +1/+2; Atk +3 melee (1d6+1, bite plus paralysis and ghoul fever); Full Atk +3 melee (1d6+1, bite plus paralysis and ghoul fever), and +0 melee (1d3 [x2], claws plus paralysis); SA ghoul fever (Fortitude [DC 12], incubation 1 day, 1d3 temp. Con and Dex damage), paralysis (1d4+1 rounds, Fortitude [DC 12] resists); SQ darkvision (60 ft.), turn resistance (+2), undead traits; AL CE; SV Fort +0, Ref +2, Will +5; Str 13, Dex 15, Con-, Int 14, Wis 14, Cha 12.

Skills: Balance +6, Climb +5, Escape Artist +6, Hide +6, Jump +5, Listen +6, Move Silently +6, Profession (butler) +7, Spot +7. *Feats:* Multiattack.

Gilbert and Klerk, Zombie (Ogre, Large): CR 3; SZ L Undead; HD 8d12+3; hp 55; Init -2; Spd 40 ft.; AC 15, touch 7, flat-footed 15; BAB/Grp +4/+14; +9 melee (1d8+9, slam); Space/Reach 10 ft./10 ft.; SQ single actions only, DR (5/slashing), darkvision (60 ft.), undead traits; AL NE; Fort +2, Ref +0, Will +6; Str 23, Dex 6, Con -, Int -, Wis 10, Cha 1.

Feats: Toughness.

Thelonius Pulanti, Male Human Vampire Ari5: CR 6; SZ M Undead; HD 5d12; hp 33; Init +7 (Dex, Improved Initiative); Spd 30 ft.; AC 19 (+3 Dex, +6 Natural), touch 13, flat-footed 16; BAB/Grp +3/+7; Atk +7 melee (1d6+4, slam plus energy drain); SA blood drain (1d4 perm. Con drain), children of the night, dominate (Will [DC 17], range 30 ft.), energy drain (Fortitude [DC 17] to recover), create spawn; SQ alternate form, damage reduction (10/silver and magic), fast healing (5), gaseous form, resistance to cold and electricity (10), turn resistance (+4), undead traits; AL CE; SV Fort +3, Ref +6, Will +6; Str 18, Dex 16, Con-, Int 14, Wis 14, Cha 16.

Skills: Bluff +19, Diplomacy +7, Hide +11, Intimidate +5, Knowledge (local history) +13, Knowledge (ancient history) +13, Listen +20, Move Silently +11, Search +18, Sense Motive +19, Sleight of Hand +5, Spot +20. *Feats:* Alertness, Combat Reflexes, Dodge, Great Fortitude, Improved Initiative, Lightning Reflexes, Skill Focus (Knowledge [local history]), Skill Focus (Knowledge [ancient history]).

Wilderness

Penprie Forest

Bandit, Male Human War1: CR 1/2; SZ M; HD 1d8+1; hp 5; Init +1 (Dex); Spd 30 ft.; AC 15 (+1 Dex, +2 armor, +2 shield), touch 11, flat-footed 14; BAB/Grp +1/+2; Atk +3 melee (1d8+1, longsword, crit 19-20), or +3 ranged (1d6, short bow, crit x3, range 60 ft.); AL LE; SV Fort +3, Ref +1, Will +0; Str 13, Dex 12, Con 12, Int 8, Wis 10, Cha 8.

Skills: Listen +1, Spot +1. *Feats:* Weapon Focus (longsword), Weapon Focus (shortbow).

Possessions: longsword, shortbow, arrows (x15), leather armor, heavy wooden shield.

Grump Berger, Male Dwarf Ftr1: CR 1; SZ M; HD 1d10+3; hp 12; Init +0; Spd 15 ft.; AC 16 (+4 armor, +2 shield), touch 10, flat-footed 16; BAB/Grp +1/+4; Atk +5 melee (1d10+3, dwarven waraxe, crit x3), or +1 ranged (1d10, heavy crossbow, crit 19-20, range 120 ft.); SQ darkvision (60 ft.), dwarven fighting bonuses, stability (+4 vs. bull rush or trip), stonecunning, weapon familiarity (dwarven waraxe), dwarven blood; AL NE; SV Fort +5 (+7 vs. poisons), Ref +0, Will +0 (+2 vs. spells); Str 16, Dex 10, Con 16, Int 8, Wis 10, Cha 8.

Skills: Craft (weaponsmith) +4. *Feats:* Power Attack, Weapon Focus (dwarven waraxe).

Possessions: dwarven waraxe, heavy crossbow, bolts (x10), scale mail, heavy wooden shield, *potion of cure light wounds*, gold necklace worth 65 gp.

Girda, Female Human Ghost Com1: CR 2; SZ M Undead (Incorporeal); HD 1d12; hp 6; Init +1 (Dex); Spd 30 ft.; AC 13 (+1 Dex, +2 Cha), touch , flat-footed ; BAB/Grp +0/+; Atk +1 melee (1d6, corrupting touch, vs. nonethereal opponents), or -2 melee (1d6-2, corrupting touch, vs. ethereal opponents); SA telekinesis (1/1d4 rounds); SQ rejuvenation, turn resistance (+4), undead traits; AL CG; SV Fort +0, Ref +1, Will +1; Str 7, Dex 12, Con -, Int 10, Wis 12, Cha 14.

Skills: Craft (weaving) +7, Craft (cooking) +7, Handle Animal +6, Hide +9, Listen +9, Ride +3, Search +8, Spot +9. *Feats:* Skill Focus (Craft [cooking]), Skill Focus (Craft [Weaving]).

Garland Franks, Male Human Brd2: CR 2; SZ M; HD 2d6; hp 10; Init +2 (Dex); Spd 30 ft.; AC 14 (+2 Dex, +2 armor), touch 12, flat-footed

12; BAB/Grp +1/+2; Atk +3 melee (1d6+1, masterwork rapier, crit 18-20), or +3 ranged (1d8, light crossbow, crit 19-20, range 80 ft.), SA spells, bardic music, countersong; SQ bardic knowledge (+3), fascinate, inspire courage (+1); AL NE; SV Fort +0, Ref +5, Will +4; Str 12, Dex 14, Con 10, Int 13, Wis 8, Cha 16.

Skills: Appraise +6, Bluff +8, Diplomacy +5, Gather Information +8, Hide +7, Intimidate +5, Move Silently +7, Perform (dance) +6, Perform (sing) +6, Perform (storytelling) +6, Perform (stringed instrument) +9, Perform (wind instrument) +6, Sleight of Hand +4. *Feats:* Iron Will, Skill Focus (Perform [string instrument]).

Arcane Spell Known (cast per day 3/1; base DC 13 + spell level): 0-dancing lights, daze, flare, light, read magic; 1st-cause fear, sleep.

Possessions: masterwork rapier, light crossbow, bolts (x20), leather armor, *potion of cure light wounds*.

Silvat, male aranea: CR 4; M Magical Beast (Shapechanger); HD 3d10+6; hp 21; Init +7 (Dex, Improved Initiative); Spd 50 ft., climb 25 ft.; AC 14 (+3 Dex, +1 natural), touch 13, flat-footed 11; BAB/Grp +3/+3; Atk +6 melee (1d6, bite plus poison), or +6 ranged (web, range 10 ft.); SA poison (injury, Fortitude [DC 13], 1d6/2d6 temp. Str damage), spells, web (6/day, 50 ft. max range); SQ change shape, darkvision (60 ft.), low-light vision; AL CN; SV Fort +5, Ref +6, Will +4; Str 11, Dex 16, Con 14, Int 14, Wis 13, Cha 14.

Skills: Climb +14, Concentration +8, Escape Artist +6, Jump +13, Listen +6, Spot +6. *Feats:* Improved Initiative, Iron Will (b), Weapon Finesse.

Arcane Spells Known (cast per day 6/6; base DC 12 + spell level): 0-dancing lights, detect magic, ghost sound, ray of frost, read magic; 1st-charm person, magic missile, sleep.

Fell Tarmick, Male Human Rgr2/Rog1: CR 3; SZ M; HD 2d8+2 plus 1d6+1; hp 19; Init +7 (Dex, Improved Initiative); Spd 30 ft.; AC 16 (+3 Dex, +3 armor), touch 13, flat-footed 13; BAB/Grp +3/+5; Atk +6 melee (1d8+2, masterwork longsword, crit 19-20), or +5 ranged (1d8+2, composite longbow [+2], crit x3, range 110 ft.); Full Atk +4 (1d8+2, masterwork longsword, crit 19-20), and +4 melee (1d6+1, masterwork short sword, crit 19-20); SA sneak attack (+1d6), favored enemy (humans), combat style (two-weapon); SQ track, trapfinding, wild empathy;

THE LOST CITY OF BARAKUS

AL NE; SV Fort +4, Ref +5, Will +1; Str 14, Dex 16, Con 12, Int 10, Wis 12, Cha 10.

Skills: Bluff +4, Climb +8, Craft (woodworker) +3, Decipher Script +, Escape Artist +7, Hide +9, Listen +6, Move Silently +9, Spot +7, Survival +6, Tumble +7. *Feats:* Improved Initiative, Point Blank Shot, Precise Shot, Track.

Possessions: masterwork longsword, masterwork shortsword, composite longbow (+2), arrows (x25), masterwork studded leather armor, *potions of cat's grace*, *potions of cure light wounds* (2 doses).

Thuss, female aranea: CR 4; M Magical Beast (Shapechanger); HD 3d10+6; hp 21; Init +7 (Dex, Improved Initiative); Spd 50 ft., climb 25 ft.; AC 13 (+2 Dex, +1 natural), touch 12, flat-footed 11; BAB/Grp +3/+3; Atk +5 melee (1d6, bite plus poison), or +5 ranged (web, range 10 ft.); SA poison (injury, Fortitude [DC 13], 1d6/2d6 temp. Str damage), spells, web (6/day, 50 ft. max range); SQ change shape, darkvision (60 ft.), low-light vision; AL CN; SV Fort +5, Ref +5, Will +4; Str 11, Dex 15, Con 14, Int 14, Wis 13, Cha 14.

