

Thieves' Quarter

A City Quarters Sourcebook
by JD Wiker and Christopher West



THE
GAME MECHANICS™



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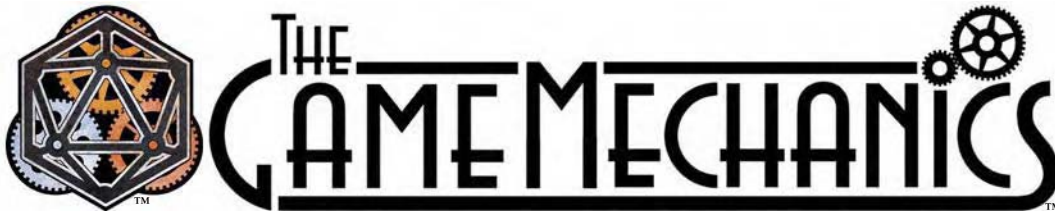
by JD Wiker and Christopher West

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Contents

Introduction.....	3
The City Quarters Series.....	3
The History of Liberty.....	3
The City Quarters.....	5
Sidebar: Weapons and Armor in Liberty.....	8
Life in the Old Quarter.....	9
Chapter One: Places.....	11
Thieves' Guild.....	11
The Smugglers' Warehouse.....	18
Bruden Bickle's Warehouse.....	20
Tymdrin's House of Fortune.....	21
The Dancing Kegs Tavern.....	22
The Sea-Wolf Tavern.....	24
Sidebar: Old Quarter Taverns.....	25
The Dewberry House.....	26
The Red Goose Inn.....	27
The Old Fortress.....	28
Kadel Mannypoddle's Alchemy Shop.....	31
Sidebar: Kadel's Poisons.....	32
The Home of Lastrian and Jienna.....	33
The House of Orchids.....	34
The Escape House.....	35
Abandoned Inn.....	37
Gunndol and Murgunn's Blacksmithy.....	39
Liberty Harbor.....	40
The Locksmith.....	43
The Old Market.....	44
Maegrin's Marvelous Menagerie.....	47
Old Man Vosch's Orphanage.....	50
The Shrine of Osai.....	51
Soot Street.....	51
The Chaos Pit.....	53
Bernot's Bridge.....	58
Chapter Two: People.....	59
Ponthis Krahl, Prodigal Noble.....	59
Starpa Rozimur, Slumming Scribe.....	59
Rumennera, Rogue Mage.....	60
Vird Kasko, Watch Captain.....	61
Edrydd, Disgraced Officer.....	62
Watch Wardens.....	63
An Unwilling Slyss Dealer.....	63
Chapter Three: Plots.....	65
The Cult of the Silent Heart.....	65
The Kunarath Syndicate.....	65
Sidebar: A Dangerous Secret.....	67
Sidebar: New Creature: Skincrawler Tattoo.....	68
The Hand of the High Kingdom.....	70
Appendix A: Encounters.....	71
Player Map: The City of Liberty.....	77
Player Map: The Old Quarter.....	78
Index of Characters and Places.....	79
Open Game License.....	80

About the Authors

JD Wiker is an Indianapolis native who has been professionally designing games since 1995. While working as Customer Service representative for Wizards of the Coast, JD designed material for the *Ars Magica* roleplaying game and *Vampire: Dark Ages*. His experience led to a change in jobs in 1998, when the roleplaying game team at Wizards hired JD to write for the fledgling *Alternity* line, including the *Dark*Matter* campaign setting. In late 1999, JD began work on Wizards of the Coast's *Star Wars Roleplaying Game*, and he became the primary Star Wars RPG designer until he left Wizards of the Coast in 2002. A few short weeks later, JD began making plans with Rich Redman, Stan!, and Marc Schmalz to create The Game Mechanics. JD continues to freelance for Wizards of the Coast on such titles as the *d20 Menace Manual*

Christopher West has been doing professional cartography work in the roleplaying industry for only a few years, but his credits are extensive. His work first appeared in print in *Dungeon Adventures* #86, and has been featured in nearly every issue since. Christopher's other work in periodicals can be found in *Dragon Magazine*, *Star Wars Gamer*, and *Polyhedron*, but he also illustrated the maps and diagrams featured in the *Power of the Jedi* sourcebook, published in 2002 by Wizards of the Coast. Christopher holds a bachelor's degree in Applied Media Arts from Edinboro University of Pennsylvania, and lives in Northwestern PA with his beloved wife Angela and their son Ethan.

About the Company

The Game Mechanics is a company dedicated to creating d20 gaming material that is as good as you've come to expect from the industry leaders. Founders JD Wiker, Rich Redman, and Stan! have a combined 23 years of experience working full-time in the hobby games industry (22 of those years working on the *Dungeons & Dragons* RPG for Wizards of the Coast). The idea for the company sprang from conversations held in the wake of a series of corporate layoffs, when the three designers, together with former Wizards of the Coast web manager, Marc Schmalz, knew the time was right to pool their combined knowledge and skills.

The Game Mechanics use their experience and expertise to create and publish products whose quality meets the stringent standards set by Wizards of the Coast and other top publishers. Our designers' names can already be found on the covers and throughout the credits of many of the current top selling roleplaying products—and you can expect to see the same level of quality and attention to detail in every release from The Game Mechanics.

Introduction

The Thieves' Quarter is not your typical fantasy setting. It is not even typical of the rest of the City Quarters series. It is brutal, dirty, dangerous, and unforgiving, just like its inhabitants. The Thieves' Quarter is the worst elements of human nature concentrated into one dark, impoverished, crime-ridden area.

Don't expect last-minute rescues or great heroics here. If one gets in a tight spot in the Thieves' Quarter, one has only one's own wits, reflexes, and bravery upon which to rely. Of course, maybe your heroes will be the exception: the first to change the Thieves' Quarter and not be changed by it. If you think your heroes are up to its challenge, read on.

When designing fantasy cities, a certain school of thought among Gamemasters asserts that, somewhere in each city, regardless of how big or how small, there lurks a kind of society of footpads, cutpurses, and burglars: a Thieves' Guild. Almost always located in the rough part of town and frequently headquartered in a fortress-like building, the Thieves' Guild controls crime in the city and, more often than not, knows about every illegal act, illicit pact, and secret plot going on. The head of the Thieves' Guild is often thought of as the "true ruler" there. He can reach anyone in the city and either bribe, blackmail, or extort that person into doing his bidding.

This book endeavors to take that concept a step further. *Thieves' Quarter: A City Quarters Sourcebook* provides a complete mini-setting, full of cruel characters, vicious plots, murder, thievery, and all manner of strange goings-on. This book describes how the people of this quarter interact with one another and with the rest of the city, serving as a springboard for an urban campaign. Rather than the city being merely a place to buy supplies and sell treasure, the city becomes a labyrinth of lies and intrigue for the heroes to explore. The Thieves' Quarter is, in many ways, as dark, mysterious, and as dangerous as any lost tomb or forgotten ruin.

Most importantly, the Thieves' Guild itself is presented as a realistic criminal organization. From its officers to its footsoldiers, the Thieves' Guild in the city of Liberty is disturbingly efficient and brutally effective, dealing in everything from stolen goods and drug trafficking to extortion and murder. In the Thieves' Quarter (and in various other parts of the city as well), the guild is the ultimate authority, and even the city guard is reluctant to confront them directly. What the Thieves' Guild wants, it takes by whatever means necessary, and its members care little for how many lives they ruin in the process.

In these pages lurk true villains, just daring someone to oppose them.

The City Quarters Series

Many fantasy cities are divided into individual quarters, usually along financial or cultural boundaries. Each quarter is a microcosm

of the city as a whole, with its own rulers, laws, authorities, customs, and commerce. The people of the quarter share more than their neighborhoods: They are bound together by their social conditions and ambitions, their rights and their resources. The City Quarters series addresses each quarter as a distinct social entity, detailing life in the quarter, the political and commercial structures, and the places, people, and plots of interest.

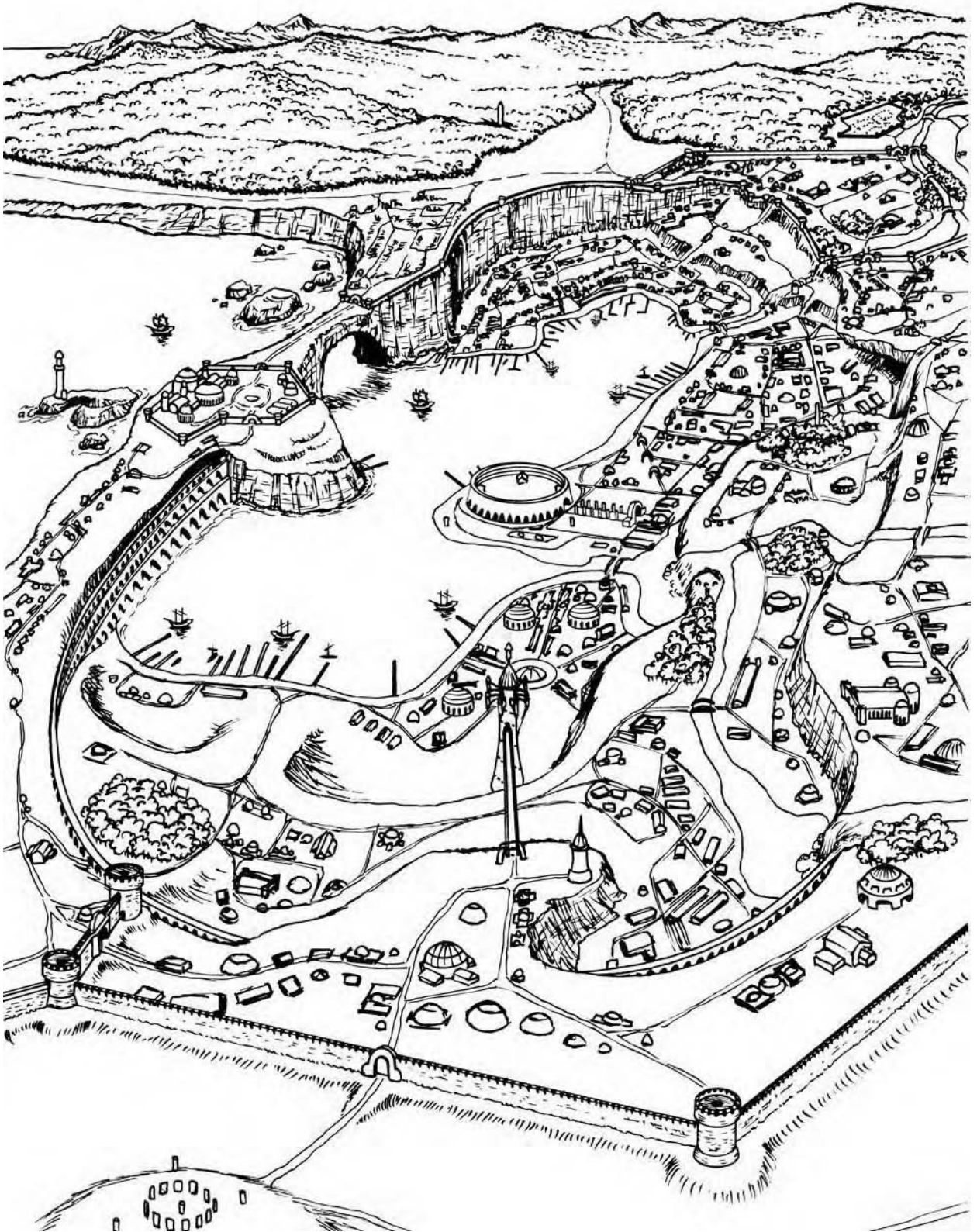
The goal of the City Quarters series is to provide GMs with complete mini-settings, which can be used wholesale or cherry-picked for the parts that fit best into the GMs own game world. Although the quarters are linked to the maps and histories provided with the sourcebook, the truly important elements—the individual buildings, residents, and relationships—can be mixed, matched, and rearranged however the GM likes. For example, the Thieves' Quarter described in this book functions equally well in any setting, given a few minor tweaks and adjustments.

Rather than simply supplying a random assortment of locations and NPCs, the Thieves' Quarter is also perfectly serviceable as presented. The GM can drop the quarter, map and all, into his designs for any fantasy city, building around it so that the rest of the city conforms to the boundaries of the Thieves' Quarter. Indeed, that is essentially the intent behind the entire City Quarters series. The fantasy city of Liberty grows—both in size and in the imagination—with each installment until, with the final book, the complete city becomes its own campaign setting.

The History of Liberty

The city of Liberty began as a convenient place for fishermen to tie up their boats when the sea became too rough. Pirates soon learned of the site and drove out the fishermen, converting it to a hideout where they could winter safely. The more it was used, the more pirates learned of it, and the more pirates who learned of it, the larger it grew. The original few shanties became hovels, then houses, then taverns, inns, and so on. Some pirates retired from the seafaring life to take up permanent residence. In just a short while, the place marked on pirate maps as "Cove Haven" became an actual village, with merchants, craftsmen, and all the trappings of a real settlement, albeit a settlement of pirates.

As the village grew into a town, the lawless nature of the place began to take its toll. Some part of Cove Haven was always ablaze due to one rivalry or another. Bandits, and even a few monsters, drifted in from the surrounding countryside, took up residence, and raided their neighbors as they pleased. A secretive order of sorcerers and cultists established a temple on the hillside to the south, and rumors about abductions and blood sacrifices began to surface. A bronze dragon had reputedly taken up residence in a hidden cave further up the coast. Finally, one pirate captain had had enough. After a nearby fire spread and destroyed his



The City of Liberty

home, Captain Vezkin relocated to a bluff overlooking the cove, built a stockade and a jail, and recruited some of the town's more honest men to help him arrest every troublemaker in town. Other townsfolk joined in his crusade, and Vezkin brought law to Cove Haven in short order. As a reward for his efforts, the townsfolk offered no strenuous arguments when he declared himself prince of the town.

Vezkin's descendants ruled Cove Haven for centuries. As time went on, the pirates visited less and less, and Cove Haven gained a respectable air. In time, Cove Haven was captured by the armies of Emperor Orasir. It languished under his control for over a decade while the true ruler, Prince Dolmir, fled north to the capital city of the High Kingdom and sought refuge. Forging a pact with Queen Inenya of the High Kingdom, Dolmir led the Queen's army to liberate Cove Haven, but was killed in the fighting.

The former pirate haven had changed drastically in the time Dolmir had been away. Under Orasir's control, the sleepy town had become a true city, and had prospered. Major religions had built temples, and the Imperial University had even constructed an arcane academy within its newly fortified walls. Queen Inenya immediately saw the advantages of controlling the city. With Dolmir dead, she suffered no real resistance when she announced that Cove Haven was now a protectorate of the High Kingdom. In honor of its liberation from the Emperor, Inenya renamed the city "Liberty"—though, in truth, Emperor Orasir had already done so; Inenya just translated the southern word for "Free City."

Liberty continued to prosper as a trading port, and when Vyskandr the Lich-King began conquering the northern lands, Liberty even became the de facto seat of government for the High Kingdom. Throughout the reign of Vyskandr, the High Kingdom effectively consisted of Liberty and its surrounding territories. Even after the Lich-King's defeat, there was so little left of the High Kingdom that the exiled nobles chose to remain in Liberty. Not surprisingly, then, when Lord Snowden reclaimed the capital and declared himself the new ruler of the restored High Kingdom, the lords of Liberty found that they no longer held any political power. They were, in fact, expected to swear fealty to what amounted to an adventurer holding a throne in a long-dead city.

So when Duke Ravenhearst and his faction seceded from Snowden's rule and everyone began taking sides, Prince Vêlit swiftly declared Liberty's neutrality, intending to sell weapons and supplies to both sides. He secretly supported Ravenhearst, who in return promised the prince sovereign rule over Liberty and the surrounding lands once the war was won. Unfortunately for Vêlit, Ravenhearst died in the Battle of Dragon's Peak. As it turned out, so did King Snowden.

Thinking quickly, the prince declared his city an independent realm. Since Liberty had been the home of the former nobles of the High Kingdom for so long, Vêlit also boldly declared his kingdom the "True Kingdom." The new rulers of the High Kingdom, their resources depleted from their battle with Ravenhearst, chose not to argue the point, ceding the lands of Liberty to Vêlit without a struggle.

So it has been for as long as most people can remember. Liberty and the High Kingdom trade more or less freely, but the

city has its autonomy. The High Kingdom sees no reason to go to war with Liberty: It provides a convenient buffer against enemy incursions from the south. They do have agents in Liberty, as do a great number of other interests, all working to advance their own particular agendas.

Liberty, meanwhile, goes about its business as usual under its latest ruler, Prince Fiorelle.

✳ **Liberty (metropolis):** Conventional (monarchy) and Monstrous; AL LG and LE; 130,000 gp limit; Assets 13,000,000 gp; Population 86,000; Mixed (human 82%, halfling 5%, elf 4%, dwarf 4%, gnome 2%, half-elf 1%, half-orc 2%).

Authority Figures: Prince Fiorelle, male human Ari 7/War 2, LG; Sepris (secret leader of the Thieves' Guild), male human Ftr 4/Rog 7/Ari 4, LE; Lord Lukan (Liberty's military commander), male half-elf Ftr 12/Ari 2, LN; Sir Gaspar (Master of the Order of the Lion), male human Pal 8/Ftr 3, LN (has lost paladin abilities, though few know this); Enderil Silverkey (foreign merchant), female elf Ari 6/Exp 6, LN; Hosmir Sumitron (Master of the Imperial University), male half-elf Wiz 14, NG; Vamdriin Adamanheart (High Priest of Lod), male human Clr 15, LN; Nonur-Hesh (High Sorcerer-Priest of the Cult of the Silent Heart), male human, Sor 8/Clr 8, NE.

The City Quarters

Liberty is divided into six districts, each distinctly different in character from all the others. These quarters, while subject to the laws of Liberty, also hold to their own internal rules and mores, and those who break these rules can face harsher punishments than anyone languishing in the prince's dungeons.

The Old Quarter

The Old Quarter is unofficially known as the Thieves' Quarter because it is the most lawless place in Liberty. Narrow, filthy streets wind through the city's slum district where the poor have turned to deceit, thievery, and violence to fill their starving bellies. Only the bravest (or most foolhardy) walk the darkened streets alone—and, with the overhanging cliffside above, the Old Quarter's streets are in shadow for most of the day. (The hours from early to mid-afternoon are called "Thieves' Twilight" in Liberty.) Not everyone in the Old Quarter is as cruel or corrupt as the rumors suggest, but few in the Old Quarter are above profiting from the misfortunes of others.

The Old Quarter is so named because it lies on the site of the original village of Cove Haven. As Cove Haven grew, the Old Quarter became less and less fashionable, until it became the domain of the city's disenfranchised: a place for the sick and the desperate to eke out a living. Nourishing food is expensive, and medicine even more so, but alcohol is cheap and drugs are in ready supply. In fact, those who are not too particular about legality or provenance can usually locate a shop here that can sell them about anything they can imagine.

Without a doubt, the most interesting location in the Old Quarter is the Blockhouse, the home of Liberty's Thieves' Guild. A nondescript building with thick walls and unobtrusive guards

outside, the Blockhouse could pass for any sort of business on casual inspection. Within its walls, however, one of the true powers in Liberty plots, plans, and grows wealthy on the greed and misery of others. The rumors say that building is home to a thousand-year-old sorcerer who sustains herself by drinking the blood of the Guild's enemies—after the Guild drains their purses and breaks their wills. While this is not true, many who pass through the doorway of this thieves' keep never leave.

The Mercenary Quarter

As a major trading port, Liberty boasts a sizeable army, though it consists mostly of mercenaries and a semi-trained body of militiamen. The city brings in more than enough to pay for all those swords, but the city's affluence makes it a tempting target both for the southern Empire and the High Kingdom.

The rank and file of Liberty's army can forego some of their pay to study at the Academy of Arms, where they can become officers or, at least, better soldiers. The academy is run by Lord Lukan, who is also the city's military commander. The Mercenary Quarter also contains the city's parade grounds (where both mercenaries and militia train) and a gladiatorial arena (mostly used for mock combats and the occasional disposal of captured monsters). The upper section of the Mercenary Quarter also houses the main barracks of the city, where just over two thousand of the city's hired soldiers reside.

The Mercenary Quarter is also the site of the local chapter of the Free Explorers' Society, a loose collection of adventurers and freelance heroes who make their livings locating and plundering long-lost treasure hoards: in short, an adventurers' guild. Despite having a seat on the Lords' Council, the Free Explorers' Society has very little power in the city; the countryside for 50 miles around has been so thoroughly scoured for treasure that most adventurers have moved on.

The Divine Quarter

Liberty encourages the free worship of the world's primary pantheon, and tolerates the worship of lesser-known pantheons. Only gods devoted to evil and destruction are not worshipped here, at least not openly. The Temple of Lod, the father of the gods, hold a place of special prominence in the upper quarter, as does the Temple of Sem, the god of strength, whose temple lies close by the Mercenary Quarter. The Divine Quarter also hosts temples and shrines to Vig (the god of power), Tur (the god of intellect), Apon (the god of the sun), Ilaia (the goddess of swiftness), Syrnia (the second goddess of wisdom), Lani (the goddess of beauty), and even a small temple devoted to the worship of Ur-Argo (the bronze dragon who had aided the Hundred Heroes against the evil dragon Uladon in ages past, and whose descendants still dwell in the region). The Divine Quarter is also the learning center of Liberty: Most of the city's schools and universities are located in this area.

The Arcane Quarter

The wizards and sorcerers of Liberty dwell in the Arcane Quarter, where the famous University of the Arcane stands, a great mystic tower housing the greatest collection of magical

books, tomes, and manuals to be found anywhere in the world. The Guild of Wizardry and the League of Sorcery share this fantastic library, though not always peacefully. Each group has an advisor on the Lords' Council, and they share control of the mysterious Dark Gate: the shadowy southern entrance into the city, through which only arcane spellcasters may pass with their minds intact. A short distance outside the Dark Gate stands the Whispering Walk, where arcane spellcasters settle their differences spell against spell. Rumor has it that the spirits of the wizards and sorcerers who have died there over the centuries haunt the Walk.

Most visitors, though, come to the Arcane Quarter for the extensive selection of the magic shops along the Wizards' Way. The majority of non-spellcasters cannot help but visit the Arcane Bazaar, near the waterfront, where all manner of magical trinkets (and sometimes items of vastly more power) trade hands. A few visitors also come to tour the aviary pens, where the wizards and sorcerers of Liberty keep their griffons, pegasi, and other flying magical beasts.

Noble Quarter

The wealthy and cultured residents of Liberty congregate in one of two neighborhoods: the Palace Quarter to the south or the Noble Quarter to the north. The Noble Quarter is something of a magnet for the city's new additions to the ranks of the privileged; most residents come from foreign lands, and make little secret of their plans to capitalize upon Liberty's mercantile success and exploit its trading power. Their combined political influence is so strong that they hold several seats on the Lords' Council, much to the chagrin of both Prince Fiorelle and the "true" nobility of the Palace Quarter.

On a narrow shelf of land just outside the southern wall of the Noble Quarter is the upscale portion of the mercantile district, but this area also holds two oddities. First is the Menagerie, full of exotic beasts both magical and mundane. No less interesting, though far less talked about, is a barred and shuttered building tucked into a cul de sac and all but hidden from view by a cascading waterfall. Here, the city's rich lock away their addled and raving relatives, to be cared for and prevented from hurting themselves (or anyone else). The asylum itself is no secret, but the staff are well paid to keep the names of its residents and their families confidential.

Palace Quarter

Built during the reign of Orasir the Usurper, the palace of Liberty is a marvel of opulence. Here, Prince Fiorelle lives in splendor, but always with a view of the city that is both his solemn duty and the source of his wealth and power. Here also are the homes of the city's oldest families, the descendants of some of the original settlers and of those nobles who fled to Liberty after the High Kingdom fell to the Lich-King. Some thirty affluent families live in this quarter, attended by a small army of servants and functionaries.

The Palace Quarter occupies the promontory that all but encircles Liberty Cove, and connects by a high, narrow bridge of stone to the mainland to the north. Old Quarter rumors say



Weapons and Armor in Liberty

Though there are ways around this particular law, the city of Liberty restricts the possession (and, more importantly, the use) of the deadlier weapons and heavier armors. The object of this law is public safety; there are far fewer deaths and injuries when there are fewer longswords and greataxes on the streets. Armor is similarly restricted—though mainly to reduce arguments that larger weapons are necessary.

The basic rule for arms is that a common citizen is allowed to carry a dagger, and no other weapon, within the city walls. Daggers are allowed because they are the principle tool for work, eating, and self-defense. Only city watch members are allowed to carry a blade longer than a dagger. As with any law, though, there are exceptions made for special cases:

- A city watch commander can make a special dispensation to citizens, at the commander's discretion.
- A shepherd or farmer is allowed to carry a quarterstaff.
- A man-at-arms is allowed to carry a short sword. A "man-at-arms" is defined as someone who makes his living as a bodyguard or private guard. A man-at-arms should be able to provide the name of his employer when questioned, though, in practice, the watch rarely checks up on such information. Many citizens caught carrying short swords claim to be looking for a patron, though that's a bit more risky. If the watch catches the same person more than once, and that person uses the same "I'm looking for work" story each time, the watch is likely to confiscate the weapon until such time as the swordsman can provide proof of employment as a bodyguard or private guard.
- A member of the Free Explorers' Society may carry any sort of weapons within the city walls, provided any weapon other than a dagger is peace-bound, and bows and crossbows are not strung. While the watch don't routinely enforce peace-binding anywhere except at the city gates (including the gates between city quarters), those who routinely travel about the city with unbound weapons do so at their own risk. More than one citizen has spent a night in jail for a weapon violation because some enemy tipped off the watch. Still, in a city the size of Liberty, being caught twice with an unbound weapon is unusual; one simply doesn't see the same city watchmen frequently enough that they remember one's last transgression.
- A cleric is allowed to carry her deity's favored weapon, provided it is peace-bound—but the city watch is

extremely lax about enforcing this with the clergy.

- No citizen is allowed to wear armor heavier than a chain shirt (medium and heavy armors, in other words) without special dispensation from a watch commander or a badge of membership with the Free Explorers' Society.
- Shields must be slung, not carried.
- Anyone can *transport* a proscribed weapon or armor, so long as it is peace-bound or otherwise firmly secured.
- Anyone can wield any weapon, provided one does so on the grounds of one's own household and no neighboring citizen complains.

Penalties

Breaking the law regarding weapons or armor is a minor crime, punishable by confiscation of the weapon or armor in question—though most city watch have better things to do than going around collecting weapons. Most "first offenses" receive only a warning, unless blood has been shed. Confiscated weapons can be reclaimed for a fine equal to one-tenth the weapon's value, payable at the watch commander's office. Unless a weapon is clearly magical, the fine is based on its perceived value—though masterwork weapons add to that value.

Armor, after the initial warning, is dealt with a bit differently. The item or items are confiscated, naturally, but the person caught wearing said items also spends a night in jail and pays a fine the next day, equal to one-tenth the perceived value of the armor (including masterwork costs). Again, unless a piece of armor is obviously magical, its owner is likely to get a huge discount on the potential fine.

Actually *using* a weapon within the city walls earns the wielder a night in jail. If someone was killed, however—whether the wielder killed that person or not—the penalty is much more serious: The wielder is imprisoned until such time as she can be hanged. The offender generally has about 2d4 days to wait—though during a "watch crackdown" (when the city watch is trying to prove its efficiency) that time can be cut in half. If the offender is lucky, someone might come forward before the hanging with proof of her innocence, in which case the offender is freed—though she won't be getting her weapons back. (In fact, she's instead liable to get a pointed suggestion to get out of town.) Such "last-minute evidence" is extremely rare in the Old Quarter, since anyone providing evidence is usually interrogated almost as roughly as those actually suspected of the crime itself.

that there is a secret entrance into the palace somewhere on that windswept bridge, though its precise location is known only to the leader of the Thieves' Guild. The quarter's position makes it an ideal spot for the fortified tower known as the Southern Watch, where eagle-eyed sentries keep an eye out for pirates and raiders from the Southern Empire. A narrow stone staircase runs

the length of the cliffside to a small jetty far below, allowing access to the lighthouse that guides ships into the cove. This stair is famous for its part in holding back the forces of Orasir centuries ago: Thousands of Orasir's troops died trying to gain access to the upper city by way of the staircase, which is fortified with murder holes and arrow slits precisely to foil such efforts.

The Outlands

Outside the city walls are the Outlands: the demesne of the prince, but not part of the city proper. A large part of this area consists of farms and coach-stop villages, as well as a few places (such as the North Cliff Ruins) where the city's oldest buildings once stood. Also just outside the North Gate lies the cemetery of the city's wealthy, a fashionable spot to be interred but not a place to be caught alone at night, if the rumors of all the spirits and specters are true.

The Undercity

Finally there is the Undercity: the network of sewers, dungeons, catacombs, escape tunnels, and smugglers' caves that honeycomb underground. It is said that one who knows the maze can travel unseen and unchallenged to any place in Liberty, but it is also said that the Undercity is so vast that there might be entire populations of monsters living there that prey upon anyone foolish enough to encroach upon their domain.

The most famous portion of the Undercity is the winding tunnel complex known to the denizens of the Old Quarter as "Soot Street." Controlled by the Thieves' Guild, Soot Street is intended to facilitate illicit business traffic, but it has given rise, over the years, to a subculture of secret shops and hidden dwellings, guarded and patrolled by mutual agreement of the homes and businesses whose cellars open onto the tunnels. This is not to say that Soot Street is safe, only that those who trespass there must be either very skilled or very dangerous, and very determined in either case.

Life in the Old Quarter

By day, life in the Old Quarter is much like it is elsewhere in the city: Vendors hawk their wares at corner markets, pedestrians stay alert for pickpockets, and stray carts pose a hazard to the unaware. The difference here is that the vendors have daggers ready to cut off the hands of would-be thieves in the blink of an eye, most of the pedestrians are pickpockets themselves (if not trained killers), and stray carts are usually part of a deliberate assassination attempt. Then there's the nighttime, when things actually get dangerous.

That's not to say that everyone in the Old Quarter is a trained rogue or armed thug, nor does it mean that people here are generally mean-spirited. To the contrary, there are a lot of good, caring citizens who call this Quarter home. It remains a fact, however, that the percentage of shady characters watching and walking the streets is much greater here than anywhere else in the city, and the people know it.

Daily activity in this part of Liberty is characterized by the fact that the sheer cliffs encircling it on three sides limit good daylight hours at most times of the year. People go about their business with a noticeable sense of urgency that peaks as the shadow of the western cliff stretches over the city and "Thieves' Twilight" begins. Even the youngest child knows that the streets are not safe after dark, and only the very brave or very foolish pause for casual conversation as the veil of night descends.

After sunset, the character of the Old Quarter changes entirely. Most streets become somber and quiet as all respectable citizens

abandon them, while other areas—those that are quietest during the day—actually see an increase in activity. Brothels, taverns, and gambling houses all become hotbeds of activity that cater to those who call the night their own.

Patrols of lantern-bearing city guards occasionally interrupt the darkness with a semblance of security, but these squads appear so rarely that they have little real value to the average citizen. For one thing, they're usually under orders not to interfere in the activities of certain special interests that line the watch commander's coin purse. If that wasn't enough to render these patrols useless, there's also the fact that the light from their lanterns can be seen from blocks away. Only the most oblivious, reckless, intoxicated and unlucky criminals are ever apprehended.

Despite all of the peril associated with this Quarter, there is beauty to be found here, too. At dusk, the setting sun casts its last golden rays through the sea arch, painting the tall ships and piers in amber hues and setting the water ablaze with sparkling light. This spectacle does not go unappreciated by the dockworkers or the merchants from other districts that are passing by the bayfront on their way to safer territory.

Commerce

The docks are the life-blood of Liberty in general and the Old Quarter in particular. Nearly every citizen who resides or works here is affected, either directly or indirectly, by the commerce that flows through the sea arch and into the city. The waters of the cove grow increasingly shallow as one travels in from the open sea, meaning that the very largest vessels can go no further into the port and must unload their shipments here, on the weathered piers of the Old Quarter.

In theory, the city applies stiff tariffs to the shipments that enter and leave the harbor. In practice, however, a large number of deliveries go unregistered and untaxed. Smuggling is a huge industry in Liberty, and the Old Quarter benefits from the illicit trade more than any other. Most of that profit, of course, makes its way into the coffers of the Thieves' Guild; there are other covert channels of black market trade open to risk-takers, but the Guild largely dominates the illegal commerce of the city and has done so for centuries.

The illegal trade matters little to the average residents of the Old Quarter. An unregistered ship has the same practical needs as a legal one: ropes, sailcloth, fishing hooks and nets, crew, provisions, repairs, and so on. Most residents of this Quarter make their living by catering to these needs. Weavers, dyers, blacksmiths, carpenters, and related businesses are all very common here, not to mention the large number of brothels and taverns that cater to sailors' other needs.

Another cornerstone of the Old Quarter economy is a large fish market situated just off of the main boardwalk. People from all across the city converge on this open-air building to choose from a huge variety of seafood, including fresh local catches and foreign shipments that are chilled with magic for lengthy voyages. Local fishermen have a special arrangement with the city that exempts them from taxation. This agreement allows Liberty-based fishing crews to unload their goods to the public at great discounts and keeps the local industry competitive with the importers.

Shipments of fish are also exported from Liberty to distant ports. These cargoes are subject to export taxes, but there are ways for shady captains to bypass those restrictions as well.

Law, Order, and the Code of Silence

Liberty has a full range of laws and codes designed to protect its citizenry and defend the city's interests and the common good (or at least the interests of those who make the laws), but in the Thieves' Quarter one rule governs all the rest: Don't get caught.

The city's laws are a predictably labyrinthine arrangement of restrictions and prohibitions governing everything from forbidden substances to weapons and how to carry them, but nowhere are they more poorly enforced than the Old Quarter. This area's watch commander and his subordinates are some of the most corrupt in the city, receiving payoffs from any number of special interests. They have no love for the Thieves' Guild (there is even a certain degree of rivalry for control of the streets), but they are generally willing to overlook certain infractions for the right price, even if the coins come straight from the Guild's coffers. Of course, even a healthy payoff will not save someone who gets caught publicly

in a criminal act, since the Guard has to maintain the illusion of propriety. Still, a handful of coins can arrange a lot of things in this part of the city. The Watch Wardens have a real talent for being somewhere else when a crime is going down, especially when their pockets are full.

There is one rule specific to this region of the city, but it won't be found on any official registry or listing of laws. It is the "Code of Silence"—the unwritten law by which the inhabitants of this Quarter live. Simply put, it means that the people who live here mind their own business. As a rule the common citizens do not get involved in affairs that do not concern them, even if that means turning a blind eye to a crime that they may have witnessed. With all of the criminal activity that takes place throughout this area, this is essentially a survival trait. Unless an individual is directly threatened by some nefarious activity, it's safer to act as though nothing happened. One never knows when the Guild is behind something, and one certainly doesn't want to interfere in its plans (lest one becomes a target oneself). Besides, many of those civilians have participated in their own fair share of crimes and count on the same Code of Silence to protect them.



Nearly all of the patrons at the Blockhouse are members of the Thieves' Guild.

Chapter One: Places

The following chapter describes specific places of interest in the Old Quarter. From the Blockhouse tavern where the Thieves' Guild does its business to the dark laboratory underneath Kadel Mannypodde's unassuming home, each location is an adventure waiting to be explored.

Gamemasters need not limit the interesting locations of Liberty's Old Quarter to these places. Every alleyway is an adventure and every building a potential treasure trove or death trap. Some even crowd close in on others: The bleary-eyed citizen who pokes his nose out his window at the sound of a scream coming from next door might be planning to cause a few screams later himself. In a part of town where everyone has secrets—some much, much darker than most—GMs should let their imaginations run wild in the streets.

Thieves' Guild

Though none of its members are so indiscreet as to utter the words "Thieves' Guild," the few citizens of Liberty who are aware of the criminal organization can't help but think of it that way. Like the city's legitimate guilds, the collection of burglars, footpads, cutpurses, and thugs that operates out of the Old Quarter is just as powerful as the Guild of Warriors, and just as influential as the Guild of Merchants. The fact that what they do is inherently evil doesn't make them any less a force with which to be reckoned.

The Guild doesn't actually have a name for itself: Even among themselves, they think of their organization as "this thing we do." Outside the organization, they deny that it even exists. The Code of Silence observed by the citizens of the Old Quarter is especially strong and ruthlessly enforced within the Guild. Each and every member would swear, even under torture, that the block building just upwind of the fish market is nothing more than an unofficial meeting hall for the local workers, and that "Sepris" is just an old slang expression for a dock foreman.

In truth, there has been an organization of thieves and killers in Liberty since it was under the rule of Emperor Orasir. Somewhere around thirty percent of Liberty's criminals work for the Guild, ultimately answering to a man named Sepris. Even though the majority of Liberty's criminals are free agents, this is no reflection on the Thieves' Guild. It is just the nature of crime in the city that theft, assault, rape, and murder are most often carried out by amateurs and dilettantes. The Thieves' Guild represents the organized aspect of Liberty's criminal underworld, carrying out illicit activities and acts of violence in the course of pursuing their normal business.

The Guild's real income derives from smuggling, extortion, blackmail, gambling, prostitution, drug trafficking, and espionage. Violence is just a tool for persuading a shopkeeper to pay insurance, or convincing a watch informant to forget what he saw.

Robbery and burglary, on the other hand, are just convenient ways to make a little extra money on the side. Of course, everyone is expected to kick a quarter of his income up the ladder to his boss, who kicks up to his boss, all the way up to Sepris. Though not as glamorous as hooded figures in masks exchanging secret signs in dark alleys, it is a frighteningly effective operation and its leaders number among Liberty's wealthiest citizens.

Organization

The head of the Thieves' Guild is a mysterious man named Sepris who reportedly lives inside the old block building at the edge of the fish market. Descriptions of Sepris are vague (most actually describe his lieutenant, Parkol) which is just how Sepris prefers it, for he leads a double life. In the Thieves' Guild, he is Sepris, the Guild's ultimate authority. In the Noble Quarter, he is Hasperis, a well-respected officer in the Seafarer's Guild, who secretly uses his position to facilitate smuggling operations carried out by the Thieves' Guild. By means of both the tunnels of the Undercity and his *ring of chameleon power*, Hasperis is able to vanish in the Noble Quarter and reappear as Sepris in the Old Quarter, and vice versa.

Because Sepris conducts most of his business from within the Old Quarter Blockhouse, very few people realize that he is the Thieves' Guild's leader. Most mistake his lieutenant, Parkol, for the head of the organization. Parkol, by agreement with his old friend Sepris, plays to this confusion, and anyone who wants to speak to the head of the Thieves' Guild is almost invariably routed to Parkol. In most cases, Sepris trusts Parkol's judgment to make deals and handle day-to-day affairs. When Parkol needs to consult with the true leader of the Guild, he explains that he needs some time to think about the matter, then contacts Sepris.

The only permanent resident of the Blockhouse is the alluring Omoki, a southern sorceress who identifies magic loot for the Guild, divines information that can't be acquired through normal channels, and creates potions and other magic items for the use of the Guild's members. She is also Sepris's paramour, and shares her bed with him on those nights when Hasperis need not return home until dawn.

The only other major officer of the Guild is a vicious half-orc assassin named Qualt. Qualt actually lives elsewhere (in a room above the Red Goose inn), rarely visits the Blockhouse, and has no crew that reports to him. He is the Guild's chief enforcer, and is the subject of much speculation in the Old Quarter. Rumors say that if Sepris were to be arrested or killed by the city guards, Qualt has standing orders to assassinate every member of the Lords' Council, as well as the prince, and no one doubts that he could do it. The half-orc is said to be able to track anyone, anywhere, no matter how well they hide, murder them, and slip away completely unnoticed. No living being has ever refuted that claim, so most denizens of the Old Quarter choose to accept it as fact, and resolve never to offend the half-orc or his master.



- KEY**
- 1 Thieves' Guild Blockhouse
 - 2 Frisk Brothers' Warehouse
 - 3 Brilla Bickle's Warehouse
 - 4 Dancing Kegs Tavern
 - 5 Tyndrin's House of Fortune
 - 6 Sea-Wolf Tavern
 - 7 Dewberry House
 - 8 Red Goose Inn
 - 9 The Old Fortress
 - 10 Kadel Mannjoddle, Gnome Alchemist
 - 11 Home of Lastrian and Jienna
 - 12 House of Orchids
 - 13 Escape House
 - 14 Abandoned Inn

- KEY**
- 15 Gunnedol and Murgunn, Dwarfen Smiths
 - 16 Durvun Hardbargain, Halfling Fence
 - 17 Marl Latham, Locksmith
 - 18 The Old Market
 - 19 Jamon's Tent
 - 20 Maegrin's Marvellous Menagerie
 - 21 Vosch's Orphanage
 - 22 Shrine of Osai
 - 23 The Chaos Pit
 - 24 Sllsstrinard's Lair

The Old Quarter

WEST

0 100 200 300 400 500 FEET

Bernot's Bridge

Shipyard

Commercial Docks

Liberty Harbor

Fishing Wharves

Fish Market

Jetties

Membership

Joining the Thieves' Guild is not terribly difficult: One has merely to approach a member of the Guild and volunteer one's services. Provided the volunteer is known to be neither incompetent nor associated with the city guards, he or she is likely to be offered some criminal work sooner or later.

Continued membership is only a matter of continuing to provide good service and unswerving loyalty to the Guild and to one's own crew. Outstanding service eventually comes to the attention of Parkol or Sepris, who reward it with the prestige of a small gift, a personal audience, or, in some few cases, advancement to the position of crew boss. Promotion above that station requires personal service to the Guild's officers on demand, without hesitation, and with all due enthusiasm. One is considered to be part of the "inner circle" once he knows that Parkol reports to Sepris, and one can become a lieutenant only by rendering exceptional service to Sepris.

The Thieves' Guild has no special requirements for the class to which a member belongs. Druids and wizards are as welcome as rogues and fighters, provided they kick up the greater of 25% of their weekly income or 25 gp. Obviously, certain classes don't fit in well with this lifestyle. Paladins have no place in the Thieves' Guild, and the Guild has little use for clerics, aside from healing. The hierarchy of the Guild is remarkably merit-based, and the more useful a member is to the officers, the more accepted he is.

Privileges

As with any guild, membership in the Thieves' Guild has certain privileges. First and foremost, members can sell valuables through the Guild's preferred dealers: fences scattered around the Old Quarter who pay 30% of an item's market price, but don't ask about an item's provenance. For 5% of an item's total value, the Guild also identifies magic items—though verifying that the item is or isn't magical costs an additional 5%.

Guild members are also expected to come to one another's aid, though rivalry between crews often gets in the way of total cooperation. A new member's sponsor is charged with introducing the new member around—since no one wears any particular identification—and this always involves bringing the new member to the Blockhouse. Soot Street, the network of tunnels and passageways under the city, is also on the tour: The new member not only needs to know how to find his way around, but needs to be introduced to Soot Street's various guards and sentries, intruders being dealt with as harshly as they are.

The Guild has arrangements with certain priests and novices in the Temple Quarter who, for whatever reason, owe the Guild favors. The Blockhouse is kept reasonably well-supplied with healing potions and such, and more serious cases can receive the ministrations of a divine spellcaster. Similarly, many alchemists in the Old Quarter exchange poisons and antidotes for protection from burglary and robbery.

Perhaps most importantly, the Guild provides its members with various boltholes and safe houses. Any member being sought by the city guard may seek refuge in the abandoned building near the Avenue of Tears, which has an entrance to the Undercity. For

those who need to stay out of sight for a while, there are safe houses and secret chambers off Soot Street. For those whom the Guild needs to disappear, there are countless ways to ensure they are never seen alive again.

The Blockhouse

Known simply as "the Blockhouse" by the locals, this building is something of a fortress, wherein Sepris and his lieutenants gather to meet, do business, and waste time. Though the main hall of the building is open to the public, the Blockhouse can be closed up with less than a minute's notice. An impressive number of guards, both within and without, ensure that almost no one gets in who isn't welcome, and those who do get in can usually be quickly shown right back out. For the truly persistent, though, there is no exit, and the various entrances to Soot Street are just the obvious ways of disposing of bodies.

✂ **Exterior Walls:** Reinforced masonry; 3 ft. thick; hardness 8; hp 540; AC 5; break DC 45.

✂ **Interior Walls:** Reinforced masonry; 1 ft. thick; hardness 8; hp 180; AC 5; break DC 45.

✂ **Exterior Doors:** 4 in. thick; hardness 5; hp 40; AC 5; break DC 25.

✂ **Interior Doors:** 2 in. thick; hardness 5; hp 20; AC 5; break DC 25.

✂ **Iron Portcullis:** 2 in. thick; hardness 10; hp 60; AC 5; break DC 28; lift DC 25.

A. Main Entrance

An iron portcullis protects the main entryway at either end. Less obvious are the murder holes above the corridor. These are ordinarily covered with hatches designed to fit smoothly into the holes, presenting the appearance of a solid ceiling (Search DC 30). The murder holes aren't ordinarily manned, but guards from the main hall can usually clamber up the ladders in two rounds or less and remove the murder hole hatches in one additional round.

B. Main Hall

The Blockhouse's main hall is essentially a tavern with a bar, fireplace, fire pit, and heavily curtained, semi-private booths arrayed around the curved walls. A curtained doorway behind the bar leads to the back room, where the officers of the Thieves' Guild meet. With the exception of this and the main entrance, all of the exits leading out of the main hall are disguised—hidden behind false booths or secret doors.

One secret door beside the great fireplace (Search DC 25) leads to an otherwise empty room with an opening leading to a small crawlspace (2 1/2 feet wide) that encircles the private room (Area C), enabling a Small character to listen in on conversations going on in any of the private room's booths. The only other secret door is located at the back of the fireplace (Search DC 25) and is only used in emergencies. The narrow stairway beyond leads down to the Undercity.

The false booths are somewhat difficult to spot by casual inspection (Spot DC 15), since the cords that tie the curtains shut make them look like private booths that happen to be in use. Each false booth also has facing bench seats; what's missing is the table

in between. Beyond, there is simply a small opening in the wall, which avoids the possibility of someone hearing a door open or close in a supposedly occupied booth.

Guards: Three Elite Thieves' Guild Thugs and 3d3+3 Typical Thieves Guild Thugs (see description under "Guard Rooms," page 16). Most of these guards are customers who happen to be Guild members, and who will quickly come to its defense.

Tavern Staff: Three assorted commoners and two 3rd-level experts.

C. Private Room

The private room off the main hall is accessed via a false booth, which always has two elite thugs on duty. Entry to the private room costs 10 gp per night, and Parkol or one of the other Guild officers has to vouch for the visitor. What goes on inside is up to the patrons who use the room, and Parkol doesn't mind the presence of drugs or prostitutes, but he gets quite angry if someone leaves a murdered corpse for him to remove.

In the event of a raid by the watch, a secret door (Search DC 22) leads out of the private room to the storage room (Area D), with another secret door (Search DC 22) halfway down the corridor that leads to a safe room (for when the trouble is a bit more serious). Parkol also frowns on anyone whose presence leads the city guards to the Blockhouse, and is especially unhappy if the search for such a person leads into the private room. Most of the watch wardens know about the room—having raided the Blockhouse once or twice before—but if they come in and find

something especially illegal going on, Parkol has to pay a hefty bribe to buy their tolerance.

Each booth in the private room features a very small grille just below the table (Spot DC 25), which opens onto the crawlspace that Parkol sometimes uses to place a spy within earshot of potentially informative conversations.

D. Storage

The storage room is just that: a big room designed to hold the Guild's ill-gotten gains until they can be sold off. The room is packed with crates, jugs, bottles, bolts of cloth, and so forth, and any of the 2d20+10 boxes or baskets contains 10d10 gp worth of illicit (or illicitly-gained) goods. This room also holds enough dried and salted food for the Blockhouse to endure a six-month siege. A secret door (Search DC 25) behind a small stack of empty crates opens onto a secret storage area for the kinds of goods that no bribe can excuse: generally drugs from the Southern Empire, though over the years the room has been used to keep prisoners and hostages under wraps as well.

E. Kitchen

The kitchen is a standard kitchen for a lord's mansion, though it's out of place in what is ostensibly a tavern. The Blockhouse's separate water supply, a large cistern underneath the kitchen, is accessed from a small room just off the kitchen. It is refilled every few months by *create water* spells from clerics who owe the Guild favors.

THE BLOCKHOUSE

▲ = Ladder (Up)

▼ = Ladder (Down)

1 square = 10 feet



Second-floor secret passage joins guard room to ladder.

Similar to the fireplace in the main hall, there is a secret door located behind the oven (Search DC 25), but it is even more rarely used because it is largely devoted to the quick disposal of any corpses that turn up in the Blockhouse. Guild members and other patrons in the know wisely never eat anything prepared on the butcher block in the kitchen.

✂ **Kitchen Staff:** Two 2nd-level commoners and one 3rd-level expert.

F. Back Room

Opposite the storage room is the so-called “back room” of the Blockhouse where Sepris, Parkol, Qualt, and Omoki meet when they need to discuss business. At most other times, it simply serves as a storage room for the bar’s supply of wine and ale. A makeshift table provides the four Guild leaders with a place to talk, gamble, and occasionally dine. Visitors are expressly forbidden in this room, and even the guards come and go as quickly and unobtrusively as they can. Curiously, there is very little in this room that happens to be illegal, and the room itself is not hidden in any meaningful way.

G. Private Office

Parkol’s private office (which he generally turns over to Sepris whenever the Guild’s true leader is around) is small, dingy, and crowded with useless odds and ends that the two friends have collected over the years. Because this space also serves as the office for the Blockhouse’s legitimate business, most of what’s in here has more to do with running the tavern than with running the city’s organized crime. A small coffer under the desk holds just over 500 gp in various coins—the tavern’s operating capital.

A small chamber off the main room serves as a bedroom for Parkol, though he mostly uses it to take naps during the day. Another narrow passageway leads to a small room with a peephole looking out onto the main hall. This tiny room also conceals the Guild’s capital: Beneath a removable section of the floor is a locked trapdoor (Search DC 25, Open Lock DC 30), and beneath that door is a cramped crawlspace with four rather large chests (Open Lock, DC 25). Each chest holds around 2,000 gp in coin and another 3,000 gp in gems and jewelry; this is the money that the Guild uses to buy equipment, goods, and information, hire magic and muscle, and pay bribes. Each chest, and the trapdoor, can be unlocked with a set of keys that Parkol carries for Sepris.

H. Omoki’s Chambers

The sorceress Omoki uses these rooms as her laboratory, bedroom, and bath chamber, and rarely comes out any further than the back room (Area F). When Sepris stays at the Blockhouse, he sleeps here as well. The main room is full of books, bottles, beakers, parchments, pens, ink, and dozens of jars and containers for her material components, as well as the large mirror she uses both for her *scrying* spells and to make certain that her outfits are suitably revealing.

Off this main room are Omoki’s bath chamber and her bedroom, both of which bespeak a very disorganized but hedonistic lifestyle. Another narrow corridor here leads to a small room with a peephole looking out on the main hall, but

its most important function is a trapdoor with a ladder leading down to the Undercity. This is the entrance and exit that Sepris most frequently uses when traveling from the Old Quarter to the Noble Quarter, though on Soot Street it is concealed by a secret door (Search DC 25), and locked on this side of the trapdoor (Open Lock DC 30) whenever Omoki is alone. She and Sepris have the only two keys.

One benefit to keeping the trapdoor locked is that Omoki can flirt with junior members of the Guild when no one else is around. She does so almost entirely out of boredom, and would never actually leave Sepris, despite what she tells her lovers. Her real goal is to get Sepris mad by dropping hints that she’s seeing someone else, then watch the staff squirm as Sepris tries to find out who’s been sleeping with her behind his back. Most of the junior members of the Guild know better and warn newcomers about Omoki’s little game, but not everyone remembers such warnings when being seduced by a beautiful woman.

I. Guard Rooms

The Blockhouse has a significant staff of guards consisting of junior members of the Thieves’ Guild. Each corner of the Blockhouse has a small room designed to give them some place to stay close by and out of sight. At any given time, each of these rooms holds 1d4–1 elite thugs and 1d4 elite footpads, killing time by gambling, drinking, or just shooting the breeze.

A small room off each of these guard rooms holds a ladder leading up to an identical room above, where another 1d3 elite thugs and 1d3 elite footpads (see below) keep watch out of arrow slits. Each upper room is stocked with 6 light crossbows and 200 bolts, in case of a siege against the Blockhouse. The upper room nearest the private office (Area G) includes a narrow passage to a ladder that leads down to Soot Street. It is meant as an emergency exit from the private office, and the entrance to the narrow passage is actually covered in a few inches of plaster to disguise it (Search DC 30). Even the guards in the room are not aware of it.

Characters who join the Thieves’ Guild eventually serve a “tour of duty” in one of the Blockhouse’s guard rooms. Not only is it expected of junior members, but it also gives Parkol and Sepris a chance to get to know them and decide just how much they can be trusted.

✂ **Plastered Emergency Exit:** Plaster; 3 in. thick; hardness 2; hp 10; AC 5; break DC 10.

✂ **Typical Thieves’ Guild Footpad:** Male human Rog 1; CR 1; Medium-size humanoid; HD 1d6+1; hp 7; Init +2; Spd 30 ft.; AC 14 (touch 12, flat-footed 12); Base Atk +0; Grp +1; Atk +1 melee (1d6+1/19–20, short sword); Full Atk: +1 melee (1d6+1/19–20, short sword) or +1 melee (1d4+1/19–20, dagger) or +2 ranged (1d4+1/19–20, dagger); Space/Reach 5 ft./ 5 ft.; SA Sneak attack +1d6; SQ Trapfinding; AL NE; SV Fort +1 Ref +4, Will +2; Str 12, Dex 15, Con 13, Int 10, Wis 14, Cha 8.

Skills and Feats: Bluff +3, Gather Information +3, Hide +11, Knowledge (local) +2, Intimidate +3, Listen +6, Move Silently +8, Sense Motive +4, Sleight of Hand +6, Speak Common, Spot +6; Skill Focus (Hide), Stealthy.

Possessions: Short sword, dagger, leather armor, 1d6 gp in coins.

⚔ Typical Thieves' Guild Thug: Male half-orc War 2; CR 1; Medium-size humanoid; HD 2d8+4; hp 16; Init -1; Spd 30 ft.; AC 12 (touch 9, flat-footed 12); Base Atk +2; Grp +5; Atk +5 melee (1d6+3/19–20, short sword); Full Atk: +5 melee (1d6+3/19–20, short sword) or +5 melee (1d4+3/19–20, dagger) or +1 ranged (1d4+3/19–20, dagger); Space/Reach 5 ft./ 5 ft.; SQ Darkvision 60 ft.; AL NE; SV Fort +5, Ref -1, Will -1; Str 16, Dex 8, Con 14, Int 7, Wis 8, Cha 5.

Skills and Feats: Intimidate +5, Speak Common, Speak Orc; Skill Focus (Intimidate).

Possessions: Short sword, dagger, studded leather armor, 1d4 gp in coins.

⚔ Elite Thieves' Guild Footpad: Male human Rog 2; CR 2; Medium-size humanoid; HD 2d6+2; hp 11; Init +2; Spd 30 ft.; AC 14 (touch 12, flat-footed 12); Base Atk +1; Grp +2; Atk +2 melee (1d6+1/19–20, short sword); Full Atk: +2 melee (1d6+1/19–20, short sword) or +2 melee (1d4+1/19–20, dagger) or +3 ranged (1d4+1/19–20, dagger); Space/Reach 5 ft./ 5 ft.; SA Sneak attack +1d6; SQ Trapfinding, evasion; AL NE; SV Fort +1 Ref +5, Will +2; Str 12, Dex 15, Con 13, Int 10, Wis 14, Cha 8.

Skills and Feats: Bluff +4, Gather Information +4, Hide +12, Knowledge (local) +2, Intimidate +4, Listen +7, Move Silently +9, Sense Motive +5, Sleight of Hand +7, Speak Common, Spot +7; Skill Focus (Hide), Stealthy.

Possessions: Short sword, dagger, leather armor, 2d6 gp in coins.

⚔ Elite Thieves' Guild Thug: Male half-orc Ftr 2; CR 2; Medium-size humanoid; HD 2d10+4; hp 19; Init +1; Spd 30 ft.; AC 14 (touch 11, flat-footed 13); Base Atk +2; Grp +5; Atk +6 melee (1d6+3/19–20, short sword); Full Atk: +6 melee (1d6+3/19–20, short sword) or +5 melee (1d4+3/19–20, dagger) or +3 ranged (1d4+3/19–20, dagger); Space/Reach 5 ft./ 5 ft.; SQ Darkvision 60 ft.; AL NE; SV Fort +5, Ref -1, Will -1; Str 16, Dex 12, Con 15, Int 8, Wis 13, Cha 6.

Skills and Feats: Intimidate +6, Speak Common, Speak Orc; Power Attack, Skill Focus (Intimidate), Weapon Focus (short sword).

Possessions: Short sword, dagger, studded leather armor, 1d4 gp in coins.

Sepris (Hasperis)

"I'm just a businessman. No more, no less. So sometimes I have to exert some pressure—convince a guy to sell, convince a guy to buy. How is that different from what the Prince and the Lords' Council do? At least I'm honest with you about what I do—and what I'll do to you if you so much as try to cross me."

Sepris is a large, squarely-built human in his mid-40s. He has close-cropped dark hair and a perpetually bland expression, as though he's completely disinterested in everything going on around him. He dresses in muted tones (so as not to stand out), and doesn't speak loudly except when angry.

Sepris was born in the Old Quarter and learned its rules almost before he could walk. A strapping lad, he soon led his local street gang and, from there, caught the eye of a member of the Thieves' Guild. Recruited as a thug, Sepris rapidly proved that he was capable of much more. He became the boss of his own crew and learned the art of swordplay and burglary. When the law got too close, Sepris signed aboard a merchant ship as a crewman and traveled extensively for a few years.

During that time, Sepris acquired a *ring of chameleon power* and used it to disguise himself as a foreign nobleman named Hasperis. While "Hasperis" established a home in the Noble Quarter and petitioned for membership in the Seafarers' Guild, Sepris made contact with his old crew and laid out a plan to eliminate all the Thieves' Guild's officers by turning them over to the authorities, one by one. Soon, only Jermot, the head of the Thieves' Guild, was left, and Sepris conveniently "returned" just in time for Jermot to make him a lieutenant. After that, the authorities seemed to have a much harder time

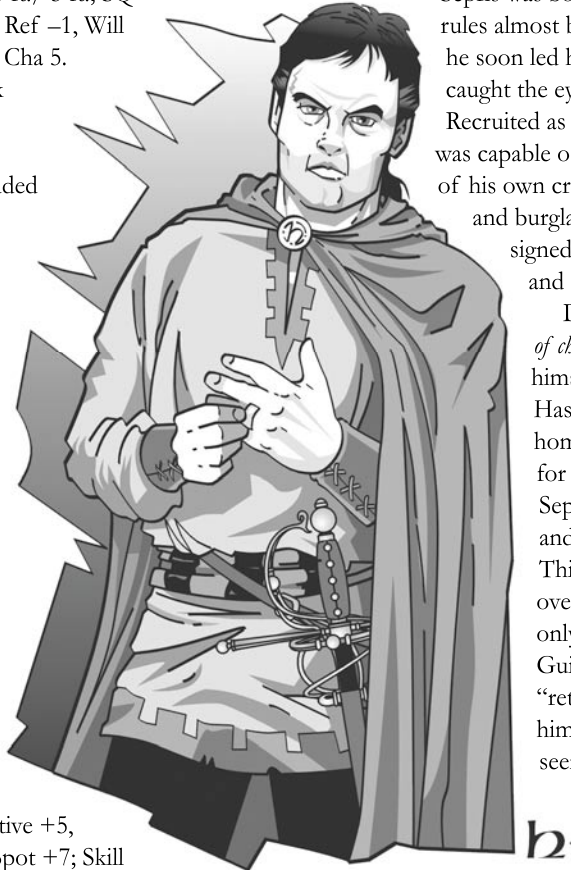
locating Guild meeting houses and interrupting Guild jobs.

The Guild attributed its reversal of fortune to Sepris, and he quickly became a very popular

leader—so much so that Jermot began to worry that Sepris would take over. Fortunately for Sepris, Jermot met with an untimely end: The carriage of a certain foreign nobleman by the name of Hasperis accidentally rolled over Jermot, crushing his throat. Sepris moved quickly to consolidate his power, and has been the head of the Thieves' Guild ever since.

⚔ Sepris (Hasperis): Male human Ftr 4/Rog 7/Ari 4; CR 14; Medium-size humanoid; HD 4d10+8 plus 7d6+14 plus 4d8+8; hp 99; Init +5; Spd 30 ft.; AC 16 (touch 11, flat-footed 15); Base Atk +12; Grp +14; Atk +17 melee (1d6+6/15–20, +2 rapier); Full Atk: +17/+12/+7 melee (1d6+6/15–20, +2 rapier) or +14 ranged (1d4+2/19–20, masterwork dagger); Space/Reach 5 ft./ 5 ft.; SA Sneak attack +4d6; SQ Trapfinding, evasion, trap sense +2, uncanny dodge; AL LE; SV Fort +11, Ref +10, Will +12; Str 14, Dex 13, Con 15, Int 13, Wis 12, Cha 15.

Skills and Feats: Appraise +8, Bluff +17, Climb +7, Diplomacy +10, Disable Device +8, Disguise +14, Forgery +8, Gather Information +10, Hide +15, Intimidate +18, Knowledge (local) +9, Move Silently +5, Open Lock +8, Profession (criminal) +8, Sense Motive +5, Speak Common, Speak Undercommon, Swim



Sepris, leader of the Thieves' Guild

+8; Blind-Fight, Deceitful, Improved Critical (rapier), Improved Initiative, Iron Will, Leadership, Persuasive, Quick Draw, Weapon Focus (rapier), Weapon Specialization (rapier).

Possessions: +2 rapier, +2 glamered studded leather armor, ring of chameleon power, cloak of resistance +2, masterwork dagger, 1,900 gp in coin, 20,000 gp in goods and property, 4,800 gp in gems, jewelry, and clothing, Blockhouse keys (see room descriptions, above).

Allies: Parkol (Thieves' Guild lieutenant); Qualt (Thieves' Guild assassin); Omoki (Thieves' Guild sorcerer); Semetha (House of Orchids owner).

Enemies: Vird Kasko (watch captain); Silisstrinard (Kunarath Syndicate leader); Mihina (Dewberry House proprietor).

Tactics: Sepris believes in the direct approach in combat, as in all other things. He tries to inflict as much damage as possible as quickly as possible and doesn't care much for other tactics, though he occasionally trips opponents, or grapples them to let one of his allies get a clearer shot. If overmatched—which is rare, given his skill—Sepris bolts for the cover of a crowd, where he can use his ring of chameleon power to change his appearance and stroll casually away.

Parkol

"Who's Sepris? You wanted to talk to somebody in charge. So start talking."

Parkol is a bear of a man, with huge arms and shoulders and so much body hair that, from a short distance, he appears to be wearing a frayed wool shirt. His slack expression makes him look either sad or slow-witted, but his piercing gaze points out that he's no one with which to trifle. Parkol wears a great deal of jewelry, though never more than half his total collection at any one time.

Parkol is one of Sepris's oldest friends. They were in the same street gang together and joined the Thieves' Guild as enforcers at the same time. Parkol remained in Liberty when Sepris went to sea, and when Sepris returned, Parkol helped his old friend bring down many of Jermot's lieutenants in the Guild. Now Parkol is one of Sepris's lieutenants, and the bond between them is virtually unassailable.

¶ Parkol: Male human Ftr 6/Rog 6; CR 12; Medium-size humanoid; HD 6d10+18 plus 6d6+18; hp 95; Init +5; Spd 30 ft.; AC 16 (touch 11, flat-footed 15); Base Atk +10; Grp +12; Atk +14 melee (1d6+4/18–20, +2 scimitar); Full Atk: +14/+9 melee (1d6+4/18–20, +2 scimitar) or +12 ranged (1d4+2/19–20, masterwork dagger); SA Sneak attack +3d6; Space/Reach 5 ft./ 5 ft.; SQ Trapfinding, evasion, trap sense +2, uncanny dodge, DR 5/magic; AL NE; SV Fort +12, Ref +8, Will +4; Str 15, Dex 12, Con 17, Int 11, Wis 11, Cha 13.

Skills and Feats: Bluff +10, Climb +4, Diplomacy +9, Disable Device +3, Gather Information +7, Hide +5, Intimidate +10, Knowledge (local) +6, Listen +2, Move Silently +5, Profession (criminal) +7, Sense Motive +11, Speak Common, Swim +3; Blind-Fight, Combat Reflexes, Diehard, Endurance, Great Fortitude, Improved Initiative, Leadership, Negotiator, Weapon Focus (scimitar), Weapon Specialization (scimitar).

Possessions: +2 scimitar, masterwork dagger, chain shirt of invulnerability, amulet of natural armor +1, potion of bear's endurance, 1,800 gp in coin, 4,500 gp in property, 500 gp in gems, jewelry, and clothing, Blockhouse keys (see room descriptions, above).

Allies: Sepris (Thieves' Guild leader); Qualt (Thieves' Guild assassin); Omoki (Thieves' Guild sorcerer).

Enemies: Vird Kasko (watch captain); Silisstrinard (Kunarath Syndicate leader); Raccklyd Glibble (wererat pack leader).

Tactics: Parkol relies on his strength and stamina in combat, trusting that he'll live longer than anyone stupid enough to attack him. If he's really worried, he'll drink his *potion of bear's endurance* (raising his Constitution to 21, and his hit point total to 119). Otherwise, he wades into his foes with grapple or trip attacks, hoping to take them out of the fight or put them on the ground. He's a bit proud of his strength, though, and often doesn't bother calling for help with grappled opponents, preferring to slowly crush or strangle them. He has absolutely no reservations about killing off a helpless opponent.

Omoki

"The ring brought in this morning is quite valuable: It's magical. Oh, and the two cutpurses who brought it here weren't as careful as they said. Vird Kasko is even now describing them to the watch wardens. They'll need to go underground for a while, unless you'd prefer they pay for their clumsiness?"

Omoki has the kind of ethereal beauty generally reserved for fairy-tale queens—the evil kind. She wears her midnight-black



Omoki, Thieves' Guild sorceress

hair pulled back, lending her features a severe cast, and her perfumed skin is milky-pale because she rarely ventures outside. To Sepris's delight—and the chagrin of nearly everyone who knows that she's taken—Omoki dresses in revealing attire, usually appearing as though she's just been interrupted on her way to a romantic encounter.

Omoki arrived in Liberty shortly after Sepris seized power in the Thieves' Guild and went immediately to him, as though he had sent for her. He provided a place for her in the Guild's stronghold, and had his servants move in several boxes and trunks she had brought with her. Sepris and the seductive sorceress quickly became lovers (if they hadn't been already) and Omoki occupied the hours without him by creating magic items for the use of the Thieves' Guild and testing and identifying items collected by members of the Guild. She is also the Guild's eyes and ears in the places where agents and informants cannot go, thanks to her *scrying* and *teleport* spells.

✧ **Omoki:** Female half-elf Sor 11; CR 11; Medium-size humanoid; HD 11d4–22; hp 14; Init +3; Spd 30 ft.; AC 15 (touch 13, flat-footed 12); Base Atk +5; Grp +3; Atk +4 melee (1d4–2/19–20, masterwork dagger); Full Atk: +4 melee (1d4–2/19–20, masterwork dagger) or +9 ranged (1d4–2/19–20, masterwork dagger); Space/Reach 5 ft./ 5 ft.; SQ Half-elf traits; AL NE; SV Fort +1, Ref +6, Will +8; Str 6, Dex 17, Con 7, Int 16, Wis 13, Cha 19.

Skills and Feats: Bluff +18, Concentration +12, Knowledge (arcana) +17, Knowledge (local) +10, Speak Common, Speak Elven, Spellcraft +17; Brew Potion, Craft Magic Arms and Armor, Craft Wondrous Item, Toughness.

Racial Traits: Immune to magic *sleep* spells and effects; +2 racial bonus on saves against enchantment spells or effects; low-light vision; +2 racial bonus on Diplomacy and Gather Information checks; +1 racial bonus on Listen, Search, and Spot checks.

Familiar Benefits: Alertness, improved evasion, share spells, empathic link, deliver touch spells.

Spells Known: (7/7/7/6/6/4; base DC = 14 + spell level): 0—*daze*, *detect magic*, *ghost sound*, *light*, *mage hand*, *mending*, *message*, *prestidigitation*, *read magic*; 1st—*alarm*, *charm person*, *identify*, *magic weapon*, *unseen servant*; 2nd—*obscure object*, *arcane lock*, *detect thoughts*, *invisibility*, *see invisibility*; 3rd—*arcane sight*, *clairaudience/clairvoyance*, *deep slumber*, *dispel magic*; 4th—*detect scrying*, *remove curse*, *scrying*; 5th—*break enchantment*, *teleport*.

Possessions: Masterwork dagger, *potion of fly*, *potion of invisibility*, *ring of mind shielding*, *scroll of baleful polymorph*, *scroll of modify memory*, *scroll of lesser geas*, *wand of charm person*, *wand of magic missile* (3rd), *bracers of armor* +2, 1,200 gp in coin, 700 gp in jewelry, gems, and clothing, Blockhouse keys (see room descriptions, above).

Allies: Sepris (Thieves' Guild leader); Parkol (Thieves' Guild lieutenant); Qualt (Thieves' Guild assassin).

Enemies: Vird Kasko (watch captain); Silisstrinard (Kunarath Syndicate leader).

Tactics: Omoki does not fight, for in fighting there is too much chance of injury. If attacked, she flees by the most expedient route until she is in a position to *teleport* to safety. If Omoki takes an opponent by surprise, she has no qualms about using her *wand of charm person* or her *deep slumber* spell to neutralize the opponent.

✧ **Ylo, Raven Familiar:** HD 11; hp 7; Atk +9 melee; AC 20; SQ Alertness, improved evasion, share spells, empathic link, deliver touch spells, speak with Omoki, speak with ravens, SR 16; Int 11; see *MM*, Appendix I.

The Smugglers' Warehouse

It is said that the most foolish thing you can do in the Old Quarter is to cross the Thieves' Guild, but no one ever accused the half-brothers Hargen and Hamlin Frisk of great wisdom. Sons to the same human mother, Hamlin (the elder) is a half-elf, while Hargen (younger by far but more physically mature thanks to their difference of blood) is a half-orc. Despite their paternal differences, the two are extremely loyal to one another. Together they set out on an ill-advised business venture right under the nose of their well-established competition: a smuggling operation based out of a single private warehouse.

Hargen is much more aggressive than his soft-spoken brother and fancies himself both the brains and brawn of the outfit. In truth, Hamlin's unobtrusive manner and knack for cleaning up his sibling's mistakes are the only things that have prevented their business from crumbling completely. It's only a matter of time, however, before the Guild becomes aware of their venture and shuts them down permanently. The pair has left a lengthy trail of scams and irate former associates behind them, and

one such individual—a bounty hunter called Ressaaji—has followed them all the way to Liberty.

Hargen, with the aid of his brother, has maintained a shaky relationship with a merchant captain who visits a regular circuit of seaports up and down the coast and brings them undocumented shipments of exotic trade goods in the secret hold of his vessel, the *Lucky Star*. Captain Halloway reserves no love for the siblings, but he knows that they have enough information on his own illicit activities to ruin his livelihood if he cuts them loose. He is also aware of their track record with previous partners, and is fully prepared to drag them down with him if they ever betray him. Both parties know that they can't afford to end the relationship, so the arrangement continues.

FRISK BROS. WAREHOUSE



Main Level

Underground



1 square = 5 feet

The Frisk brothers chose a warehouse located very close to the water's edge to house their smuggled goods in between transactions, a decision that has come back to haunt them. Hargen's plan was to set up a place where they could safely unload their cargo from a nearby ship in the dark of night, undetected. They carefully excavated an underground chamber beneath the warehouse in which to hide their merchandise from the dock wardens, who periodically inspect both moored ships and storage sites for illegal cargo. Predictably, ground water quickly flooded into the space and now covers the entire floor area of that hidden chamber to a depth of 2–3 feet. Not to be daunted, Hargen insisted on using the new chamber, and it has caused them no end of problems. Even though they stack new shipping crates on top of empty ones or above those containing unsalvageable junk, the dampness seeps into everything. Many of their smuggled goods have been badly damaged by the pervasive moisture, enraging local associates and putting the brothers' entire venture in serious jeopardy.

✦ **Ressaji:** Male human Rgr 5/Rog 2/Asn 1.

✦ **Captain Halloway:** Male human Exp 5.

Hamlin Frisk

"Brother, I'm not sure that's such a good idea..."

A young fair-skinned half-elf with gray eyes, Hamlin has a certain youthful awkwardness that can be quite endearing. There's a degree of naiveté about him that belies a more profound wisdom and leads people to feel that they can trust him.

Hamlin was born illegitimately to a lonely human woman named Fenna and spent much of his childhood watching her grow old before his eyes. He never knew his father but was told that the man was an important lord who couldn't be a part of their life because of his station. Eventually he and his mother took to traveling in rough company with a group of unscrupulous adventurers (in other words, bandits) to get away from bad memories. When his mother became pregnant again surprisingly late in her life, the result was a half-orc infant. Fenna did not survive the childbirth. As his brother grew at a rate that baffled the long-lived half-elf, Hamlin spent his days looking after the child and trying (usually unsuccessfully) to keep him out of trouble. The two learned to survive in the world as a pair, and Hamlin's habit of protecting his sibling continues, even though the half-orc has always walked all over him and shows no signs of changing.

✦ **Hamlin Frisk:** Male half-elf Com 2/Ari 1; CR 2; Medium-size humanoid; HD 2d4+2 plus 1d8–1; hp 8; Init +0; Spd 30 ft.; AC 10 (touch 10, flat-footed 10); Base Atk +1; Grp –1; Atk –1 melee (1d4–2 /19–20, dagger) or +1 ranged (1d4–2/19–20, dagger); Full Atk –1 melee (1d4–2 /19–20, dagger) or +1 ranged (1d4–2/19–20, dagger); Space/Reach 5 ft./5 ft.; SQ Low-light vision; AL TN; SV Fort –1, Ref +0, Will +5; Str 7, Dex 11, Con 8, Int 13, Wis 16, Cha 11.

Skills and Feats: Appraise +3, Diplomacy +4, Gather Information +4, Handle Animal +2, Knowledge (nobility and royalty) +2, Listen +7, Profession (bookkeeper) +8, Ride +2, Speak Common, Speak Orc, Spot +8, Use Rope +1, Wilderness Lore +5; Alertness, Skill Focus (Profession [bookkeeper]).

Racial Traits: Immune to *sleep* spells and similar magical effects; +2 racial bonus against Enchantment spells or effects; +1 racial bonus on Listen, Search, and Spot checks (already added).

Possessions: Traveling clothes, water-stained ledger containing business records, pen and ink, gold locket with portrait of mother (worth 25 gp), leather pouch containing 15 gp in assorted coins.

Allies: Hargen Frisk (half-brother); Rogus Halloway (merchant captain); Sebbick (street urchin).

Enemies: Ressaji (bounty hunter); Bleskin Quade (southern merchant)

Tactics: Hamlin is not a fighter by any stretch of the imagination, and relies on his burly sibling for protection.

Hargen Frisk

"Quiet, fool. I can handle this."

A physically mature half-orc with unusual gray eyes that match his brother's, Hargen has an overconfidence that pervades everything he does. His manner is gruff and domineering, and he thinks very highly of his own abilities (which are actually rather lacking, particularly in terms of intellect). While protective of his older, frailer sibling, Hargen shows him little respect.