Skills: Climb +14, Concentration +8, Escape Artist +6, Jump +13, Listen +6, Spot +6. *Feats:* Improved Initiative, Iron Will (b), Weapon Finesse.

Arcane Spells Known (cast per day 6/6; base DC 12 + spell level): 0-dancing lights, daze, detect magic, ghost sound, read magic; 1st-charm person, magic missile, obscuring mist.

Gilda Waynetrop, Female Half-Elf Drd2: CR 2; SZ M; HD 2d8; hp 12; Init +2; Spd 30 ft.; AC 16 (+2 Dex, +2 leather, +2 shield), touch 12, flat-footed 14; BAB/Grp +1/+2; Atk +2 melee (1d6+1, scimitar, crit 18-20), or +3 ranged (1d4+1, sling, range 50 ft.); SA spells; SQ animal companion, elven blood, nature sense, immune to sleep spells, low-light vision, wild empathy, woodland stride; AL NG; SV Fort +3, Ref +2, Will +6 (+8 vs. Enchantments); Str 12, Dex 15, Con 10, Int 12, Wis 16, Cha 10.

Skills: Concentration +5, Diplomacy +2, Gather Information +2, Handle Animal +8, Heal +8, Knowledge (nature) +6, Listen +4, Search +2, Spot +2, Survival +8. *Feats:* Scribe Scroll.

Divine Spells Prepared (4/3; base DC 13 + spell level): 0-cure minor wounds, detect poison, mending, purify food and drink; 1st-cure light wounds, entangle, obscuring mist.

Possessions: scimitar, leather armor, heavy

wooden shield, *scroll of cure light wounds*, *scroll of detect snares and pits*, *scroll of calm animals*.

Chauncy and Bing, Male Wolves: CR 1; SZ M Animal; HD 2d8+4; hp 14, 12; Init +2 (Dex); Spd 50 ft.; AC 14 (+2 Dex, +2 natural), touch 12, flat-footed 12; BAB/Grp +1/+2; Atk +3 melee (1d6+1, bite); SA trip; SQ 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: Hide +2, Listen +3, Move Silently +3, Spot +3, Survival +1 (+5 when tracking by scent). *Feats:* Track (b), Weapon Finesse (bite).

Duskmoon Hills

Agok, Male Grimlock Adp4: CR 4; SZ M Monstrous Humanoid; HD 2d8+2 plus 4d6+4; hp 30; Init +1 (Dex); Spd 20 ft. (armor); base 30 ft.; AC 18 (+1 Dex, +3 hide armor, +4 natural); Atk +6 melee (1d8+3, battleaxe, Crit x3); SA spells, blindsight (40 ft.); SQ scent; AL NE; SV Fort +2, Ref +5, Will +9; Str 15, Dex 13, Con 12, Int 10, Wis 14, Cha 6.

Skills: Concentration +5, Climb +4, Hide +3 (+13 in caves or rocky terrain), Listen +9, Jump -2, Spot +6, Survival +6. *Feats:* Alertness, Brew Potion, Combat Casting, Track (b).

Divine Spells Prepared (3/3/1; base DC 12 + spell level): 0-cure minor wounds, guidance, read magic; 1st-burning hands, cause fear, cure light wounds, obscuring mist; 2nd-bull's strength, hold person.

Possessions: battleaxe, hide armor, *potions of bull's strength*, *potions of cure light wounds* (3rd level, 2 doses).

Bezzalt, Male Young Adult Red Dragon: CR 12; Huge Red Dragon (fire); HD 19d12+95; hp 220; Init +5 (+1Dex, +4 Improved Initiative); Spd 40 ft., fly 150 ft. (poor); AC 27 (-2 size, +1 Dex, +18 natural), touch 9, flat-footed 26; BAB/Grp +19/+37; Atk +27 melee (2d8+10, bite); Full Atk +27 melee (2d8+10, bite), +22 melee (2d6+5 [x2], claws), +22 melee (1d8+5 [x2], wings), +22 melee (2d6+15, tail slap), and +27 melee (2d8+15, crush); Space/Reach 15 ft./10 ft. (15 ft. with bite); SA breath weapon (10d10 fire, 50 ft. cone, Reflex [DC 24] for half), spells, frightful presence; SQ blindsight 150 ft., damage reduction (5/magic), darkvision (500 ft.), fire subtype, immune to sleep and paralysis, keen senses, locate object, SR (19); AL CE; SV Fort +16, Ref +11,

Will +13; Str 31, Dex 12, Con 22, Int 15, Wis 14, Cha 15.

Skills: Bluff +21, Concentration +24, Diplomacy +4, Intimidate +23, Knowledge (arcana) +21, Listen +21, Search +21, Spellcraft +23, Spot +21. *Feats:* Flyby Attack, Improved Initiative, Power Attack, Snatch, Sunder.

Frightful Presence (Ex): 150 ft. range; creatures must succeed at a Will save (DC 21) or become panicked for 4d6 rounds (if 4 or less HD) or become shaken for 4d6 rounds (5 or more HD).

Crush (Ex): Bezzalt's crush attack is effective only against opponents who are small size or smaller. It affects all suc opponents that find under its body, and they must succeed at a Ref save (DC24) or be pinned, taking 2d8+15 hp of bludgeoning damage during the next round unless Bezzalt moves off of them.

Locate Object (Sp): 5/day (as Sor5).

Arcane Spells Known (cast per day 6/7/5; base DC 12 + spell level): 0-arcane mark, detect magic, ghost sound, mage hand, open/close, read magic; 1st-alarm, cure light wounds, mage armor, true strike; 2nd-cure moderate wounds, invisibility.

Branbolton, Male Hill Giant: CR 7; SZ L Giant; HD 12d8+60; hp 122; Init -1 (Dex), Spd 30 ft. (armor); base 40 ft.; AC 20 (-1 size, -1 Dex, +9 natural, +3 hide armor), touch 8, flat-footed 20; BAB/Grp +9/+20; Atk +16 melee (2d6+10, greatclub), or +15 melee (1d4+7, slam), or +8 ranged (2d6+7, rocks, range 120 ft.); Full Atk +16/+11 melee (2d6+10, greatclub), or +15 melee (1d4+7 [x2], slam), or +8 ranged (2d6+7, rocks, range 120 ft.); Space/Reach 10 ft./10 ft.; SA rock throwing; SQ rock catching; SV Fort +13, Ref +3, Will +4; Str 25, Dex 8, Con 21, Int 5, Wis 10, Cha 17.

Skills: Climb +7, Jump +7, Listen +3, Spot +6. *Feats:* Cleave, Improved Bull Rush, Improved Sunder, Power Attack, Weapon Focus (greatclub).

Possessions: greatclub, bag with 3 rocks, hide armor, gold bracelet worth 100 gp.

Cloft, Male Grimlock Brb2: CR 3; SZ M Monstrous Humanoid; HD 2d8+2 (+6) plus 2d12+2 (+6*); hp 27 (35*); Init +2 (Dex); Spd 40 ft.; AC 16 (14*) (+2 Dex, +4 natural, [-2 rage*]), touch 12 (10*), flat-footed 14 (12*); BAB/Grp +2/+5 (+7*); Atk +8 (+10*) melee (1d8+4 [+7*], battleaxe, crit x3); SA blindsight (40 ft.), rage; SQ scent, uncanny dodge (Dex bonus to AC); AL NE;

SV Fort +4 (+6*), Ref +5, Will +2 (+4*); Str 16 (20*), Dex 14, Con 13 (17*), Int 10, Wis 8, Cha 8.

Skills: Climb +10 (+12*), Hide +8 (+18 in caves or rocky terrain), Jump +9 (+7*), Listen +8, Search +5, Spot +5. *Feats:* Alertness, Weapon Focus (battleaxe).

Possessions: battleaxe, gold necklace worth 250 gp.

Note: * Statistics in parenthesis are for when Cloft is raging.

Flink, Male Half-Orc Drd3: CR 3; SZ M; HD 3d8; hp 15; Init +1 (Dex); Spd 20 ft. (armor), base 30 ft.; AC 16 (+1 Dex, +3 armor, +2 shield), touch 11, flat-footed 15; BAB/Grp +2/+4; Atk +6 (1d6+2, masterwork scimitar, crit 18-20), or +4 ranged (1d4, sling with masterwork bullets, range 50 ft.); SA spells; SQ animal companion, darkvision (60 ft.), nature sense, wild empathy, woodland stride, trackless step; AL N; SV Fort +3, Ref +2, Will +6; Str 15, Con 11, Dex 13, Int 8; Wis 16, Cha 10.

Skills: Handle Animal +6, Heal +9, Spellcraft +5, Survival +9. *Feats:* Scribe Scroll, Weapon Focus (scimitar).

Spells Prepared (4/3/2): 0-cure minor wounds (x2), guidance, detect magic; 1st-cure light wounds (x2), entangle, obscuring mist; 2nd-flame blade, heat metal.

Possessions: masterwork scimitar, sling, masterwork bullets (x10), hide armor, heavy wooden shield, *scroll of cure light wounds* (caster level 3), *scroll of heat metal* (3rd level).

Fentarus, Eagle Animal Companion: CR 1/2; SZ S Animal; HD 1d8+1; hp 5; Init +2 (Dex); Spd 10 ft.; fly 80 ft.; AC 14 (+1 size, +2 Dex, +1 natural), touch 13, flat-footed 12; BAB/Grp +0/-4; Atk +3 melee (1d3, claws); Full Atk +3 melee (1d3 [x2], claws), and -2 melee (1d4, bite); AL N; Fort +3, Ref +4, Will +2; Str 10, Dex 15, Con 12, Int 2, Wis 14, Cha 6.

Skills: Listen +6, Spot +14. *Feats:* Weapon Finesse.

Gruss; Mountain Lion Companion: CR 2; SZ M Animal; HD 3d8+6; hp 20; Init +4 (Dex); Spd 40 ft.; climb 20 ft.; AC 15 (+4 Dex, +1 natural), touch , flat-footed ; BAB/Grp +2/+5; Atk +6 melee (1d6+3, bite), +1 melee (1d3+1, claws [x2]); SA pounce, improved grab, rake (1d3+1); SQ low-light vision, scent; AL N; SV Fort +5, Ref +7, Will +2; Str 16, Dex 19, Con 15, Int 2, Wis 12,

Cha 6.

Skills: Balance +12, Climb +11, Hide +8, Jump +11, Listen +6, Move Silently +9, Spot +6. *Feats:* Alertness, Weapon Finesse.

Kilkarin, Male Half-Orc Rog2/Ftr1: CR 3; SZ M; HD 2d6+3 plus 1d10+2; hp 20; Init +6 (Dex, Improved Initiative); Spd 30 ft.; AC 17 (+2 Dex, +3 armor, +2 shield), touch 12, flat-footed 15; BAB/Grp +2/+5; Atk +7 melee (1d8+3, masterwork longsword, crit 19-20), or +4 ranged (1d8, longbow, crit x3, range 100 ft.); SA sneak attack (+1d6); SQ darkvision (60 ft.), evasion, trap sense +1, trapfinding; AL N; SV Fort +4, Ref +5, Will +0; Str 16, Dex 14, Con 14, Int 10, Wis 10, Cha 7.

Skills: Climb +6, Escape Artist +4, Hide +4, Jump +8, Listen +7, Move Silently +4, Spot +7, Tumble +6. *Feats:* Alertness, Improved Initiative, Weapon Focus (longsword).

Possessions: masterwork longsword, longbow, arrows (x25), studded leather armor, heavy wooden shield, *potion of invisibility*.

Phazut, Male Goblin Sor3/Rog1: CR 4; SZ S; HD 3d4 plus 1d6; hp 12; Init +7 (Dex, Improved Initiative), Spd 30 ft.; AC 14 (+1 size, +3 Dex), touch 14, flat-footed 11; BAB/Grp +1/+0; Atk +1 melee (1d6-1, short sword, crit 19-20), or +5 ranged (1d8, master work light crossbow, crit 19-20, range 80 ft.); SA spells, sneak attack (+1d6); SQ darkvision (60 ft.), trapfinding; AL LE; SV Fort +1, Ref +3, Will +3; Str 8, Dex 16, Con 10, Int 12, Wis 10, Cha 15.

Skills: Concentration +6, Hide +11, Knowledge (arcana) +7, Move Silently +11, Spellcraft +9, Tumble +4. *Feats:* Improved Initiative, Scribe Scroll.

Arcane Spells Known (cast per day 6/6; base DC 12 + spell level): 0-daze, detect magic, flare, read magic, resistance; 1st-magic missile, ray of enfeeblement, shield.

Possessions: short sword, masterwork light crossbow, 10 bolts, *arcane scroll of magic missile* (3rd level), *shield* (3rd level), *web* (4th level), and *a broom of flying*.

Barakus Caves

Burg, Male Orc Brb1: CR 1; SZ M; HD 1d12+2 (+4*); hp 14 (16*); Init +1 (Dex); Spd 40

ft.; AC 14 (12*) (+1 Dex, +3 armor, [-2 rage*]); Atk +5 (+7*) melee (1d12+4 [+7*]), greataxe, crit x3), or +2 ranged (1d6+3 [+5*], javelin); SA rage; SQ darkvision (60 ft), orc blood; AL CE; SV Fort +4 (+6*); Ref +1, Will +0 (+2*); Str 17 (21*), Dex 13, Con 14 (18*), Int 8; Wis 10, Cha 12.

*Burg's statistics while enraged are in parenthesis.

Skills: Climb +11, Handle Animal +5, Listen +5. *Feats:* Weapon Focus (greataxe).

Possessions: greataxe, javelins (x3), studded leather armor.

War Dogs (2): CR 1; SZ M Animal; HD 2d8+4; hp 16, 13; Init +3 (Dex); Spd 40 ft.; AC 16 (+2 Dex, +4 natural), touch 12, flat-footed 14; BAB/Grp +1/+3; Atk +3 melee (1d6+3, bite); SA trip; SQ scent, track; SV Fort +5, Ref +5, Will +1; Str 15, Dex 15, Con 15, Int 2, Wis 12, Cha 6.

Skills: Jump +8, Listen +5, Spot +5, Swim +3, Survival +1 (+5 when tracking by scent).

Contra, Female Red Witch Ratman Wiz2: CR 2; SZ M Monstrous Humanoid; HD 2d8+6; hp 18; Init +2 (Dex); Spd 30 ft., climb 15 ft.; AC 13 (+2 Dex, +1 natural), touch 12, flat-footed 11; BAB/Grp +1/+1; Atk +1 melee (1d3, bite) or +3 ranged (1d4, dart, range 20 ft.); Atk +1 melee (1d3, bite), or +3 ranged (1d4, dart, range 20 ft.); Full Atk +1 melee (1d3, bite) and -4 melee (1d4 [x2], claws), or +3 ranged (1d4, dart, range 20 ft.); SA spells; SQ darkvision (60 ft.); AL LE; SV Fort +5*, Ref +2, Will +3; Str 10, Dex 15, Con 16, Int 15, Wis 10, Cha 8.

Skills: Climb +8, Concentration +4 (+8 w/spell casting), Hide +4, Move Silently +4, Spellcraft +7. *Feats:* Combat Casting.

Arcane Spells Prepared (4/3; base DC 12 + spell level): 0-detect magic, flare, ray of frost, read magic; 1st-shocking grasp, sleep, ray of enfeeblement.

Possessions: darts (x8), *arcane scroll of cause fear*, *potion of cure light wounds*, bracelet encrusted with three small opals worth 60 gp.

Note: * +2 bonus figured in for Contra's familiar. Red witch ratmen can be found in the *Creature Collection* and *Creature Collection Revised* from Sword & Sorcery Studio and are used by permission.

Ben, Rat Familiar: CR 1/2; T Animal; HD 2d8; hp 9; Init +2; Spd 15 ft., climb 15 ft.; AC 15 (+2 size, +1 natural, +2 Dex), touch 14, flat-footed 13;

BAB/Grp +1/-11; Atk +4 melee (1d3-4, bite); SQ scent, empathic link, shared spells; AL NE; SV Fort +5, Ref +4, Will +3; Str 2, Dex 15, con 10, Int 6, Wis 12, Cha 2.

Skills: Balance +10, Climb +12, Hide +14, Move Silently +10. *Feats:* Weapon Finesse.

Darl, Male Half-Orc War1: CR 1/2; SZ M; HD 1d8; hp 7; Init +1 (Dex); Spd 30 ft.; AC 14 (+1 Dex, +3 armor), touch 11, flat-footed 13; BAB/Grp +1/+4; Atk +5 melee (1d8+4, shortspear, crit x3), or +2 ranged (1d6+3, throwing axe, range 10 ft.); AL NE; SV Fort +2, Ref +1, Will -1; Str 16, Dex 12, Con 10, Int 8, Wis 8, Cha 6.

Skills: Climb +6. *Feats:* Weapon Focus (shortspear).

Possessions: shortspear, throwing axes (x3), studded leather armor.

Gilby, male goblin Adp1: CR 1/2; SZ S; HD 1d6; hp 4; Init +1 (Dex); Spd 30 ft.; AC 12 (+1 size, +1 Dex), touch 12, flat-footed 11; BAB/Grp +0/-5; Atk +0 melee (1d6-1, club), or +2 ranged (1d4-1, thrown dagger, crit 19-20); SA spells; SQ darkvision (60 ft.); AL LE; SV Fort +0, Ref +1, Will +3; Str 8, Dex 13, Con 10, Int 8, Wis 13, Cha 8.

Skills: Listen +2, Spot +2. *Feats:* Scribe Scroll.

Divine Spells Prepared (3/2): 0-cure minor wounds, ghost sound, guidance; 1st-obscuring mist, sleep.

Possessions: club, 3 daggers, *wand of minor image* (5th level, 6 charges), *divine scroll of cure light wounds* (1st level).

Grimba, male gnome Ill4: CR 4; SZ S; HD 4d4+12; hp 23; Init +2 (Dex); Spd 20 ft.; AC 14 (+1 size, +2 Dex, +1 ring), touch 14, flat-footed 12; BAB/Grp +2/-3; Atk +2 melee (1d4, +1 dagger, crit 19-20), or +6 melee (1d8, masterwork light crossbow, crit 19-20); SA spells; SQ gnome traits, low-light vision; AL CN; SV Fort +4, Ref +3, Will +4; Str 8, Dex 14, Con 16, Int 16, Wis 10, Cha 7.

Skills: Concentration +10, Craft (alchemy) +6, Craft (carpentry) +7, Craft (masonry) +7, Knowledge (arcana) +9, Listen +7, Spellcraft +12, Spot +2. *Feats:* Alertness, Scribe Scroll, Spell Focus (illusion).

Grimba's prohibited schools are Conjuration and Necromancy.

Arcane Spells Prepared (4/5/4): DC 13 plus spell level or 14 plus spell level for spells marked with

an*): 0-detect magic, light, mage hand, mending; 1st-color spray*, mage armor, magic missile, silent image*, ventriloquism*; 2nd-hypnotic pattern*, invisibility, mirror image, web.

Bonus Spells: 1/day: dancing lights, ghost sound, prestidigitation. These are all as spells cast by a 1st-level sorcerer.

Possessions: +1 dagger, masterwork light crossbow, 20 bolts, +1 ring of protection, *wand of burning hands* (3rd level, 28 charges), *potion of cure moderate wounds* (4th level, 1 dose), keys to his chest and his front door.

Heck Pogin, male human War2: CR 1; SZ M; HD 2d8+2; hp 12; Init +0; Spd 30 ft.; AC 15 (+3 armor, +2 shield), touch 10, flat-footed 15; BAB/Grp +2/+4; Atk +5 melee (1d8+2, morningstar), or +2 ranged (1d8, light crossbow, crit 19-20, range 80 ft.); AL NE; SV Fort +4, Ref +0 Will -1; Str 14, Dex 10, Con 12, Int 10, Wis 8, Cha 8.