Hargen was orphaned from birth. Raised on the highways by his half-brother Hamlin, he never benefited from the guidance of a real parental figure, and it shows. The half-orc has made a lot of bad business decisions that have forced the two of them to live much of their lives on the run, but his stubbornness drives him to keep trying to make a quick fortune at the expense of others.



Hargen Frisk negotiates with a customer.

✠ Hargen Frisk: Male half-orc War 4; CR 3; Medium-size humanoid; HD 4d8+8; hp 30; Init +1; Spd 30 ft.; AC 11 (touch 11, flat-footed 10); Base Atk +4; Grp +7; Atk +8 melee (1d6+4/18–20, scimitar); or +7 melee (1d6+3, throwing axe), or +5 ranged (1d6+3, throwing axe); Full Atk +8 melee (1d6+4/18–20, scimitar); or +7 melee (1d6+3, throwing axe), or +5 ranged (1d6+3, throwing axe); Space/Reach 5 ft./5 ft.; SQ Darkvision 60 ft.; AL CN; SV Fort +6, Ref +2, Will +1; Str 17, Dex 13, Con 15, Int 7, Wis 6, Cha 7.

Skills and Feats: Intimidate +3, Ride +2, Speak Common, Swim +3; Iron Will, Weapon Focus (scimitar).

Possessions: Traveling clothes, scimitar, throwing axe, pouch containing 12gp, a warehouse full of worthless junk.

Allies: Hamlin Frisk (half-brother); Rogus Halloway (merchant captain); Sebbick (street urchin).

Enemies: Ressaji (bounty hunter); Bleskin Quade (southern merchant).

Tactics: Hargen shows very little finesse in a fight, wading in with savage abandon and no regard for collateral damage or the safety of others, not even his half-brother.

Bruden Bickle's Warehouse

A small warehouse on the landward edge of the dock district is the home and workplace of a gnome smuggler named Bruden Bickle. Posing as a legitimate importer of dry goods, Bruden makes a decent living moving supplies (and other contraband) for a group of sorcerers engaged in an arcane conspiracy against the Imperial University (the Cult of the Silent Heart; see Chapter Three: Plots). Bruden isn't troubled by his complicity; as far as he's concerned, one group of arcane spellcasters is pretty much like any other. He knows that they have some questionable methods—he's smuggled in a few loads of weapons, and, on one or two occasions, bound and gagged captives—but in a city where murder, thievery, and assault are so common, Bruden can live with smuggling and the occasional kidnapping. After all, Bruden reasons, it's not like he's killing anyone.

The sorcerers, through their liaison, Haevnan, pay Bruden quite well to maintain this denial. In addition to giving him a *bag of holding* to facilitate his smuggling, they have also cast spells on his warehouse so that it is under the effect of a permanent

mirage arcana illusion, making it appear that the warehouse is full of grains and dried fruit. In reality, some of its stacks of crates conceal racks of weapons, arcane spellcasting components, and even the occasional magic item, all awaiting pickup by agents of the sorcerers.

Bruden's smuggling often takes him away from the warehouse for a week at a time, during which time his assistants guard the place. When he's in town, he sleeps in a small office in back.

✠ Assistants: Two 1st-level gnome warriors.

Bruden Bickle

"The dock wardens caught another smuggler, eh? Well, you won't ever catch me smuggling!"

Bruden Bickle's most evident feature is his disarming smile. Beyond that, he is surprisingly nondescript: fair-haired, blue-eyed, and tan-skinned—a description which fits most gnomes. He dresses in plain clothing of dark hues, though not out of any particular attempt at camouflage.

Bruden was down and out in his career as a bard when a sorcerer named Haevnan approached him. Haevnan made a simple proposition: Deliver a certain item to a certain tavern in Liberty without anyone getting a good look at the item, and receive a generous payment. Bruden wasn't skilled at secreting items on his person, but he was a gifted liar and illusionist, so he collected his payment.

Bruden's success brought more and more work from Haevnan, and better and better pay. In time, Bruden was bringing in cartloads of mysterious crates and baskets for Haevnan and his sorcerer compatriots, using the proceeds to fund more efficient ways to transport and store the merchandise. Now Bruden owns a small warehouse and never has to look for work. Life is good, though he sometimes misses performing.

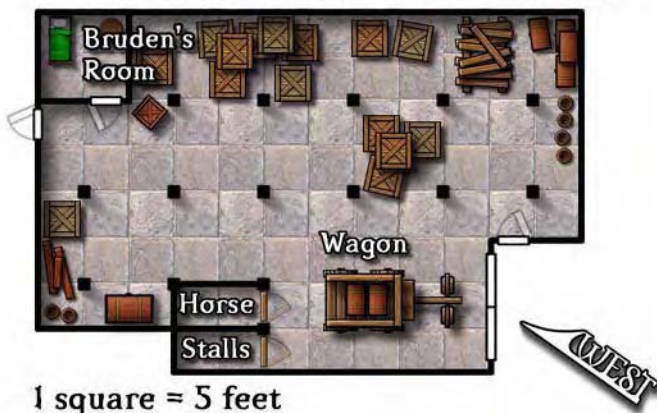
✠ Bruden Bickle: Male gnome Brd 7; CR 7; Small humanoid; HD 7d6+14; hp 41; Init +1; Spd 20 ft.; AC 12 (touch 11, flat-footed 11); Base Atk +5; Grp +1; Atk +7 melee (1d4, masterwork short sword); Full Atk: +7 melee (1d4, masterwork short sword) or +7 ranged (1d6, light crossbow); Space/Reach 5 ft./5 ft.; SQ Gnome traits, bardic knowledge +8, bardic music 8/day (countersong, *fascinate*, inspire courage +1, inspire competence, *suggestion*); AL CN; SV Fort +4, Ref +6, Will +7; Str 11, Dex 12, Con 14, Int 12, Wis 14, Cha 17.

Skills and Feats: Appraise +11, Bluff +16, Concentration +8, Diplomacy +18, Gather Information +10, Perform (wind instruments) +13, Profession (merchant) +7, Sense Motive +10, Speak Common, Speak Gnome, Spellcraft +7; Negotiator, Skill Focus (Bluff), Skill Focus (Diplomacy).

Racial Traits: Cantrips; low-light vision; +2 racial bonus on saving throws against illusions; +1 racial bonus on attack rolls against kobolds and goblinoids; +4 dodge bonus against giants; +2 racial bonus on Listen and Craft (alchemy) checks.

Spells Known: (3/4/3/1; base DC = 13 + spell level): 0—*dancing lights*, *detect magic*, *ghost sound*, *open/close*, *prestidigitation*, *read magic*; 1st—*identify*, *obscure object*, *silent image*, *sleep*; 2nd—*enthrall*, *invisibility*, *minor image*, *tongues*; 3rd—*glibness*, *major image*.

BRUDEN BICKLE'S WAREHOUSE



Possessions: Masterwork short sword, light crossbow, 20 bolts, *bag of holding* (type I), warehouse, cart and 4-mule team, 350 gp in coin, 3,950 gp in trade goods.

Allies: Haevnan (Cult of the Silent Heart); Crassius (ship-captain); Folnet (caravan-master).

Enemies: None.

Tactics: Bruden is a fan of misdirection. Whenever confronted with potential violence, he uses his magic to convince his assailants they have the wrong person or his glib tongue to make them look the wrong way while he turns invisible. His main goal in any fight is to get safely away, though; he doesn't kill unless he has no other choice (and his opponent is absolutely helpless).

Tymdrin's House of Fortune

One block back from the waterfront and half way down Hemlock Street lies a building that has borne witness to many failed hopes and shattered dreams...and a few extremely rare demonstrations of outstanding luck. This is Tymdrin's House of Fortune, a popular drinking establishment and gambling den where countless games of chance are available to those with the nerve to risk their hard-earned coin in the pursuit of greater riches.

The House is owned and operated by its namesake, Tymdrin Kind, a bard and master gambler who has become one of the city's wealthiest entrepreneurs thanks to his careful handling of the business. In fact, Kind is also widely regarded as Liberty's most eligible bachelor, at least among the unattached women of the Noble District. His High Kingdom lineage and roguish background combine to form an alluring prize for ladies seeking wealth, fame, excitement, and good breeding all in one handsome package.

Though the House of Fortune is a highly profitable enterprise, it still has its share of difficulties. Tymdrin does pay a tithe of his earnings as protection money to Sepris's Thieves' Guild, but the Guild's leader himself is not one of the gambler's fans. The trouble stems from a heated rivalry between Tymdrin and Bolo the Rogue, owner of an underground pit-fighting arena (see *The Chaos Pit*, page 53) who would like nothing better than to watch Tymdrin's operation fold. The feeling is mutual, and the two businessmen have each attempted any number of underhanded tricks to try and shut the other down. The attacks and retaliations in this ongoing squabble have sullied the reputations of both men and cut into their profits significantly. Though the House of Fortune caters to a very different clientele, Bolo perceives Kind as a dangerous threat to his own business and has done his best to turn Sepris against the bard. This lobbying has proven largely successful, and the Guildmaster—angry over losses to

his own share of the profits from both businesses—has begun to look upon Tymdrin as the cause of it all.

✂ **Dealers:** Ten 3rd-level experts.

✂ **Guards:** Eight 2nd-level warriors; two 3rd-level fighters.

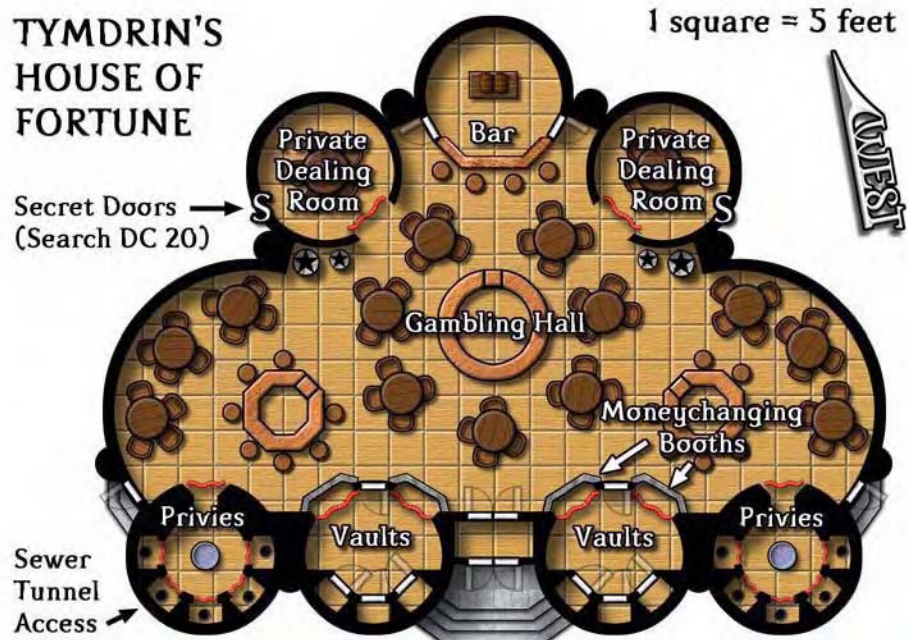
✂ **Tavern Staff:** Ten assorted commoners; two 2nd-level experts.

Tymdrin Kind

"If it's great fortune that you seek, you've come to the right place. But beware! Luck can be a fickle mistress. Ante up and let us test her loyalty together. You just might leave here a wealthy man."

A sandy-haired youthful-looking man in his thirties, Tymdrin has a winning smile that reaches deep into his eyes and makes him seem almost too trustworthy, if that's possible. He always dresses in well-tailored garments of brown and burgundy, usually with a folded white handkerchief in his vest pocket. While he prefers to use his nimble hands to bewitch an audience, his voice can be equally hypnotic when he chooses to put it to work.

A High Kingdom noble by birth and bard by profession, Kind took to the road at an early age and specialized in slight of hand and misdirection rather than song, amusing crowds with interactive performances that had a tendency to make spectators' coins disappear in more ways than one. His antics eventually led to a tarnished reputation (undeserved, according to him) and his performance career was derailed. To make ends meet, a young Tymdrin turned to games of chance and cultivated some of the finest cheating skills in the High Kingdom. After several years of roaming wherever the game would take him, Tymdrin settled in Liberty and became a local gambling icon. Eventually he opened his "House of Fortune" and turned it into the city's premiere gambling den. Kind still likes to personally deal to the high-rolling lords who frequent his establishment, but more and more he finds himself considering the road less traveled and wondering if the



time might be approaching for him to pack up his riches and move on.

Tymdrin Kind: Male human Ari 1/Brd 4/Exp 2; CR 6; Medium-size humanoid; HD 1d8–1 plus 4d6–4 plus 2d6–2; hp 18; Init +2; Spd 30 ft; AC 12 (touch 12, flat-footed 10); Base Atk +4; Grap: +3; Atk +7 melee (1d4/19–20, +1 dagger) or +7 ranged (1d4/19–20, +1 dagger); Full Atk +5/+0 melee (1d4/19–20, +1 dagger) and +3 melee (1d4/19–20, +1 dagger), or +5/+5 ranged (1d4/19–20, +1 dagger); Space/Reach 5 ft./5 ft.; SQ Bardic knowledge +5, bardic music 4/day (countersong, *fascinate*, inspire courage +1, inspire competence); AL CN; SV Fort +0, Ref +6, Will +9; Str 8, Dex 15, Con 9, Int 13, Wis 11, Cha 17.

Skills and Feats: Appraise +6, Bluff +13, Concentration +3, Diplomacy +13, Disguise +4, Escape Artist +4, Forgery +3, Gather Information +5, Intimidate +5, Listen +4, Perform (act) +8, Sense Motive +10, Sleight of Hand +10, Speak Common, Speak Dwarven, Speak Elven, Spot +7; Alertness, Two-Weapon Defense, Two-Weapon Fighting, Weapon Finesse.

Spells Known: (6/4/3; base DC = 13 + spell level): 0—*dancing light, dazzle, detect magic, flare, mage hand, prestidigitation*; 1st—*expeditious retreat, hypnotism, obscure object, silent image*; 2nd—*cat's grace, detect thoughts, enthrall*.

Possessions: Fine clothes, two matching mithril +1 daggers, assorted gambling paraphernalia, marked cards, loaded dice, glass juggling spheres, lyre, dwarven puzzle box, Tymdrin's House of Fortune, 600 gp in coin, 2,000 gp in gems, jewelry, and clothing.

Allies: Semetha (House of Orchids owner); Geile Delamonte (amorous noblewoman); Dedrick Baalzor (moneychanger); Toglid Hooglejib (gnome artisan)

Enemies: Bolo the Rogue (Chaos Pit owner); Yanspé Delamonte (jealous nobleman); Quedris Tanner (ruined gambler).

Tactics: Tymdrin has no love for violence, but his gambling experience has taught him to never let his guard down. He always has an escape plan in mind (even when things are at their most peaceful) and his greed won't prevent him from upending a table laden with coins to buy time to put that plan into action. Barring escape, he turns to his trusty mithral daggers that are every bit as sharp as their owner's wit.

The Dancing Kegs Tavern

The Dancing Kegs is named for the two kegs hanging on chains over the door and how they bounce about whenever there's



Tymdrin Kind

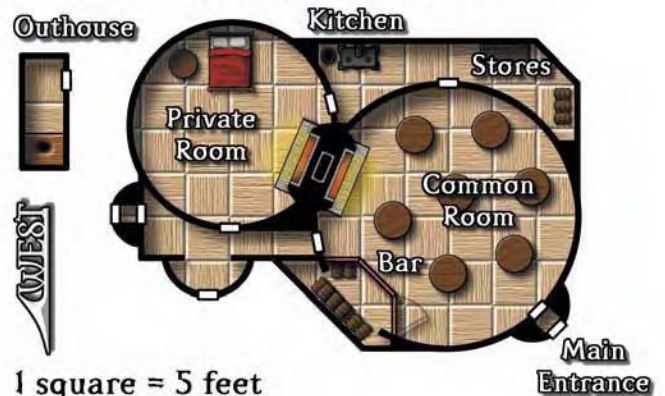
a wind. It is the tavern of choice for Old Quarter denizens who don't want strangers and tourists around while they drink and talk. A great many crimes that go on in Liberty are planned in the common room of the Dancing Kegs, and the patrons appreciate that the staff members seem to mind their own business.

Robur, the night barman with a hook-shaped scar on his face, is extremely knowledgeable about Liberty: its history, its famous figures, and its day-to-day goings-on. For a silver coin, "Hookface" answers any one question, honestly and completely, to the best of his knowledge. He doesn't guarantee his answers—"The world is always in motion, and just giving an answer sometimes changes the question itself"—but he's accurate enough for most questions. Of course, some might say that the fact that Robur sells information makes him an untrustworthy person;

what if he overhears the details of a crime being planned? But the regulars know that Robur doesn't sell information to the watch at any price, and that it's wise, in any case, not to let him overhear a crime being planned. What he doesn't know can't be bribed, tortured, or enchanted out of him.

Within these restrictions, the Dancing Kegs is a pleasant enough place. Despite being frequented mainly by criminals, violence is a rarity. As soon as trouble starts, Robur or one of the tavern's bouncers moves in to head it off, and they appreciate it if the issue is resolved before they get there. If things get messy, though—that is, if an altercation results in a corpse or two—Robur has no choice but to call for the watch wardens. Of course, he always has a drink first ("to calm his nerves"), and if he happens to like the person responsible for a corpse, then he drinks slowly. Anyone in the tavern who might have a reason to

THE DANCING KEGS (Tavern)



1 square = 5 feet

Main Entrance

avoid the watch is well-advised to take advantage of Hookface's generosity and clear out.

Off and on for the last few years, though, the Dancing Kegs has been under closer scrutiny by the watch wardens, and several patrons have been arrested in the alley just outside. The patrons and staff have yet to notice any discernible pattern, but the frequency of such incidents is noticeable. Robur and the Kegs' patrons would be furious if they learned that Dindol, a part-time helper around the bar and a widely despised character in the Old Quarter, had been selling information to the watch wardens. A few patrons have speculated that Dindol might be the informer in their midst and he's suffered terrible beatings as a result. So far he's been lucky and no one has taken the idea seriously enough to trouble with killing such a pathetic creature. For his part, Dindol's arrangement with the watch is that they don't arrest anyone inside the Dancing Kegs—he likes working there—and the watch are happy to comply because Dindol has provided them with so much information over the years. That doesn't prevent them from holding that threat over his head whenever he musters up the courage to ask for more money.

✂ **Bouncers:** Three 2nd-level warriors.

✂ **Tavern Staff:** Two assorted commoners and one 3rd-level expert.

Robur ("Hookface")

"I serve drinks. Some food. For the right price, I serve information."

A paunchy, slightly greasy man in his middle years, Robur is often called Hookface because the hook-shaped scar that runs across his features from his right eye, across his nose, then back around his chin to the right corner of his mouth. It is especially prominent when he smiles, which isn't often.

Robur is one of the rare people who grew up in Liberty's Old Quarter and has stayed there ever since. He claims that he got the scar in a fight with a jealous husband, but some say he got it from the Thieves' Guild after he was late repaying a loan. He certainly doesn't seem to have money trouble now, though he is noticeably chilly toward anyone associated with the Guild.

✂ **Robur ("Hookface"):** Male human Exp 7; CR 6; Medium-size humanoid; HD 7d6+7; hp 34; Init +0; Spd 30 ft.; AC 10 (touch 10, flat-footed 10); Base Atk +5; Grp +6; Atk +6 melee (1d6+1, light mace); Full Atk: +6 melee (1d6+1, light mace) or +6 melee (1d4+1/19–20, dagger) or +5 ranged (1d8/19–20,

light crossbow); Space/Reach 5 ft./ 5 ft.; AL N; SV Fort +3, Ref +2, Will +5; Str 12, Dex 11, Con 13, Int 13, Wis 10, Cha 12.

Skills and Feats: Appraise +6, Diplomacy +13, Gather Information +11, Knowledge (history) +11, Knowledge (local) +14, Knowledge (nobility and royalty) +11, Knowledge (religion) +11, Profession (sage) +13, Sense Motive +7, Speak Common, Speak Dwarven; Leadership, Negotiator, Skill Focus (Knowledge [local]), Skill Focus (Profession[sage]).

Possessions: Light mace, dagger, light crossbow (under bar), 10 bolts, tanglefoot bag, 300 gp in coin, 6,700 gp in property.

Allies: Vird Kasko (watch captain), Emden Ogomil (wine merchant).

Enemies: None.

Tactics: Since fighting always damages the tavern, Robur avoids fighting inside. He keeps a light mace at his belt for reminding patrons of the "no fighting" policy, and he keeps a loaded crossbow under the bar for those who need convincing. When he's faced with somebody who refuses to listen to reason, Robur goes for the tanglefoot bag he keeps in a small keg next to the crossbow.

Dindol

"Eb? No, I didn't bear any of your conversation. I'm deaf in this ear, I swear! Don't hurt me!"

Dindol is a nondescript dwarf with a slight posture and an ingenuous, almost idiotic grin. Most people assume that he's simple-minded, and he certainly does nothing to correct that assumption.

Dindol is something of a fixture in the Old Quarter: the cringing worm that everyone abuses, but who, for some reason, keeps coming back for more. After his parents died during one of Liberty's periodic epidemics, Dindol lived for a time in Old Man Vosch's orphanage. The experience gave him some basic survival skills, but he never fit in, even there. He has lived on the streets more or less alone for over a decade, begging and stealing to get by.

Robur sometimes lets Dindol work in the Dancing Kegs, cleaning up messes and generally doing the filthy work, but feels no particular affection for him. If Robur ever learned that Dindol was spying on his patrons for the watch, Robur would waste no time telling one or more of the dozen people who have spent time in the prince's prison because Dindol betrayed them to the watch.



Dindol and Robur

✂ **Dindol:** Male dwarf Com 3; CR 2; Medium-size humanoid; HD 3d4+3; hp 12; Init +1; Spd 20 ft.; AC 11 (touch 11, flat-footed 10); Base Atk +1; Grp +0; Atk +0 melee

(1d3–1/19–20, dagger); Full Atk: +0 melee (1d3–1/19–20, dagger) or +2 ranged (1d3–1/19–20, dagger); Space/Reach 5 ft./ 5 ft.; AL CE; SV Fort +2, Ref +2, Will +3; Str 9, Dex 12, Con 12, Int 11, Wis 14, Cha 12.

Skills and Feats: Gather Information +7, Listen +7, Speak Common, Speak Dwarven, Spot +7; Alertness, Skill Focus (Gather Information).

Racial Traits: +1 racial bonus on attack rolls against orcs and goblinoids; +2 racial bonus on Will saves against spells and spell-like abilities; +2 racial bonus on Fortitude saves against all poisons; +4 dodge bonus against giants; +4 bonus on ability checks to resist bull rushes or trip attacks (when standing on the ground); darkvision 60 ft.; stonecunning; dwarves treat dwarven waraxes and urgroshes as martial weapons; +2 racial bonus on Appraise and Craft checks related to stone or metal.

Possessions: Dagger, 5 sp in coins.

Allies: None.

Enemies: Ezzek, Hagrimodd, Monut, Telferil Lightfeather (all in palace dungeon).

Tactics: Dindol is a great coward who flees at the first sign of any trouble whether it's directed at him or not. He never fights back, but he has occasionally murdered people who have brutalized him in the past, if he happened to stumble upon them passed out and there were no witnesses around.

The Sea-Wolf Tavern

The Sea-Wolf, formerly known as the Laughing Sea-Dog, has been a fixture on the docks of Liberty's Old Quarter for several decades. Catering mostly to sailors and foreign merchants, the Sea-Wolf is open from mid-afternoon to dawn every day and bustles with business until the wee hours every night. The owner, Captain Varribo, was a sailor himself until an encounter with the sea-monster after which the tavern is named. Varribo encourages seafarers to provide entertainment for the whole place, rewarding sea-chanteys and lewd poems with free drinks.

The tavern has a somewhat sinister side: Due to debts owed to the Thieves' Guild, Captain Varribo also caters to the Old Quarter's criminal element. While he won't put up with Guild members starting fights and picking pockets in the tavern itself,

he does occasionally close his doors to accommodate private meetings between Thieves' Guild officers and their "business partners." He also provides false alibis and occasionally allows Guild members to hide out for a few hours in his office.

Varribo's relationship with the Thieves' Guild is excellent and, despite not being a criminal himself, they treat him as an honorary Guild member. Although they never bring the issue up, the fact remains that Varribo owes the Guild a great deal of money, and if he ever balked at doing a favor for them, they could hold his debt over his head.

✂ **Bouncers:** Four 2nd-level warriors.

✂ **Tavern Staff:** Four 1st-level commoners.

Captain Varribo and his golem arms.



Captain Varribo

"I swear, they were here most of the night. Drinking. In that booth right there, in fact."

Captain Varribo is an old sailor in his late middle years with a potbelly, a bushy beard, and a big, friendly grin. His most distinguishing features, though, are his wooden arms—a blend of magic and mechanics—and he enjoys drawing attention to them.

In his career as a sailor from the Southern Empire, Varribo sailed to ports all over the world, though his favorite place in the world was the Laughing Sea-Dog tavern in Liberty's Old Quarter. When he lost both his arms to a half-wolf, half-shark creature in the northern seas, Varribo had no choice but to retire from the seas, and he chose to live out his days at the Laughing Sea-Dog. Varribo used the last of his money to buy the place and renamed it the Sea-Wolf in honor of the creature that took his limbs.

THE SEA WOLF (Tavern)



1 square = 5 feet



Old Quarter Taverns

Taverns and similar drinking-houses are quite common in the Old Quarter, but not significantly more so than in other quarters of Liberty. The major difference is in the characters of Old Quarter taverns: the facilities are a bit dingier, the clientele is a bit rougher, and the atmosphere is a mix of danger and despair. Broken bones, dagger wounds, and slit throats are also startlingly more common in the Old Quarter's "authentic" drinking establishments.

Nearly every street or alley has a tavern or an alehouse. As a result, the average tavern is quite small—maybe 600 square feet—and crowded. Consequently, the patrons tend to be a tight-knit group: locals who don't have to walk far to get to the tavern or stagger far to get home at the end of the night. Strangers are not unwelcome, but they aren't accorded the same courtesies or priorities as customers who've been coming to the same tavern for years.

The close quarters in such taverns serve a useful purpose in keeping out the criminal element. The obvious benefit is that the regulars think of the place as "theirs" and get quite aggressive toward anyone who disturbs their drinking and camaraderie. Less obvious is the fact that anyone getting together to talk about something illegal isn't going to do so in a place where almost everyone can overhear. This is not to say that criminals don't patronize these smaller taverns, only that the smart ones don't commit crimes inside, and if they have to talk quietly, they go elsewhere.

The majority of these small establishments serve one type of drink, ale, and very little food, if any. The ale is usually watered down, though every tavern-owner boasts that theirs is the one Old Quarter tavern that doesn't water down the drinks. The places that serve wine usually have a "house brand," though that really only means they're still serving from the same kegs. Any food served typically consists of nuts or sausages. Only the larger taverns have actual kitchens, or at least fire pits, and entertainers are rare in any but the largest taverns, though they're more common in the city's other neighborhoods. The Old Quarter is a bad place for buskers, who are more likely to be beaten and robbed than they are to make any money.

Few of these little taverns have names, and their only identification as a place of business is an empty wine keg outside by the door. Those that do have signs frequently use

just simple paintings of kegs or grapes. The practice of posting signs with a picture representing the tavern's name is more common with the larger taverns where foreigners—who might not be able to read the local language—are more welcome than in the small, neighborhood establishments. The Old Quarter's larger taverns—such as the Dancing Kegs, and the Sea-Wolf, described elsewhere—all have such signs. Several others are listed below.

The Boar's Belly: The Boar's Belly is a tavern and inn run by a halfling family that tries to project an atmosphere of wholesomeness and good spirits despite the neighborhood. The Belly is named for its grilled foods menu, consisting almost entirely of pork products. All are quite good, though the pies are exceptional.

The Star and Sail: Owned by an elf named Uzir, the Star and Sail caters to elves in Liberty, though half-elves are just as welcome, and humans, halflings, and gnomes are at least tolerated. (Dwarves and half-orcs are decidedly unwelcome.) Uzir serves only elven wine to drink and tasty cakes to eat. The Star and Sail is one of the few taverns in the Old Quarter where minstrels and jesters are welcome.

The Crown: Perhaps because they're not welcome in the Star and Sail, Liberty's dwarves have laid claim to the Crown, though for no discernible reason: neither the owner nor any of the staff are dwarves. The Crown's claim to fame is that several dwarves got the idea one night to build a loft over the back third of the common room—a place where they could drink and still see the other patrons eye to eye. The owner, a human named Leon, didn't have the courage to object to a half-dozen dwarves with hammers in their hands, so he let them have their way. Now, the Crown's "Jewel" section is a popular hangout for dwarves, and some few halflings and gnomes visit the place as well.

The Winking Woman: This tavern is sometimes known as the Winking Wench, because the sign shows a woman's bare leg up to the thigh—something considered offensive in some parts of Liberty, though hardly noteworthy in the Old Quarter. The tavern's "entertainments" inside are a bit more offensive, though, including scantily-clad dancers who can be bought for a few silver coins, with the management's blessing. It's not strictly illegal, but the Winking Woman has gained a reputation for being a haven for prostitutes and their customers.

Running a business wasn't as easy for him as running a ship, and Varribo fell on hard times. Fortunately, the Thieves' Guild—then run by Jermot—bailed him out, and the Sea-Wolf became a meeting place for Guild members. Varribo still owed them a lot of money, but they went easy on him so long as he used the tavern to provide an occasional favor: shutting the place down for private meetings and parties, providing alibis for Guild members seeking to avoid arrest, and so on.

Varribo did his job so well that Jermot gave him a special gift: a pair of magical arms that attached over his stumps. Varribo

never learned where they came from, though he likes to believe that someone took them off a golem. Before he could ask Jermot, Sepris and Parkol gained control of the Thieves' Guild and, while they continue Jermot's arrangement with the Sea-Wolf, they've never said anything about the "*golem arms*."

✂ **Captain Varribo:** Male human Exp 6; CR 5; Medium-size humanoid; HD 6d6+6; hp 29; Init +1; Spd 30 ft.; AC 13 (touch 11, flat-footed 12); Base Atk +4; Grp +5; Atk +6 melee (1d4+1/19–20, dagger); Full Atk: +6 melee (1d4+1/19–20, dagger) or +5

ranged (1d8/19–20, light crossbow) or +6 ranged (1d4+1/19–20, dagger); Space/Reach 5 ft./5 ft.; AL CG; SV Fort +3, Ref +3, Will +6; Str 12, Dex 12, Con 13, Int 11, Wis 13, Cha 11.

Skills and Feats: Appraise +5, Balance +7, Climb +7, Diplomacy +6, Knowledge (local) +5, Profession (sailor) +9, Speak Common, Swim +9, Use Rope +6; Athletic, Endurance, Skill Focus (Profession [sailor]), Weapon Focus (dagger).

Possessions: *Golem arms*, leather armor, dagger, light crossbow, 10 bolts, 200 gp in coins, 2,000 gp in property.

Allies: Sepris (Thieves' Guild leader); Parkol (Thieves' Guild lieutenant).

Enemies: Vird Kasko (watch captain); Galvort Red-Axe (half-orc mercenary).

Tactics: Though he's past his prime, Captain Varribo still enjoys a good brawl, and when one starts in the Sea-Wolf he draws his dagger and wades right in. He keeps a crossbow behind the bar, but it's not loaded; he only loads it when the trouble gets serious, and even then he generally warns his targets that they had best leave, the sooner the better.

Golem Arms

The magical arms that Captain Varribo wears did not actually come from a golem. When Jermot acquired them, he didn't really know what would happen when someone put the arms on. Varribo was the obvious choice to test them, so Jermot assured the tavern owner that they were safe and watched carefully as he equipped them. They worked just like his missing arms had worked, and Varribo was so grateful for the "gift" that Jermot couldn't bring himself to ask for the arms back.

The *golem arms* magically imitate the arms that the wearer originally had (or would have), granting the same Strength and Dexterity as the character wearing them. Magic armor automatically shifts to accommodate the shape of the *golem arms*. The arms do not provide additional attacks, even when worn by someone who already has arms, nor do they provide the wearer with reach. A character could, however, wield a two-handed weapon and one or more shields simultaneously if he had both regular arms and the *golem arms* as well.

Golem arms have a hardness of 10 and 35 hit points each. The arms cannot be disarmed from an opponent in combat. Donning or removing the arms takes 2 minutes.

Moderate enchantment and transmutation; CL 8th; Craft Wondrous Items, *baleful polymorph*; Price 80,000 gp.

The Dewberry House

The Dewberry House, named for its dewberry gardens, is one of the safest inns in the Old Quarter. Essentially a large house with a low stone wall surrounding it, the Dewberry seems out of place in such a violent area. Its proprietress, Mihina, is the perfect picture of a lonely widow making a living with her homemaking skills. The Dewberry House is guarded neither by traps nor by spells, yet no burglar or killer goes near it, for it is protected by the Thieves' Guild.

Mihina was the wife of Jermot, the former leader of the Thieves' Guild, until he was killed during the events that led up

to Sepris' control of the Guild. Sepris, a strong believer in the sanctity of family life, couldn't bring himself to kill Mihina even though she knew enough about the Guild to lead the authorities straight to him if she had chosen to do so. Instead, Sepris bribed Mihina with a promise of safety. In exchange for her silence about her departed husband's connections to organized crime in Liberty, Mihina would enjoy the protection of the Thieves' Guild and be granted a weekly stipend as well. Mihina agreed and, for a few years, lived quietly: a lovely young woman widowed by the very people who were now protecting her.

As time went on, Mihina's loneliness became too much for her to bear. She began taking lovers, much to the consternation of Sepris and Parkol, who were afraid that she might accidentally (or intentionally) divulge what she knew of the Thieves' Guild. They attempted to convince her to stop seeing these men, or to see only men who already knew about the Guild (in essence, other Guild members), but Mihina refused to submit to their hardheaded plans.

Things became quite heated, and Sepris and Parkol were considering having her killed when Mihina suggested a compromise. She said that her reasons for seeing these men was simple loneliness; she didn't have anyone to talk to, just sitting around her big, empty house all day. She told them that she would stop seeing other men if the Guild would help her convert her home to an inn. They would get her continued silence regarding the Thieves' Guild and she would have people to talk to about anything else. Sepris and Parkol agreed.

DEWBERRY HOUSE



Of course, Mihina does not abide by that agreement, and actually never has. The initial few months after her husband's death preyed upon her mind, and she felt absolutely horrible that she had told his murderers—for who else could it have been—that she wouldn't expose them. So when Mihina began taking lovers, she was really hoping to find one whom she could persuade to exact her vengeance for her. Some indication of this got back to Sepris and Parkol, which was what started the whole debate between the three of them, but they never learned for certain that this is what she was up to. Otherwise, she would be dead.

Changing the house to an inn changed nothing about Mihina's desire for vengeance, just her pool of candidates. Rather than approaching men from the Old Quarter, Mihina now approaches guests at her inn. If she feels she can trust them, she tells them about her husband's murder. She avoids mentioning the Thieves' Guild, of course, out of a misguided desire to "play by the rules," but she does whatever she feels is necessary to persuade strangers staying at her inn to assassinate Sepris and Parkol. By running hot and cold with her affections, Mihina is often quite successful at doing so, and she usually manages to convince her dupes that it was their idea all along. While all four attempts have failed, none of the Guild's officers have realized who was truly behind them.

Unfortunately for Mihina, Sepris has recently begun to insist that she take in friends of his as guests, sometimes even as boarders. Sepris makes no secret of the fact that these people are either being sought by the authorities or simply want to use the Dewberry House as a safe trysting place. He makes even less of a secret the fact that if she objects too strenuously, he'll break one of her legs. Having the Guild's guests around not only makes her uncomfortable, but having them within earshot prevents her from furthering her plans of revenge against Sepris and Parkol.

So far, Mihina hasn't found a good way to get rid of these occasional unwanted guests without incurring Sepris's wrath (and risking a maiming), but there have only been a few, and none of them have remained in her home longer than a week. She is idly considering trying to seduce one of them into assassinating Sepris or Parkol; who better to get close to them than someone they already trust? She knows this plan is risky, though. Her other idea is to seduce one of her other guests into doing away with one of the Thieves' Guild guests, which might convince Sepris to stop sending them around and let her get her plans of vengeance back on track.

Mihina: Female human Com 4.

Inn Staff: Two 1st-level commoners.

The Red Goose Inn

If the Red Goose inn has a nasty reputation, it's due at least in part to its only long-term resident, a half-orc assassin who is also an important figure in the Thieves' Guild in Liberty. Qualt lives in an attic room of the Red Goose rent-free because of his arrangement with Norsus, the innkeeper. Norsus sizes up every customer who walks through his door, and if a patron looks to have some wealth, Norsus informs Qualt. Qualt obligingly poisons the patron, whereupon Norsus and Qualt split whatever valuables the patron might have had. This practice has earned the inn the nickname "the Bloody Goose."

Norsus: Male human War 2/Exp 1.

Inn Staff: One 1st-level commoner.

Qualt

"Qualt isn't here to kill you. If Qualt were here to kill you, Qualt would be talking to a corpse."

Qualt is hideous, even for a half-orc, with features mangled as though some fiendish creature had taken his face in its claw and twisted it. He dresses in a hooded gray-and-brown cloak, under which he carries his shortbow and quiver of magic arrows with multicolored fletching. He doesn't speak much, but when he does, his voice is ragged and hoarse, as though he had inhaled too much smoke.