Skills: Climb +4, Intimidate +1, Listen +3, Spot +3. *Feats:* Alertness, Weapon Focus (morningstar).

Possessions: morningstar, light crossbow, 10 bolts, studded leather armor, heavy wooden shield.

Steamer and Bo Pogin, male human War1: CR 1/2; SZ M; HD 1d8+1; hp 8, 6; Init +0; Spd 30 ft.; AC 13 (+3 armor), touch 10, flat-footed 13; BAB/Grp +1/+3; Atk +3 melee (1d6+3, quarterstaff), or +2 ranged (1d6, short bow, Crit X3, range 60 ft.); AL NE; SV Fort +3, Ref +0, Will -1; Str 14, Dex 10, Con 12, Int 10, Wis 8, Cha 8.

Skills: Climb +6, Listen +3, Spot +3. *Feats:* Alertness, Weapon Focus (shortbow).

Possessions: quarterstaff, shortbow, 20 arrows, studded leather armor.

Twees, Male Kobold Rog1/Sor1: CR 2; SZ S; HD 1d6 plus 1d4; hp 10; Init +2 (Dex); Spd 30 ft.; AC 13 (+1 size, +2 Dex), touch 13, flat-footed 11; BAB/Grp +0/-5; Atk +1 melee (1d6-1, masterwork halfspear, crit X3), or +3 ranged (1d8, light crossbow, crit 19-20); SA spells, sneak attack (1d6); SQ darkvision (60 ft.), trapfinding; AL LE; SV Fort +0; Ref +4, Will +2; Str 8, Dex 14, Con 10, Int 12, Wis 10, Cha 14.

Skills: Appraise +5, Concentration +3, Craft (trapmaking) +7, Hide +10, Move Silently +6, Listen +6, Search +3, Sleight of Hand +6, Spot +6, Tumble +6. *Feats:* Alertness.

Arcane Spells Known (Cast per day 5/4): 0-danc-

THE LOST CITY OF BARAKUS

ing lights, detect magic, ghost sound, mage hand; 1st-color spray, sleep.

Possessions: masterwork halfspear, light crossbow, 20 bolts, *arcane scroll of mage armor* (caster level 5), silver ring (15 gp), map to Areas 3B-10 to 3B-12, and two keys, one to his treasure chest, and one to Burg's chest in Area 1-5.

Vexper, Male Ratman Rog2: CR 2; SZ M Monstrous Humanoid; HD 2d6+6; hp 17; Init +3 (Dex); Spd 30 ft., Climb 15 ft.; AC 16 (+4 natural, +3 Dex, +2 armor), touch 14, flat-footed; BAB/Grp +1/+1; Atk +4 melee (1d3, bite), or +5 melee (1d6, masterwork rapier, crit 18-20), or +5 ranged (1d8, light crossbow, crit 19-20, range 80 ft.; Atk +5 melee (1d6, masterwork rapier, crit 18-20) and -1 melee (1d3, bite), or +5 ranged (1d8, light crossbow, crit 19-20, range 80 ft.); SA sneak attack (+1d6); SQ darkvision (60 ft.), evasion, trap sense (+1), trapfinding; AL LE; SV Fort +3, Ref +6, Will +0; Str 10, Dex 16, Con 16, Int 12, Wis 10, Cha 8.

Skills: Balance +5, Climb +13, Disable Device +6, Escape Artist +8, Gather Information +4, Hide +8, Jump +2, Listen +5, Move Silently +8, Spot +5, Tumble +8. *Feats:* Dodge, Weapon Finesse.

Possessions: masterwork rapier, leather armor, light crossbow, 20 bolts, key to chest in Area 1-11, gold collar (75 gp).

Note: Ratmen can be found in the *Creature Collection* and *Creature Collection Revised* from Sword & Sorcery Studio and are used by permission.

Zemfer, young male black dragon: CR 5; SZ M Dragon; HD10d12+20; hp 85; Init +4 (Improved Initiative); Spd 60 ft., fly 150 ft., swim 60 ft.; AC 19 (+9 natural), touch 10, flat-footed 19; BAB/Grp +10/+12; Atk +12 melee (1d8+2, bite); Full Atk +12 melee (1d8+2, bite), +7 melee (1d6+1 [x2], claws), +7 melee (1d4+1 [x2], wings); SA breath weapon (line of acid; 6d4; Ref save [DC 17]); SQ acid immunity, water breathing; AL CE; SV Fort +9, Ref +7, Will +7; Str 15, Dex 10, Con 15, Int 10, Wis 11, Cha 10.

Skills: Bluff +13, Diplomacy +15, Escape Artist +13, Intimidate +2, Listen +13, Search +13, Spot +13. *Feats:* Cleave, Flyby Attack, Improved Initiative, Power Attack.

Level 2

Arbin, Male Bugbear Ftr1: CR 3; SZ M; HD

3d8+6 plus 1d10+2; hp 25; Init +1; Spd 20 ft.; AC 18 (+1 Dex, +3 natural, +4 armor), touch 11, flat-footed 17; BAB/Grp +1/+4; Atk +7 melee (2d4+4, spiked chain), or +4 ranged (1d10, heavy crossbow, crit 19-20, range 120 ft.); SQ darkvision (60 ft.); AL CE; SV Fort +5, Ref +4, Will +1; Str 16, Dex 12, Con 14, Int 10, Wis 10, Cha 9.

Skills: Climb +5, Hide -1, Jump +3, Listen +3, Move Silently +2, Spot +3. *Feats:* Alertness, Exotic Weapon Proficiency (spiked chain), Weapon Focus (spiked chain).

Possessions: Spiked chain, heavy crossbow, 15 bolts, scale mail, key to strongbox.

Fenton Barmey, Male Human Sor3: CR 3; SZ M; HD 3d4+6 (with Toughness); hp 15; Init +2 (Dex); Spd 30 ft.; AC 12 (+2 Dex), touch 12, flat-footed 10; BAB/Grp +1/+0; Atk +0 melee (1d8-1, morningstar), or +3 ranged (1d8, light crossbow, crit 19-20); SA spells; AL CE (with madness); SV Fort +4, Ref +3, Will +4; Str 8, Dex 14, Con 12, Int 10, Wis 12, Cha 17.

Skills: Concentration +7, Listen +4, Spellcraft +6. *Feats:* Great Fortitude, Scribe Scroll, Toughness.

Arcane Spells Known (Cast Per Day 6/6): 0-detect magic, light, mage hand, mending, read magic; 1st-cause fear, magic missile, ray of enfeeblement.

Possessions: morningstar, light crossbow, 15 bolts, gold signet ring worth 35 gp, 2 *arcane scrolls of magic missile* (3rd level), and a *wand of shield* (5th level, 12 charges).

Basil, male human ghost Sor2: CR 4; SZ M Undead; HD 2d12; hp 16; Init +6 (+2 Dex, +4 Improved Initiative); AC 12 ethereal (+2 Dex), touch 12, flat-footed 10, or 17 manifested (+2 Dex, +5 deflection), touch 17, flat-footed 15; Atk +1 melee (1d6, quarterstaff, against ethereal opponents only), or +3 melee (1d4, corrupting touch); SA corrupting touch, frightful moan, manifestation, spells, telekinesis; SQ rejuvenation, turn resistance (+4); AL NE; SV Fort +0, Ref +2, Will +3; Str 10, Dex 14, Con -, Int 14, Wis 10, Cha 20.

Skills: Concentration +10, Hide +10, Knowledge (arcana) +7, Listen +10, Search +12, Spot +8, Spellcraft +9. *Feats:* Improved Initiative, Scribe Scroll.

Arcane Spells Known (Cast per Day 6/6): 0-dancing lights, detect magic, ghost sound, ray of frost, read magic; 1st-magic missile, sleep.

Possessions: quarterstaff.

Braam, male half-orc Ftr1: CR 1; SZ M; HD 1d10+2; hp 11; Init +2; Spd 20 ft; AC 18 (+2 Dex, +4 armor, +2 shield), touch 12, flat-footed 16; BAB/Grp +1/+4; Atk +6 melee (1d8+3, masterwork battleaxe, crit X3), or +4 ranged* (1d8+1*, longbow, crit X3); SQ darkvision (60 ft.); AL NE; SV Fort +4, Ref +2, Will +1; Str 17, Dex 14, Con 14, Int 8, Wis 12, Cha 6.

*This assumes Braam is at point-blank range; otherwise his stats should read +3 ranged (1d8).

Skills: Listen +3. *Feats:* Point-Blank Shot, Weapon Focus (battleaxe).

Possessions: masterwork battleaxe, longbow, 25 arrows, breastplate, heavy wooden shield.

Breggit, male goblin Ftr1: CR 1; SZ S; HD 1d10+1; hp 11; Init +1 (Dex); Spd 30 ft.; AC 16 (+1 size, +1 Dex, +3 armor, +1 shield), touch 12, flat-footed 15; BAB/Grp +1/-2; Atk +4 (1d6+1, shortsword, crit 19-20), or +3 ranged (1d8, light crossbow, crit 19-20); SQ darkvision (60 ft.); AL LE; SV Fort +3, Ref +1, Will +0; Str 12, Dex 13, Con 12, Int 10, Wis 11, Cha 8.

Skills: Hide +6, Listen +3, Move Silently +4, Spot +3. *Feats:* Alertness, Weapon Focus (shortsword).

Possessions: shortsword, light crossbow, 12 bolts, studded leather armor, light wooden shield, flask of acid.

Faybon, female drow Rog2: CR 3; SZ M; HD 3d6; hp 14; Init +4 (Dex); Spd 30 ft.; AC 17 (+4 Dex, +3 armor), touch 14, flat-footed 13; BAB/Grp +1/+1; Atk +2 melee (1d6, masterwork short sword, crit 19-20), or +5 ranged (1d4, hand crossbow plus sleep poison, Crit 19-20, range 30 ft.); SA spell-like abilities, sneak attack (1d6); SQ darkvision (120 ft.), evasion, light blindness, trap-finding; AL CE; SV Fort +0, Ref +7, Will +1; Str 10, Dex 18, Con 11, Int 12, Wis 12, Cha 14.

Skills: Balance +6, Craft (traps) +6, Diplomacy +7, Disable Device +6, Intimidate +7, Hide +9, Jump +2, Move Silently +9, Listen +3, Open Locks +9, Search +3, Spot +8, Tumble +9. *Feats:* Alertness.

Spell-like Abilities: 1/day-dancing lights, darkness, and faerie fire. All these are as spells cast by a 2nd level sorcerer.

Possessions: masterwork shortsword, hand crossbow, 10 bolts coated in sleep poison, masterwork studded leather armor, *potion of cure light wounds* (1st level, 1 dose), *potion of cat's grace*

(3rd level, 1 dose), masterwork thieves tools, thick silver necklace worth 75 gp.

Garrick, male half-orc Ftr1: CR 1; SZ M; HD 1d10+2; hp 11; Init +2; Spd 20 ft; AC 17 (+2 Dex, +5 armor), touch 12, flat-footed 15; BAB/Grp +1/+4; Atk +5 melee (2d6+4, greatsword, crit 19-20), or +4 ranged* (1d8+1*, longbow, crit X3); SQ darkvision (60 ft.); AL NE; SV Fort +4, Ref +2, Will +1; Str 17, Dex 14, Con 14, Int 8, Wis 12, Cha 6.

*This assumes Garrick is at point-blank range; otherwise his stats should read +3 ranged (1d8).

Skills: Listen +3. *Feats:* Point-Blank Shot, Weapon Focus (greatsword).

Possessions: Greatsword, longbow, 25 arrows, breastplate, silver medallion worth 25 gp.

Gramb, Male Bugbear Brb1*: CR 3; SZ M; HD 3d8+3 (+9) plus 1d12+1 (+3); hp 23 (31); Init +2; Spd 40 ft.; AC 18 (16) (+2 Dex, +3 natural, +3 armor, [-2 rage]), touch 12 (10), flat-footed 16 (14); BAB/Grp +3/+6 (+8); Atk +8 (+10) melee (1d10+4 (+7), great club), or +4 ranged (1d6+3 (+5), javelin, range 30 ft.); SQ darkvision (60 ft.); AL CE; SV Fort +4 (+6), Ref +3, Will +1; Str 16 (20), Dex 14, Con 13 (17), Int 10, Wis 10, Cha 9.

Skills: Climb +8 (+10), Hide +6, Listen +7, Move Silently +7, Spot +3. *Feats:* Alertness, Weapon Focus (great club).

*Stats in parenthesis are for when Gramb is enraged.

Possessions: greatclub, 3 javelins, studded leather armor, key to trunk.

Grezzo, Male Goblin Clr4 (Orcus): CR 4; SZ S; HD 4d8+4; hp 26; Init +2; Spd 20 ft.; AC 19 (+1 size, +2 Dex, +5 armor, +1 shield), touch 13, flat-footed 17; BAB/Grp +3/-1; Atk +5 melee (1d6+1, +1 light mace), or +6 ranged (1d8, light crossbow, crit 19-20, range 80 ft.); SA spells; SQ aura, darkvision (60 ft.), rebuke undead; AL LE; SV Fort +5, Ref +2, Will +6; Str 10, Dex 14, Con 12, Int 10, Wis 15, Cha 10.

Skills: Concentration +8, Knowledge (religion) +1, Listen +6, Spot +5. *Feats:* Alertness, Brew Potion.

SA-Smite Attack (Su): Once per day, a priest of Orcus may make a single melee attack with a +4 attack bonus and a +4 damage bonus.

SQ-Increased Evil Spells (Su): A priest of Orcus casts evil spells at a +1 caster level.

Unholy Spells Prepared (4/4/3): 0-detect magic, guidance, cure minor wounds, resistance; 1st-

THE LOST CITY OF BARAKUS

bane, cause fear, cure light wounds, shield of faith; 2nd-bull's strength, hold person, inflict moderate wounds.

Domain Spells (Evil/Destruction): 1st-protection from good; 2nd-desecrate.

Possessions: +1 light mace, light crossbow, 15 bolts, breastplate, light wooden shield, *potion of endurance* (4th level), *potion of cure moderate wounds* (4th level), *divine scroll of hold person* (3rd level), and key to Area 2-25.

Karna, female drow Wiz2: CR 3; SZ M; HD 3d4+3; hp 13; Init +2 (Dex); Spd 30 ft.; AC 16 (+2 Dex, +4 mage armor), touch 12, flat-footed 14; BAB/Grp +1/+0; Atk +0 (1d6-1, quarterstaff), or +3 (1d4, hand crossbow plus sleep poison, Crit 19-20, range 30 ft.); SA sleep poison, spells, spell-like abilities; SQ darkvision (120 ft.), light blindness, SR (13); AL CE; SV Fort +0; Ref +2; Will +4; Str 8, Dex 14, Con 10, Int 16, Wis 12, Cha 12.

Skills: Concentration +5, Craft (alchemy) +8, Knowledge (arcana) +8, Spellcraft +10, Spot +3. *Feats:* Scribe Scroll, Toughness.

Arcane Spells Prepared (4/3): 0-detect magic, mending, read magic, resistance; 1st-mage armor (cast), magic missile, ray of enfeeblement.

Spell-like Abilities: 1/day-dancing lights, darkness, and faerie fire. All these are as spells cast by a 2nd level sorcerer.

Possessions: quarterstaff, hand cross bow, 10 bolts coated in sleep poison, *arcane scroll of magic missile* (X2), *hold portal*, and *sleep* (all cast at 1st level), and a jeweled ring worth 125 gp.

Kersh, Male Hobgoblin War2: CR 1; SZ M; HD 1d8+2 plus 1d8+2; hp 14; Init +1 (Dex); Spd 20 ft.; AC 17 (+1 Dex, +4 armor, +2 shield), touch 11, flat-footed 16; BAB/Grp +2/+3; Atk +4 melee (1d8+1, masterwork longsword, crit 19-20), or +3 ranged (1d6, shortbow, crit X3); SQ darkvision (60 ft.); AL LE; SV Fort +5, Ref +1, Will +0; Str 12, Dex 13, Con 14, Int 10, Wis 11, Cha 11.

Skills: Hide +1, Listen +3, Move silently +3, Spot +3. *Feats:* Alertness.

Possessions: masterwork longsword, shortbow, 15 arrows, scale mail, *potion of cure light wounds* (3rd level, 1 dose).

Kissel, Female Goblin Nec1: CR 1; SZ S; HD 1d4; hp 4; Init +2 (Dex); Spd 30 ft.; AC 13 (+1 size, +2 Dex), touch 13, flat-footed 11; Atk +0

melee (1d4-1, dagger, crit 19-20, range 80 ft.) or +4 ranged (1d8, masterwork light crossbow, crit 19-20); SA spells; SQ darkvision (60 ft.); AL LE; SV Fort +0, Ref +2, Will +2; Str 8, Dex 14, Con 10, Int 15, Wis 11, Cha 8.

Skills: Concentration +4, Listen +2, Spellcraft +6, Spot +2. *Feats:* Scribe Scroll, Spell Focus (necromancy).

Kissel's prohibited schools are Conjuraction and Illusion.

Arcane Spells Prepared (4/3; DC 12 plus spell level or 13 plus spell level for spells marked with an*): 0-detect magic, disrupt undead, mage hand, read magic; 1st-cause fear*, chill touch*, ray of enfeeblement*.

Possessions: dagger, masterwork light crossbow, 10 bolts, *arcane scroll of magic missile* (1st level) and *protection from good* (1st level), pouch with 15 gp.

Risstor, Female Aranea Sor4: CR 8; M Magical Beast (Shapechanger); HD 3d10+6 plus 4d4+8; hp 40; Init +7 (Dex, Improved Initiative); Spd 50 ft., climb 25 ft.; AC 14/18* (+3 Dex, +1 natural, +4 mage armor), touch 13, flat-footed 11; BAB/Grp +5/+5; Atk +8 melee (1d6, bite plus poison), or +8 ranged (web, range 10 ft.); SA poison (injury, Fortitude [DC 13], 1d6/2d6 temp. Str damage), spells, web (6/day, 50 ft. max range); SQ change shape, darkvision (60 ft.), low-light vision; AL CN; SV Fort +6, Ref +6, Will +8; Str 11, Dex 16, Con 14, Int 14, Wis 13, Cha 14.

Skills: Climb +14, Concentration +8 (+12 w/spell casting), Escape Artist +6, Jump +13, Knowledge (arcana) +10, Listen +6, Spellcraft +12, Spot +6. *Feats:* Combat Casting, Improved Initiative, Iron Will (b), Weapon Finesse.

Arcane Spells Known (cast per day 6/7/7/4; base DC 12 + spell level): 0-dancing lights, daze, detect magic, disrupt undead, ghost sound, ray of frost, read magic; 1st-charm person, mage armor, magic missile, sleep, ventriloquism; 2nd-invisibility, mirror image, Tashaa's hideous laughter; 3rd-deep slumber, major image.

Risstor's Sorcerer levels increase her natural ability, treating her as a 7th-level sorcerer in regards to spell casting.

Servik, male orc Rog2: CR 2; SZ M; HD 2d6+2; hp 12; Init +2 (Dex); Spd 30 ft.; AC 14 (+2 Dex, +2 armor), touch 12, flat-footed 12; BAB/Grp +1/+3; Atk +4 melee (1d6+2, masterwork short sword, crit 19-20), or +3 ranged (1d8,

light crossbow, crit 19-20, range 80 ft.); SA sneak attack (1d6); SQ darkvision (60 ft.), evasion, light sensitivity; AL CE; SV Fort +1, Ref +5, Will -1; Str 14, Dex 14, Con 12, Int 10, Wis 8, Cha 8.

Skills: Balance +4, Climb +7, Disable Device +5, Hide +7, Jump +4, Listen +6, Move Silently +7, Open Locks +7, Search +2, Spot +4, Tumble +7. *Feats:* Alertness.