Qualt drifted down from the northlands, picking up the odd job here and there as a bounty hunter. Never much impressed with civilization, he avoided the larger cities knowing that his hideous visage would not make him particularly welcome. When he met Sepris, he learned of the existence of organizations that would pay him well for his tracking talents, and the idea of hunting in cities intrigued him. Sepris suggested that Qualt head toward Liberty and seek out his old friend Parkol. Parkol, in turn, introduced Qualt to Jermot, who paid the half-orc well for his talents. By the time Sepris returned to Liberty, Qualt had acquired a small reputation in the Old Quarter. Qualt felt no real loyalty to anyone except Sepris and Parkol, if for no other reason than that they

RED GOOSE INN



had never remarked on his looks. So when Sepris moved to seize control of the Thieves' Guild, Qualt took Sepris's side.

♣ **Qualt:** Male half-orc Bbn 3/Rgr 5/Asn 3; CR 11; Medium-size humanoid; HD 3d12+6 plus 5d8+10 plus 3d6+6; hp 80; Init +3; Spd 40 ft.; AC 17 (touch 13, flat-footed 14); Base Atk +10; Grp +14; Atk +15 melee (1d6+4/19–20 plus poison, masterwork short sword); Full Atk: +15/+10 melee (1d6+4/19–20 plus poison, masterwork short sword) or +15/+10 melee (1d4+4/19–20, masterwork dagger) or +15/+10 ranged (1d6+2/×3, masterwork composite shortbow) or +13/+13/+8 ranged (1d6+2/×3, masterwork composite shortbow, w/Rapid Shot); SA Sneak attack +2d6, death attack, poison use; SQ Darkvision (60 ft.), rage (1/day), uncanny dodge, trap sense +1, favored enemy (humanoids [humans] +4, animals +2), wild empathy, combat style (archery), animal companion (Asp), +1 save against poison, uncanny dodge; AL NE; SV Fort +10, Ref +11, Will +5; Str 18, Dex 16, Con 15, Int 11, Wis 14, Cha 4.

Skills and Feats: Climb +10, Disable Device +4, Disguise +1, Escape Artist +7, Hide +13, Jump +8, Listen +6, Move Silently +13, Open Lock +7, Speak Common, Speak Orc, Spot +3, Survival +13, Swim +8; Endurance, Far Shot, Point Blank Shot, Precise Shot, Rapid Shot, Stealthy, Track.

Ranger Spells Prepared: (1; base DC = 12 + spell level): 1st—*pass without trace*.

Assassin Spells Prepared: (3; base DC = 10 + spell level): 1st—*disguise self*, *obscuring mist*, *true strike*.

Possessions: Masterwork composite shortbow (+2 Str), 50 *arrows of seeking*, masterwork short sword, masterwork dagger, +1 *studded leather*, *rope of climbing*, *potion of fly*, *potion of invisibility*, 1,500 gp in coin, 2,750 gp in poisons and equipment.

Allies: Sepris (Thieves' Guild leader); Parkol (Thieves' Guild lieutenant); Omoki (Thieves' Guild majordomo).

Enemies: Vird Kasko (watch captain); Raccklyd Glibble (wererat pack leader); Halvyron Starsong (elf ranger).

Tactics: Qualt prefers stealth to frontal assault and range to melee. When on assignment, he stalks his prey until he has a clear shot where he cannot be easily spotted himself. His *rope of climbing* frequently gets him to a high vantage point, and his *arrows of seeking* and *true strike* spell ensure that even darkness and cover can't hide a target from him. In emergencies, his *potions of fly* and *invisibility* virtually guarantee that he gets away safely. For close combat, Qualt keeps his short sword coated with cobra venom (see Kadel's Poisons, page 32).

☠ **Cobra Venom:** Injury; FortDC 15; initial damage suffocation; secondary damage suffocation.

♣ **Asp, Small Viper Snake Animal Companion:** hp 4; see *MM*, Chapter 2.

The Old Fortress

Sheltered against the cliff wall in the deepest recesses of the Thieves' Quarter is one of Liberty's oldest standing buildings. A highly visible landmark of the city's sordid past, this structure of hewn stone has survived ages of turmoil intact, primarily

because it was built to do exactly that. Dubbed "Castle Grimjaw" by its original owner, the site is now more commonly known as the Old Fortress. This is a former pirate stronghold standing since the earliest days of Cove Haven and now serving as a high-class inn for the brave of heart.

A 30'-tall curtain wall topped with crenellated battlements and supported by two forward towers (and the cliff itself) surrounds a cobblestone-paved courtyard, a pair of stables, and a dark, imposing keep. The infamous pirate lord Cristoban Grimjaw constructed this place over a period of four years to serve as his personal refuge and holding within the lawless shantytown of Cove Haven. Unfortunately for the sadistic buccaneer, he met an untimely end only a few months after the project was completed. Some have speculated that he was poisoned by his first mate, Trieg Tanner, but one thing at least is beyond doubt: Death didn't stop Grimjaw from roaming his newly built halls. His appearances are rare and his motivations still baffle the staff and guests, but the ghost of Grimjaw lingers still. The few visitors who have gotten close enough to ask have not survived the experience with their minds intact.

The current owner of this property is an enterprising human named Deacon Pryce, a distant descendant of Grimjaw who uses the property to further his own ambitions. He has turned the keep into a fancy boarding house and does his best to attract the traveling nobles and wealthy foreign visitors who come to the Old Quarter to do business. The unsavory nature of the surrounding neighborhood makes this a tough sell, but Deacon uses the inherent security of the stronghold to tempt those with reason to be wary of any lesser establishment: the rich, the paranoid, and the pursued. Pryce has also had some success at convincing foreign diplomats and local politicians to use Castle Grimjaw as a neutral meeting ground for important discussions that need to be kept absolutely private.

This fits into Deacon's plans perfectly. The polished-looking innkeeper with aristocratic airs is actually a keeper of secrets and a trained killer. He uses his exclusive access to guests of the Old Fortress and a labyrinthine network of hidden passages therein to spy on—and on rare occasions assassinate—noteworthy visitors. His targets are usually supplied by a mysterious man named Udrahien Quelzarius, a close contact of Deacon's who serves as his primary liaison to an ultra-secretive sect based elsewhere in the city. Deacon Pryce believes himself to be a member of this sect, but in truth is little more than a willing and expendable tool and has no association with any other members—if they even exist. His ambition for power and the generous stipend supplied to him by Quelzarius for his information and services have blinded the innkeeper/assassin to the true nature of the relationship.

The recent disappearance of four influential High Kingdom merchants marked the first group assassination ever carried out on the premises, and it has brought an uncomfortable degree of attention to Deacon's operation. The assassin covered up his tracks as perfectly as ever by creating the appearance that one member of the party slew the others on the streets of the city and subsequently vanished. Still, the families of the victims have demanded a formal inquiry into the matter. A High Kingdom

inquisitor is expected to arrive within days, and his investigation is sure to begin at the doors of the Old Fortress.

Deacon keeps a staff of well-trained guards to patrol the walls and man the gates, as well as one self-proclaimed exorcist to put to rest any fears potential guests might have of the haunted keep. In truth, this “exorcist” has never actually seen a real ghost, and wouldn’t be able to protect anyone from it if she did.

- ✦ **Guards:** Twelve 3rd-level warriors; three 4th-level fighters.
- ✦ **Inn Staff:** Six assorted commoners; two 2nd-level experts.
- ✦ **Exorcist:** 2nd-level adept.

Deacon Pryce

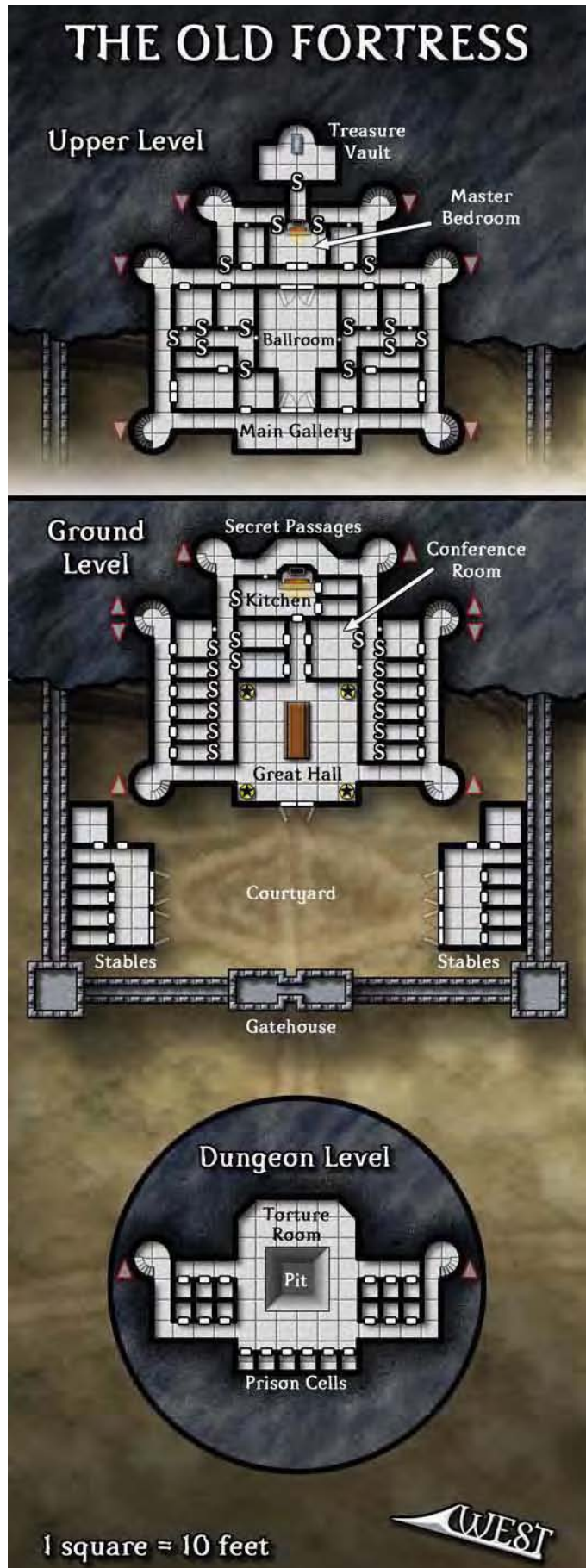
“Welcome to Castle Grimjaw. I hope you enjoy your visit and rest comfortably. For that matter, try not to be too concerned by any noises you may hear in the night. Old Cristoban may rattle a few chains or knock on the walls now and then, but he rarely comes into a guest’s quarters. Have a good night, and pleasant dreams.”

Deacon appears to be a soft-spoken man in his late thirties, sporting a carefully groomed dark beard and clean, finely tailored garments. His comfortable demeanor and natural confidence have a way of setting people at ease, while his piercing green eyes seem to take in everything at once.

Little is known about Deacon Pryce’s past, but he claims to be the only living descendant of the pirate lord who built Castle Grimjaw. This may be true, but it’s not the real reason he returned to Liberty and claimed his inheritance. Deacon believes himself to be an operative of a secret organization based elsewhere in the city. A few years ago he reopened the Old Fortress and now uses it to spy on the influential visitors that are lured to the site by the promise of privacy and security. Though he has only been called upon to assassinate one or two of these guests, he stands ready to perform his deadly art on anyone his mysterious associate labels a dangerous enemy.

✦ **Deacon Pryce:** Male human Exp 4/Rog 1/Asn 5; CR 9; Medium-size humanoid; HD 4d6–4 plus 1d6–1 plus 5d6–5; hp 27; Init +3; Spd 30 ft.; AC 15 (touch 13, flat-footed 15); Base Atk +6; Grp +7; Atk +11 melee (1d4+2/19–20, adamantine dagger), or +13 ranged (1d4+2/19–20, adamantine dagger); Full Atk +11/+6 melee (1d4+2/19–20, adamantine dagger); Space/Reach 5 ft./5 ft.; SA Death attack (DC 18), sneak attack +4d6; SQ Trapfinding, improved uncanny dodge, poison use, save vs. poison +2, uncanny dodge; AL LE; SV Fort +1, Ref +10, Will +6; Str 12, Dex 16, Con 9, Int 16, Wis 13, Cha 11.

Skills and Feats: Appraise +5, Bluff +6, Climb +5, Concentration +0, Craft (alchemy) +6, Decipher Script +4, Diplomacy +7, Disable Device +5, Disguise +5, Escape Artist +5, Gather Information +6, Hide +11, Innuendo +6, Knowledge (nobility and royalty) +4, Listen +8, Move Silently +16, Open Lock +12, Profession (apothecary) +2, Profession (innkeeper) +9, Read Lips +8, Search +7, Sense Motive +3, Sleight of Hand +8, Speak Common, Speak Infernal, Speak Elf, Speak Draconic, Spot +9, Tumble +4, Use Magic Device +1, Use Rope +5; Alertness, Blind-Fight, Dodge, Weapon Finesse, Weapon Focus (dagger).



Assassin Spells Prepared: (2/2/1; base DC = 13 + spell level): 1st—*obscuring mist*, *true strike*; 2nd—*darkness*, *undetectable alignment*; 3rd—*invisibility*.

Possessions: Adamantine dagger, *bracers of armor* +2, disguise kit, assorted poisons, *ring of mind shielding*, thieves' tools, vial of antitoxin, the Old Fortress, 48 gp in coins, 128 gp in clothing and jewelry.

Allies: Udrahien Quelzarius (mysterious contact); Deskin (royal messenger); Groemin Iado (priest of the temple of Lod); Maegrin Crask (menageric owner).

Enemies: Roderick Pryce (nomadic ranger).

Tactics: Before undertaking an assassination or other activity where combat is a possibility, Deacon makes extensive preparations to ensure that every variable is stacked in his favor. Because wearing armor within his own stronghold would arouse too much suspicion, he tries to make sure that victims are completely defenseless before he unleashes his death attack (supported by a *true strike* spell). If a target survives such an assault and tries to fight back, the assassin retreats just long enough to use *obscuring mist* and *darkness* (combined with his Blind-Fight feat) to swing things back in his favor.

Grimjaw's Ghost

Wandering the halls and secret corridors of the Old Fortress is one of the only remaining entities in the city to have lived through its earliest years, though he has not drawn breath since that time. This is the ghost of Cristoban Grimjaw, one of the most notorious characters of Liberty's ancient history. A bloodthirsty pirate captain, Grimjaw got his name from a terrible cut that left a grimacing scar around his lower face and severed much of his bottom lip, a cut that some legends say was ritually administered by the man himself to frighten his foes.

For a time, Grimjaw practically ruled Cove Haven through violence and intimidation, and he used these same tools to arrange the construction of his personal stronghold in the shadow of the encircling cliffs. It is said that the remains of the workers who built this fortress lie entombed within its wall to this day, slain by Cristoban lest they reveal the secrets of his new "castle."

There are indeed a number of dry skeletons sealed up behind the stone walls of the dungeon, but no one still living today can claim to have found them. Their restless spirits haven't made

themselves known, though, and even Grimjaw's ghost rarely ventures into the populated lower areas of the keep. The reason for this remains a mystery, even to him, but it suits the service staff just fine.

The pirate has, however, often been seen roaming the upper halls and looking out from the walls and towers ever since his assassination at the hands of a scorned mistress. The woman died (supposedly of fright) only a few days later, but not before pinning the murder on Grimjaw's loyal first mate, a successful deception that turned into popular legend through the years.

To this day, Cristoban Grimjaw lingers as a restless spirit, unable and unwilling to move on until the truth of his death becomes known and his precious treasure hoard is found and scattered. Considering how determined the spirit is to protect his trove (if not his secrets), it seems unlikely that Liberty will ever be free of him.

✧ Cristoban Grimjaw: Male human ghost Rog 5/Bbn 2; CR 9; Medium-size undead (augmented humanoid, incorporeal); HD 7d12; hp 54; Init +2; Spd Fly 30 ft. (perfect); AC 15 (touch 15, flat-footed 13; Base Atk +5; Grp—; Atk +10 melee (2d4+6, +2 *ghost touch spiked chain*), or +8 melee; Full Atk +8/+8 melee (2d4+6, +2 *ghost touch spiked chain*); Space/Reach 5 ft./5 ft. (10 ft. with +2

ghost touch spiked chain); SA Sneak attack +3d6, manifestation, corrupting gaze, malevolence; SQ

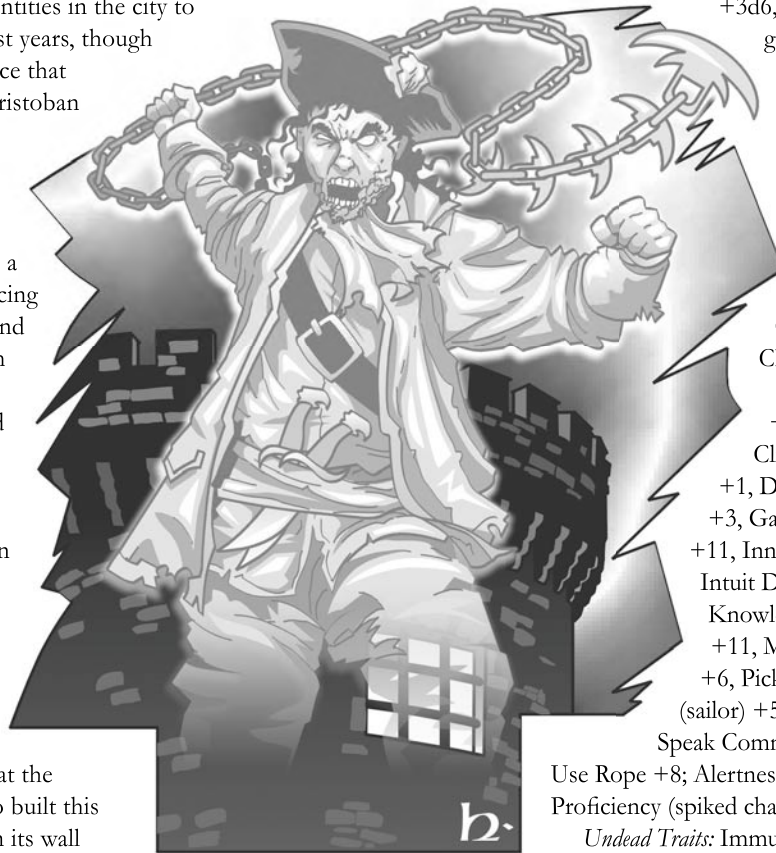
Darkvision 60 ft., evasion, undead traits, incorporeal traits, rejuvenation, +4 turn resistance, rage 1/day, uncanny dodge (Dex bonus to AC, can't be flanked); AL CE; SV Fort—, Ref +6, Will +0; Str 16, Con—, Dex 14, Int 9, Wis 8, Cha 17.

Skills and Feats: Appraise +3, Balance +5, Bluff +2, Climb +7, Disable Device +1, Disguise +2, Escape Artist +3, Gather Information +3, Hide +11, Innuendo +3, Intimidate +9, Intuit Direction +4, Jump +3, Knowledge (geography) +1, Listen +11, Move Silently +4, Open Lock +6, Pick Pocket +2, Profession (sailor) +5, Read Lips +0, Search +9, Speak Common, Spot +13, Swim +2,

Use Rope +8; Alertness, Dodge, Exotic Weapon Proficiency (spiked chain), Two-Weapon Fighting.

Undead Traits: Immune to mind-influencing effects, poison, sleep, paralysis, stunning, and disease; not subject to critical hits, subdual damage, ability damage, energy drain, or death from massive damage.

Incorporeal Traits: Harmed only by other incorporeal creatures, magic weapons, or spells, spell-like effects, and supernatural



effects; 50% miss chance to ignore damage from a corporeal source; passes through solid objects at will; always moves silently.

Manifestation (Su): When Grimjaw manifests, it partly enters the Material Plane and becomes visible but incorporeal on the Material Plane. In this state he exhibits incorporeal traits. Manifesting allows Grimjaw to strike with his ghost touch weapon.

Corrupting Gaze (Su): Grimjaw can blast living beings with a glance at a range of up to 30 feet. Creatures that meet his gaze must succeed on a Fortitude save (DC 18) or take 2d10 points of damage and 1d4 points of Charisma damage.

Malevolence (Su): Once per round, the ethereal Cristoban Grimjaw can merge his body with a creature on the Material Plane. This ability is similar to a *magic jar* spell (caster level 10th), except that it does not require a receptacle. To use this ability, Grimjaw must be manifested and must try move into the target's space; moving into the target's space to use this ability does not provoke attacks of opportunity. The target can resist the attack with a successful Will save (DC 18). A creature that successfully saves is immune to Grimjaw's malevolence for 24 hours, and Grimjaw cannot enter the target's space. If the save fails, the ghost vanishes into the target's body.

Rejuvenation (Su): If Grimjaw is "destroyed," he may restore himself in 2d4 days with a successful level check (1d20+7) against DC 16. In order to get rid of him for certain, the truth of his death must become known and his treasure horde scattered.

Possessions: +2 ghost touch spiked chain, two +1 daggers, studded leather armor, spyglass, locket with portrait of mistress and inscription: "Yours Eternally—Heltaea."

Kadel Mannypoddle's Alchemy Shop

A low-roofed house a short walk from the docks is the home (and informal shop) of a friendly—if somewhat twisted—gnome alchemist named Kadel Mannypoddle. Kadel creates all manner of alchemical compounds, including potent healing medicines for the sick, harmless placebos for the lonely, and nearly any alchemical item desired by adventurers. But Kadel is not truly a merchant, just an eccentric old gnome who dispenses homespun remedies for a small remuneration.

Kadel's true calling, though, is poisons. While he doesn't advertise the fact to anyone (including his neighbors, and especially the Merchant's Guild) Kadel is Liberty's foremost expert on toxins. What he doesn't already have in his secret basement workshop he can probably arrange to concoct, given enough notice and enough gold. The cost of a few doses of malyss root paste pays well enough for Kadel to live quite comfortably for several months.

In Kadel Mannypoddle's cellar are also several cages containing animals that either provide substances he needs for his concoctions or subjects upon which to test them. There is also a

large, low table with manacles, chains, and some dark stains; Kadel knows that the only real way to test poisons designed for use on humanoids is to test them on humanoids. When he's done, there's a meat cleaver on the wall, next to a small vat of acid.

Kadel Mannypoddle

"I have medicines which can cure the ill when they can't afford a priest to heal them. I have elixirs that sustain a man or a woman all night—something a priest won't help with. And I have alchemical compounds that can light the darkness, fill a room with smoke, or freeze a man where he stands. But I do not traffic in poisons, sir! Still, come by later tonight and we'll talk. I might be able to help you."

ALCHEMIST'S SHOP

1 square = 5 feet



Kadel looks perpetually stained, as though he's fallen in something and never washed it off. His fingertips are black, his nose has a purplish tinge, his eyes are bloodshot, and his skin is sallow. He wears a loose robe (with many secret pockets) in which he has hidden no less than six poisoned daggers.

Kadel came to Liberty from the Southern Empire where he had learned the arts of alchemy and spellcraft at the Imperial University. Fascinated by the effects of various natural substances on living organisms, Kadel quit the study of magic to instead learn all that he could learn about poisons. He traveled extensively cataloging various toxins, and finally settled in Liberty where exotic foreign substances pass through the marketplaces almost every day.

⚔ Kadel Mannypoddle: Male gnome Adp 8; CR 7; Small humanoid; HD 8d6+16; hp 48; Init +0; Spd 20 ft.; AC 11 (touch 11, flat-footed 11); Base Atk +4; Grp -1; Atk

+4 melee (1d3-1/19-20 plus poison, dagger); Full Atk: +4 melee (1d3-1/19-20 plus poison, dagger) or +5 ranged (1d3-1/19-20 plus poison, dagger) or +5 ranged (1d6/19-20, light crossbow); Space/Reach 5 ft./ 5 ft.; SQ Gnome traits; AL NE; SV Fort +4, Ref +2, Will +7; Str 9, Dex 11, Con 14, Int 18, Wis 13, Cha 12.

Skills and Feats: Craft (alchemy) +20, Handle Animal +6, Knowledge (arcana) +15, Knowledge (nature) +15, Knowledge (nobility and royalty) +10, Profession +12, Speak Common, Speak Dwarven, Speak Elven, Speak Gnome, Speak Orc, Speak Undercommon, Spellcraft +15; Brew Potion, Great Fortitude, Skill Focus (Craft [alchemy]).

Racial Traits: Cantrips; low-light vision; +2 racial bonus on saving throws against illusions; +1 racial bonus on attack rolls against kobolds and goblinoids; +4 dodge bonus against giants; gnomes treat gnome hooked hammers as martial weapons; +2 racial bonus on Listen and Craft (alchemy) checks (already figured into statistics given above).

Spells Prepared: (3/4/2/0; base DC = 11 + spell level): 0—*detect magic, mending, purify food and drink*; 1st—*burning hands, cause fear, protection from law, sleep*; 2nd—*bear's endurance, delay poison*.

Kadel's Poisons

Kadel stocks or can concoct nearly every poison known. In addition to all of the poisons listed in Chapter 8: Dictionary of Special Abilities and Conditions in the *DMG*, Kadel stocks the ingredients necessary to create a number of exotic poisons, including several of his own design. These are listed below. Although they generally follow the format given in the *DMG*, some of these have nonstandard effects. The GM should carefully consider whether Kadel is willing to sell them to someone he doesn't know well.

Unless otherwise indicated, a given "initial damage" condition lasts for 1 minute (the time between initial damage and secondary damage) and a "secondary damage" condition

lasts for 2d6 rounds. Paralysis always lasts 2d6 minutes. Ability damage, ability drain, disabled, and dying are conditions that last until the victim heals or receives healing. Dead characters can only be "healed" by magical means, such as a resurrection spell. Ability damage effects are temporary unless marked with an asterisk (*), in which case the loss is a permanent drain.

The conditions listed here—ability damaged, ability drained, blinded, confused, cowering, dazed, dazzled, dead, deafened, disabled, dying, energy drained, exhausted, fatigued, helpless, nauseated, paralyzed, shaken, sickened, stunned, and suffocation—are all described in Chapter 8: Dictionary of Special Abilities and Conditions in the *DMG*.

Table 1-2: New Poisons

Poison	Type	Initial Damage	Secondary Damage	Price
Acid	Ingested DC 26	Disabled	Death	10 gp
Arsenic powder	Ingested DC 11	Nausea	1 Con *	10 gp
Asp venom	Injury DC 18	2d6 Con	Death	200 gp
Cobra venom	Injury DC 15	Suffocation	Suffocation	60 gp
Copperhead venom	Injury DC 16	2d4 Con	2d4 Con	150 gp
Corpseroot essence	Ingested DC 19	1d4 Con, disabled	Unconscious 4d6 hours	250 gp
Death adder venom	Injury DC 16	Dazed	Suffocation	80 gp
Gelatinous cube slime	Contact DC 13	Paralysis	0	200 gp
Gutwrench oil	Ingested DC 16	Nausea	1d6 Con, nauseated 2d6 hours	45 gp
Hemlock	Ingested DC 16	Exhaustion, paralysis	Death	5 gp
Jimsonweed extract	Ingested DC 14	Confusion	Confusion	5 gp
King cobra venom	Injury DC 18	Suffocation	Suffocation	120 gp
Krait venom	Injury DC 15	Dazed	Suffocation	50 gp
Man-o'-War venom	Contact DC 15	1d3 Con, shaken	Suffocation	15 gp
Mercury	Ingested DC 12	Dazzled, Nausea	1d4 Con	15 gp
Mirefruit pulp (dried)	Ingested DC 14	2d6 non-lethal	2d12 non-lethal	25 gp
Nightmare dust	Inhaled DC 16	Shaken	Cowering	125 gp
Sea wasp venom	Contact DC 18	1d6 Con, dazed	Suffocation	20 gp
Sirenweed spores	Inhaled DC 20	1d6 Wis	3d6 Wis	150 gp
Stinging nettle juice	Contact DC 11	1d4 Con, nauseated	1d4 Con, nauseated	10 gp
Sunglow bloom extract	Contact DC 16	Dazzled	Blindness	125 gp
Tree frog extract	Contact DC 14	Dazzled	Confusion	75 gp
Umber hulk eye extract	Ingested DC 15	Confusion	Confusion	1,500 gp
Wight blood extract	Ingested DC 20	Energy drain (1 level)	Energy drain (1 level)	500 gp
Wild cherry leaf	Ingested DC 16	Suffocation	Suffocation	5 gp
Wolfsbane extract	Ingested DC 18	Death	Death	5 gp
Zombie brain powder	Inhaled DC 14	Stunned	Paralysis	125 gp

Possessions: Dagger w/bloodroot, dagger w/black adder venom, dagger w/large scorpion venom, dagger w/blue whinnis, dagger w/purple worm poison, light crossbow, 10 bolts, 2

bolts w/medium spider venom, *potion of delay poison* (×4), *potions of neutralize poison* (×2), laboratory, 250 gp in coins, 5,000 in property and assorted stock.

Allies: Qualt (Thieves' Guild lieutenant), Kremp the Knife (Kunarath Syndicate), Lord Koryos (Palace Quarter nobleman).

Enemies: None.

Tactics: Kadel is patient about combat. He knows that even if his first strike doesn't successfully deliver a lethal dose of poison, the next will, or the one after that. Whenever possible, he steps back out of reach of an opponent and throws an envenomed dagger, hoping that his victim eventually drops out of sheer toxic overload. The only poison he keeps in reserve in such cases is his gelatinous cube slime, which enables him to safely incapacitate an opponent without killing him. Once an opponent is down, Kadel delivers a good, strong dose of gelatinous cube slime, and then pays someone to have the hapless foe delivered to the workshop beneath his house. Kadel is always testing new toxins, and a good, strong test subject can endure many tests over many days.

☞ **Bloodroot:** Injury; Fort DC 12 ; no initial damage; secondary damage 1d4 Con + 1d3 Wis.

☞ **Black Adder Venom:** Injury; Fort DC 11; initial damage 1d6 Con; secondary damage 1d6 Con.

☞ **Gelatinous Cube Slime:** Contact; Fort DC 13; initial damage paralysis; no secondary damage.

☞ **Large Scorpion Venom:** Injury; Fort DC 18; initial damage 1d6 Str; secondary damage 1d6 Str.

☞ **Blue Whinnis:** Injury; Fort DC 14; initial damage 1 Con; secondary damage unconsciousness.

☞ **Purple Worm Poison:** Injury; Fort DC 24; initial damage 1d6 Str; secondary damage 2d6 Str.

☞ **Medium Spider Venom:** Injury; Fort DC 14; initial damage 1d4 Str; secondary damage 1d4 Str.

The Home of Lastrian and Jienna

Lastrian, an elven youth, lives in this run-down little apartment with his young human wife, Jienna. Lastrian is the son of an elven noble from the Noble Quarter, but his relationship with Jienna, a prostitute, caused his family to disown him. For his part, Lastrian doesn't care that he has gone from being an elven noble to an Old Quarter stable boy and sometime torchbearer, or that he has sold all of his finest things just to survive, or that he will outlive her by at least two hundred years. As far as he is concerned, there is no obstacle that their love for one another cannot overcome.

Jienna is more pragmatic. She fully expects that Lastrian will leave her when she grows older and uglier. At 17, she looks more mature than he does at 60, though she suspects that the five years she spent on the streets before they met have made her look a bit older than she should. Her other worry is that Lastrian does not make enough money to support them both, but he can't stand that she sometimes has to sell herself to pay for their apartment. Indeed, it drives him half-mad with anguish, and he often spends much of what she earns drowning his troubles in wine—which only forces her to sell herself again the next night.

But Jienna does, indeed, love Lastrian, and though she thinks she should leave him for his own good, she can't bring herself to do it. Indeed, she worries that if something befell her, he would throw his own life away. He has already almost died once while

rescuing her from would-be kidnappers who mistakenly believed that Lastrian could dip into his family's fortune to pay a ransom. She fears that Lastrian will die if it happens again, and she will have been the cause.

☞ **Jienna:** Female human Com 1.

Lastrian

"No longer am I the son of an elven noble. What becomes of me, they care not, just as what becomes of them, I care not. They would not pay a ransom for me. Jienna is my family now, and this I swear: If you threaten this family I have made for myself, you will not live long enough to do so again."

A handsome elven youth, with fair skin and dark brown hair, Lastrian dresses in clothes styled for humans and always wears his rapier and dagger at his belt.

Lastrian's family relocated to Liberty from the High Kingdom eight years ago. Lastrian's father, Moderil, intended to take advantage of the excellent trade opportunities. At his father's request, Lastrian enrolled in the Academy of Arms where he began to learn the art of swordplay. A few years into his training, Lastrian went carousing with several fellow students and met a human prostitute named Jienna. After spending one night in her arms, Lastrian knew that he was in love.

A few weeks into their courtship, Lastrian went to his family with the good news that he intended to wed, only to discover that his parents had no intention of letting him spend one minute longer with a human streetwalker, let alone marry her. Lastrian was devastated, but he was not deterred. He told them that if they would not bless his marriage, they could give him his inheritance that very moment and he would never bother them again. His parents refused, throwing him out of the house with only the clothes on his back and the weapons at his side.

☞ **Lastrian:** Male elf Ari 2/Ftr 2; CR 3; Medium-size humanoid; HD 2d8+2 plus 2d10+2; hp 25; Init +2; Spd 30 ft.; AC 14 (touch 12, flat-footed 12); Base Atk +3; Grp +3; Atk +6 melee (1d8/19–20, masterwork rapier); Full Atk: +6 melee (1d8/19–20, masterwork rapier) or +5 melee (1d4/19–20, dagger) or +5 ranged (1d8/×3, longbow); Space/Reach 5 ft./ 5 ft.; SQ Elf traits; AL CG; SV Fort +4, Ref +4, Will +4; Str 11, Dex 15, Con 12, Int 11, Wis 12, Cha 14.

LASTRIAN'S APARTMENT



Skills and Feats: Diplomacy +7, Handle Animal +6, Intimidate +9, Knowledge (nobility and royalty) +5, Ride +9, Speak Common, Speak Elven; Dodge, Lightning Reflexes, Mobility, Weapon Finesse.

Racial Traits: Immune to magic *sleep* spells and effects; +2 racial bonus on Will saves against enchantment spells or effects; low-light vision; Search check within 5 feet of a secret or concealed door; Martial Weapon Proficiency (composite longbow, composite shortbow, longbow, shortbow, and longsword or rapier) as bonus feats; +2 racial bonus on Listen, Spot, and Search checks.

Possessions: Masterwork rapier, dagger, longbow, 20 arrows, leather armor, 2 gp in coins.

Allies: Jienna (wife); Dovorá (landlady); Auburn (stable master).

Enemies: Moderil (father); Oleandra (mother); Vondrin (brother).

Tactics: Lastrian might be an experienced swordsman, but he has only one basic fighting tactic: Attack often. He has a certain amount of finesse, but tactics like disarming or tripping his foes do not occur to him in the heat of battle.

The House of Orchids

The most prominent brothel on the Street of Purple Silks is the House of Orchids, which is run by one of the most influential women in Liberty: Semetha. Rumored to be an exiled noblewoman from the High Kingdoms, Semetha is undeniably a woman of charm and good breeding as well as a shrewd

businesswoman. The House of Orchids has prospered under her management, and many of her employees have been able to retire on what they have earned.

Semetha employs just over a dozen young women, but the safety and quality of her establishment keeps the small villa busy from dusk until dawn. For one, Semetha guarantees that her employees are disease-free, or Semetha herself pays for the cure. For another, Semetha's staff caters to nearly any taste, within reason. One rumor says that Semetha is an illusionist who specializes in disguising her employees as anyone (or anything) a customer desires. Finally, the House of Orchids also serves food and drink (not all appetites are sexual, after all), and this is actually where Semetha begins to make her money. She takes only a small percentage of her employee's earnings, to cover expenses.

The women of the House of Orchids are free to charge whatever they like for whatever service is requested of them, though prices usually range from 1 silver piece (for nothing special) to 1 gold piece (for more specific acts) to 1 platinum piece (for the truly inventive). Their time is closely monitored by means of a simple and ancient device, known along the Street of Purple Silks as "The Love Clock." It consists of a small bowl with a hole in the bottom, which is placed, upon payment, into a larger bowl full of water. When the bowl fills and sinks, the client's time is up, finished or not. For each additional coin spent, the size of the hole in the bowl is smaller; they include 10-minute bowls, half-hour bowls, and 1-hour bowls. The women are also free to share their beds with anyone they like between dawn and late afternoon, at whatever price they choose to arrange.

Semetha brooks no violence whatsoever toward her staff, and she pays her guards well to be alert and efficient. At the first sign of violence, the offender is ejected by the nearest exit, even if the exit is a third-floor window. The combination of physical threat and humiliation (since Semetha's bodyguards don't afford the offender time to get dressed) is usually enough to dissuade all but the most violent customers.

The real business of the House of Orchids, though, is in collecting and selling secrets. Knowing full well that a great many of her customers merely want a sympathetic ear (or that they talk in their sleep), Semetha has schooled her staff in wheedling information out of anyone and everyone with whom they share an intimate moment, by any means available. To this end, and to further enhance security, a secret door (Search DC 22) in the upstairs bath opens on a hidden chamber, which allow her to keep tabs on her clientele by means of spy-holes in each of the bedrooms. Semetha knows that every piece of information is valuable to someone, and she makes it her business to know who would pay the most for what she or her staff learns. Her best information customers include Sepris (the head of the Thieves' Guild), Lord Fainren Hombil (an advisor to Prince Fiorelle), and Kolhu (a priest of the Cult of the Silent Heart).

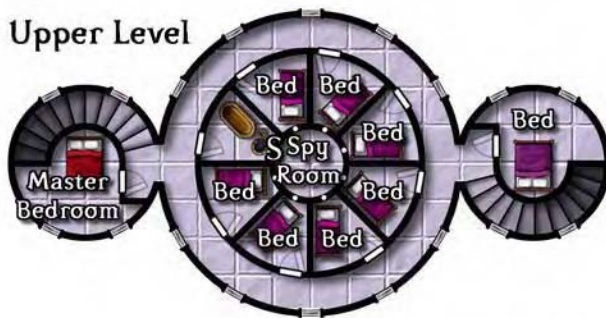
✂ **Women:** Nine commoners; three 1st-level experts; two 2nd-level experts.

✂ **Guards:** Six 1st-level warriors; two 3rd-level warriors.

✂ **General Staff:** Twelve assorted commoners; two 2nd-level experts.

HOUSE OF ORCHIDS

Upper Level



1 square = 5 feet

Lower Level



Semetha

“My house provides diversions for troubled minds. We give people someone they can talk to when no one else would understand. And, yes, from time to time, we hear something that is too important to be kept secret. It is our duty to the city to make sure that information reaches the proper ear, and it is important to our own safety that we be compensated for the risk we take in communicating such a secret.”

A green-eyed lady of medium height with long, dark blond hair past her shoulders, Semetha is not so much beautiful as sensuous. Semetha’s features are finely sculpted, though she shows a few wrinkles. Unfounded rumor has it that she is quite old and uses magic to remain so attractive.

Semetha was once wed to a High Kingdom nobleman who died of natural causes in his middle years. Bored of the court life, Semetha took her inheritance south and, while in Liberty, observed how brutally the city’s prostitutes were treated. Something inside her made her intervene, and she founded the House of Orchids, staffing it with those prostitutes she deemed worthy of her efforts: unwed mothers, runaways, and the like. Semetha personally indulges the occasional customer, but is more interested in her secret business of gathering and selling information.

✦ **Semetha:** Female half-elf Ari 7/Exp 3; CR 9; Medium-size humanoid; HD 7d8+7 plus 3d6+3; hp 55; Init +2; Spd 30 ft.; AC 12 (touch 12, flat-footed 10); Base Atk +7; Grp +6; Atk +6 melee (1d4–1/19–20, dagger); Full Atk: +6/+1 melee (1d4–1/19–20, dagger) or +9/+4 ranged (1d4–1/19–20, dagger); Space/Reach 5 ft./ 5 ft.; SA Poisons; SQ Half-elf traits; AL N; SV Fort +4, Ref +5, Will +12; Str 8, Dex 14, Con 13, Int 16, Wis 14, Cha 19.

Skills and Feats: Appraise +13, Bluff +17, Craft (alchemy) +9, Diplomacy +19, Disguise +6, Gather Information +19, Knowledge (history) +6, Knowledge (local) +11, Knowledge (nobility) +6, Listen +7, Search +6, Sense Motive +15, Speak Common, Speak Dwarven, Speak Elven, Speak Gnome, Speak Orc, Spot +7; Iron Will, Leadership, Skill Focus (Diplomacy), Skill Focus (Gather Information).

Racial Traits: Immune to *sleep* spells and similar magical effects; +2 racial bonus against Enchantment spells or effects; +1 racial bonus on Listen, Search, and Spot checks (already added).

Possessions: Dagger, *bracelet of friends* (5 uses left), *bat of disguise*, collection of non-lethal poisons (see Kadel’s Poisons, page 32), *potion of delay poison*, House of Orchids, 1,150 gp in coin, 2,000 gp in gems, jewelry, and clothing.

Allies: Sepris (Thieves’ Guild leader); Ulenderas (Imperial University wizard); Jenek Molano (nobleman).

Enemies: Vird Kasko (watch captain); Halina (Temple of Umit high priestess); Pennit Sureen (noblewoman).

Tactics: Semetha is no fighter, which is why she keeps a number of bodyguards discreetly stationed around the House of Orchids. When backed into a corner, Semetha tries to use one of her paralyzing poisons to subdue her attackers. She keeps krait venom smeared on her dagger for situations where she doesn’t have time to prepare anything else. In emergencies, Semetha uses her *bracelet of friends* to summon Kelkus, Bann Frost-eye, Ulenderas, Atala, or Dambro the sergeant warden, depending on her emergency.

✦ **Krait Venom:** Injury; Fort DC 15 ; initial damage dazed; secondary damage suffocation.

✦ **Kelkus:** Male human Ftr 9.

✦ **Bann Frost-eye:** Male half-orc Bbn 7.

✦ **Ulenderas:** Male human Wiz 10.

✦ **Atala:** Female half-elf Clr 9.

✦ **Dambro:** Male human Ftr 6.

The Escape House

Situated amongst a strip of old buildings running parallel to the Avenue of Tears is a seemingly abandoned structure that is anything but vacant. This dilapidated house (widely rumored to be haunted) is in fact a valuable asset for the Thieves’ Guild: an emergency bolthole for rogues on the run designed to help them escape to the relative safety of Soot Street and ultimately make their way to other Guild holdings elsewhere in the city.

The two-story wood-frame house has been carefully rebuilt from the inside out to serve as a sort of stronghold for fleeing Guild members while retaining its run-down appearance. There are three obvious entrances to the structure and many less-obvious exits hidden about the perimeter. Sentries stationed within the building can watch over the area and fire crossbow bolts through strategically positioned gaps in the wallboards.

The interior is clearly designed with defense in mind. A maze of corridors fills the ground level, outfitted with dangerous traps and ambush zones where concealed archers can catch intruders in a deadly crossfire before disappearing into the woodwork. Numerous secret doors and hatches (Search DC 18) allow defenders to move swiftly about the building while pursuing city guards (or other invaders) are slowed by the hazards and dead ends.

The second floor is accessible via two narrow flights of stairs, both of which are rigged to collapse if any significant weight (50 pounds or more) is placed on one of six alternating steps. The areas beneath these staircases have been hollowed out all the way to the basement floor, amplifying the damage sustained by those who triggered the device and trapping the unfortunate individuals within a 15-foot-deep stone-lined pit.

✦ **Collapsing Staircase Pit Trap:** CR 3; mechanical; DC 20 Reflex save avoids; 30 ft. deep (3d6); Search DC 25; Disable Device DC 25.


Those who reach the upper floor find a few vacant rooms, each with a doorway opening onto a rickety wooden balcony that rings three sides of the building’s exterior. This walkway provides an excellent vantage point for archers to lay down suppressing fire against enemies pursuing Guild fugitives. Large trap doors have been cut into several interior floor sections, allowing those archers to fire on intruders navigating the downstairs corridors. Ten feet from the balcony on the West and South sides of the building, a pair of large trees provide additional escape routes to skilled rogues. Ropes with grappling hooks can be hurled to snare the upper branches (Use Rope DC 15) and then used to swing safely to the ground.

By far the most secure area of this stronghold is the basement level, but reaching it is a matter of no small complexity for those unfamiliar with the building’s layout. A spring-loaded and carefully hidden trapdoor on the ground floor provides

THE ESCAPE HOUSE

UPPER LEVEL



1 square = 5 feet 



quick and easy one-way access to a cushioned (but locked—Break DC 30) holding cell in the basement, where a guard stands ready to immediately release recognized guild members and allies.) Any unrecognized individuals who end up here can expect a prolonged stay as the Guild decides what to do with them. Meanwhile, the more commonly used access point is a single hidden shaft connecting all three floors of the safehouse (Spot DC 25, Search DC 20). This shaft is equipped with a ladder affixed to one wall, but also includes a polished brass pole for quick descent from above. A reinforced metal door at the bottom of the access shaft remains locked at all times (Open Lock DC 25, Break DC 30) and is only opened to the proper pass phrase, which changes weekly.

✦ **Hidden Trapdoor:** CR 1; mechanical, automatic reset; Reflex save DC 15 avoids; 30 ft. deep (no damage); Search DC 20; Disable Device DC 15.

The sparsely furnished basement area includes a small barracks for the guards posted here, a common room where they frequently play games of chance and watch the entrance, a row of three holding cells for captured intruders, and the living quarters of Grevvik D'sarne, the man in charge of keeping the escape house secure and functional. A rack of 12 light crossbows and a number of open trunks of ammunition line one wall near the entrance shaft and a dusty fireplace cleverly conceals the most valuable access point to the entire structure: the secret tunnel connecting this place to Soot Street and the Undercity (Search DC 25). One additional emergency exit can be found behind another secret door (Search DC 15) at the end of the holding cell corridor: a narrow earthen tunnel that leads up into a hollowed-out tree about thirty feet from the building (Search DC 15). The door opening into this passage is securely locked from the inside (Open Lock DC 25, Break DC 30) and usually unattended; D'sarne feels that routine use of the tree entrance would draw too much attention and prohibits its use except in extreme emergencies.

Grevvik, a former city guardsman who was released from duty after his indiscretions with a married noblewoman became public, is a stern authoritarian who prides himself on maintaining a state of constant vigilance. His habit of roaming the structure to keep the lookouts on their toes is quite effective, and his willingness to take shifts alongside the men and women who pull guard duty here has earned a fair measure of loyalty in spite of his gruff demeanor. He likes to be called "Captain D'sarne", though he never actually achieved that rank during his tenure as a city guard.

The Guild posts 1d4+4 guards in this safehouse at all times, with at least one of them always stationed in the basement ready to permanently seal off the tunnels and torch the building if an intruder ever gets that far. On nights when a major Guild operation is planned, the number of sentries is doubled in preparation. In addition to that, there's a 50% chance that 1d4+1 Guild footpads can be found here at any nighttime hour, and a 25% chance of 1d3 elite guards by day. Aside from D'sarne, the specific individuals assigned here change regularly; the guild rotates its hired agents into new assignments each week to help keep them interested in their work and to prevent them from forming unnecessary attachments to the locals in each area.

✂ **Guards (Thugs):** See “Typical Thieves’ Guild Thug” under “The Blockhouse,” page 16.

✂ **Guards (Experienced):** See “Elite Thieves’ Guild Thug” under “The Blockhouse,” page 16.

✂ **Guild Thief:** See “Typical Thieves’ Guild Footpad” under “The Blockhouse,” page 16.

Grevvik D’Sarne

“Any sign of trouble? No? Then you’re not looking hard enough.”

Grevvik is a rugged man in his forties with close-cropped dirty blond hair and more than a few gray strands thrown into the mix. He hardly ever smiles, and when he does it’s more of a wry smirk that seems to suggest he’s amused by something that no one else noticed. Even though he’s been out of the city guard for some time and left under less-than-noble circumstances, he carries himself with an air that commands respect.

D’Sarne made a number of unfortunate mistakes during his time as a Watch Sergeant that ultimately brought his promising career to a grinding halt, cost him the respect of his peers, and set him on a decidedly shady path. At one point he was on the fast track to success in the City Guard, but that all ended when he met Lady Geile Delamonte, a seductive noblewoman of questionable ethics but compelling curves. Their brief but passionate affair turned into a highly public scandal almost overnight when her husband, a man of considerable influence in the Noble District, learned of it and demanded Grevvik’s head for the adulterous acts. He would have had it, too, without the intervention of one of the city’s most powerful figures. The head of the Thieves’ Guild, Sepris, took a personal interest in D’Sarne’s fate and made him an offer he couldn’t refuse: Come to work for the Guild and Lord Delamonte’s formal accusations would be silenced. Grevvik hesitantly accepted, and soon he was a part of Liberty’s criminal underworld, serving and protecting the very people he had opposed for so many years. In the intervening time he has come to trust the Guild’s leaders as close allies and even friends. That all would change in the span of a single breath if he ever learned that it was Sepris and Parkol who orchestrated his entire fall from grace.

✂ **Grevvik D’Sarne:** Male human Ftr 5/Rog 2; CR 7; Medium-size humanoid; HD 5d10 plus 2d6; hp 39; Init +1; Spd 30 ft.; AC 16 (touch 11, flat-footed 15); Base Atk +6; Grp +8; Atk +9 melee (1d8+4/19–20, longsword) or +7 ranged (1d4+2/19–20, dagger); Full Atk +9/+4 (1d8+4/19–20, longsword) or +7/+2 ranged (1d4+2/19–20, dagger); Space/Reach 5 ft./5 ft.; SA Sneak attack +1d6; SQ Evasion; AL TN; SV Fort +4, Ref +5, Will +2; Str 15, Dex 13, Con 11, Int 11, Wis 13, Cha 9.

Skills and Feats: Climb +3, Craft (weaponsmithing) +2, Escape Artist +1, Gather Information +3, Handle Animal +1, Hide +1, Intimidate +7, Knowledge (nobility and royalty) +1, Listen +3, Move Silently +2, Ride +3, Search +2, Sense Motive +4, Speak Common, Spot +7, Use Rope +3; Alertness, Combat Reflexes, Improved Bull Rush, Power Attack, Quick Draw, Weapon Focus (longsword), Weapon Specialization (longsword).

Possessions: Longsword, two daggers, *leather armor* +2, *brooch of shielding*, worn gray cloak, small steel shield, *potion of heroism*,

thieves’ tools, locket with portrait of Giele Delamonte and lock of hair, 50 gp in coins, 450 gp in hidden savings.

Allies: Sepris (Thieves’ Guild leader). Parkol (Thieves’ Guild lieutenant).

Enemies: Yanspé Delamonte (vengeful nobleman).

Abandoned Inn

Rats are everywhere. This is an inescapable fact in any region with a dense humanoid population, and Liberty’s Old Quarter makes the perfect breeding ground. The vermin survive on the refuse of humanity (and related species), and naturally stay as close as possible to their bipedal benefactors. While disease is an ever-present danger, most city dwellers tend to see the rats as more of a nuisance than a threat, something to kick aside when they don’t scurry away fast enough. This couldn’t be further from the truth. Hidden away in the cellar of an abandoned inn, a lingering evil is preparing to resurface.

The wererats have plagued Liberty in general and the Old Quarter in particular for as long as anyone can remember. This particular strain of lycanthropy arrived aboard some of the first foreign commercial ships as Cove Haven grew from a pirate outpost into a more cosmopolitan trading port, and the creatures have been a persistent cyclical problem ever since. Their number swells until some authority attempts to exterminate them, after which the survivors crawl into a hole and lick their wounds until a new leader emerges within the pack. This time that authority was the Thieves’ Guild, and the new wererat pack leader is Raccklyd Glibble, a mean little gnome who believes that the wererats, as a force of nature, are destined to rule this city through fierceness, cunning, and strength of numbers. He is a priest of the wild who has come to see lycanthropy as a divine blessing instead of a disease, and is setting plans in motion to spread that blessing to the unenlightened. Perhaps because of his preexisting bond with nature or for an unknown circumstance of his infection, Glibble somehow maintains his Neutral Evil alignment—and his druidic spellcasting ability—throughout his transformations.

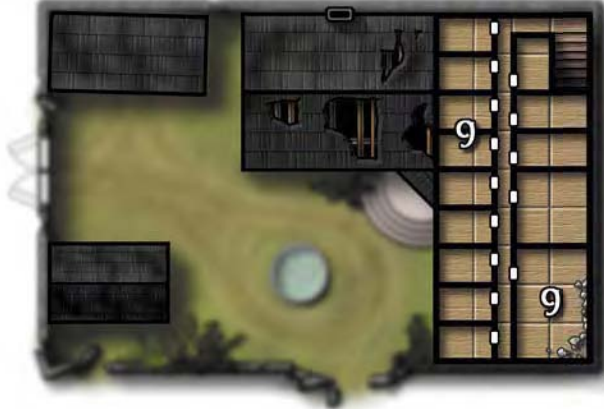
Until a few years ago, the wererats were loose allies with the Thieves’ Guild, allowed to share Soot Street and the rest of the Undercity with the criminal organization as long as they didn’t spread their disease to members or interfere with the Guild’s plans. As the lycanthropes grew in number, however, their presence began to draw too much attention to Liberty’s underground. The Wardens began to seal off valuable access points and send expeditions into the sewers to search for nests in a campaign that nearly exposed the Guild’s greatest resource. When threats and blackmail failed to arrest the situation, Sepris finally made the necessary decision to force the lycanthropes out of Soot Street. Unknown to the citizens above, a short but bloody war raged beneath the streets as the Guild brought its considerable resources to bear on the problem. When it was over, only a handful of wererats remained alive, and these few bitter survivors abandoned their Undercity lairs to seek new territory. They settled in the dank cellar of a vacant old inn and did their best to avoid unwanted attention as they dreamed of revenge.

The inn chosen by the wererats to serve as their new haven had been quite prosperous at one time, with an attached stable and surrounding wall that has since fallen into ruin. Long ago, a string of deadly accidents left the place with a bad reputation. Locals

came to see the site as cursed and business tapered off. When a fire gutted part of the structure and claimed the innkeeper's life, the building was finally left to rot.

ABANDONED INN

UPPER LEVEL



GROUND LEVEL



BASEMENT LEVEL

KEY

1. Main Gate
2. Stables
3. Carriage House
4. Courtyard
5. Front Entrance
6. Common Room
7. Bar
8. Kitchen
9. Guest Rooms
10. Cellars
11. Slime Patches
12. Wererat Nest



1 square = 10 feet



That was twenty-five years ago. Aside from the occasional desperate squatter or brash vandal, the property hasn't been visited since. People turn their heads and look away whenever they travel down this street, fearing some undead presence or lingering curse. Indeed a restless spirit does linger here—the suicidal innkeeper has become an allip and roams the upper floor where he died—but the newer residents pose a much greater threat to the city. 1d4+2 wererats are located in the cellar lair or about the grounds during any nighttime hour, with the remainder off scavenging through the city or spying on the Thieves' Guild. By day, all nine members of the pack and their gnomish leader can generally be found within.

Just recently, the wererats have found a new potential ally in the form of the Kunarath Syndicate (see Chapter 3: Plots for more information) and are working to secure some agreement with the exotic foreigners. Raccklyd Glibble has taken their arrival as a sign that the time has come for the wererats to expand once again, and is currently putting together his plans for the pack's rise to dominance. For their part, the Syndicate sees the wererats as a potential tool and little more. Silisstrinard (in the disguise of "Kremp the Knife") has led the lycanthropic gnome to believe that the two groups may have a future together, but he is really just tapping the diseased creature's knowledge of the city, particularly its knowledge of the Thieves' Guild. When the wererat pack's usefulness is at an end, the Syndicate will betray them, just as Sepris did.

⚔ **Wererat Pack Member:** Based on human War 1, see *MM*.

Raccklyd Glibble

"You call us vermin as if that's supposed to be an insult. The truth is that we are the ultimate survivors. We are a force of nature. We are those who will be master when your pitiful bones line our nests!"

In his natural form, Raccklyd is a ragged and slightly sinister-looking fellow with features that seem even more pointed than those of most gnomes, particularly his nose. He wears his wispy facial hair short, except for the bleached moustache that has the look of trailing whiskers. The rest of his hair is dirty blond, rather long, and usually slicked back over his head. As a dire rat, his lighter coloration and diminutive stature make him look sickly and frail, like the runt of his litter.

The gnomish druid was an outcast from his family who always looked on the darker side of nature and came to revere predators and scavengers for their cunning and survival traits. His wanderings brought him to Liberty, where his initial disgust with urban environments gave way to a deep respect for the natural creatures that manage to thrive there. It was while studying the movements of the city's vermin that Glibble became infected with lycanthropy. He quickly rose to dominance in the pack by virtue of his magical talents, and now seeks to expand his domain and share his newfound connection to nature with those who scorn it.

✠ **Racklyd Glibble:** Male gnome wererat Drd 5; CR 6; Small humanoid (shapechanger); HD 5d8–5; hp 21; Init +2; Spd 20 ft.; AC 15 (touch 13, flat-footed 13); Base Atk +3; Grp +2; Atk +4 melee (1d6/18–20, +1 *scimitar*) or +6 ranged (1d4–1, dart); Full Atk +4 melee (1d6/18–20, +1 *scimitar*) or +6 ranged (1d4–1, dart); Space/Reach 5 ft./5 ft.; SQ Gnome traits, alternate form, animal companions (Flick, Snick, Trick, Blick, Click, and Glick), lycanthropic empathy, nature sense, resist nature's lure, trackless step, wildshape 1/day, woodland stride; AL NE; SV Fort +5, Ref +3, Will +8; Str 8, Dex 14, Con 9, Int 13, Wis 15, Cha 12.

Skills and Feats: Animal Empathy +5, Concentration +1, Control Shape +6, Escape Artist +3, Gather Information +4, Hide +8, Intuit Direction +3, Knowledge (local) +2, Knowledge (nature) +5, Move Silently +4, Perform +2, Speak Common, Speak Gnome, Speak Draconic, Swim +0, Wilderness Lore +5; Dodge, Mobility

Racial Traits: Cantrips; low-light vision; +2 racial bonus on saving throws against illusions; +1 racial bonus on attack rolls against kobolds and goblinoids; +4 dodge bonus against giants; gnomes treat gnome hooked hammers as martial weapons; +2 racial bonus on Listen and Craft (alchemy) checks.

Possessions: +1 *scimitar*, two darts, *potion of nondetection*, *pipes of the sewers*, filthy traveling clothes, 20 gp in coins, 50 gp in gems, trinkets, and baubles, 1 dose of sluss.

Druid Spells Prepared: (5/4/3/1; base DC = 12 + spell level): 0—*cure minor wounds*, *detect magic*, *detect poison*, *guidance*, *resistance*; 1st—*calm animals*, *magic fang*, *speak with animals*, *summon nature's ally I*; 2nd—*animal friendship* (1st), *charm animal*, *summon swarm*; 3rd—*contagion*.

Allies: Nine wererats and dozens of lesser rodents.

Enemies: Sepris (Thieves' Guild leader); Parkol (Thieves' Guild lieutenant).

✠ **Flick, Snick, Trick, Blick, Click, and Glick, Dire Rat**
Animal Companions: hp 2, 4, 5, 5, 5, 7; see *MM*, Chapter 1.

Gunndol and Murgunn's Blacksmithy

The best armor- and weaponsmiths in the Old Quarter are a pair of surly dwarves named Gunndol and Murgunn. Grimy, smelly, ill-tempered and often obstinate, they are also highly respected in Liberty for their skills; they are certainly the only smiths in the Old Quarter capable of making authentic dwarven masterwork weapons and armor. For a commission of 10% of an item's price, they also recommend a dwarf cleric in the Temple Quarter who can imbue weapons or armor with enhancement bonuses at a 20% discount.

Gunndol and Murgunn

"I'm the smart one." "I'm the good-looking one." "Only when you've got a bag over your head." "I'll put a bag over your head, you—! Wait. Did you folks need something? Armor? A sword?"

Gunndol and Murgunn look so much alike that they could be brothers: shaggy dark hair and beards, muscular builds, and thick, calloused fingers. They also dress alike, in leather aprons and heavy leather boots with big hobnails. They speak with thick accents and constantly bicker, albeit affectionately.

Gunndol and Murgunn wandered in from the east over three decades ago with a cartload of iron rods and a portable forge. They originally set up shop in the Mercenary Quarter, but when they had earned enough to buy a permanent forge they relocated to the Old Quarter. They didn't care about the high crime rate, just the cheap rent.

The two dwarves are fixtures now in the Old Quarter, having been around longer than most people in the Old Quarter have been alive. They work from before dawn until after dusk, then go drinking for a few hours at the Crown tavern, leaving as soon as one of them is too drunk to walk unassisted.

✠ **Gunndol:** Male dwarf Exp 3/War 4; CR 6; Medium-size humanoid; HD 3d6+9 plus 4d8+12; hp 52; Init +1; Spd 20 ft.; AC 13 (touch 11, flat-footed 12); Base Atk +6; Grp +10; Atk +12 melee (1d4+4, masterwork light hammer); Full Atk: +12/+7 melee (1d4+4, masterwork light hammer) or +11/+6 melee (1d8+4/×3, masterwork warhammer) or +8 ranged (1d4+4, masterwork light hammer); Space/Reach 5 ft./5 ft.; SQ Dwarf traits; AL N; SV Fort +8, Ref +3, Will +5; Str 18, Dex 12, Con 16, Int 10, Wis 12, Cha 8.

Skills and Feats: Appraise +6, Craft (weaponsmithing) +11, Intimidate +9, Knowledge (dungeoneering) +4, Knowledge (history) +4, Profession (weaponsmith) +7, Sense Motive +5, Speak Common, Speak Dwarven; Power Attack, Skill Focus (Craft [weaponsmithing]), Weapon Focus (light hammer).

Racial Traits: +1 racial bonus on attack rolls against orcs and goblinoids; +2 racial bonus on Will saves against spells and spell-like abilities; +2 racial bonus on Fortitude saves against all poisons; +4 dodge bonus against giants; +4 bonus on ability checks to resist bull rushes or trip attacks (when standing on the ground); darkvision 60 ft.; stonemasonry; dwarves treat dwarven waraxes and urgroshes as martial weapons; +2 racial bonus on Appraise and Craft checks related to stone or metal (not added).

Possessions: Leather armor, masterwork light hammer, masterwork warhammer, *oil of greater magic weapon* +1, 135 gp in coins, 6,000 gp in property and assorted stock.

Allies: Murgunn (smithy partner), Borgrim (dwarf cleric); Leon (Crown proprietor).

Enemies: None.

DWARVEN BLACKSMITH SHOP



1 square = 5 feet



Murgunn: Male dwarf Exp 6/War 1; CR 6; Medium-size humanoid; HD 6d6+18 plus 1d8+3; hp 49; Init +0; Spd 20 ft.; AC 12 (touch 10, flat-footed 12); Base Atk +5; Grp +9; Atk +10 melee (1d4+4, masterwork light hammer); Full Atk: +10 melee (1d4+4, masterwork light hammer) or +10 melee (1d8+4/×3, masterwork battleaxe) or +6 ranged (1d4+4, masterwork light hammer); Space/Reach 5 ft./ 5 ft.; SQ Dwarf traits; AL LN; SV Fort +9, Ref +2, Will +6; Str 19, Dex 11, Con 17, Int 11, Wis 12, Cha 7.

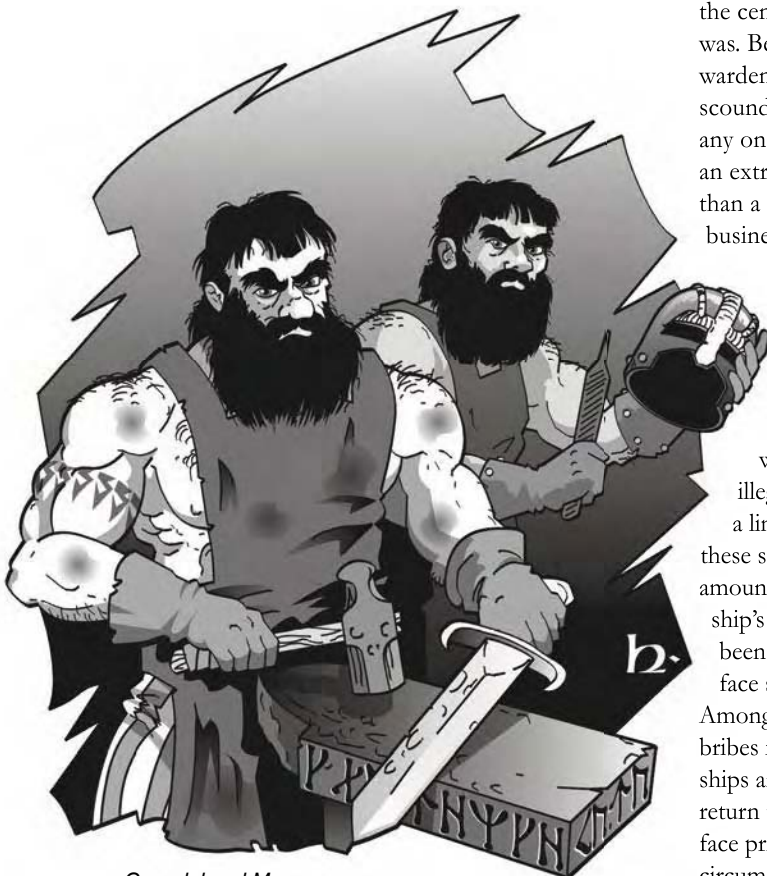
Skills and Feats: Appraise +9, Craft (armorsmithing) +13, Diplomacy +7, Intimidate +7, Knowledge (dungeoneering) +4, Knowledge (history) +5, Profession (armorsmith) +10, Speak Common, Speak Dwarven; Endurance, Great Fortitude, Skill Focus (Craft [armorsmithing]).

Racial Traits: +1 racial bonus on attack rolls against orcs and goblinoids; +2 racial bonus on Will saves against spells and spell-like abilities; +2 racial bonus on Fortitude saves against all poisons; +4 dodge bonus against giants; +4 bonus on ability checks to resist bull rushes or trip attacks (when standing on the ground); darkvision 60 ft.; stonemasonry; dwarves treat dwarven waraxes and urgroshes as martial weapons; +2 racial bonus on Appraise and Craft checks related to stone or metal (not added).

Possessions: Leather armor, masterwork light hammer, masterwork battleaxe, *oil of magic weapon*, 250 gp in coins, 5,880 gp in property and assorted stock.

Allies: Borgrim (dwarf cleric); Gunndol (smithy partner), Leon (Crown proprietor).

Enemies: None.



Gunndol and Murgunn

Tactics: “Who throws away a perfectly good weapon?” “Get up in your foe’s face! Show him whose hammer is cracking his skull!” Both Gunndol and Murgunn prefer close combat to ranged attacks and, if threatened, rush their opponents. They nearly always attempt to flank one opponent and will delay or ready their actions until the other is prepared to strike.

Liberty Harbor

Lining the harbor of the Old Quarter is an extensive series of sun-bleached wooden piers that have seen the weathering of countless seasons and borne witness to some of the most significant moments in Liberty’s sordid history. Vezkin cried out for change from here as he watched his old life burn away. Emperor Orasir proclaimed victory as he surveyed his fleet from the wharves. Prince Dolmir’s blood stained the very same docks as he died trying to reclaim them. In spite of all that history and the momentous changes those events ushered in, the harbor itself and the way of life that revolves around it exist just as they did in the earliest days of Cove Haven. Sailors are still drawn here to seek shelter from tumultuous storms, merchants are still drawn here on the quest for fast profit, and people of all kinds are still drawn here in the search for a new life, a destination, or adventure.

Over the intervening years the individual planks and posts that make up Liberty’s gateway to the world have been replaced countless times, but their collective character remains unchanged. This site began as a refuge for corsairs and smugglers, and though the city may have assumed an air of respectability over the centuries, life on the docks is just as unforgiving as it always was. Beneath the illusion of lawfulness provided by the dock wardens and their regular patrols lies a culture full of sea dogs, scoundrels, and sailors who care little for the conventions of any one port. The men and women who work the open seas are an extremely tough and independent breed, and it takes more than a few rules written in some book to change the way they do business. When the authorities try to put forward new obstacles to free trade, the most determined captains just find new ways around them.

The Public Docks

By city law, every vessel that enters and leaves Liberty Cove must undergo a physical inspection by the dock wardens to ensure that all goods are properly taxed and no illegal wares make their way onto the streets. Because there’s a limited number of dock wardens available to carry out these searches, the inspection process can take an uncomfortable amount of time, as much as three or four days in some cases. A ship’s crew is not allowed to load or unload any cargo until it has been checked, and anyone caught violating this mandate can face severe punishments (especially if contraband is involved). Among those caught, the sea merchants who manage to place bribes in the right places are fined but allowed to leave with their ships and crews intact, sometimes on the condition that they never return to the port. The unlucky ones have their vessels seized and face prison terms, or even capital punishments under extreme circumstances.

In spite of the hazards of smuggling—or perhaps because of them—the city docks are prime real estate for captains looking to get in and out of port as quickly as possible. Vessels moored at Liberty’s docks are given priority on the harbormaster’s list of ships to inspect, which means that their crews usually don’t have to wait as long to start moving cargo. On the other hand, the wardens monitor ships that drop anchor offshore less closely. In order to carry out an arrival inspection, a squad of four dock wardens and a sergeant must row out to the ship, look everything over, and row on to the next ship in line for inspection. This process takes longer and may lead to grumpier inspectors, but at the same time those inspectors are usually in a hurry to get on with other business and don’t pay as much attention to their duties. The isolation also makes it easier to issue bribes directly to the wardens without being observed. Still, the typical inspection delay for an offshore vessel often costs more in lost time than the bribes do in coin. When a space at the docks opens up, it’s not uncommon to find several ships jockeying for position to claim it.

Despite the best efforts of the harbormaster to squelch ship-to-ship trade (because of the difficulty involved in regulating it), many merchants set into port, do their business, and leave without ever setting foot on Liberty’s soil. Cargoes exchanged in this manner are exceedingly hard to track, and a large number of these unregistered transactions are made between the time a ship receives its departing inspection and the time it actually leaves the bay.

Berthing a commercial ship along the piers of the Old Quarter costs an average of 1 gp per day (more for particularly large vessels), and even the captains who bring their vessels to rest out in the cove are charged 5 sp daily just for use of the safe harbor, a fee that adds up while they’re waiting for inspection! Dropping anchor in the sea beyond the rock arch costs nothing (and doesn’t invite any inspection) but this carries its own hazards. The ocean tends to be quite choppy where the estuary waters of the cove flow out to meet it, and there are any number of dangerous undercurrents and riptides throughout this area. A sailor who falls overboard here is at much greater risk than one who does so in the middle of the open sea, and the rough rock-strewn waters make such an occurrence all too likely for those passing through the arch in rowboats or other light craft.

Sedrik Slaike, The Harbormaster

“Welcome to Liberty harbor. My scribe will register your arrival and we’ll schedule your ship for inspection. I hope you’re not in any hurry, though; the port’s a madhouse today.”

The man in charge of bringing order to the chaos of the bay is Sedrik Slaike. Sedrik is a terse and straightforward man in his early forties with dark hair that’s slowly turning gray at the temples. His sea-green eyes seem to miss nothing and he wears a perpetual look of consternation that makes him appear just as busy as he is. He moves with purpose and resolve and wastes no time with idle chatter.

The son of a local merchant and a low-ranking noblewoman, Sedrik grew up in Liberty and has spent nearly his entire life within these walls. After serving for a few years in the city guard as a

dock warden, the keen-eyed and well-read youth became a valued assistant to the harbormaster and eventually earned that job for himself when the old man retired. Slaike has held this position for nearly a decade and shows no signs of slowing down, even after surviving a number of assassination attempts in recent years. During his tenure, Sedrik has collected a number of interesting trinkets and baubles from various sailors. He has an inexplicable fascination with such things and can sometimes be persuaded to accept an interesting but valueless item from foreign lands in place of a more conventional bribe.

On the surface, Sedrik presents himself as a no-nonsense sort of man—a real straight shooter with a fondness for efficiency. Deep down, he’s as susceptible to bribery as any other Old Quarter official. Many are the ship captains who have learned that “accidentally” leaving a few extra gold pieces on the harbormaster’s desk after checking into port will guarantee a prompt, brief, and poorly documented cargo inspection. Likewise, a few more coins can usually ensure that a rival merchant’s vessel undergoes an extensive, thorough, and time-consuming search for contraband.

Sedrik looks on such payoffs as a way of making the docks operate more efficiently and considers it a system for letting the merchant captains police themselves; traders who make a lot of enemies by smuggling goods and underselling their competition eventually pay the price when those competitors tip off the dock wardens. In Slaike’s opinion, there isn’t enough time or manpower to thoroughly search every ship that enters a harbor of such size, and his system at least lets the dock wardens get their job done. If the process also helps Sedrik live a little more comfortably, it’s only a fair reward for his inventiveness and compensation for the many headaches associated with the career.

Among his other duties, Sedrik also holds an honorary seat on the Lords’ Council, where he reports on the state of the harbor and represents the port authority in matters of city policy. This is actually his least favorite duty, primarily because of the tension that exists between Sedrik and the head of the Commerce Guild, another member of the Council. The Commerce Guild looks after the interests of the city’s merchants, while the harbormaster commands many of the people who tax them. Animosity is unavoidable, and it invariably spills over into the Council chambers any time matters of trade and taxation are discussed.

⚔ Sedrik Slaike: Male human Ari 1/Exp 5/War 2; CR 7; Medium-size humanoid; HD 1d8+2 plus 5d6+10 plus 2d8+4; hp 51; Init +4; Spd 30 ft.; AC 12 (touch 10, flat-footed 12); Base Atk +5; Grp +6; Atk +8 melee (1d6+1/19–20, masterwork short sword) or +6 melee (1d4+1/19–20, dagger) or +5 ranged (1d4+1/19–20, dagger); Full Atk + 8 melee (1d6+1/19–20, masterwork short sword) or +6 melee (1d4+1/19–20, dagger) or +5 ranged (1d4+1/19–20, dagger); Space/Reach 5 ft./5 ft.; AL LN; SV Fort +8, Ref +3, Will +13; Str 12, Dex 10, Con 14, Int 14, Wis 16, Cha 10.

Skills and Feats: Appraise +6, Bluff + 5, Climb +4, Diplomacy +4, Gather Information +8, Intimidate +5, Jump +4, Knowledge (history) +3, Knowledge (local) +4, Knowledge (nature) +3, Listen +7, Open Lock +2, Profession (boater) +7, Profession (bookkeeper) +10, Search +8, Sense Motive +10,

Speak Common, Speak Elf, Speak Gnome, Spot +8, Swim +2, Use Rope +4; Alertness, Improved Initiative, Iron Will, Weapon Focus (short sword)

Possessions: Cloak of resistance +2, masterwork short sword, dagger, *potion of water breathing*, leather armor, ledger with cargo manifest notes, belt pouch containing a *dusty rose ioun stone* (+1 AC when used) and a thunderstone, 60 gp in coins, 200 gp in clothes, gems, and trinkets.

Allies: Vird Kasko (watch captain), Lords Samonno and Fainren Hombil (council members).

Enemies: Miana of Sceptren (Commerce Guild mistress), countless smugglers and merchants.

Tactics: A number of attempts on his life have taught Sedrik to be careful, and he has accumulated a few unusual items to help preserve his safety. Because it would attract too much attention otherwise, he keeps the *ioun stone* tucked away in a belt pouch and only brings them out when he senses danger. Likewise, the thunderstone is saved for a real emergency, usually as part of an escape plan. Sedrik does have an impressive degree of skill with his masterwork short sword and has never forgotten his old training as a dock warden, but he still prefers to leave the fighting to the current guards unless they're overmatched. When on duty, he always travels with 1d4 of them.

⚔ **Guards:** Male human War 2.