Possessions: masterwork short sword, light crossbow, 20 bolts, leather armor, gold ring worth 75 gp, *potion of cure light wounds* (1st level, 1 dose).

Thrad, Male Orc Rgr2: CR 2; SZ M; HD 2d8+4; hp 16; Init +2 (Dex); Spd 30 ft.; AC 15 (+2 Dex, +3 armor), touch 12, flat-footed 13; BAB/Grp +1/+4; Atk +4* melee (1d8+3, masterwork battleaxe, crit X3) and +4* melee (1d6+2, +1 handaxe, crit X3) or +4 ranged (1d6+2, mighty composite shortbow [+2], crit X3, range 70 ft.); SA combat style (two-weapon); SQ darkvision (60 ft.), favored enemies (humans) (+1), wild empathy; AL LE; SV Fort +5, Ref +1, Will +1; Str 16, Con 14, Dex 14, Int 10, Wis 12, Cha 6.

*This assumes Thrad is attacking with two weapons; otherwise add +2 to all melee attacks.

Skills: Handle Animal +3, Hide +4, Listen +8, Move Silently +5, Ride +4, Spot +8, Survival +6. *Feats:* Alertness, Track.

Possessions: masterwork battleaxe, +1 handaxe, might composite shortbow (+2), studded leather armor.

Vladoff, human male fallen Pal2/Ftr1: CR 3; SZ M; HD 3d10+12; hp 35; Init +1 (Dex); Spd 20 ft.; AC 21 (+1 Dex, +6 armor, +4 bracers), touch 11, flat-footed 20; BAB +3/+8**; Atk +10 melee (2d6+7, masterwork greatsword, crit 19-20), or +4/+4* ranged (1d8+5*, composite longbow [+4], crit X3); AL CE; SV Fort +9, Ref +1, Will +1; Str 20**, Dex 12, Con 18**, Int 8, Wis 12 (4)***, Cha 15 (7)***.

*These stats assume Vladoff is using his *Rapid Shot* feat and within *Point-Blank* range. Otherwise the stats should read +5 ranged (1d8+4).

**These stats assume Vladoff is wearing his bracers.

***Vladoff was quite the charmer in his prime, but he's let his looks go a bit of late. With his face smeared in dried blood, a bushy beard streaked with dried saliva, long matted hair, and crazed, bug eyes, he doesn't turn heads like he used to.

Skills: Climb +5, Heal +2, Ride +6. *Feats:* Point-

Blank Shot, Rapid Shot, Weapon Focus (composite longbow), Weapon Focus (greatsword).

Possessions: masterwork greatsword, mighty composite longbow (+4), 30 arrows, banded mail, *Arlcon's Bracers of Insanity*.

Level 3A

Kabbal Sharn, male human ex-Clr3/War3: CR 5; SZ M; HD 6d8+12; hp 42; Init +5 (+1 Dex, +4 Improved Initiative); Spd 20 ft.; AC 19 (+1 Dex, +8 armor) touch 11, flat-footed 18; BAB +5/bab+8; Atk +10 melee (1d6+5, +1 quarterstaff); AL Varies*; SV Fort +8, Ref +3, Will +5; Str 16, Dex 12, Con 14, Int 8, Wis 15, Cha 12.

*If he views the PCs as friends, then his alignment is CG; when he views them as a threat, his alignment shifts to CE.

Skills: Diplomacy +7, Heal +8, Listen +7, Spot +7. *Feats:* Alertness, Improved Initiative, Scribe Scroll (NA), Weapon Focus (quarterstaff).

Possessions: +1 quarterstaff, full plate, wooden stake, box of hard rations (12 meals left), holy symbol (Freya), *decanter of endless water*.

Klar, male half-orc Ftr5 Vampire: CR 7; SZ M Undead; HD 5d12; hp 32; Init +6 (+2 Dex, +4 Improved Initiative); Spd 30 ft.; AC 21 (+2 Dex, +5 natural, +4 armor), touch 12, flat-footed 19; BAB/Grp +5/+11; Atk +13 melee (1d8+9, +1 longsword, crit 19-20), or +11 melee (1d6+6, slam plus energy drain); SA blood drain, children of the night, create spawn (all have DC 14), domination (Will save DC 13), energy drain (Fort save DC 13); SQ alternate form, cold and electricity resistance (10), DR (10/silver and magic), fast healing (5), gaseous form, spider climb, turn resistance (+4); AL CE; SV Fort +4, Ref +5, Will +4; Str 22, Dex 14, Con -, Int 10, Wis 12, Cha 14.

Skills: Bluff +10, Climb +14, Hide +10, Jump +14, Listen +14, Move Silently +10, Search +8, Sense Motive +9, Spot +14. *Feats:* Alertness, Combat Reflexes, Dodge, Improved Initiative, Iron Will, Lightning Reflexes, Weapon Focus (longsword), Weapon Specialization (longsword).

Possessions: +1 longsword, +1 studded leather armor, key to chest in Area 3A-24.

Level 3B

Fraam, male orc Ftr4: CR 4; SZ M; HD 4d10+8; hp 34; Init +5 (+1 Dex, +4 Improved ini-

THE LOST CITY OF BARAKUS

tiative); Spd 20 ft.; AC 17 (+1 Dex, +6 armor), touch 11, flat-footed 16; BAB/Grp +4/+8; Atk +10 melee (1d12+8, masterwork greataxe, crit X3); SQ darkvision (60 ft.); AL CE (CE); SV Fort +6, Ref +2 Will +1; Str 18, Dex 12, Con 14, Int 8, Wis 10, Cha 8.

Skills: Jump +5, Listen +4, Spot +3. *Feats:* Alertness, Improved Initiative, Power Attack, Weapon Focus (greataxe), Weapon Specialization (greataxe).

Possessions: masterwork greataxe, banded mail.

Festuss, Male Human Con5: CR 5; SZ M; HD 5d4+5; hp 19; Init +6 (Dex, Improved Initiative); Spd 30 ft.; AC 13 (+2 Dex, +1 cloak); Atk +3 (1d6+1, +1 quarterstaff), or +4 ranged (1d8, light crossbow, crit 19-20, range 80ft.); SA spells; AL CE (CG); SV Fort +2, Ref +3, Will +5; Str 10, Dex 14, Con 13, Int 18, Wis 12, Cha 8.

Skills: Concentration +9, Knowledge (arcana) +12, Knowledge (the planes) +12, Listen +7, Search +8, Spot +7, Spellcraft +12. *Feats:* Alertness, Improved Initiative, Scribe Scroll, Skill Focus (Listen), Spell Focus (conjuration).

Festus' prohibited schools are Abjuration and Necromancy.

Arcane Spells Prepared (5/5/4/3; DC 14 plus spell level or 15 plus spell level for spells marked with an*): 0-detect magic, flare, light, ray of frost*, read magic; 1st-mage armor, magic missile (x2), obscuring mist*, summon monster I; 2nd-glitterdust*, invisibility, Mel's acid arrow, summon monster II; 3rd-hold person, stinking cloud*, summon monster III.

Possessions: +1 quarter staff, light crossbow, 15 bolts, *cloak of protection* +1, spellbook (see below).

Spellbook (All those listed above plus the following): 0-all, excluding mage hand, mending, and open/close; 1st-charm person, grease, identify, mount, sleep; 2nd-continual flame, fog cloud, mirror image, web; 3rd-fireball, flame arrow, sleet storm.

Kiva, male halfling Mnk3: CR 3; SZ S; HD 3d8+3; hp 20; Init +3 (Dex); Spd 25 ft.; AC 17 (+1 size, +3 Dex, +3 Wis), touch 14, flat-footed 14; BAB/Grp +2/+1; Atk +6 melee [+4/+4 with flurry of blows] (1d6+2, unarmed strike); or +6 melee [+4/+4 with flurry of blows] (1d6+2, masterwork nunchaku); SA flurry of blows; SQ unarmed strike, evasion, still mind; AL LN (LG);

SV Fort +6, Ref +8, Will +8; Str 14, Dex 16, Con 12, Int 10, Wis 16, Cha 8.

Skills: Balance +5, Climb +4, Escape Artist +11, Hide +13, Jump +4, Move Silently +11. *Feats:* Agile, Deflect Arrows, Dodge, Mobility, Stunning Fist, Weapon Focus (unarmed strike).

Possessions: Masterwork nunchaku, +1 *cloak of resistance*.

Pale, Male Elf Ftr2: CR 2; SZ M; HD 2d10; hp 15; Init +4 (Dex); Spd 30 ft.; AC 18 (+4 Dex, +5 armor), touch 14, flat-footed 15; BAB/Grp +2/+4; Atk +5 melee (1d8+2, masterwork longsword, crit 19-20), or +8 ranged* (1d8+3*, mighty composite longbow [Str 14] with +1 arrows, crit X3); SQ elven traits; AL LE (LG); SV Fort +3, Ref +5, Will +1 (+3 vs. enchantments); Str 14, Dex 18, Con 10, Int 12, Wis 10, Cha 10.

Skills: Craft (Fletcher) +6, Listen +5, Search +3, Spot +4. *Feats:* Precise Shot, Point Blank Shot, Weapon Focus (longbow).

Possessions: masterwork longsword, mighty composite longbow (+2), 20 +1 arrows, chain shirt, key to strongbox in Area 3B-16.

*Pale receives a +1 to hit and +1 to damage rolls when within 30 feet of his opponent.

Teelo, male halfling Rog4: CR 4; SZ S; HD 4d6+8; hp 25; Init +4 (Dex); Spd 20 ft.; AC 18 (+1 size, +4 Dex, +3 armor), touch 15, flat-footed 14; BAB/Grp +3/+0; Atk +6 melee (1d4+1, small masterwork shortsword, crit 19-20), or +9 ranged (1d3+1, thrown small dagger, crit 19-20); SA sneak attack (2d6); SQ evasion, trap sense +1, trapfinding, uncanny dodge; AL CE (NG); SV Fort +4, Ref +9, Will +3; Str 12, Dex 18, Con 14, Int 14, Wis 12, Cha 8.