The Fishing Wharves

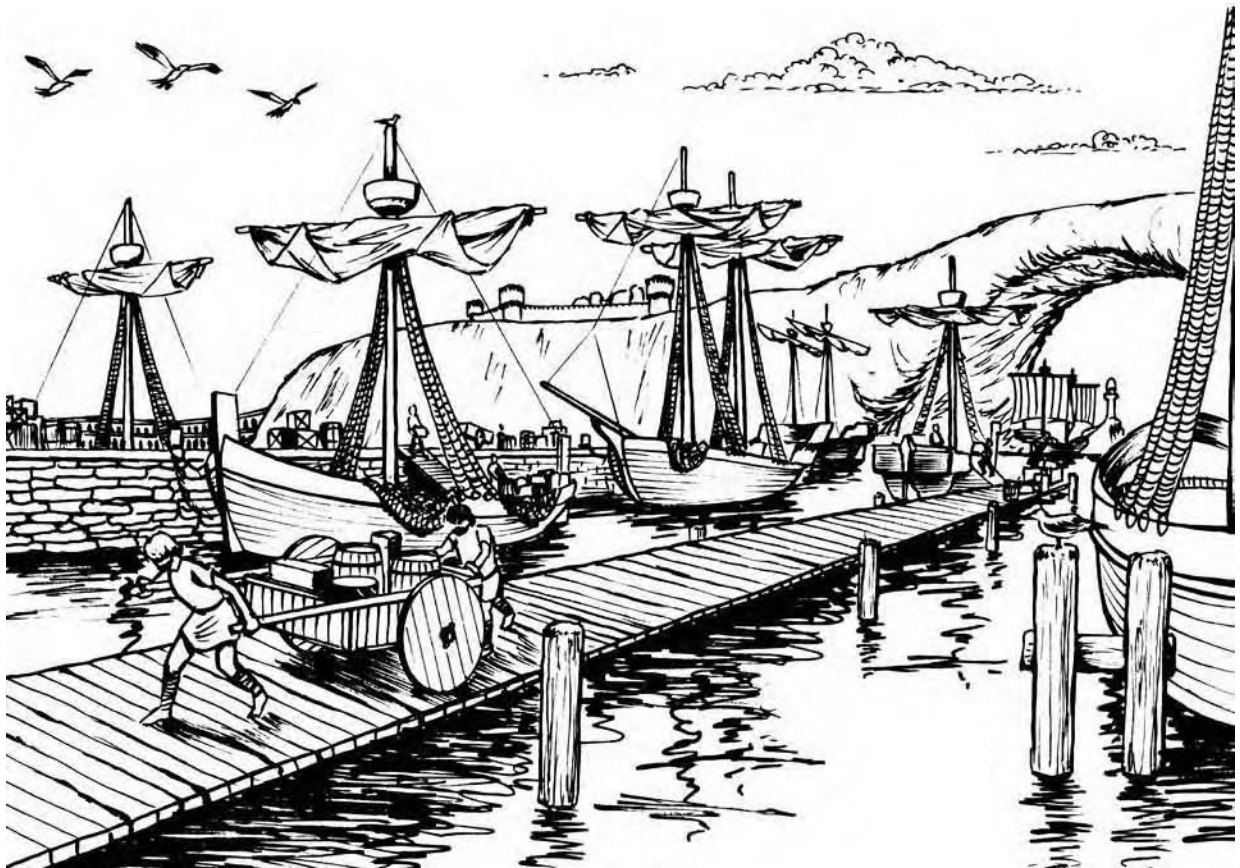
Situated beyond the shipping docks and just south of the public fish market is a set of long piers that serve as a home to the city's

considerable fishing fleet. Trawlers and outriggers are moored around the wharves to create an intricate maze of towlines and booms and fishing nets that would utterly confuse the average person but seems to make perfect sense to the captains and crews who tie their ships here each night and return to them with the coming of day.

Unlike the public docks, fishing boat captains are not charged a daily fee for the use of the dock space here, nor are their cargoes taxed on arrival. Instead, captains are forced to buy a license from the city that permits them fishing rights to local waters, as well as the use of these crowded wharves. The license also stipulates that in times of war the city may conscript these ships and their crews into the city's naval force, but few signatories pay much heed to that provision. It has never been activated.

The fishing fleet of Liberty is made up of a motley collection of vessels that even includes a pair of steam-powered gnomish contraptions, but there's a sense of camaraderie here that runs deeper than the paint on the boats or the features of the people that operate them. The fishermen of Liberty are a close-knit and genuinely friendly bunch who share a common calling to the sea and a love of their trade. Violence is surprisingly rare here even though strong rivalries exist between individual fishing outfits.

There is conflict, though, between the fishing community and the crews of the merchant ships that make their way in and out of Liberty. The conflict stems from one natural problem: The stone archway that forms Liberty's gateway to the sea is only so wide, and ships who wish to pass through that channel



are forced to compete for the right of way. The fishermen of Liberty see themselves and their catches as far more important to the wellbeing of the city and believe that they should have priority. After all, their valuable cargo has a decidedly short life span before it turns into smelly, useless garbage. The free traders and traveling merchants, on the other hand, generally consider themselves lords of the high seas and act accordingly. If the smaller fishing trawlers can't get out of the way when a merchant caravel pulls into port, they deserve to be sunk, at least by the merchants' way of thinking. This competition for right of way through the sea arch has led to a large number of accidents, some of which have sent entire vessels (and occasionally their crews) into the depths of the channel. The sea floor beneath Bernot's Bridge is littered with scuttled ships and the memories of sailors who wouldn't share the passage.

The Fish Market

Just off the boardwalk at the center of the Old Quarter bayfront squats a vast open-air marketplace where those who aren't repulsed by the smell can find every kind of seafood imaginable. This is quite a loud place: Vendors of every common species (and some uncommon ones) can be heard crying out prices in several languages and generally competing for the attention of buyers in any way they can. Some sellers even give out free samples of their product to entice passersby, but they tend to shoo away children and anyone else who looks like he can't afford to buy a full parcel.

Those who aren't too picky about the freshness of their seafood purchases can obtain the equivalent of a common meal for 2 silver or a poor meal for only 4 coppers. As the merchandise sits out in tainted water with no refrigeration, vendors become increasingly desperate to unload it at a discount before it can spoil completely. Unfortunately, they don't always manage to do so quickly enough. With poor meals purchased directly at the fish market, there's a 10% chance that the entree will be contaminated with blinding sickness and the consumer will be at risk of contracting the disease.

⚔ **Blinding Sickness:** Ingested; Fort DC 16; Incubation 1d3 days; 1d4 Str + possible blindness with damage of 2 or more.

While the individual consumer can find unbeatable prices here, the fish market thrives on more important clients. The buyers from various inns, taverns, feasthalls, and other dining establishments throughout the city converge on the fish market each morning to bid on the choicest catches to serve their patrons. There's also a smaller late-evening bustle when the most dedicated buyers who aren't afraid to walk the lantern-lit boardwalk at night arrive to compete over the very freshest fish that have just been harvested. Most of the seafood vendors keep their goods cold overnight in magically chilled warehouses adjacent to the market, but enough of these latecomers show up that several of the larger sellers work longer hours to fill the demand.

At one end of this public market stands the blockhouse: a large tavern that many city residents recognize as the base of operations for the local Thieves' Guild and avoid accordingly. The street wardens keep a particularly close watch on this end of the market, except on those occasions when they are paid to do otherwise.

The Jetties

The main piers and fishing docks are not the only part of Liberty's harbor to see a lot of traffic. Further along the bayfront, towards the Mercenary district and the rest of the city, lie the jetties, a set of smaller public docks and landings where dinghies and rowboats can come ashore and remain protected from the heaviest waves by a series of breakwaters. This area is not meant for commercial activity and is not as heavily patrolled as the main docks, but anyone caught bringing cargo ashore here is treated as a smuggler even if it's an honest mistake.

Many of the more well-to-do citizens of the Old Quarter permanently moor their personal craft here at the jetties, though they do so at their own risk—Liberty's scoundrels make off with such unattended boats at an alarming rate. Firewood fetches a fair price in the city, and it's hard to get it any cheaper than this. Some owners even pay members of the city's homeless population to spend the nights sleeping in their boats as a way of discouraging would-be thieves. It doesn't always work.

The Shipyard

Near the western edge of the harbor, right next to the sea arch, can be found the Old Quarter shipyard. Channels have been dug into the shoreline to make room for the launching of small and medium-sized vessels, but the whole outfit is squeezed into a space that nature never intended for this purpose. As a result, the operation's efficiency is limited and the business is incapable of constructing more than two or three ships simultaneously.

At one time, years ago, this was a privately owned enterprise, but the lack of room in which to expand left it vulnerable to competition and the owners eventually surrendered the property to the city and shipped out to try their luck elsewhere. The site is now used mainly for the repair of existing ships that enter Liberty Cove with leaky hulls, split masts, or other damage.

The Locksmith

Marl Latham runs a small locksmithing business near the bridge over the Silverwash and lives out of a small room in back, from which he has an excellent view of the harbor. Once a member of the Thieves' Guild, he retired from the criminal life many years ago and is content now to craft locks rather than to pick them. Thieves' Guild officers still consult with him from time to time, and he has even taken on an apprentice or two over the years. It's rumored that he has a key to every lock in the Old Quarter, but those who know him understand that he doesn't particularly need keys to get past a lock.

Less well known about Marl is that he was once the apprentice of a thief named Bernot, the same Bernot who is rumored to have escaped from the prince's dungeons via the arch of rock that spans the channel (see Bernot's Bridge). As such, Marl knows the bridge's real secret: There is no entrance under the arch. The entrance is actually outside the city walls, in the ruins of an old villa. In fact, with the aid of his *slippers of spider climbing*, Marl assisted Bernot in placing all of the spikes that gave rise to the story of Bernot's miraculous escape. Bernot, despite being a thief, worried that if word spread that a secret

entrance to the palace lay outside the city walls, the city could fall to an invading army in a matter of hours.

If Marl hears that someone he happens to like is planning to climb Bernot's Bridge, he volunteers his slippers to make the climb easier. He knows that if he told someone that there was no entrance under the arch, they wouldn't believe him. If they insist on finding out for themselves, he'd prefer they not get killed in the process.

Marl Latham

"Sorry, can't help you. I make locks now. I don't pick them anymore."

Wrinkled and stooped with grizzled patches of white hair and stubble, Marl is the very picture of an innocuous old man. He dresses in clean but tattered clothing and frequently wears a wide-brimmed hat to shade his eyes. Unfamiliar eyes might actually mistake him for a laconic old farmer instead of the city's foremost locksmith.

Marl Latham had retired from the Thieves' Guild before Sepris returned from his travels. For a long time he had been the Guild's informal instructor in the art of picking locks, but rarely did jobs himself. He used what little money he had to open a locksmithing shop and lived a quiet and comfortable life for many years. When Sepris and Parkol took over, they came to him out of respect, and to ensure that he had no quibble with their leadership of the Guild.

Marl Latham: Male human Rog 6/Exp 3; CR 8; Medium-size humanoid; HD 9d6; hp 34; Init +2; Spd 30 ft.; AC 12 (touch 12, flat-footed 12); Base Atk +6; Grp +5; Atk +6 melee (1d4-1/19-20, masterwork dagger); Full Atk: +6/+1 melee (1d4-1/19-20, masterwork dagger) or +9/+4 ranged (1d4-1/19-20, masterwork dagger); Space/Reach 5 ft./ 5 ft.; SA Sneak attack +3d6; SQ Trapfinding, evasion, trap sense +2, uncanny dodge; AL NG; SV Fort +3, Ref +8, Will +6; Str 8, Dex 15, Con 11, Int 15, Wis 14, Cha 13.

Skills and Feats: Craft (locksmithing) +11, Disable Device +21, Escape Artist +16, Gather Information +9, Hide +16, Knowledge (architecture and engineering) +8, Knowledge (local) +12, Listen +11, Move Silently +16, Open Lock +25, Search +14, Sleight of Hand +9, Speak Common, Speak Dwarven, Speak Elven, Use

Rope +11; Nimble Fingers, Skill Focus (Craft [locksmithing]), Skill Focus (Disable Device), Skill Focus (Open Lock), Stealthy.

Possessions: Masterwork dagger, masterwork thieves' tools, *potion of invisibility*, *vest of escape*, *slippers of spider climbing*, 90 gp in coins, 1,200 gp in property and stock.

Allies: Sepris (Thieves' Guild leader); Parkol (Thieves' Guild lieutenant); Spendi (Old Man Vosch's Orphanage).

Enemies: None.

Tactics: Despite his advanced years, Marl is still formidable in a fight—though no one has challenged him in almost twenty years. If given a chance, he retreats far enough to drink his *potion of invisibility* without being seen, giving the impression that he's fled entirely. In fact, if he's given the chance, he actually does so; he'd rather depart invisibly than fight and be seen. If he must fight, he tries to ensure that there's only one enemy between him and freedom. A sneak attack won't do much good if he's suddenly in plain view of several enemies.

The Old Market

When the Old Quarter was all there was of Liberty, it had a bustling dockside market where the locals gathered to buy, sell, and gossip. As the town got bigger, the market outgrew its original location, and by the time the town became a city, the crowds had moved to a more fashionable neighborhood. The Old Market still remains—small, but thriving.

The Old Market is the heart of the community, a place where the citizens of the Old Quarter are free to shop and talk without being chased away by the market wardens for loitering. The booths, tents, and occasional shops of the Old Market sell mostly food and dry goods, though ship captains and caravan masters sell trips to other lands (not that too many here could afford such luxuries), and hire hearty youths to work for their passage out of Liberty.

Most of the merchants in the Old Market work out of the market's free-for-use three-sided stalls. There are also some booths for the slightly more organized—essentially wooden huts held in place by stakes (or the proximity of neighboring booths). Each booth has a broad window in front, its horizontal shutters double as both a countertop and a crude awnings when open. Entrance is through a door in the back, and poor merchants live and sleep in their booths. Slightly more permanent market sellers erect tents to serve as workplace and sleeping quarters, and a handful of merchants actually build small shops from which to do business, with small apartments in back or above. Many peddlers carry their wares in trays hung about their necks and simply stroll through the market and the streets, taking their business straight to the customers.

All markets in Liberty are administrated by the Merchants' Guild and policed by the market wardens—in theory. The Merchants' Guild doesn't have anyone brave enough to try to oversee trade in the Old Market, and the market wardens, both of them, generally spend the day drinking at a wine seller's booth, trading the "security" of their presence for free drinks. They usually make three circuits of the market each day—breakfast, lunch, and dinner, not coincidentally—at which time they help themselves to anything that strikes their fancies.

LOCKSMITH'S SHOP



Shouts of “Wardens coming!” precede them as they work their way through the crowds, warning the merchants to close up shop until the wardens pass, if they can.

✦ **Market Wardens:** Two 2nd-level human Warriors.

✦ **Typical Merchant:** Exp 4.

Buying and Selling

The peddlers, merchants, and shopkeepers of the Old Market sell adventuring gear, clothing, food, and even cheap tools. A few sell second-hand weapons and armor (albeit at full price), but the laws of Liberty prohibit the sale of certain weapons and types of armor. Thus, most weapon selections include only daggers, short swords, light maces, and slings, and most armor selections are limited to padded armor, hide armor, leather armor, and the occasional suit of studded leather. The Old Market is only so big and the neighborhood has only so much of value: Those looking for anything with a price in excess of 25 gp are best advised to seek elsewhere.

Though selling normally requires a license from the Merchants’ Guild, that law goes unenforced in the Old Market. Anyone with something to peddle can simply stand about offering it to passers-by, though in the thug-riddled Old Quarter this practice is so risky that it’s known as “begging for bruises.” The wisest move is to arrive before dawn and occupy one of the market’s three-sided stalls; they’re seldom occupied overnight given their complete lack of security. Of course, some merchants feel that they have a claim on certain stalls and become extremely incensed when they find strangers occupying “their” stalls—but what’s breakfast in the Old Quarter without a heated altercation?

Haggling is the order of the day in the Old Market, though the more permanent merchants refuse to negotiate a different price with someone they’ve never met. Nearly all the merchants set their prices with the idea in mind that they’ll barter for the goods they need, or at least reward past favors with a discount. Buyers who have never done any particular favors for a merchant or who bring no goods or services that merchant needs are out of luck. Many Old Market merchants actually raise their prices when a stranger asks for a discount, and keep raising it until the fool catches on.

Durvun Hardbargain

“It’s worth just over thirty thousand. I’ll give you three thousand right now, or you can wait a few days, and I’ll give you six thousand. Feel free to shop around while you’re waiting, but I can guarantee that while other dealers might give a better percentage on goods in general, they can’t afford to pay that high a percentage on an item with this kind of value.”

The most prestigious dealer in stolen goods in all of the Old Quarter is a fastidious little halfling named Durvun, known mostly by his nickname: Durvun “Hardbargain.” Durvun is the preeminent fence because, of all the fences in the Old Quarter, he is the only one who can afford to purchase high-price items. Others may offer as much as 30% for stolen goods, but not for anything worth more than 5,000 gp. (Even then, it may take a while to collect it all.) Durvun, on the other hand, only offers 20% (10% if the seller needs the money now), but there is little he can’t buy.

Durvun offers appraisals on any item brought to him for sale for 5% of the item’s value, and he’s scrupulously honest about the value. With the aid of a *ring of identify*, Durvun can also appraise magic items, and such items are where he makes the most profit. The Imperial University always needs magical tomes and manuals, and what they don’t buy he can usually sell in the Arcane Bazaar or at the guildhouse of the Free Explorers’ Society. He also does a fairly brisk trade in arcane items with a sorcerer named Haevnan, who not only visits from time to time looking for bargains, but occasionally contracts Durvun to locate specific items.

Immaculately groomed and always well dressed, Durvun is a striking figure for someone so small. He is clean-shaven like most halflings, but he does have long, dark sideburns that frame his face and give him a constant look of slight disapproval. His ruddy skin gives him a slightly diabolical appearance, and the gleam that comes into his eyes during a deal does nothing to dispel that image.

Durvun claims to have been a resident of Liberty all his life, though no one in the Old Quarter remembers him being around for longer than the last ten years. Around that time, he paid a visit to Sepris’s fledgling Thieves’ Guild and offered his services, though he made the provision that he himself had no desire to join the organization. In return for a standard percentage for Guild members (and a 10% bonus for Guild officers), Sepris agreed. Since that time, Durvun has gradually made his presence more widely known, dealing with nearly anyone who brings him items of dubious provenance. Though he operates almost entirely in the Old Quarter, he apparently socializes mostly in other parts of the city or not at all; he’s rarely ever seen on the streets of the Old Quarter except when he’s out doing business.

✦ **Durvun Hardbargain:** Male halfling Exp 13; CR 12; Small humanoid; HD 13d6+13; hp 61; Init +2; Spd 20 ft.; AC 15 (touch 15, flat-footed 13); Base Atk +9; Grp +4; Atk +10 melee (1d4/19–20, +1 *short sword*); Full Atk: +10/+5 melee (1d4/19–20, +1 *short sword*) or +12/+7 ranged; Space/Reach 5 ft./ 5 ft.; SQ Halfling traits; AL LN; SV Fort +6, Ref +7, Will +10; Str 8, Dex 14, Con 12, Int 17, Wis 13, Cha 15.

Skills and Feats: Appraise +22, Bluff +21, Diplomacy +23, Disable Device +11, Gather Information +10, Knowledge (history) +11, Knowledge (local) +11, Knowledge (nobility and royalty) +11, Knowledge (religion) +11, Search +11, Sense Motive +11, Speak Common, Speak Dwarven, Speak Elven, Speak Gnome, Speak Halfling, Use Magic Device +21; Negotiator, Skill Focus (Appraise), Skill Focus (Bluff), Skill Focus (Diplomacy), Skill Focus (Use Magic Device).

Racial Traits: +2 morale bonus on saving throws against fear; +1 racial bonus on all saving throws; +1 racial attack bonus with thrown weapons and slings; +2 racial bonus on Climb, Jump, Listen, and Move Silently checks.

Possessions: *Ring of identify*, *earth elemental gem*, *ring of protection* +2, +1 *short sword*, 40 gp in coins, 2,600 gp in property and stock, 13,000 gp in clothes, gems, and jewelry.

Allies: Sepris (Thieves’ Guild leader); Parkol (Thieves’ Guild lieutenant); Haevnan (Cult of the Silent Heart); Rumennera (rogue mage).

Enemies: Vird Kasko (watch captain); Lothor (Noble Quarter watch captain); Elzerel Sek (Noble Quarter merchant).

Tactics: Durvun surrounds himself with guards so he doesn't have to fight. But if they prove insufficient, he employs one of two tactics. Ordinary foes face his magic short sword, while more dangerous (or magical) foes prompt him to smash his *elemental gem* and call forth a Large earth elemental to keep his foe busy while he flees.

Ring of Identify

On command, this ring allows the wearer to determine all magic properties of a single magic item, as though he had cast an *identify* spell. The identification process requires one hour per item.

Faint divination; CL 12th; Forge Ring, *identify*; Price 6,800 gp.

Jamon the Sellspell

"Anybody in the Old Market can sell you a charm to make you better looking, stronger, whatever. Mine work. Or do you already have magic and just don't know what it is? Either way, I can help."

A now-faded but once gaily colored tent on the landward side of the Old Market is the booth and home of the young wizard Jamon, known in the Old Quarter as "Jamon the Sellspell." Jamon crafts and sells scrolls, potions, and wondrous items at a 20% markup over the usual price, his reasoning being that anyone who can't afford to be seen shopping in the Arcane Bazaar doesn't have much room to be picky about prices.

Jamon is also available to cast *identify* on magic items at a cost of 175 gp per item. Again, his reasoning is that people wouldn't

come to him with magic items unless they had a good reason not to go to one of the Old Quarter's other wizards or to the Thieves' Guild. The extra gold buys Jamon's silence. While he doesn't get many customers, a few gold pieces of profit every month is enough to get by in the Old Quarter.

Many young thieves in the Old Quarter wonder why no one has thought to rob Jamon, given that he carries around a bulging haversack full of magic potions and scrolls. In fact, Jamon has taken great pains to develop a reputation as a powerful mage with all manner of magical protections. A *scroll of major image* cast before a judiciously gullible audience can work wonders. Now no one interferes with Jamon unless they want to have their weapons turned back upon them, their flesh blasted from their bones, and their ashes swept up into a tiny vial Jamon wears on a thong around his neck—a vial from the open mouth of which can faintly be heard the sound of men screaming and begging for mercy. Jamon is particularly proud of that last flourish, and sometimes pretends to toy thoughtfully with the vial (which actually contains his *potion of mage armor*) when someone is being difficult with him, just as a reminder of the kind of wizard with which they're dealing.

Jamon is young man in his early twenties with a ready smile and a pleasant demeanor. He wears his dark hair back in a short braid and sports a close-clipped mustache and goatee. Over his slightly faded wizard's robe he carries a haversack bulging with his potions, scrolls, and wands.

Jamon was overjoyed to learn that he had magical potential, but when he arrived at the Imperial University he discovered that didn't make him anywhere near as special as he had thought.



Interested neither in the life of a career student nor the risks of adventuring, Jamon decided that he could use his natural aptitude to create magic items and his natural charm to sell them. Of course, the Bazaar was full of wizards selling their wares, so Jamon set his sights on a slightly different market: the Old Quarter.

Jamon: Male human Wiz 6; CR 6; Medium-size humanoid; HD 6d4; hp 19; Init +0; Spd 30 ft.; AC 12 (touch 10, flat-footed 12); Base Atk +3; Grp +2; Atk +2 melee (1d6–1, quarterstaff); Full Atk: +2 melee (1d6–1, quarterstaff) or +2 melee (1d4–1/19–20, dagger) or +3 ranged (1d4–1/19–20, dagger); Space/Reach 5 ft./ 5 ft.; AL CN; SV Fort +3, Ref +3, Will +7; Str 9, Dex 11, Con 11, Int 15, Wis 12, Cha 14.

Skills and Feats: Concentration +9, Decipher Script +11, Knowledge (arcana) +11, Profession (merchant) +10, Speak Common, Speak Draconic, Speak Elven, Spellcraft +11; Brew Potion, Craft Wand, Craft Wondrous Item, Eschew Materials, Scribe Scroll, Toughness.

Spells Prepared: (4/4/4/2; base DC = 12 + spell level): 0—*detect magic*, *daze*, *read magic*; 1st—*charm person*, *identify* (×2), *mage armor*, 2nd—*arcane lock*, *bull's strength*, *eagle's splendor* (×2); 3rd—*haste*, *hold person*.

Spellbook: 0—*arcane mark*, *dancing lights*, *daze*, *detect magic*, *detect poison*, *disrupt undead*, *flare*, *ghost sound*, *light*, *mage hand*, *mending*, *open/close*, *prestidigitation*, *ray of frost*, *read magic*, *resistance*; 1st—*charm person*, *hold portal*, *identify*, *mage armor*, *magic missile*, *magic weapon*; 2nd—*arcane lock*, *bull's strength*, *eagle's splendor*; 3rd—*fly*, *greater magic weapon*, *haste*, *hold person*.

Possessions: Quarterstaff, dagger, bracers of armor +2, cloak of resistance +1, potion of mage armor, oil of magic weapon, potion of bull's strength, potion of eagle's splendor, potion of fly, oil of greater magic weapon, potion of haste, scroll of charm person, scroll of hold portal, scroll of identify, scroll of mage armor, scroll of magic weapon, scroll of arcane lock, scroll of fly, scroll of greater magic weapon, wand of detect magic, wand of charm person, wand of magic missile, 15 gp in coins, 50 gp in property, 50 gp in clothes, gems, and jewelry.

Allies: Bruden Bickle (warehouse owner); Starpa Rozimur (scribe); Captain Varribo (Sea-Wolf tavern owner).

Enemies: None.

Tactics: When presented with an option, Jamon fights with his *wand of charm person*. He's not interested in permanently harming anyone so long as a good *charm person* spell keeps assailants at bay. When backed into a corner, though, Jamon goes for his *potion of bull's strength*, and follows with his staff. Even so, he flees at the first opportunity, often dropping a silver piece as he goes in the hope that a little guaranteed reward is more desirable to a would-be robber than a potentially fruitless chase through the streets.

Maegrin's Marvelous Menagerie

There is a place situated on a shelf of land half way up the cliff between the Old Quarter and Noble District where nobles and commoners alike mingle freely, sharing a mutual fascination for the grotesque, fearsome, and bizarre. This permanent freak show draws regular patrons from across the city and even summons wealthy visitors from as far away as the High Kingdom and Southern Empire. It is known as "Maegrin's Marvelous Menagerie," and it is home to some of the most amazing creatures to be found in all of the surrounding lands.

Named after its creator and proprietor, Maegrin Crask, the carnival-like Menagerie hides a dire secret: Not all of the creatures on display here are truly what they appear to be. Some of the most remarkable beasts and aberrations are, in truth, victims of Crask's *wand of baleful polymorph*. It's a secret that would destroy him if it ever got out: a secret he has often killed to protect.



The creatures imprisoned here—natural and *polymorphed* alike—exist in conditions that are almost as gruesome as the most repugnant of their number. The menagerie actually loses quite a few of its more exotic beasts each year to diseases like filth fever. Death from starvation is also a problem: Many of the creatures require foods that aren't readily available. When this happens, Crask simply feeds the corpse to one of the Menagerie's many scavengers and replaces the creature with a newly purchased or newly created specimen as soon as possible, usually before the public even notices a disappearance. Of course, the living conditions inherent to the zoo are kept carefully out of the public eye—Crask pays his handlers well for their silence on the matter—and few people suspect that the situation behind the showing pens is quite grim indeed.

The Menagerie is a combination open-air courtyard display and enclosed gallery. General admittance to the site can be obtained

Creatures of the Menagerie

Any or all of the following animals, plants, beasts, magical beasts, and aberrations can be found within the Menagerie's walls, at the GM's discretion. Creatures marked with an asterisk (*) are actually polymorphed individuals: Crask's enemies, people who learned his secrets, or simply those who happened to cross his path at the wrong time. The listed Challenge Ratings are for a normal version of the creature in complete health. Those listed with two asterisks (**) may have an effective

CR different from that indicated to reflect the diminished capabilities of the specific Menagerie monster. Among other things, polymorphed creatures lack the supernatural and extraordinary abilities of the authentic creature, and some monsters have been crippled in specific ways to neutralize their most dangerous abilities. Others are simply atypical in size or maturity. All creatures are contained through means appropriate to their species, some more effectively than others.

Table 1-2: Creatures of the Menagerie

General Display Creatures		
Creature	Special Notes	CR
Ankheg*	A former handler who learned too much; acid gland was cut out after transformation	3**
Assassin Vine	Grown from an imported cutting; fed carcasses and isolated by a 30' radius circle	3
Dire Ape	Caught overseas and shipped here in a cage; often hurls debris from his pen	3
Ettin	Sold by a group of dwarves who caught it marauding in their territory to the East	5
Giant Owl*	A former beast catcher who tried to blackmail Crask; wings have been clipped	3**
Medium-size Octopus	6 HD; Sometimes tries to catch and eat Small visitors; labeled as a "baby giant octopus"	1**
Merman	A merfolk lord netted by fishermen and sold to Maegrin; has lost all hope of rescue	1/2
Owlbear*	Formerly a nobleman named Tenrin; tries to communicate with guests via gestures	4
Rust Monster	Kept in a stone cage and fed by visitors who occasionally throw it coins to eat	3
Shambling Mound*	A former watch warden; sometimes fed living creatures for the amusement of the crowd	6**
Troll, female	Her will unbroken, she remains desperate to escape	5
Interior Gallery Creatures		
Creature	Special Notes	CR
Baby Griffon	Recently stolen from the aviary pens of the Arcane Quarter; not yet on display	4**
Blinded Basilisk	Caught, maimed, and sold by a daring adventurer	5**
Drider*	A young guttersnipe bought from Vosch's orphanage; wears <i>collar of silence</i>	7**
Grick*	A former business partner who had second thoughts about the <i>polymorph</i> scam	3
Hell Hound	Heavily scarred by the adventurers who trapped it; kept in a 40 ft. pit for guests' safety	3
Homunculous	Taken from an evil mage of the High Kingdom and sold here; owner still seeks it	1
Otyugh*	A former cutpurse who was caught in the courtyard; fed rotten fish from the market	4
Pseudodragon*	A halfling thief who helped Crask obtain the griffon mentioned above	1**
Very Young Black Dragon	Imported from the Far South as an unhatched egg; raised in captivity	3

for a single silver coin, but the most exotic and impressive creatures are kept in the indoor plaza. Gaining access to this special showroom costs a full gold piece. Many of the exterior pens are built into the encircling cliff, and a network of passages and feeding chambers is carved into the rock behind.

While Maegrin claims that his attractions are quite safe and the public seems to believe him, the street wardens keep a close eye on this part of the city. They know that even a single escaping

creature could cause a great deal of havoc before being brought down, and between the Menagerie and the nearby asylum there is the potential for disaster.

Because most of the beasts contained in this place are inherently dangerous, the life expectancy of a handler is almost as short as the unfortunate creatures they manage. Maegrin frequently has openings that he needs to fill and he's always on the lookout for people, (such as adventurers) who have

experience with dangerous monsters. The Free Explorers' Society frowns on members who take work in the Menagerie precisely because so many such individuals have lost their lives to the occupation, but the job pays well enough to strongly tempt the unwary.

There is, of course, another way to get Maegrin's money. Those with the nerve and skill to capture a dangerous and rare beast in the wild and transport it back to the city can sometimes fetch an outstanding price from the Menagerie's owner for their effort—if the specimen is unusual enough. Crask prefers to make such arrangements before the creatures actually arrive at Liberty's gates, however. The wardens are understandably concerned and it takes a lot of very hefty bribes in the right places to get a monster through the gates.

Utresska Fazalle, a foreign ranger, serves as the Menagerie's groundskeeper and Maegrin's confidant. She trains and oversees the handlers and looks after the general security of the menagerie. She is the only member of the staff who knows Crask's big secret and is paid handsomely to protect that secret from the overly-curious.

✦ **Utresska Fazalle:** Female human Rng 4.

✦ **Handlers:** Six 3rd-level warriors.

✦ **Gatekeepers:** Two 1st-level commoners.

Maegrin Crask

"Welcome to my Marvelous Menagerie: the greatest display of exotic creatures ever to be collected in one place! Please bear in mind that this is no petting zoo...these are the most perilous monsters you'll ever see. Keep your limbs out of the cages if you don't want to lose them!"

Maegrin is a middle-aged fellow with moderately short salt-and-pepper hair and more than his fair share of scars and disfigurements. Most of these aren't overly noticeable, but one slash mark above his right eye left him with a gap in his eyebrow and a slightly sinister appearance that doesn't fade when he smiles. His gold-rimmed spectacles don't do much to hide it either, but they do give him a decidedly academic air. Obviously a veteran of many dangerous excursions, the wizard walks with a slight limp as a result of some old adventuring injuries and can no longer move as quickly as he once did: He still has a bit of manticores spike in his left hip.

Maegrin Crask was an adventuring wizard with a mean streak who traveled with a similarly powerful and immoral group of people until a chance encounter with a pack of manticores killed most of

his party and nearly claimed Maegrin's life as well. The wizard always had a fondness for collecting trophies of the beasts they encountered, but this incident made him rethink his chosen occupation. He decided that he'd rather experience exotic wildlife from behind a wall of force, and it occurred to him that others might pay good coin to do the same. He used some of his old adventuring loot to purchase some private land in Liberty, tore down the historic buildings that stood there, and began to build his Menagerie one beast at a time. He now spends his free time building wands in his magical laboratory and deciding what new monstrosity to add to his show the next time an easy victim presents itself. At present, he's strongly considering a unicorn or a second grick.

✦ **Maegrin Crask:** Male human Wiz 13; CR 13; Medium-size humanoid; HD 13d4; hp 34; Init +6; Spd 30 ft.; AC 13 (touch 12, flat-footed 11); Base Atk +6; Grp +6; Atk +7 melee (1d4+1/19–20 plus spell, +1 *dagger of spell storing*) or +9 ranged (1d4+1/19–20 plus spell, +1 *dagger of spell storing*); Full Atk +7/+2 melee (1d4+1/19–20 plus spell, +1 *dagger of spell storing*) or +9 (1d4+1/19–20 plus spell, +1 *dagger of spell storing*); Space/Reach 5 ft./5 ft.; SQ Familiar (Mezzik), transmutation specialist (illusion and necromancy prohibited); AL CE; SV Fort +7, Ref +7, Will +9; Str 10, Dex 15, Con 10, Int 17, Wis 11, Cha 8.

Skills and Feats: Appraise +4, Bluff +5, Concentration +10, Craft (alchemy) +7, Craft (bookbinding) +7, Craft (calligraphy) +5, Craft (metalworking) +4, Disguise +5, Gather Information +3, Handle Animal +1, Knowledge (arcana) +13, Knowledge (nature) +6, Knowledge (dungeoneering) +8, Open Lock +4, Spellcraft +14, Spot +2; Combat Casting, Craft Wand, Craft Wondrous Item, Heighten Spell, Improved Initiative, Quicken Spell, Spell Focus (transmutation), Spell Penetration.

Spells Prepared: (5/6/6/6/5/4/3/2; base DC = 13 + spell level): 0—*daze*, *detect magic*, *mage hand*, *mending*, *resistance*; 1st—*burning hands*, *charm person*, *enlarge person*, *hypnotism*, *magic missile*, *sleep*; 2nd—*alter self* (×2), *arcane lock* (×2), *glitterdust* (×3); 3rd—*haste*, *hold person* (×3), *lightning bolt*, *suggestion*; 4th—*charm monster* (×2), *confusion*, *polymorph*, *stone shape*; 5th—*baleful polymorph* (×2), *hold monster*, *wall of force*; 6th—*contingency**, *flesh to stone*, *summon monster VI*; 7th—*ethereal jaunt*, *forcecage*.

Spellbook: 0—*arcane mark*, *dancing lights*, *daze*, *detect magic*, *flare*, *light*, *mage hand*, *mending*, *open/close*, *prestidigitation*, *ray of frost*, *read magic*, *resistance*;



Maegrin Crask

b.

1st—*alarm, burning hands, charm person, enlarge person, hypnotism, magic missile, sleep, summon monster I*; 2nd—*alter self, arcane lock, glitterdust*; 3rd—*haste, hold person, lightning bolt, suggestion*; 4th—*charm monster, confusion, dimensional anchor, polymorph*; 5th—*animal growth, baleful polymorph, feeblemind, hold monster, permanency, wall of force*; 6th—*contingency, flesh to stone, summon monster VI*; 7th—*forcecage, ethereal jaunt*.

Possessions: *Amulet of natural armor +1, flask of antitoxin, cloak of resistance +1, +1 dagger of spell storing (currently storing hold person), disguise kit, wand of charm person, wand of baleful polymorph, wand of shocking grasp, magical laboratory, Maegrin's Marvelous Menagerie, 250 gp in coin, 650 gp in clothes, gems, jewelry, and spell components.*

Allies: Bolo the Rogue (Chaos Pit owner); Deacon Pryce (Old Fortress owner); Semsin Taggart (retired adventurer).

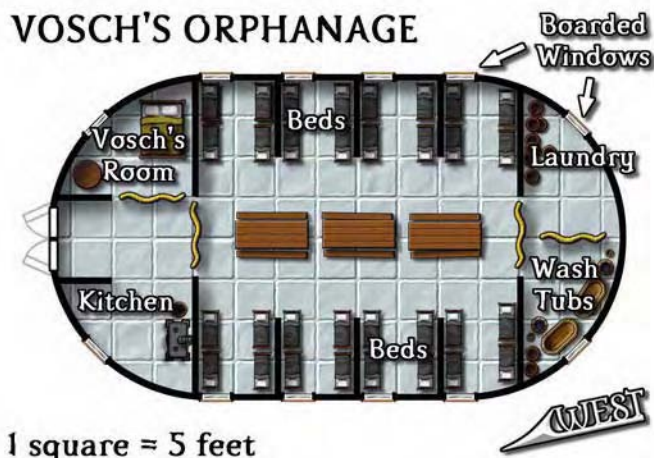
Enemies: Most of the *polymorphed* creatures in his Menagerie.

Tactics: Years of adventuring experience and a great many close calls have taught Maegrin not to take any chances with his safety, but he can't help but try to add to his collection of creatures. His contingency spell is set up to turn anyone who attempts to do him bodily harm into a squid via *baleful polymorph*. If anyone ever triggers this effect, Maegrin plans to put it the result on display as a "baby giant squid." When faced with a real combat situation, the wizard prefers to take opponents out of the fight using *forcecage, confusion, hold person, sleep*, and similar spells. Once all of his foes are neutralized, he can decide how best to dispose of them. He saves his *summon monster* spells to buy time in encounters that can't be resolved so easily.

♣ **Mezzik, Rat Familiar:** HD 13; hp 20; Atk +8 melee; AC 21; SQ Alertness, improved evasion, share spells, empathic link, deliver touch spells, speak with Maegrin, speak with rats, scry on familiar; SR 18; Int 12; see *MM*, Chapter 2.

Old Man Vosch's Orphanage

For some of Liberty's parents, children are a nuisance, and they're thrown out of the house as soon as they're able to walk. Other times the Thieves' Guild makes them orphans. The temples take in some of these unfortunates, but those who cannot adapt to the monastic life are remanded to the custody of one of



Liberty's orphanages. The healthier and more well-adjusted ones go to orphanages in the better districts. The rest go to Vosch's orphanage in the Old Quarter.

"Old Man Vosch" is a despicable figure. Self-centered, dull-witted, one-eyed, vicious, and usually drunk, Vosch only runs the orphanage because of the subsidy paid to him by the Temple of Umit for the care and education of the children. Vosch spends most of that money on himself and sends the children out into the streets every day to beg for their food.

To his credit, Vosch is merely cruel; he might abuse the children, but he doesn't molest them. In fact, he rarely has anything to do with them, instead letting the older children take care of the younger ones. He only gets truly vicious whenever he's forced to sober up for an inspection by the temple or if one of the children gets him in trouble with the law—or the Thieves' Guild. The latter happens more than Vosch would like: So many of his charges prefer stealing to begging and Sepris doesn't approve of sending children out to steal. To avoid beatings from the Guild, Vosch beats any child who he even suspects of stealing.

Ironically, learning to avoid his notice (and thus his wrath) actually makes them better at hiding, and slipping past his vicious dog (see *MM*, Chapter 2) makes them better at sneaking. One of the older children, Spendi, is a perfect example: a guttersnipe who's learned to be a thief just to survive the orphanage.

♣ **Old Man Vosch:** Male human Com 5.

Spendi

"I do what I do to help people who can't help themselves. Can you say the same about why you do what you do?"

A mere slip of a girl, Spendi is a dirty guttersnipe with bare feet and keen, sea-green eyes. Her clothing amounts to a simple tunic, belted with a braided leather cord. She makes no effort to hide her elven ears, but they're rarely visible under her tangled hair. She is still just a child (accounting for her size and speed); except for her high voice, Spendi could almost pass for an elven boy.

Spendi has never known a time when she didn't live at the orphanage. Her life has been spent begging for food, avoiding beatings from Vosch, fending off older children, dodging footpads and perverts, and fighting to survive. Spendi began her career as a thief by stealing food and graduated up to shoplifting and rolling drunks. Lately, she has been spending time with Marl Latham, and has been learning much from him about the art of burglary.

Provided she can smuggle her loot past Old Man Vosch each night, Spendi shares whatever she steals with the rest of the kids at the orphanage. This means she rarely has money for herself, but it hasn't yet occurred to her that she *needs* money for herself. As the oldest of the children still living at the orphanage, Spendi sees herself as sort of a "big sister" and can't begin to imagine abandoning them to Vosch's "care."

♣ **Spendi:** Female half-elf Rog 3; CR 3; Small humanoid; HD 3d6; hp 13; Init +2; Spd 20 ft.; AC 12 (touch 12, flat-footed 10); Base Atk +2; Grp +1; Atk +2 melee (1d3–1/19–20, dagger); Full Atk: +2 melee (1d3–1/19–20, dagger) or +5 ranged (1d3–1/19–20, dagger); SA Sneak attack +2d6; Space/Reach 5 ft./ 5 ft.;

SQ Trapfinding, evasion, trap sense +1; AL NG; SV Fort +1, Ref +5, Will +2; Str 8, Dex 15, Con 10, Int 11, Wis 13, Cha 13.

Skills and Feats: Climb +5, Disable Device +6, Escape Artist +8, Gather Information +4, Hide +10, Knowledge (local) +3, Listen +4, Move Silently +10, Open Lock +8, Speak Common, Speak Elven, Spot +4; Dodge, Stealthy.

Racial Traits: Immune to magic *sleep* spells and effects; +2 racial bonus on saves against enchantment spells or effects; low-light vision; +2 racial bonus on Diplomacy and Gather Information checks (already figured into statistics given above); +1 racial bonus on Listen, Search, and Spot checks (already figured into statistics given above).

Possessions: Dagger, thieves' tools, 1 gp in coins.

Allies: Marl Latham (locksmith).

Enemies: None.

Tactics: Spendi isn't a fighter by any means. She draws her dagger to defend herself if cornered, but it's really just to make her opponents hesitate. Any chance she gets, Spendi runs, hoping to find a bolt-hole too small for her assailants to fit through. Spendi tries to avoid killing, though, rarely using her sneak attack.

The Shrine of Osai

The priests of Osai follow the philosophy that the sick cannot always travel great distances, even between districts of a city, and erect small shrines wherever possible. The shrine of Osai, just north of the Old Market, is one such shrine, and Osai-Vanon, its caretaker, is one such priest.

Osai-Vanon is unusual in that he interprets his order's vow of poverty to mean that he can set his own price for providing healing magic. Consequently, he charges as much as double the usual fee for spellcasting or as little as nothing at all, depending on how much he thinks one can pay. He also sells healing potions at twice the usual price, knowing full well that anyone who has a legitimate need for healing potions can get them from the Temple of Osai, in the Temple Quarter, at the standard price.

This tactic works well with the Old Quarter's ne'er-do-wells, and even the Thieves' Guild doesn't quibble over his prices. It knows that it can't force him to cast healing spells through violence or threats. When he demands that one empties one's pockets to show him what one can pay, one does it.

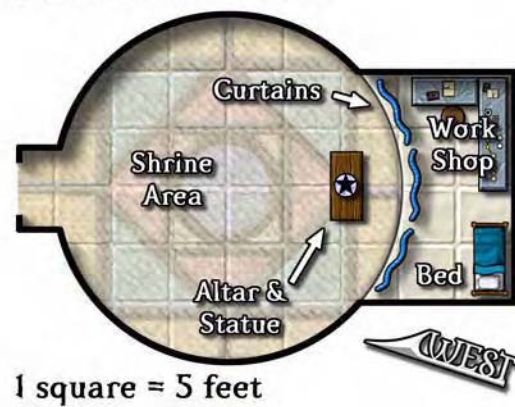
Osai-Vanon

"Yes, I'm a healer, and of course I charge for my spells. How would I eat otherwise? But I'm required by my faith to distribute any extra money to the poor—which I do by charging some people less. In other words: I'm broke, you imbecile, so you can put away your knife!"

Wearing mismatched shoes, a heavily-patched robe, and a mop of unruly brown hair, Osai-Vanon has the appearance of a slightly befuddled university professor.

Vanon was one of the city's unwanted children, given over to the care of the Temple of Osai. Eager to please, he chose early on to pursue the life of a temple servant, but soon displayed a talent for healing. The priests taught him how to supplicate the

SHRINE OF OSAI



goddess Osai for healing favors and, though he never developed any real skill at the other priestly arts, he became a decent healer. He was initially reluctant to take the assignment as the keeper of Osai's Old Quarter shrine, but when presented with the alternative (ministering to the sick and mad in the haunted ruins outside the Beggars' Gate, north of the palace), Vanon found it in his heart to minister to the city's thieves and murderers.

Osai-Vanon: Male human Adp 7; CR 6; Medium-size humanoid; HD 7d6+7; hp 34; Init +0; Spd 30 ft.; AC 10 (touch 10, flat-footed 10); Base Atk +3; Grp +4; Atk +4 melee (1d3+1, unarmed); Full Atk: +4 melee (1d3+1, unarmed) or +3 ranged; Space/Reach 5 ft./ 5 ft.; AL CG; SV Fort +5, Ref +2, Will +7; Str 12, Dex 11, Con 13, Int 10, Wis 15, Cha 14.

Skills and Feats: Concentration +5, Gather Information +7, Heal +11, Knowledge (local) +5, Knowledge (religion) +5, Speak Common, Spellcraft +5; Brew Potion, Dodge, Great Fortitude, Skill Focus (Heal).

Spells Prepared: (3/4/3; base DC = 12 + spell level): 0—*cure minor wounds* (×3); 1st—*cure light wounds* (×4); 2nd—*cure moderate wounds* (×3).

Possessions: Robe, holy symbol.

Allies: Osai-Penek (priest of the Temple of Osai).

Enemies: None.

Tactics: If Osai-Vanon cannot convince a would-be attacker that he's not worth killing, he has one real strategy: run. It's worked so far.

Soot Street

When Emperor Orasir began his occupation of the city of Cove Haven, he was astounded that the "northern infidels" had no concept of waste disposal. Among the first improvements he decreed for the city were a sewage system and an ordinance that anyone caught emptying a chamber pot into the streets would have their feet cut off. The emperor's plan was so effective that, even after Prince Dolmir and Queen Inenya reconquered the city, the populace kept right on using their new modern sewer for its intended purpose—mostly.

With a somewhat less "foreign" ruler in the palace and considerably less draconian soldiers in the streets, the people of

Liberty found new uses for the sewers. For one thing, they made conveniently discreet places to dispose of bodies. Also, anyone with a little time and patience could not only break into the larger sewer lines from their cellars, but they could also explore and map the labyrinth of tunnels. Of course, if someone could break into the sewers through a cellar, someone could also break into a cellar from the sewers. The modern sanitation system built by a foreign dictator became a completely unguarded back way into almost any house in Liberty.

Of course, the populace caught on after the first “sewer robbery” and began putting bars over their sewer sluices. The lords even arranged for public sewer openings to be barred and locked. It didn’t take the highly adaptable thieves of the Old Quarter long to deduce that they could travel about in the city’s sewers with impunity since all those bars prevented anyone from reaching them easily. They began, in fits and starts, to divert the flow of sewage from certain areas and to break through cellar walls here and there. Within twenty years’ time, Liberty’s sewer system had transformed into an underground village, complete with crude dwellings, illicit businesses, and guards posted wherever uninvited guests weren’t welcome. Since then, thousands of people have traveled Liberty’s dark Undercity. The walls and ceilings are so black from the smoke of thousands and thousands of torches that the denizens of the Old Quarter call the network of tunnels and passages “Soot Street.”

Encounters in Soot Street

The Undercity isn’t really a “members-only” area of Liberty despite what the Thieves’ Guild does to restrict its use to their



It is best not to walk alone in Soot Street.

own members. Anyone can travel through the tunnels and there are long stretches where one can travel in complete darkness without meeting another person. Unfortunately, some few bold (or desperate) thieves use the darkness of the Undercity to their advantage. The darkness keeps them hidden, and the all-but-complete lack of witnesses ensure that no one ever need know what was done in the dark.

The Thieves’ Guild doesn’t truly patrol Soot Street, and the guards posted here and there are paid to stay at their posts (as if they needed such encouragement). Thus, one really only encounters those who live in the Undercity, those taking advantage of its darkness to pass unseen, and those taking advantage of its darkness to commit some crime.

Every ten minutes that a character spends in the Soot Street area of the Undercity, roll on the following table:

d20	Roll	Encounter	Goal
1–13	No encounter.		
14–15	Soot Street dweller (Com 2).		This person seeks only to avoid an encounter.
16–17	Thieves’ Guild “Patrol”: 1d4+2 Typical Thieves’ Guild Thugs (see page 16).		A Guild patrol attempts to stop anyone they meet and, if that person isn’t a Guild member, eject him from Soot Street via the nearest exit.
18	Named NPC (see NPC Table, page 72.)		Varies (see NPC Table, page 72.)
19	Footpad: Use Typical Thieves’ Guild Footpad (see page 15).		This person attempts to rob anyone traveling alone, though he might attack a larger party if they seem ill-prepared for an assault.
20	Shadow (see the MM.)		A shadow has wandered in from the ruins or graveyard, or has been placed here by some unknown agency. It attacks anyone who comes near.

Entering Soot Street

There are four basic ways into Soot Street. First, one can climb down through a sewer grate; there’s one at every major intersection in the city.

The most common way in, though, is through a door, usually found in a cellar. About 30% are concealed (Search DC 19 +1d6), but most are simply locked (Open Lock, DC 25). Most such entrances are unguarded: Guards cost money, so only those who really need and can afford the security post guards (see “Soot Street Sentry” below).

Some will attempt to dig through a wall to find Soot Street, while the small, nimble, or desperate may attempt to squeeze in through a sewer sluice (Escape Artist, DC 30).

✦ **Sewer Grates:** 2 in. thick; hardness 10; hp 30; AC 5; break DC 28; lift DC 25.

✦ **Sewer Grate Lock:** Hardness 25; hp 30; AC 5; break DC 24; Open Lock DC 25.



✂ **Interior Doors:** 2 in. thick; hardness 5; hp 20; AC 5; break DC 25.

✂ **Sewer Walls:** Reinforced masonry; 1d2 ft. thick; hardness 8; hp 180/ft.; AC 5; break DC 45.

Soot Street Sentry

Though exceptional individuals guard some doors in Soot Street, the average sentry is a half-orc warrior. Employers choose half-orcs, and sometimes dwarves, because of their darkvision. Sentries attempt to warn off anyone who approaches their position and fight to the death if warnings don't work.

⚔ **Typical Soot Street Sentry:** Male half-orc War 2; CR 1; Medium-size humanoid; HD 2d8+4; hp 16; Init +1; Spd 30 ft.; AC 14 (touch 11, flat-footed 13); Base Atk +2; Grp +5; Atk +6 melee (1d8+3/19–20, longsword); Full Atk: +6 melee (1d8+3/19–20, longsword) or +5 melee (1d6+3/19–20, short sword) or +3 ranged (1d10/19–20, heavy crossbow); Space/Reach 5 ft./ 5 ft.; SQ Darkvision 60 ft.; AL LN or LE; SV Fort +5, Ref +1, Will +1; Str 17, Dex 12, Con 14, Int 9, Wis 12, Cha 10.

Skills and Feats: Intimidate +3, Spot +2, Speak Common; Weapon Focus (longsword).

Possessions: Studded leather armor, longsword, short sword, heavy crossbow, 10 bolts, dagger, bullseye lantern, 10 gp in coin.

The Chaos Pit

Deep within the bowels of the city lies one of its worst-kept and most profitable secrets: a place where desperate men face off against dire creatures and one another for the amusement of the crowd and the promise of fame and fortune if they survive. Only the most skilled ever achieve those goals, and the rest don't live long enough to warn their betters.

The elaborate underground pit-fighting arena known as the Chaos Pit was carved out of the earth at great expense by a man known to the people of the Old Quarter as Bolo the Rogue. Bolo is a sharp-witted and foul-mouthed cutpurse who knows how to put on an entertainingly bloody show. A small legion of dwarves was hired to do the work and Bolo's alter ego, Jonathan Swiftwater III, supplied the funding. Lord Swiftwater is a resident of the Noble District and is known to his neighbors as an effete snob who puts on airs of nobility and occasionally throws outrageously extravagant parties. These two figures look and act so differently from one another that no one has yet figured out that they are, indeed, the same man. Jonathan spends much of the daylight hours sleeping safely and with great comfort in a luxurious feather bed in his private manor house. As thieves' twilight gives way to the dark of night, he slips into the Old Quarter by a secret route, becomes Bolo the Rogue, and proceeds to host the most raucous and violent blood sports to be found anywhere.

While technically a part of Soot Street, the Chaos Pit is an exception to the rule of secrecy that governs most of these sites. Knowledge of the place is quietly spreading up and down the coast through various underworld connections and it is quickly gaining a reputation as one of the most interesting attractions in the region. Fortunately for the Thieves' Guild, the two Soot Street approaches to this site are very well hidden, and the Guild has taken pains to guard them very carefully. Most of the patrons who come here enter through the structure above (a large warehouse with a small sign labeling it an "office of the Protected Intercoastal Transportation Group") and have no idea that they're on the doorstep of the Guild's private territory.

There are rarely any rules in this pit-fighting arena. Occasionally the gladiators will play out specific games with a semblance of order, but usually the combatants are free to use whatever tactics and weapons are at their disposal and do so with as much finesse or brute force as they see fit. The observers are similarly unrestrained: The jeers and catcalls and insults hurled down at the gladiators from the spectator stands could offend the most seasoned of sailors and are only matched in intensity by the praise heaped on the champions.

Some of the gladiators who fight in the Chaos Pit do so of their own free will, for the celebrity and glory (and sometimes wealth) that come with victory. Others are indentured servants who fight in the arena to escape their debts and win their freedom. Still others are permanent slaves of the establishment, doomed to suffer the jeers of the crowd as they finally breathe their last. Because of the short life expectancy of these combatants, Bolo and his agents are always looking for any exceedingly brave, foolish, or unlucky individuals that they can either trick into signing a contract or strong-arm into the slave pens without one. There's also a house policy that anyone who can't make good on their gambling debts at the end of the night can work it off as one of the indentured gladiators. Few who enter the Pit this way last for more than one fight, and it serves as a strong incentive for other gamblers to pay up.

Magical healing is provided to most survivors at the end of the night (including the more popular monsters), but the professional gladiators take priority over all. For truly exceptional champions who have gained the overwhelming favor of the crowd, the Chaos Pit's administration is even willing to arrange for the occasional resurrection. This is hardly altruistic: Popular gladiators draw loyal, paying fans to the Pit, and Bolo hates to disappoint his best customers. These services are never afforded to slaves or debtors.

Locked in pens underneath the spectator stands and adjacent to the arena itself can be found a number of wondrous and terrifying creatures that are prodded into the arena to fight and kill gladiators for the amusement of the crowd. Among these creatures are some of the most vicious beasts that walk the land. An athach, a chuul, and even a gray render are among their number, as is a juvenile white dragon with its wings amputated. There are some more common monsters, too, such as a couple of trolls, an ettin, and some orcs. There is even an entire tribe of kobolds that is sometimes scattered into the arena as a fun diversion for the more dangerous foes. The crowds love to watch these yapping little creatures get crushed or eviscerated by one of the Pit's larger pets.

By far the most popular of the arena monsters, however, is the dreaded tyrannosaurus, affectionately nicknamed "Snappenroar." No one knows how Bolo got this creature into the arena (or into the city, for that matter) but it takes all of the Pit's beast tamers and a good measure of magical help just to get it back into its pen once set loose on the combat floor.

Keeping these monsters contained between bouts in the Pit is a full time job for a large number of people. Bolo employs a small army of beast tamers and monster wranglers to handle these creatures, and pays them quite handsomely for the dangerous work. Fortunately, the Chaos Pit is a popular enough attraction that he is able to do so and still pay the Guild a cut of the profits. Jonathan Swiftwater seems to have no end of capital to invest in the enterprise, so debt has never been a problem.

Though Bolo charges a steep 3gp admission fee to everyone who walks in (except for members of the Guild—part of his arrangement with Sepris), the Chaos Pit makes most of its profits from gambling. The betting action that takes place here is fierce, and is supported in part by the ill-gotten gains of the city's many thieves. Footpads occasionally burglarize homes and business just to come here and wager away the night's haul.

The current champion of the Chaos Pit, based on individual duels in the arena and rankings kept by the administration to track betting odds, is a mysteriously silent woman known as Shaide. She has been a gladiator in the Pit for several years, and if a word has passed her lips during that time, no one has heard it. Speculation about this fact is rampant. Some say Shaide is under a vow of silence; others claim her tongue was removed to protect some terrible secret. Still others report that she is under a magical geas, and a few even insist she is an automaton created by Bolo. Whatever one chooses to believe, no one can deny her skill. She moves so quickly that her foes can barely track her movements, and is able to disappear in plain sight even when standing still. She's able to hurl her quarterstaff with deadly accuracy and follow it up with a flurry of bare-fisted blows that can be even more dangerous. Her superhuman acrobatics seem designed as much to please the crowd as they are to avoid her foes, and they're very effective at both. Many of her competitors in the arena see their defeat of Shaide as the event that would launch them to greatness (or freedom), but so far none have succeeded.

✂ **Beast Tamers:** Five 3rd-level fighters; five 3rd-level rangers; five 3rd-level barbarians.

✂ **Magical Support Staff:** Four 6th-level sorcerers.

✂ **Healers:** Three 7th-level clerics

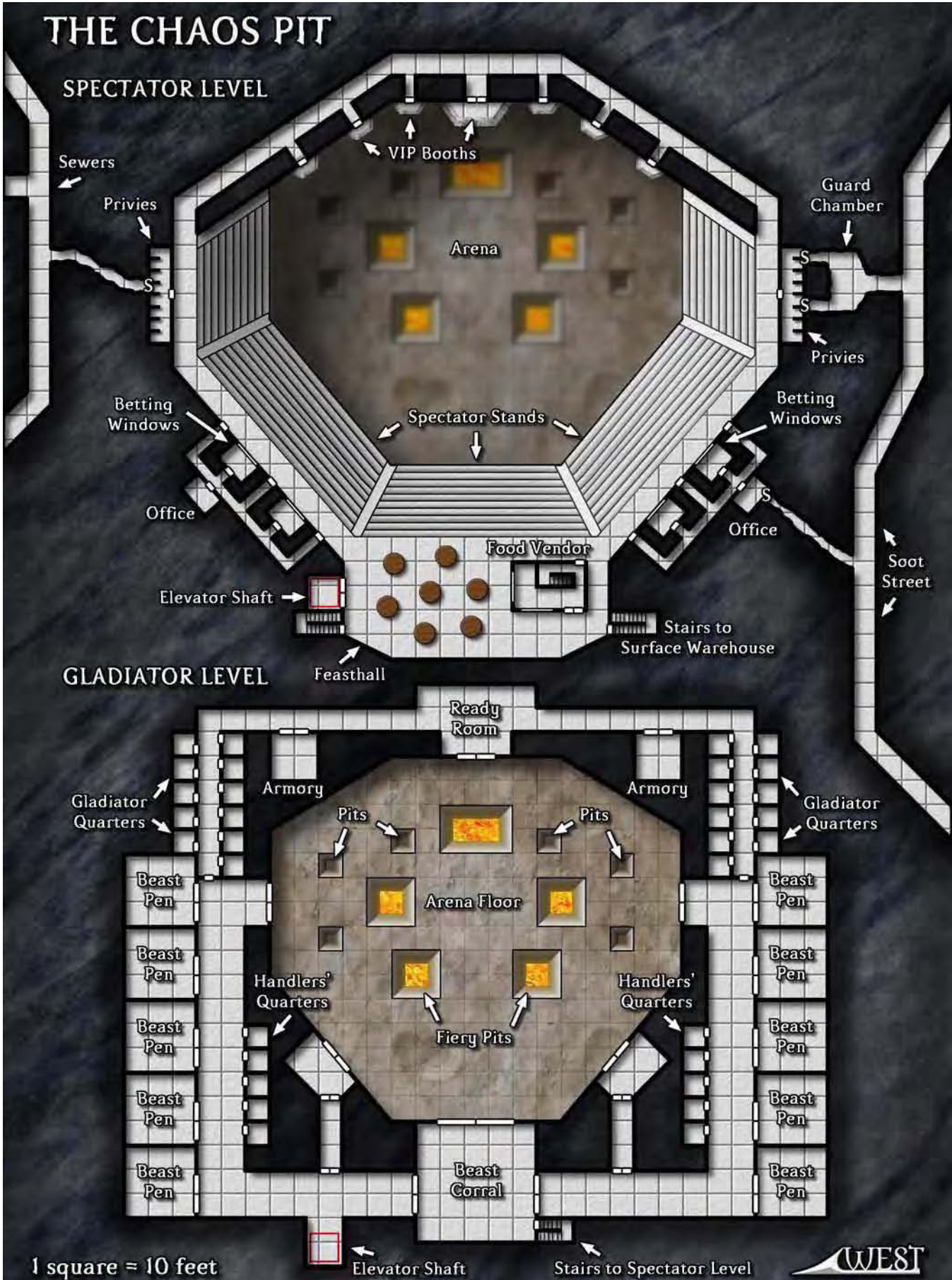
✂ **Bolo's Personal Bodyguards:** Four 3rd-level fighters.

✂ **General Staff:** Ten assorted commoners; five 3rd-level experts.

Bolo the Rogue (aka Jonathan Swiftwater III)

"You wanna see a show? Skip that flacksnotting theater crap and pay a visit to my place. The Chaos Pit will show ya what real entertainment is all about!"

Bolo the rogue is a foul-mouthed and foul-smelling pompous braggart that exemplifies the word "rogue," and he's exceedingly proud of that fact. His mousy brown hair seems perpetually greasy and disheveled and his short moustache seems to twitch ever so



slightly whenever he's grinning, which is most of the time. He typically wears a leather vest with no tunic underneath, and a pair of dingy, loose-fitting breeches. A large ornate ring on his right hand seems noticeably out of place for someone thus attired.

No one really knows where Bolo came from or quite when he first turned up in Liberty. Certainly the Chaos Pit hasn't been in business for more than 8 to 10 years, and if Bolo existed prior to that time it must have been under a different name. The Rogue is quite adept at misdirecting a conversation when it comes close to touching on his past. Still, his exploits are legendary, if unproven.

⚔ Bolo the Rogue (a.k.a. Jonathan Swiftwater III): Male human Rog7; CR 7; Medium-size humanoid; HD 7d6-7; hp 20; Init +1; Spd 30 ft.; AC 14 (touch 11, flat-footed 14); Base Atk +5; Grp +5; Atk +6 melee (1d6/19–20, short sword) or +6 melee (1d4/19–20, dagger) or +7 ranged (1d4/19–20, dagger); Full Atk +1 melee (1d6/19–20, short sword) and –2 melee (1d4/19–20, dagger) or +7 ranged (1d4/19–20, dagger); Space/Reach 5 ft./5 ft.; SA: Evasion, sneak attack +4d6; SQ Improved uncanny dodge, trap sense +2; uncanny dodge; AL CN; SV Fort +1, Ref +6, Will +2; Str 10, Dex 13, Con 9, Int 14, Wis 11, Cha 19.

Skills and Feats: Appraise +6, Bluff +17, Climb +2, Concentration +1, Decipher Script +3, Diplomacy +11, Disguise +14, Escape Artist +3, Forgery +9, Gather Information +11, Handle Animal +5, Hide +2, Intimidate +8, Jump +1, Knowledge

(local) +10, Knowledge (nobility and royalty) +5, Listen +2, Move Silently +2, Open Lock +2, Perform (act) +7, Profession (bookkeeper) +2, Ride +2, Sense Motive +3, Sleight of Hand +4, Speak Common, Speak Dwarf, Speak Orc, Spot +2, Use Rope +2; Dodge, Run, Skill Focus (Bluff), Weapon Finesse.

Possessions: Cloak of Charisma +2, short sword, dagger, studded leather armor, disguise kit, *potion of expeditions retreat*, 560gp in coins, 3000gp in clothes, jewelry, and art.

Allies: Sepris (Thieves' Guild leader), Maegrin Crask (Maegrin's Menagerie owner).

Enemies: Tymdrin Kind (House of Fortune owner), a dozen enslaved gladiators.

Tactics: Bolo may talk tough and put on a good show, but when the blades come out, he goes away—fast. He has no reservations about stabbing someone in the back when they aren't looking, but an open confrontation is just not in his nature. For this reason he keeps a quartet of very tough bodyguards nearby whenever he's hosting in the Pit, and he makes sure to pay them very well for their loyalty.

Shaide, Arena Champion

“....”

Shaide wraps herself in mystery. She seems to be in her late twenties, though, with a lithe figure, fair skin, and eyes of chestnut brown. She dresses in close-fitting black clothes from neck to toe, including gloves, and keeps her dark, straight hair shorn to chin length.

Shaide's history is as enigmatic as everything else about her, but the nuances of her unarmed fighting style seem to suggest a connection to a secretive order of monks dwelling in a Mercenary Quarter monastery. Indeed, a young woman with raven locks did leave that order about a decade ago, but she was a talkative lass with hair past her waist.

⚔ Shaide, Arena Champion: Female human Mnk 6/Rog 1/Shd 5; CR 12; Medium-size humanoid; HD 6d8 plus 1d6 plus 5d8; hp 56; Init +6; Spd 100 ft.; AC 18 (touch 18, flatfooted 18); Base Atk +7; Grp +9; Atk: +10 melee (1d6+4, +1 *throwing quarterstaff*) or +13 melee (1d8+2, unarmed strike) or +14 ranged (1d6+3, +1 *throwing quarterstaff*); Full Atk: +11/+11/+8 (1d8+2, flurry of blows) or +8/+4/+3 melee (1d6+3, +1 *throwing quarterstaff*) or +13/+10 melee (1d8+2, unarmed strike) or +14 ranged (1d6+3, +1 *throwing quarterstaff*); SA Flurry of blows, sneak attack +1d6, stunning attack 6/day (DC 14); SQ Defensive roll, evasion, hide in plain sight, purity of body, shadow illusion, shadow jump 20 ft., slow fall 30 ft., still mind, summon shadow, uncanny dodge (Dex bonus to AC, can't be flanked), darkvision 60 ft.; AL LN; SV Fort +6, Ref +17, Will +7; Str 14, Dex 22, Con 10, Int 9, Wis 12, Cha 10.

Skills and Feats: Balance +15, Climb +7, Escape Artist +9, Hide +20, Jump +29, Move Silently +17, Open Lock +7, Perform +5, Sleight of Hand +7, Speak Common, Spot +4, Tumble +18, Use Rope +11; Combat Reflexes, Dodge, Mobility, Spring Attack, Two-Weapon Fighting, Weapon Finesse.

Possessions: Boots of striding and springing, gloves of Dexterity +2, +1 *throwing quarterstaff*, thieves' tools, monk's outfit, 40 gp in coins, 330gp in trophies



Snappenroar marks the end of many gladiatorial careers.

Allies: Xandil Ohlikahn (monk elder)

Enemies: Several jealous gladiators of the Chaos Pit.

Tactics: Shaide uses her blinding speed to her full advantage in combat, racing past foes and striking with her Spring Attack feat to end her movement far from any possible retaliation. In closer quarters, she uses her ability to shadow jump and hide in plain sight to catch foes by surprise and unleash her sneak attack. Another favorite trick is to leap to an elevation beyond the reach of her enemies and hurl her enchanted quarterstaff in a surprising ranged attack. The shadowdancer has never had a problem retrieving it after her foes are defeated.

Challengers of the Chaos Pit

The following list ranks Shaide's most recent challengers in the Chaos Pit. There are others who fight here, but these are some of the toughest and most popular (and best-paid) gladiators. Shaide, of course, is ranked first.

2. Faelin Malajierre: male elf Rgr 3/Ftr 7
3. Zarghestrin the Magnificent: male human Sor 7/Ftr 1
4. Grellsh One-Eye: male orc Ftr 6/Bbn 2
5. Turgin Forgestoke: male dwarf Ftr 5/Def 2
6. Jando Fairfoot: male halfling Mnk 6
7. Nyaga Shaag: female troll Bbn 4/Sor 1
8. Tobyyn Windmayne: male centaur Rgr 4
9. Waentros Sli'manan: male drow Ftr 3/ Wiz 1
10. Celebriene Dunatalia: female aasimar Clr 3/Rog 1

Several challengers are further detailed below.

✠ **Zarghestrin the Magnificent:** Male human Sor 7/Ftr 1; CR 8; Medium-size humanoid; HD 7d4+21 plus 1d10+3; hp 48; Init +1; Spd 30 ft.; AC 18 (touch 12, flat-footed 17); Base Atk +4; Grp: +5; Atk +6 melee (1d6+2/18–20, +1 *scimitar of spell storing*); Full Atk: +6 melee (1d6+2/18–20, +1 *scimitar of spell storing*) or +6 ranged (rays); AL CN; SV Fort +8, Ref +4, Will +5; Str 12, Dex 13, Con 16, Int 10, Wis 8, Cha 15.

Skills and Feats: Concentration +13 (+17 when casting on the defensive), Jump +3, Knowledge (arcana) +10, Listen +0, Spot +0, Spellcraft +10, Tumble +4; Combat Casting, Dodge, Mobility, Skill Focus (concentration), Weapon Focus (ray).

Familiar Benefits: Alertness, empathic link, share spells, +3 bonus to Spot checks in bright light when within 1 mile.

Spells Known: 0—*daze, detect magic, detect poison, flare, light, ray of frost, resistance*; 1st—*mage armor, magic missile, ray of enfeeblement, shocking grasp, true strike*; 2nd—*acid arrow, scorching ray, invisibility*; 3rd—*lightning bolt, vampiric touch*.

Possessions: +1 *scimitar of spell storing* (currently stores *scorching ray*), *amulet of natural armor* +1, *elixir of fire breath, mithril chain shirt* +1, *potion of cure serious wounds* (×2), *ring of protection* +1, *stone of good luck (luckstone)*.

♣ **Nael, Hawk Familiar:** HD 8; hp 24; Atk +9 melee; AC 21; SQ improved evasion, deliver touch spells, empathic link, share spells, speak with animals of its own kind, speak with master; Int 9; see *MM*, Chapter 2.

✠ **Grellsh One-Eye:** Male orc Ftr 6/Bbn 2; CR 8; Medium-size humanoid (orc); HD 6d10+12 plus 2d12+4; hp 83; Init +1; Spd 30 ft.; AC 20 (touch 11, flat-footed 19); Base Atk +8; Grp +13; Atk +16 melee (1d12+9/19–20/×3, +2 *greataxe*); Full Atk: +16/+11 melee (1d12+9/19–20/×3, +2 *greataxe*) or +13/+8 melee (1d6+5, armor spikes) or +9/+4 ranged; Space/Reach 5 ft./5 ft.; SQ Darkvision 60 ft., light sensitivity, fast movement, rage 1/day, uncanny dodge; AL CE; SV Fort +12, Ref +3, Will +2; Str 21, Dex 12, Con 14, Int 8, Wis 11, Cha 6.

Skills and Feats: Climb +9, Intimidate +5, Jump +8, Speak Common, Speak Orc, Survival +5; Cleave, Great Fortitude, Improved Critical (*greataxe*), Improved Sunder, Power Attack, Weapon Focus, Weapon Specialization (*greataxe*).

Possessions: +2 *greataxe*, +1 *spiked full plate armor*.

✠ **Jando Fairfoot:** Male halfling Mnk 6; CR 6; Small humanoid; HD 6d8+6, hp 36; Init +6; Spd 40 ft.; AC 22 (touch 17, flat-footed 16); Base Atk +4; Grp +2; Atk +11 melee (1d6+2 unarmed); Flurry +10/+10 melee (1d6+2/1d6+2 unarmed); Space/Reach 5 ft./5 ft.; SA Flurry of blows, *ki* strike (magic), unarmed strike; SQ AC bonus, evasion, purity of body, slow fall (30 ft.), still mind; AL LN; SV Fort +7, Ref +12, Will +9; Str 14, Dex 22, Con 13, Int 11, Wis 13, Cha 8.

Skills and Feats: Climb +4, Hide +19, Jump +4, Listen +5, Move Silently +17, Spot +13, Tumble +15; Combat Reflexes, Dodge, Improved Trip, Improved Unarmed Strike, Mobility, Stunning Fist, Weapon Finesse (unarmed).

Racial Traits: +2 morale bonus on saving throws against fear; +1 racial bonus on all saving throws; +1 racial attack bonus with thrown weapons and slings; +2 racial bonus on Climb, Jump, Listen, and Move Silently checks.

Possessions: *Amulet of natural armor* +1, *bracers of armor* +1, *feather token (whip)*, *ring of protection* +1, 100gp.

The Secret of the Gray Render

Though neither the spectators nor her captors are aware of it, one of the beasts that fights in the Chaos Pit isn't a beast at all, or at least she wasn't always. The mighty gray render—a powerful but reluctant combatant who frustrates every attempt of the beast handlers to provoke her—is actually Haila Morningglow, a noble-spirited elven ranger who was polymorphed by Maegrin Crask and put on display in his Menagerie.

He couldn't afford to keep feeding her the volumes she needed to consume, though, so he sold her to Bolo the Rogue rather than let his investment go to waste. Bolo didn't question his good fortune or even ask how Maegrin obtained the render in the first place; he simply paid the requested sum without any haggling at all and arranged for a secret transfer to his arena.

When men in dark clothes magically reduced her size, immobilized her, and took her from that terrible zoo in the dark of night, Haila thought that her time of freedom had finally arrived. Instead, she soon found herself in a much worse situation, one where she would be starved into submission and forced to defend herself against unsuspecting gladiators—usually in fights to the death and occasionally against members of her own true race!

Over time, she has developed a protective fondness for some of the gladiators she routinely faces in the arena, enough to give her new strength to resist the pressures of her captors. It remains unknown whether this is a result of her own nature reasserting itself or a sign that she is becoming more like the creature whose form she bears, but the feelings have made her more desperate than ever to communicate her plight to someone who can help.

♣ **Tobyyn Windmayne:** Male centaur Rgr 4; CR 7; Large monstrous humanoid; HD 4d8+12 plus 4d8+12, hp 60; Init +2; Spd 50 ft.; AC 18 (touch 12, flat-footed 16); Base Atk +8; Grp +16; Atk +13 melee (1d8+5/18–20, +1 *large scimitar*) or +11 ranged (1d10+4/×3, masterwork large composite longbow); Full Atk +11 melee (1d8+5/18–20, +1 *large scimitar*) and +9 melee (1d6+2/18–20, masterwork large kukri) and +7 melee (1d6+2, 2 hooves); or +11 ranged (1d10+4/×3, masterwork large composite longbow); Space/Reach 10 ft./5 ft.; SA Combat style (two-weapon combat), favored enemy (monstrous humanoids +2); SQ Animal companion (Flametail), darkvision 60 ft., wild empathy +4; AL NG; SV Fort +8, Ref +10, Will +6; Str 18, Dex 14, Con 16, Int 8, Wis 13, Cha 11.