Skills: Balance +6, Climb +10, Escape Artist +11, Hide +15, Jump +6, Listen +10, Move Silently +13, Open Locks +11, Search +9, Spot +8, Tumble +13. *Feats:* Dodge, Weapon Focus (shortsword).

Possessions: small masterwork shortsword, 4 small throwing daggers, masterwork studded leather armor, *drow ring of invisibility**.

*This ring is similar to a *ring of invisibility* except that upon exposure to sunlight it crumbles to a silvery dust. Its market price is therefore only 10,000 gp. An identify spell merely identifies this item as a *ring of invisibility*.

Thrassit, Male Troglodyte Ftr3: CR 4; SZ M; HD 2d8+4 plus 3d10+6; hp 30; Init -1; Spd 30 ft.; AC 20 (-1 Dex, +6 natural, +5 chainmail), touch

9, flat-footed 20; BAB/Grp +4/+6; Atk +8 melee (2d6+3, masterwork greatsword, crit 19-20); SA stench; SQ darkvision (90 ft.); AL CE; SV Fort +8, Ref +0, Will +1; Str 14, Dex 9, Con 14, Int 8, Wis 10, Cha 10.

Skills: Climb +3, Hide +3, Listen +4. **Feats:** Iron Will, Lightning Reflexes, Multiattack, Power Attack, Weapon Focus (greatsword), Weapon focus (javelin) (b). Troglodytes have a +8 racial bonus to Hide checks in subterranean environments.

Possessions: masterwork greatsword, chainmail, *potion of cure light wounds* (3rd level, 2 doses).

Vorban, Dwarf Male Ftr3: CR 3; SZ M; HD 3d10+12; hp 33; Init +1 (Dex); Spd 15 ft.; AC 19 (+1 Dex, +6 banded mail, +2 shield), touch 11, flat-footed 18; BAB/Grp +3/+6; Atk +8 melee (1d10+4, +1 dwarven waraxe, crit X3), or +4 ranged (1d10, heavy crossbow, crit 19-20); SQ darkvision 60 ft., dwarven blood stonecunning, stability (+4 vs. bull rush or trip), weapon familiarity (dwarven waraxe); AL LE (LG); SV Fort +7 (+9 vs. poison), Ref +2, Will +1 (+3 vs. spells); Str 16, Dex 12, Con 18, Int 10, Wis 10, Cha 6.

Skills: Craft (armor) +6, Listen +3. **Feats:** Cleave, Power Attack, Weapon Focus (dwarven waraxe), Weapon Proficiency (dwarven waraxe).

Possessions: +1 dwarven waraxe, heavy crossbow, 15 bolts, banded mail, large shield, key to large chest in Area 3B-16.

Level 4

Darlorn, Male Drow Elf Rog2: CR 3; SZ M; HD 2d6; hp 10; Init +3 (Dex); Spd 30 ft.; AC 15 (+3 Dex, +2 leather armor), touch 13, flat-footed 12; BAB/Grp +1/+2; Atk +3 melee (1d6+1, masterwork shortsword, crit 19-20), or +4 ranged (1d4, hand crossbow plus poison, crit 19-20, range 30 ft.), SA sneak attack (1d6), spell-like abilities; SQ darkvision (120 ft.), evasion, SR (13), trap sense +1, trapfinding; AL CE; SV Fort +0, Ref +6, Will +1 (+3 vs. spells); Str 12, Dex 16, Con 10, Int 12, Wis 12, Cha 12.

Skills: Bluff +6, Diplomacy +5, Hide +8, Intimidate +3, Jump +6, Listen +8, Move Silently +8, Search +8, Sense Motive +6, Spot +8, Tumble +10. **Feats:** Dodge.

Spell-Like Abilities (as cast by a 2nd-level sorcerer): 1/day-darkness, faerie fire, dancing lights.

Sleep Poison: Fort save DC 17 or fall asleep for

1 minute, after which the character must succeed at another Fort save (DC 17) or remain unconscious for 2d4 hours.

Possessions: masterwork shortsword, hand crossbow, 10 bolts coated in sleep poison, leather armor, *potion of cure light wounds* (3rd level, 1 dose), *potion invisibility* (3rd level, 1 dose).

Griebalm, Abyssal Male Orc Ftr1/War3: CR 4; SZ M [Extraplanar]; HD 3d8+3 plus 1d10+1; hp 27; Init +1 (Dex); Spd 20 ft.; AC 19 (+1 Dex, +8 full plate), touch 11, flat-footed 18; BAB/Grp +4/+7; Atk +8 melee (1d8+4 [x2], masterwork orc double axe, crit X3), or +5 ranged (1d6+3, javelin); SA smite good (1/day-+4 hp); SQ DR (5/magic), darkvision (60 ft.), cold/fire resistance (5), SR (13); AL CE; SV Fort +5, Ref +2, Will +1; Str 17, Dex 12, Con 13, Int 10, Wis 10, Cha 8.

Skills: Listen +3, Spot +3. **Feats:** Cleave, Two-Weapon Fighting, Power Attack.

Smite Good (SU): One per day Griebalm can make a normal attack against a good creature that deals an extra 4 hps.

Possessions: Masterwork orc double axe, 3 javelins, full plate, *potion of bull's strength* (3rd level, 2 doses).

Izora, Female Drow Elf Rog3: CR 4; SZ M; HD 3d6; hp 14; Init +4 (Dex); Spd 30 ft.; AC 17 (+4 Dex, +3 leather armor), touch 14, flat-footed 14; BAB/Grp +2/+3; Atk +7 melee (1d6+1, masterwork shortsword, crit 19-20), or +6 ranged (d4, hand crossbow plus poison, crit 19-20, range 30 ft.); SA sneak attack (2d6), spell-like abilities; SQ darkvision (120 ft.), evasion, SR (14), trap sense +1, trapfinding; AL CE; SV Fort +1, Ref +7, Will +2 (+4 against spells); Str 12, Dex 18, Con 10, Int 14, Wis 12, Cha 10.

Skills: Bluff +6, Climb +7, Hide +10, Jump +7, Listen +9, Move Silently +10, Search +10, Sense Motive +7, Spot +9, Tumble +12. **Feats:** Dodge, Weapon Finesse.

Spell-Like Abilities (as cast by a 3rd-level sorcerer): 1/day-darkness, faerie fire, dancing lights.

Sleep Poison: Fort save DC 17 or fall asleep for 1 minute, after which the character must succeed at another Fort save (DC 17) or remain unconscious for 2d4 hours.

Possessions: masterwork shortsword, hand crossbow, 10 bolts coated in sleep poison, +1 leather armor, *potion of cure light wounds* (3rd level, 1 dose), *potion invisibility* (3rd level, 2 doses), *potion of change self* (1st level, 1 dose),

gold necklace with teardrop pearl (80 gp).

Sizret, female drow elf Clr6 (Goddess of Spiders): CR 7; SZ M; HD 8d8+3; hp 43; Init +2 (Dex); Spd 20 ft.; AC 21 (+2 Dex, +6 chainmail, +2 shield, +1 cloak), touch 13, flat-footed 19; BAB/Grp +6/+7; Atk +6 melee (1d8+2, +1 heavy mace), or +7 ranged (1d4, masterwork hand crossbow plus poison, crit 19-20, range 30 ft.); SA spells, spell-like abilities, sleep poison; SQ darkvision (120 ft.), light blindness, SR (17); AL CE; SV Fort +5, Ref +4, Will +9; Str 13, Dex 14, Con 10, Int 10, Wis 18, Cha 12.

Skills: Bluff +10, Diplomacy +3, Heal +13, Intimidate +3, Listen +6, Search +2, Spot +6. *Feats:* Brew Potion, Scribe Scroll, Toughness.

Unholy Spells Prepared (5/4/4/3): 0-cure minor wounds, detect magic, guidance, purify food and drink, read magic; 1st-cause fear, cure light wounds, doom, shield of faith; 2nd-bull's strength, cure moderate wounds, hold person, inflict moderate wounds; 3rd-cure serious wounds, invisibility purge, searing light.

Domain Spells Prepared (Evil, Trickery): 1st-protection from good; 2nd-invisibility; 3rd-magic circle against good.

Special Domain Abilities: A priestess of the Goddess of Spiders casts all evil spells at a +1 caster level. In addition, Bluff, Disguise, and Hide are all class skills.

Spell-like Abilities: 1/day-dancing lights, darkness, and faerie fire. All these are as spells cast by a 6th-level sorcerer.

Sleep Poison: Fort save (DC 17) or fall unconscious. Subject must succeed at another Fort save after one minute or remain asleep for 2d4 hours.

Possessions: +1 heavy mace, masterwork hand crossbow, 15 bolts coated in sleep poison, +1 chainmail, large shield, +1 cloak of protection, bead of force, potion of endurance (5th level, 1 dose), potion of cure serious wounds (6th level, 1 dose).

Solass, Female Drow Elf Wiz4: CR 5; SZ M; HD 4d4+3; hp 15; Init +2 (Dex); Spd 30 ft., climb 30 ft.; AC 12, touch 12, flat-footed 10; BAB/Grp +2/+2; Atk +3 melee (1d4+1, +1 dagger, crit 19-20), or +4 ranged (1d4, hand crossbow plus poison, crit 19-20, range 30 ft.); SA spells, spell-like abilities, sleep poison; SQ darkvision (120 ft.), light blindness, SR (15); AL CE; SV Fort +1 (+3 vs. spider poison with cloak), Ref +3, Will +5 (+7 vs. spells); Str 10, Dex 14, Con 10, Int 17,

Wis 12, Cha 12.

Skills: Craft (alchemy) +10, Craft (Artist) +3, Knowledge (Arcana) +10, Listen +6, Search +5, Spellcraft +12, Spot +6. *Feats:* Brew Potion, Scribe Scroll, Toughness.

Arcane Spells Prepared (4/4/3): 0-detect magic, flare, open/close, read magic; 1st-color spray, mage armor, magic missile, ray of enfeeblement; 2nd-mirror image, invisibility, scare.

Spell-like Abilities: 1/day-dancing lights, darkness, and faerie fire. All these are as spells cast by a 4th-level sorcerer.

Sleep Poison: Fort save (DC 17) or fall unconscious. Subject must succeed at another Fort save after one minute or remain asleep for 2d4 hours.

Possessions: +1 dagger, hand crossbow, 10 bolts coated in sleep poison, cloak of the arachnida, scroll of magic missile (3rd level), scroll of levitation, potion of cat's grace (4th level, 1 dose) and a potion of cure moderate wounds (3rd level, 1 dose).

Cloak of the Arachnida: 1/day the wearer can cast web. Wearer also gains spider climb, as per the spell, as well as free movement within webs, both spider and magical. Lastly, it grants the wearer a +2 on Fortitude saves vs. spider poison.

Zeerfon, Female Aranea: CR 4; SZ M Magical Beast [Shapechanger]; HD 3d10+6; hp 22; Init +6 (Dex, Improved Imitative); Spd 50 ft., climb 25 ft.; AC 13, touch 12, flat-footed 11; BAB/Grp +3/+3; Atk +5 melee (1d6 plus poison, bite), or +4 ranged (webs); SA poison, spells, web; SQ change shape, darkvision (60 ft.), low-light vision; AL NE; SV Fort +5, Ref +5, Will +4; Str 11, Dex 15, Con 14, Int 14, Wis 13, Cha 14.

Skills: Climb +14, Concentration +8, Escape Artist +5, Jump +13, Listen +6, Spot +6. *Feats:* Improved Initiative, Iron Will (b), Weapon Finesse.

Arcane Spells Known (Cast per day: 6/6): 0-daze, detect magic, flare, ghost sound, read magic; 1st-ray of enfeeblement, shield, true strike.

Poison: Fort save (DC 13); 1d6/2d6 Strength.

Level 5

Devron, Male Human Lich Nec7: CR 9; SZ M Undead; HD 7d12; hp 46; Init +2 (Dex); Spd 30 ft.; AC 19 (+2 Dex, +5 natural, +2 ring), touch 14, flat-footed 17; BAB/Grp +3/+4; Atk +5 melee

(1d6+2, +1 quarterstaff), or +4 melee (1d8+5, touch, Will save [DC 16] plus paralysis); SA fear aura, paralyzing touch, spells; SQ DR (15/blunt and magic), turn resistance (+4), immunities, undead traits; SV Fort +2, Ref +4, Will +7; Str 12, Dex 14, Con -, Int 21, Wis 14, Cha 16.

Skills: Bluff +11, Concentration +13 (+17 w/casting), Craft (alchemy) +15, Hide +10, Knowledge (arcana) +15, Knowledge (Barakus history) +15, Knowledge (the planes) +15, Listen +10, Knowledge (religion) +7, Move Silently +10, Professions (alchemist) +12, Search +14, Sense Motive +14, Spot +10, Spellcraft +17. *Feats:* Brew Potion, Combat Casting, Craft Wand, Craft Wondrous Item, Scribe Scroll, Spell Focus (necromancy).

Devron's restricted schools are Enchantment and Conjunction.

Arcane Spells Prepared (5/7/5/4/3; DC 15 plus spell level or 16 plus spell level for spells marked with an*): 0-detect magic, disrupt undead, ghost sound, mage hand, read magic; 1st-chill touch*, expeditious retreat, magic missile (x2), ray of enfeeblement*, shield, shocking grasp; 2nd-ghoul touch*, invisibility, mirror image, see invisibility, spectral hand*; 3rd-fireball, haste, slow, vampiric touch*; 4th- enervation*, fear*, wall of fire.

Possessions: +1 quarter staff, +2 ring of protection, wand of lightning bolts (5th level, 19 charges), arcane scrolls of magic missile (7th level), scare (3rd level), ice storm (7th level), and invisibility (3rd level), plain metal wristband (phylactery).

Or:

Devron, male lich Nec13: CR 15; SZ M Undead; HD 13d12; hp 75; Init +6 (+2 Dex, +4 Improved Initiative); Spd 30 ft.; AC 19 (+2 Dex, +5 natural, +2 ring), touch 14, flat-footed 17; BAB/Grp +6/+7; Atk +8/+3 melee (1d6+2, +1 quarterstaff), or +7/+2 melee (1d8+5, touch, Will save [DC 16] plus paralysis); SA fear aura, paralyzing touch, spells; SQ DR (15/blunt and magical), immunities, turn resistance (+4), undead traits; SV Fort +2, Ref +4, Will +7; Str 12, Dex 14, Con -, Int 23, Wis 14, Cha 16.

Skills: Bluff +11, Concentration +19 (+23 w/casting), Craft (alchemy) +22, Decipher Script +22, Diplomacy +5, Hide +10, Knowledge (arcana) +22, Knowledge (Barakus history) +22, Knowledge (the planes) +22, Knowledge (religion) +10, Listen +10, Move Silently +10, Profession (alchemist) +18, Search +14, Sense Motive +16, Spot +10, Spellcraft +22. *Feats:* Brew Potion, Combat Casting, Craft Staff, Craft Wand, Craft Wondrous Item, Improved Initiative, Scribe Scroll, Spell Focus (evocation), Spell Focus (necromancy).

Devron's restricted schools are Enchantment and Conjunction.

Arcane Spells Prepared 5/7/7/6/6/5/4/2; DC 16 plus spell level or 17 plus spell level for spells marked with an*): 0-detect magic, disrupt undead, ghost sound, mage hand, read magic; 1st-chill touch*, expeditious retreat, magic missile (x2), ray of enfeeblement*, shield, shocking grasp; 2nd-blindness/deafness, ghoulish touch*, invisibility, Mel's acid arrow, mirror image, see invisibility, spectral hand*; 3rd-fly, fireball, haste, slow, stinking cloud, vampiric touch*; 4th- animate dead*, fear*, enervation*, scrying, stonewall, wall of fire; 5th-animate dead*, cone of cold, magic jar*, passwall, waves of fatigue*; 6th-circle of death*, disintegrate, globe of invulnerability, greater dispelling; 7th-delayed blast fireball, finger of death*.

Legal Appendix

This printing of *The Lost City of Barakus* is done under version 1.0a of the of the Open Game License, below, and version 1.0/3.0 of the d20 System Trademark License and the d20 System Trademark Logo Guide. Some of the Open Game Content used herein comes from draft versions of the version 3.5 Rule Books provided to Necromancer Games, Inc., and used by permission from Wizards of the Coast by and through Anthony Valterra. Subsequent printings of this work will incorporate and comply with final versions of the System Reference Document as it incorporates such content.

Notice of Open Game Content: This product contains Open Game Content, as defined in the Open Game License, below. Open Game Content may only be Used under and in terms of the Open Game License.

Designation of Open Game Content: All text containing game-related content within this module—excluding any text on the inside or outside of the front or back cover or on the Credits page—is hereby designated as Open Game Content, subject to the Product Identity designation below. Any questions regarding the Open Game Content within this module should be directed to Clark Peterson at clark@necromancergames.com.

Use of “Mind Flayer”, “Blue Slaad” and “Displacer Beast”: The monster names and game statistics of mind flayers and displacer beasts used in this product are not Open Game Content and are used by specific permission from Wizards of the Coast.

Designation of Product Identity: The following items are hereby designated as Product Identity as provided in section 1(e) of the Open Game License:

1. The name “Necromancer Games” as well as all logos and identifying marks of Necromancer Games, Inc., including but not limited to the Orcus logo and the phrase “Third Edition Rules, First Edition Feel” as well as the trade dress of Necromancer Games products;

2. The Necromancer Games product names “Lost City of Barakus,” “Bard’s Gate,” “The Vault of Larin Karr,” “Rappan Athuk,” “A Lamentation of Thieves,” and “Tome of Horrors”;

3. All artwork, illustration, graphic design, maps, and cartography, including any text contained within such artwork, illustration, maps or cartography;

4. The proper names, personality descriptions and/or motivations of all characters, groups, named monsters, deities and/or places, but not their stat blocks or other game mechanic descriptions (if any);

5. Any other content previously designated as Product Identity is hereby designated as Product Identity and is used with permission and/or pursuant to license.

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 1.0a Copyright 2000, Wizards of the Coast, Inc. System Reference Document Copyright 2000, Wizards of the Coast, Inc.; Authors Jonathan Tweet, Monte Cook, Skip Williams, based on original material by E. Gary Gygax and Dave Arneson.

Original Spell Name Compendium Copyright 2002 Clark Peterson; based on NPC-named spells from the *Player’s Handbook* that were renamed in the System Reference Document. The *Compendium* can be found on the legal page of www.necromancergames.com.

The Lost City of Barakus Copyright 2003, Necromancer Games, Inc.; Authors W.D.B. Kenower and Bill Webb.

Relics & Rituals Copyright 2000, Clark Peterson

The Lost City of BATAKUS

A Low Level Mini-Campaign For the Revised Rules

An epic introductory location-based adventure for character levels 1-5, revised for the new rules system, this huge mini-campaign provides months of gaming material. Players can attempt to stop the city beggars from being sold as slaves, face bandits in the wilderness, expose the corruption of a noble family, destroy an ancient evil, and explore mysterious caves containing the remnants of a ruined civilization. This adventure is the perfect way to begin a new campaign under the revised version of the Third Edition Rules!

Adventure on the Borderlands!

The book details a complete city, the wilderness surrounding it, and a huge, 5-level dungeon from a long-forgotten civilization. Dozens of minor quests and puzzles are used to distract and entertain adventurers while the main storyline builds to a crescendo. This adventure and sourcebook contains over 30 highly detailed side quests that take place in the wilderness and city, and the dungeon itself contains over 200 numbered encounter areas.

Fantasy-Swords and Sorcery
Mini Campaign (Wilderness, City, Dungeon)
Core D20 System



© 2003, Necromancer Games, Inc.

www.necromancergames.com

Distributed by Troll Lord Games, LLC

www.trolllord.com