Skills and Feats: Heal +5, Listen +7, Mover Silently +8, Spot +7, Survival +5; Dodge, Endurance, Power Attack, Track, Two-Weapon Fighting, Weapon Focus (hoof).

Animal Companion Traits: Link, share spells.

Typical Ranger Spells Prepared: (1; base DC 11 + spell level):
1—*magic fang*.

Possessions: +1 *large scimitar*, masterwork large kukri, masterwork large composite longbow (+4 Str), 20 arrows, mithral shirt, *potion of bear's endurance*, *potion of bull's strength*, *potion of cure light wounds*, 26 gold pieces.

♣ **Flametail, Wolf Animal Companion:** hp 13; see *MM*, Chapter 2.

Bernot's Bridge

On the great spire of rock that supports the prince's palace, just below the stone arch and hidden in its shadow, there is a concealed vent that lets air into the lower levels of the palace. Rumors say that the vent is wide enough to allow a man to wriggle through and drop down into a large central shaft with similar vents running to the dungeons, the wine cellars, the armory, and even the treasury.

Naturally, many of Liberty's thieves have tried to gain access to this vent in the decades since this rumor first cropped up. The story says that Prince Cardomo, known for his mercy, had the ventilation system built to relieve the suffering of the prisoners in the dungeon. One such prisoner, a thief named Bernot, used the vent to escape the dungeons, climbing down the

spire and swimming across the channel to the safety of the Old Quarter. Bernot reportedly attempted to go back later to plunder Cardomo's wealth, driving spikes into the underside of the stone arch by cover of darkness and using them to anchor his approach to the vent. After Bernot escaped, though, the prince had a steel grate installed over the vent. Bernot, loaded down with all those spikes, had not brought along any tools to cut through the bars. He is said to have perished when, after returning to the Old Quarter for a metal file, he got halfway across the bottom of the stone arch, lost his grip from sheer exhaustion, and plummeted into the water more than a hundred feet below.

There is certainly some truth to this tale because anyone with a spyglass can discern a trail of tiny, dark lines on the underside of the arch, stretching from one end to the other. Those who have inspected this trail more closely say that they are iron spikes driven into the rock. Dubbed "Bernot's Bridge," this series of handholds is the greatest challenge any burglar in Liberty could ever hope to surmount, and for a reward beyond the wildest dreams of avarice: the prince's own treasure trove.

Unfortunately, climbing across this arch and then back again, loaded with valuables, is even harder than it sounds, and countless thieves have lost their lives trying to succeed where Bernot failed. The handholds begin a hundred feet up the cliffside at the seaward wall of the Old Quarter—a daunting climb in itself—and the spike trail is a thousand feet long. Making matters worse, the climb has to be carried out in darkness: Traversing Bernot's Bridge in the daylight is a sure way to be noticed and caught, if not simply feathered with arrows.

Traversing the spike trail is a DC 25 Climb check, with a further +5 modifier to the DC if the climber attempts this feat in the dark and has no special vision mode to aid his climb. Each success lets the climber move one-quarter of his speed. A failure by 5 or more drops the climber 120 feet into the waters of the channel (12d6 falling damage; a successful DC 15 Swim check lets the climber turn the fall into a dive, thus suffering only half damage).

The great irony of Bernot's Bridge is that the legend isn't true. The shadowy area where the spike trail ends isn't, in fact, a vent at all, but merely a rather geometrically-shaped depression in the cliff face. If anyone has ever made it all the way across to discover that, that person either didn't make it back, or, for whatever reason, never told anyone the truth behind Bernot's Bridge.

Chapter Two: People

Not all who earn their livings in the Old Quarter call it home, though they are just as bound up in its fate as the lowliest Thieves' Quarter guttersnipe. Only they best know the reason they are drawn to the shadowed alleyways of the Old Quarter, though some, such as the watch wardens, have very little choice in the matter. Still, each one is a fixture in the quarter, known to all at least by reputation, and the Old Quarter would not quite be the same without them.

Ponthis Krahl, Prodigal Noble

Those who think most kindly of Ponthis Krahl think of him as a troublemaker and a scoundrel. The grandson of a wealthy southern noblewoman, Ponthis has been cast out of his family's estate and now lives aboard his private pleasure barge, moored near the mouth of the Silverwash River. He emerges in the early evening to carouse and gamble in the Old Quarter where he is tolerated largely because of his tendency to lose money on a nightly basis. Ponthis maintains his lifestyle mostly by selling information to interested parties, though his wealthy grandmother pays him a small stipend to keep him from returning to the family home in the highlands.

In addition to being an inveterate womanizer and gambler, Ponthis is an opportunist and rabble-rouser. He enjoys starting fights—or rather, inciting others to start fights—by antagonizing the quick-tempered and goading the slow-witted. Ponthis seemingly does so merely because it amuses him, but he's been known to wager on the outcome and has been witnessed on many occasions stripping valuables from the fallen and the dead. Local speculation says that Ponthis Krahl's turbulent lifestyle is eventually going to catch up to him with a vengeance, but so far the young rake seems to have a talent for staying just one step ahead of fate.

Ponthis Krahl

"Come now—we're all friends here, aren't we? Lower your weapons. I'll gladly pay what I owe."

A gray-eyed youth with dark blond hair and a goatee, Krahl dresses in slightly faded finery and carries himself with a pride that borders on arrogance.

Ponthis Krahl was thrown out of his family's manor in the Noble Quarter after his parents died (some say under mysterious circumstances), and his grandmother became the head of the household once again. Deemed unstable and perhaps even a sociopath, Ponthis was a danger to everyone. The little love the Lady Krahl felt for her grandson dissuaded her from having him committed to the city asylum, and she allowed him his father's yacht, its servants, and a monthly remittance to tide him over.

✦ **Ponthis Krahl:** Male human Ari 9; CR 8; Medium-size humanoid; HD 9d8; hp 44; Init +2; Spd 30ft.; AC 15 (touch 13,

flat-footed 13); Base Atk +6; Grp +6; Atk +7 melee (1d6/18–20, rapier); Full Atk: +7/+2 melee (1d6/18–20, rapier) or +9/+4 ranged (1d4, masterwork hand crossbow); Space/Reach 5 ft./ 5 ft.; AL CE; SV Fort +3, Ref +4, Will +7; Str 11, Dex 14, Con 11, Int 12, Wis 12, Cha 17.

Skills and Feats: Appraise +7, Bluff +18, Diplomacy +13, Gather Information +13, Intimidate +11, Knowledge (nobility and royalty) +5, Knowledge (local) +7, Listen +7, Ride +5, Sense Motive +7, Speak Common, Speak Elven, Spot +9; Dodge, Exotic Weapon Proficiency (hand crossbow), Persuasive, Skill Focus (Bluff), Trustworthy.

Possessions: Masterwork rapier, masterwork hand crossbow, 10 bolts, leather armor, pleasure barge (keelboat), *headband of Charisma* +2, *ring of protection* +1, 789 gp in coin, 1,500 gp in gems, jewelry, and clothing, small ship crew (bodyguards and servants).

Allies: Nolmen (servant).

Enemies: Tymdrin Kind (Tymdrin's House of Fortune owner); Semetha (House of Orchids owner); Hookface (Dancing Kegs Tavern owner).

Tactics: Ponthis Krahl always tries to arrange for someone else to do his fighting for him, even if he must hire protection on the spot. His favorite tactic, though, is a good lie: Nothing beats convincing an erstwhile assailant to instead fight *for* you. In any event, Ponthis never stops looking for any opportunity to flee, preferably before he's caught in his lies or, worse yet, he has to make good on a promise of payment.

Starpa Rozimur, Slumming Scribe

No one knows exactly why Starpa Rozimur spends his days wandering the Old Quarter, selling his services as a scribe and a translator of obscure languages. Rumor has it that he was once a powerful mage who lost his arcane powers due to a curse, but Starpa only chuckles at the notion. Whatever the truth, Starpa has rather disarming ability to walk unmolested through the Old Quarter, even at night, and many of the quarter's more influential individuals occasionally seek him out for advice.

Starpa Rozimur

"So you want me to translate this map for you. No, I don't care about the fresh blood on it. It's none of my affair."

An elf male of indeterminate age, Starpa is usually dressed in ink-stained robes and loaded down with leather satchels practically bursting with books, scrolls, parchment, pens, ink, and candles.

Starpa is nothing more than he appears: an elf scribe trying to make a living. Why he chooses to do so in the Old Quarter of Liberty is bit of a mystery, though. He claims that he just likes the atmosphere, but the oldest of the Old Quarter's residents can't recall a time when the scribe wasn't around.

Starpa Rozimur: Male elf Exp 6; CR 7; Medium-size humanoid; HD 6d6–6; hp 17; Init +1; Spd 30 ft.; AC 11 (touch 11, flat-footed 10); Base Atk +4; Grp +2; Atk +2 melee (1d4–2/19–20, dagger); Full Atk: +2 melee (1d4–2/19–20, dagger) or +5 ranged (1d4–2/19–20, dagger); Space/Reach 5 ft./ 5 ft.; SQ Elf traits; AL N; SV Fort +1, Ref +3, Will +7; Str 7, Dex 13, Con 9, Int 15, Wis 14, Cha 15.

Skills and Feats: Appraise +9, Decipher Script +16, Diplomacy +8, Forgery +6, Gather Information +11, Knowledge (history) +11, Knowledge (local) +8, Knowledge (nobility & royalty) +11, Profession (scribe) +14, Speak Common, Speak Draconic, Speak Elven, Speak Sylvan, Use Magic Device +10; Diligent, Skill Focus (Decipher Script), Skill Focus (Profession [scribe]).

Racial Traits: Immune to magic *sleep* spells and effects; +2 racial bonus on Will saves against enchantment spells or effects; low-light vision; Search check within 5 feet of a secret or concealed door; Martial Weapon Proficiency (composite longbow, composite shortbow, longbow, shortbow, and longsword or rapier) as bonus feats; +2 racial bonus on Listen, Spot, and Search checks.

Possessions: Dagger, *scroll of detect magic*, *scroll of read magic*, *scroll of comprehend languages*, *scroll of disguise self*, *scroll of identify*, parchment and inkpens, vials of ink, candles, map cases, scroll cases.

Allies: Starpa can call nearly everyone his ally.

Enemies: None.

Tactics: Starpa does not engage in combat, and prefers to calm everyone down so that there is no combat. If attacked, he flees, preferably leading any pursuers into the clutches of someone he can trust to defend him.

Rumennera, Rogue Mage

The dark-skinned wizard Rumennera leads a double life in Liberty. Though she trained as a wizard at the Imperial University, she is also a gifted burglar who uses her magical abilities to rob the homes of the city's wealthier citizens. Rumors say that she killed her master—a wizard named Shum-Trenet—and stole his magical powers because he learned that she was using magic to steal. She is said to have developed powerful curses to protect her, and more than one betrayer has died screaming in his sleep...or so the stories go.

Rumennera is well known in the Old Quarter. Her reputation ensures that she gets a fair price from the fences, that the cutpurses let her pass, and that no one points out to the Imperial University that the Rumennera who left the tower is the same Rumennera who burgles the houses of the wealthy. Few could prove it, regardless; Rumennera rarely works with partners and, even then, only with those who have more to lose than she does. Even fewer would dream of crossing her, though. The rumors aside, Rumennera is more than capable of handling most petty thieves in the Old Quarter.

Rumennera

"If you're thinking of double-crossing me, I'll give you three words of advice: Don't fall asleep."

Rumennera is dark-skinned woman with curly, black hair reaching to her neck. She often dresses in dark gray clothes and a scowl.

Rumennera was the apprentice of the mage Shum-Trenet, who secretly used his magical abilities to commit burglaries in the Noble Quarter. He schooled Rumennera in both the magical arts and the craft of thievery, but was unexpectedly killed one night when a trapped coffer exploded. Rumennera concealed all the evidence, but its absence roused suspicions that she knew more than she was telling about her master's death. Though never charged, she came under close scrutiny and, to continue her own burglary activities without discovery, relocated to the Mercenary Quarter.

Rumennera: Female human Wiz 5/Rog 2; CR 7; Medium-size humanoid; HD 5d4+5 plus 2d6+2; hp 30; Init +3; Spd 30ft.; AC 15 (touch 13, flat-footed 12); Base Atk +4; Grp +3; Atk +4 melee (1d6/19–20, masterwork short sword); Full Atk: +4 melee (1d6/19–20, masterwork short sword) or +3 melee (1d4/19–20, dagger) or +6 ranged (1d4/19–20, dagger); Space/Reach 5 ft./ 5 ft.; SA Sneak attack +1d6; SQ Familiar (Shushi), evasion; AL CN; SV Fort +2, Ref +7, Will +5; Str 10, Dex 17, Con 12, Int 17, Wis 13, Cha 14.

Skills and Feats: Craft (alchemy) +11, Concentration +9, Disable Device +11, Gather Information +6, Hide +17, Knowledge (arcana) +11, Knowledge (local) +11, Move Silently +20, Open Lock +9, Scry +11, Sense Motive +5, Speak Common, Speak Draconic, Speak Elven, Spellcraft +11; Combat Expertise, Dodge, Mobility, Scribe Scroll, Silent Spell, Spell Mastery (*cat's grace*, *spider climb*, *unseen servant*).

Familiar Traits: Alertness, share spells, empathic link, speak with master, +3 bonus on Move Silently checks when within 1 mile.



Rumennera and her familiar, Shushi

Spells Prepared: (4/4/3/2; base DC = 13 + spell level): 0—*daze*, *detect magic*, *ghost sound*, *prestidigitation*; 1st—*disguise self* (×2), *obscuring mist*, *unseen servant*; 2nd—*cat's grace*, *locate object*, *spider climb*; 3rd—*shrink item* (×2).

Spellbook: 0—*arcane mark*, *dancing lights*, *daze*, *detect magic*, *detect poison*, *disrupt undead*, *flare*, *ghost sound*, *light*, *mage hand*, *mending*, *open/close*, *prestidigitation*, *ray of frost*, *read magic*, *resistance*; 1st—*disguise self*, *identify*, *obscuring mist*, *unseen servant*; 2nd—*cat's grace*, *locate object*, *spider climb*; 3rd—*shrink item*.

Possessions: Dagger, masterwork shortsword, leather armor (10% chance of spell failure), *potion of hiding*, *potion of alter self*, *scroll of darkvision*, *scroll of invisibility*, *bandy haversack*, *boots of elvenkind*, *cloak of elvenkind*, masterwork thieves' tools, 78 gp in coin, 100 gp in gems, jewelry, and clothing.

Allies: Semetha (House of Orchids owner); Durvun (fence).

Enemies: Zilmithir (Imperial University arcane inquisitor).

Tactics: Rumennera rarely uses magic in combat, largely because she has very few offensive spells, but also because she worries that she'll be in the middle of a casting when some zealous guard runs her through. When able to flee, she uses *obscuring mist* to cover her escape. When forced to fight, she draws her short sword and fights defensively until an opportunity to flee presents itself.

♣ **Shushi, Cat Familiar:** HD 7; hp 15; Atk +4/+4/-1 melee; AC 18; SQ Alertness, improved evasion, share spells, empathic link, deliver touch spells, speak with master; Int 8; see *MM*, Chapter 2.

Vird Kasko, Watch Captain

In the Old Quarter, there are two watch captains. The night watch captain, Osgun Harbel, is a contemptible oaf of a man, afraid of his own shadow and all too willing to accept a bribe. In contrast, the day watch captain, Vird Kasko, is as brave a fellow as is likely to ever try to enforce the law in the Old Quarter. For that, the Thieves' Guild hates him.

Kasko works doubly hard to make up for Harbel's slack. He quickly arrests anyone he catches committing a crime, fines prostitutes on the spot, and interrogates suspects ruthlessly. He's also very keen on "surprise inspections," and every so often drops in on local businesses where it's fairly certain illegal activities are going on. He has done this so much at the House of Orchids and the Sea-Wolf tavern that both Semetha and Captain Varribo would happily poison him were they ever given the chance.

Despite his list of powerful enemies, Captain Kasko perseveres in Liberty. His skill with his sword is legendary, and many believe that he is personally protected by Ilaia, the goddess of swiftness. Indeed, the assassin Qualt once set out to murder Kasko in his sleep, but was so plagued by misfortune that he now swears that only the power of the gods can harm the watch captain. The Thieves' Guild sorceress, Omoki, remains skeptical, but Sepris and Parkol have both seen Kasko's blade in action—or, rather, seen its blur as Kasko slaughtered a dozen Guild thugs in less than half a minute. Even if the protection of the gods is just a rumor, the leaders of the Thieves' Guild have no interest in matching blades with him.

Vird Kasko

"You're breaking the law. I'm the watch captain. You're going to jail. If you feel lucky, I'd like to invite you to resist arrest. It's been a slow day."

A dark-haired man in his early 30s, Vird Kasko cuts a dashing figure in his leather vest and breeches, and his snow-white shirts with the puffy sleeves. He affects a narrow mustache and a slightly pointed beard, and has a keen glint in his brown eyes.

Despite all the rumors, Vird Kasko is little more than a soldier who happened to be in the right place when Prince Fiorelle decided he needed a new watch captain for the Old Quarter. Kasko had served in the Prince's guard for some time without particular distinction, but he had learned quite a bit about the Old Quarter while training at the Academy of Arms (since he and several classmates had spent many an evening drinking there). When the prince asked if anyone knew the Old Quarter, Kasko raised his hand without quite understanding why the prince had asked.

Kasko is not driven so much by a desire to see justice as a desire to keep the honest citizens of the Old Quarter from complaining about him to the prince, as they do so often with Harbel. Of course, Kasko is beginning to find that honest citizens in the Old Quarter are few and far between, and the "scum," as he's come to think of them, have their own "live and let live" policy regarding crime. Kasko is gradually learning that there's no counting on the citizens to bear witness to anything less than murder, but it hasn't discouraged him. In fact, it has taught him that if he wants to prosecute the various pickpockets, footpads, and thugs who operate in the Old Quarter, he has to either catch them in the act or drag confessions out of them. Not that he minds.

♣ **Vird Kasko:** Male human Ftr 5/Rog 2/Duelist 5; CR 12; Medium-size humanoid; HD 5d10+10 plus 2d6+4 plus 5d10+10; hp 88; Init +5; Spd 30 ft.; AC 17 (touch 15, flat-footed 12); Base Atk +11; Grp +12; Atk +16 melee (1d6+3/15–20, +2 rapier of defending); Full Atk: +16/+11/+6 melee (1d6+3/15–20, +2 rapier of defending) or +15 ranged (1d8/19–20, masterwork light crossbow); Space/Reach 5 ft./ 5 ft.; SA Sneak attack +1d6, precise strike +1d6; SQ Trapfinding, evasion, canny defense, improved reaction, enhanced mobility, grace; AL N; SV Fort +7, Ref +13, Will +3; Str 12, Dex 17, Con 14, Int 14, Wis 13, Cha 13.

Skills and Feats: Balance +8, Bluff +9, Climb +5, Escape Artist +8, Gather Information +8, Handle Animal +7, Intimidate +9, Jump +7, Knowledge (local) +6, Listen +6, Perform +4, Ride +11, Sense Motive +9, Speak Common, Speak Elven, Speak Orc, Spot +6, Tumble +12; Combat Expertise, Dodge, Improved Critical, Improved Disarm, Improved Feint, Mobility, Spring Attack, Weapon Finesse, Whirlwind Attack.

Possessions: +2 rapier of defending, masterwork light crossbow, 10 bolts, *amulet of natural armor* +2, 20 gp in coins, 180 gp in gems, jewelry, and clothing.

Allies: Prince Fiorelle (Palace Quarter); Halka Swiftsteel (priestess of the Temple of Ilaia); Mazzimion (Imperial University wizard).

Enemies: Sepris (Thieves' Guild leader); Parkol (Thieves' Guild lieutenant); Qualt (Thieves' Guild assassin); Omoki (Thieves' Guild sorceress); Captain Varribo (Sea-Wolf Tavern owner); Semetha (House of Orchids owner).

Tactics: In a fight, Kasko takes the first few exchanges to size up his opponent. If he thinks he can get a quick kill, he goes on the offensive. When challenged, he fights defensively. With Combat Expertise, his *rapier of defending*, and his ranks in Tumble, he can add +10 to his AC (+11 with Dodge) while taking a -9 penalty to his sole attack each round. When faced by superior numbers, he keeps up this tactic until he is more or less surrounded, then switches to a full attack so he can use his Whirlwind Attack. In this case, Kasko foregoes fighting defensively, changing his AC bonus to only +8, but reducing the attack penalty to only -5.

Edrydd, Disgraced Officer

Once a gate officer at the border between the Noble Quarter and the Old Quarter, Edrydd is now little more than a drunkard wandering from tavern to tavern in the Old Quarter begging for work so he can buy his wine. Edrydd fell upon hard times when his superior officer learned that he had been extorting money from nobles passing through the gate—a minor crime given the setting, but being relieved of his duties was a comparatively minor punishment as well.

Edrydd is a pitiful figure: a man-at-arms who can be bought for the price of a bottle of wine. He's been thrown out of most taverns in the Old Quarter at least once, but the word on the street is that it's a bad career move to kill Edrydd. Thus, he manages to survive every drunken stupor even in the heart of the city's most dangerous district. He can still be a formidable fighter when he's not in his cups, so most people prefer to leave Edrydd to his own affairs.

Edrydd

"Either buy me a drink or leave me alone."

Edrydd is a haggard-looking man of middle years, wearing rumpled clothes that smell of sweat and stale wine.

The real reason Edrydd was thrown out of the city watch was that he learned an important secret: Sepris, the head of the Thieves' Guild, is also Hasperis, a high-ranking official of the Seafarers' Guild. Had Edrydd reported this information to Prince Fiorelle, he would probably have been promoted to Watch Commander. In true Old Quarter style, Edrydd instead threatened to blackmail Hasperis, hoping the payoff would be bigger. Hasperis surprised Edrydd by framing him for extorting money and taking bribes from noblemen, thus casting some doubt on any wild claims Edrydd might have made about a respected guild member who moonlighted as head of a secret organization of thieves and robbers.

Sepris lets Edrydd live for the time being because murdering the former officer might encourage someone to investigate those wild claims. So long as everyone ignores the besotted warrior and he doesn't try to convince anyone of what he knows, he's safe. Sepris could pay someone to murder Edrydd and make it look like an accident, but at the rate Edrydd is drinking, Sepris figures Edrydd will have an accident soon enough without his help.

♣ **Edrydd:** Male human War 5/Ftr 3; CR 7; Medium-size humanoid; HD 5d8+15 plus 3d10+9; hp 66; Init +5; Spd 30ft.; AC

14 (touch 11, flat-footed 13); Base Atk +8; Grp +11; Atk +12 melee (1d6+3/19-20, masterwork short sword); Full Atk: +12/+7melee (1d6+3/19-20, masterwork short sword) or +9/+4 ranged (1d4+1/19-20, dagger); Space/Reach 5 ft./ 5 ft.; AL N; SV Fort +10, Ref +3, Will +3; Str 16, Dex 13, Con 16, Int 11, Wis 12, Cha 12.

Skills and Feats: Climb +4, Intimidate +12, Jump +5, Knowledge (local) +4, Listen +2, Ride +5, Speak Common, Spot +2, Swim +4; Improved Initiative, Mounted Combat, Power Attack, Quick Draw, Toughness, Weapon Focus (longsword).

Possessions: Masterwork short sword, dagger, studded leather armor, *oil of magic weapon*, *amulet of health* +2, 20 gp in coin, 15 gp in clothing and miscellaneous items.

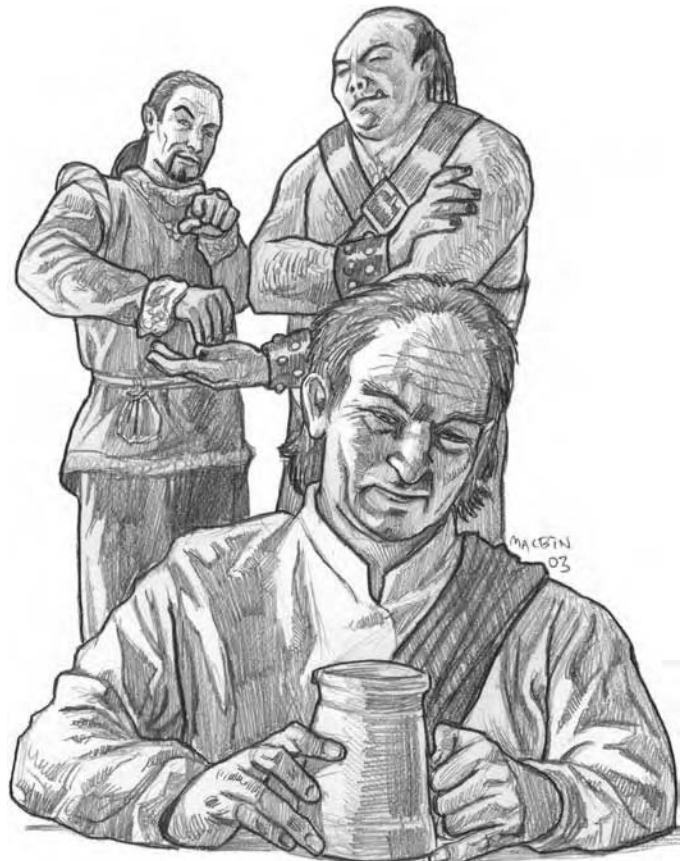
Allies: None.

Enemies: Sepris (Thieves' Guild leader).

Tactics: Edrydd hasn't forgotten the art of combat and can be quite formidable in a fight, so long as he's able to walk. He doesn't want any major trouble, so he takes care to only incapacitate opponents by disarming them, tripping them, and generally making it terribly inconvenient to continue fighting.

Watch Wardens

The watch wardens of the Old Quarter care far less about stopping crimes than they do about protecting themselves from any possible reprisal by the Thieves' Guild. They are paid more to let suspects go free than they are paid to bring them to justice. A typical watch warden patrol in the Old Quarter consists of four wardens and a sergeant. Usually, only the sergeant carries his crossbow at the



Edrydd dwells upon missed opportunity.

ready (though not cocked or loaded) while the wardens carry heavy cudgels. Like all watch wardens in Liberty, they only draw steel when an opponent does the same, though they are not above drawing first and planting evidence later—a time-honored practice known in the Old Quarter as “arming the corpse.”

Patrols are infrequent. Every few hours, the wardens walk through the Old Quarter, following a specific route that takes them past the homes and businesses of the wealthiest and most influential residents of the Old Quarter. At night, this process goes much faster, partly because the wardens skip some stops, but also because they know that it’s dangerous to be out on the streets of the Old Quarter after dark, even for them.

⚔ Typical Watch Warden: Male human War 2; CR 1; Medium-size humanoid; HD 2d8+4; hp 16; Init +1; Spd 30 ft.; AC 14 (touch 11, flat-footed 13); Base Atk +2; Grp +4; Atk +5 melee (1d6+2, club); Full Atk: +5 melee (1d6+2, club) or +4 melee (1d6+2/19–20, short sword) or +3 ranged (1d8/19–20, light crossbow); Space/Reach 5 ft./ 5 ft.; AL LN or LE; SV Fort +5, Ref +1, Will +1; Str 15, Dex 12, Con 14, Int 11, Wis 12, Cha 12.

Skills and Feats: Climb +3, Intimidate +6, Knowledge (local) +1, Speak Common, Spot +3, Swim +4; Improved Initiative, Weapon Focus (club).

Possessions: Studded leather armor, club, short sword, light crossbow, 10 bolts, dagger, bullseye lantern, 10 gp in coin.

⚔ Typical Watch Sergeant: Male human War 5; CR 4; Medium-size humanoid; HD 5d8+10; hp 36; Init +1; Spd 30 ft.; AC 14 (touch 11, flat-footed 13); Base Atk +5; Grp +8; Atk +9 melee (1d6+3, club); Full Atk: +9 melee (1d6+3, club) or +9 melee (1d6+3/19–20, masterwork short sword) or +7 ranged (1d8/19–20, masterwork light crossbow); Space/Reach 5 ft./ 5 ft.; AL LN or LE; SV Fort +6, Ref +2, Will +2; Str 16, Dex 12, Con 14, Int 11, Wis 12, Cha 12.

Skills and Feats: Climb +5, Intimidate +9, Knowledge (local) +2, Ride +2, Spot +4, Swim +5; Improved Initiative, Power Attack, Weapon Focus (club).

Possessions: Studded leather armor, club, masterwork short sword, masterwork light crossbow, 10 bolts, dagger, *potion of cure light wounds*, *potion of delay poison*, bullseye lantern, 25 gp in coin.

An Unwilling Slyss Dealer

Not all of the locals who serve the Kunarath Syndicate (see page 65) do so of their own free will. Some of them are bribed, intimidated, or blackmailed into submission. Others, like Coraline Thornbough, are threatened more directly. Once upon a time, this adventuresome halfling lass traveled the world alongside her brother Feldo and enjoyed all of the wonders life had to offer. The inseparable pair had a carefree, nomadic lifestyle...until the Syndicate got involved. When the two arrived in Liberty aboard a merchant caravel pausing here on its way to other lands, Feldo made the mistake of accepting a stranger’s offer of slyss (see page 69). He soon formed an addiction, and the pair’s traveling money disappeared as rapidly as Feldo’s will to leave.

Despite Coraline’s best attempts to bring her brother to his senses, the two found themselves stuck in the city under a heap of drug-related debt to Feldo’s provider, a manipulative and compassionless foreigner named Blasskrid Fork-Tongue who operates out of the Mercenary Quarter. When Feldo’s slyss degeneration rendered him worthless to Blasskrid as a buyer, the villain found a new way to use him: Feldo is now Blasskrid’s willing prisoner, kept alive as collateral on his debts. Fork-Tongue has vowed that Coraline’s brother won’t be freed until she can pay his debt, something that she must do by selling slyss on the streets of the Old Quarter. Coraline despises the drug with all of her being but believes that she has no other options. She knows that her brother’s life will be forfeit if she betrays Blasskrid, so she struggles to sell the drug as fast as possible in the hope of overcoming the debt and buying their way out of this horrific situation. Unfortunately, Feldo continues to accept more slyss from his provider each day. As a result, the debt continues to pile up even as Coraline tries to fight it.

To make matters worse, the Syndicate’s agent has transferred his pet skincrawler tattoo (see page 68) to Coraline. The bizarre living tattoo keeps watch over her activities from the surface of the halfling’s own skin and telepathically reports anything of interest back to its master. The villain can even see through his skincrawler’s darkvision-enhanced eyes as long as it is within 50 miles, so the desperate halfling has no hope of deceiving him.

Coraline Thornbough

“No...it’s not dangerous at all. Try it. In fact, buy some extra...you’re going to love it. No need to thank me, really....”

A curvaceous young halfling with uncharacteristically blonde hair (usually pulled back in a loose ponytail), Coraline has a distaste for her present occupation that comes across no matter how much she tries to hide it. There’s a certain cold sadness that never leaves her deep brown eyes and seems to have buried her once-warm smile. Life on the streets is beginning to take its toll on her garments and state of cleanliness, but she remains quite attractive nonetheless.

Coraline and Feldo embraced a life on the road at a young age and never looked back. When they set out together in search of adventure, they never imagined that it would leave them divided and stranded at the mercy of a sadistic drug dealer in a far-away city, but that’s exactly what happened. Now Coraline wants nothing more than to escape this life and this city with her brother at her side. As time goes on, her passion for life is gradually surrendering to the possibility that it may all end here, on foreign soil, completely alone.

⚔ Coraline Thornbough: Female halfling Com 3/Rog 1; CR 3; Small humanoid; HD 3d4–3 plus 1d6–1; hp 8; Init +2; Spd 20 ft.; AC 13 (touch 13, flat-footed 11); Base Atk +1; Grp +0; Atk +1 melee (1d4–1/19–20, dagger) or +5 ranged (1d4–1/19–20, dagger) or +4 ranged (1d4–1, sling); Full Atk +1 melee (1d4–1/19–20, dagger) or +5 ranged (1d4–1/19–20, dagger) or +4 ranged (1d4–1, sling); SA Sneak attack +1d6; SQ Halfling traits; AL NG; SV Fort +1, Ref +6, Will +4; Str 8, Dex 15, Con 9, Int 11, Wis 14, Cha 13.

Skills and Feats: Bluff +3, Climb +2, Diplomacy +3, Gather Information +4, Profession (sailor) +3, Ride +3, Speak Common,

Speak Halfling, Spot +6, Swim +0, Use Rope +5; Point Blank Shot, Simple Weapon Proficiency.

Racial Traits: +2 morale bonus on saving throws against fear; +1 racial bonus on all saving throws; +1 racial attack bonus with thrown weapons and slings; +2 racial bonus on Climb, Jump, Listen, and Move Silently checks.

Possessions: Dagger, sling, belt pouch containing 10 sling bullets, traveling clothes, 5 doses of slyss, 30 gp in drug money, Blasskrid Fork-Tongue's skincrawler tattoo.

Allies: None.

Enemies: Blasskrid Fork-Tongue (slyss dealer).

Tactics: Coraline realizes that fighting is not going to improve her situation, and she flees from any conflict with all due haste. Sadly, her stature makes her slower than many of the people she encounters. In situations where running won't get her anywhere, she's not above drawing a dagger to give her assailant second thoughts and buy herself some time to look for another way out.

Serlic the Bowyer

As a youth, Serlic was an unfortunate orphan who grew up in the Old Quarter's grubby back alleyways. He might have fallen in with the wrong crowd, but he was instead taken in by Jarlsson, a local bowyer, and given the opportunity to become the old man's apprentice. He learned the trade quickly, easily reaching his mentor's level of ability over the next ten years.

During his apprenticeship, he retained contact with several of his childhood chums. This bevy of streetwise toughs, who had themselves apprenticed to members of Liberty's Thieves' Guild, made sure that Jarlsson's shop was left unmolested by the Old Quarter's burglars and bandits. In return, Serlic provided them with goods and services as they required them. He still keeps in touch with these criminals, knowing that he might've been one of them had Jarlsson chosen another apprentice.

When Jarlsson died, Serlic inherited his shop, the Lover's Quarrel. He took his business very seriously, but knew secretly that he would never gain any manner of wealth as a mere arrowsmith. Still in sporadic contact with his illicit friends, who were by then accomplished thieves within the Guild's ranks, he made arrangements to help them move stolen property. Besides acting as a fence for questionable items relating to his own areas of expertise, he also fills special orders for members of the Thieves' Guild at reduced prices. Some of his best work has bolstered the armory of Liberty's criminal syndicate.

As the years have passed, Serlic's fondness for strong spirits and rotgut has increased. Just as well, his attitude has grown to be as bitter as the acrid libations that he prefers. Opinions are that his once sunny relationship with the Thieves' Guild has gone sour, but Serlic has continued to keep his own counsel on the matter.

Serlic

"You gonna look at that all day, or did paying for it cross your mind?"

Serlic is a middle-aged man with at least one elf in his ancestral woodpile. Tall and big-boned, he shows his human parentage more than his elven. He has a broad nose, green eyes, and black hair that

is quickly going to gray at the temples. His skin is ruddy, likely due to the occasional nip from a small, steel flask that is filled with cheap, fragrant spirits. Though not unattractive, Serlic is difficult to like if one isn't familiar with his acerbic manners and sarcastic attitude. He wears a dingy smock over his clothing when he works, but dresses plainly enough when away from the shop.

⚔ Serlic: Male half-elf Exp 6; CR 7; Medium-size humanoid; HD 6d6-5; hp 18; Init +2; Spd 30 ft.; AC 12 (touch 12, flat-footed 10); Base Atk +4; Grp +4; Atk +4 melee (1d4/19–20, dagger) or +7 ranged (1d6, masterwork shortbow); Full Atk: +4 melee (1d4/19–20, dagger) or +7 ranged (1d6, masterwork shortbow); Space/Reach 5 ft./5 ft.; AL LN; SV Fort +1, Ref +4, Will +6; Str 10, Dex 15, Con 8, Int 14, Wis 12, Cha 14.

Skills and Feats: Appraise +11, Craft (bowmaking) +14, Diplomacy +12, Disable Device +6, Gather Information +12, Knowledge (local) +9, Listen +2, Profession (fletcher) +10, Search +3, Sense Motive +9, Speak Common, Speak Elven, Speak Orc, Spot +2, Survival +7, Use rope +6; Martial Weapon Proficiency (shortbow), Martial Weapon Proficiency (longbow), Skill Focus (Craft [bowmaking]).

Possessions: Masterwork tools (bowmaking, fletching), masterwork shortbow, dagger, steel hip flask filled with cheap whiskey, *quiver of true strike*, *thumb ring of accuracy*, *thumb ring of might*, The Lover's Quarrel, 298 gp in coins, 3,000 gp in property.

Allies: Leode (Serlic's apprentice).

Enemies: None.

Tactics: When pressed into combat, Serlic prefers to fight from range with his bow. He is seldom given that luxury in the city's tight alleys, and instead relies on his trusty dagger for self-defense.

Quiver of True Strike

This deep gray quiver is made of fine calfskin, decorated with intricate silver embroidery, and can be fastened shut with a silver buckle and strap. It can cast *true strike* once per day as an arrow is drawn from it and the command phrase is spoken aloud.

Faint divination; CL: 3rd; Craft Wondrous Item, *true strike*; Price: 360 gp.

Thumb Ring of Accuracy

This thumb ring is carved from a piece of antique lacquered hardwood, polished to a high sheen and worn smooth from countless uses. Its use grants the wearer a +1 attack bonus when used to fire any shortbow or longbow. When worn, the thumb ring counts against the wearer's limit of two magical rings.

Moderate transmutation; CL: 12th; Craft Ring, *cat's grace*; Price: 250 gp.

Thumb Ring of Might

Constructed from a piece of bull's horn, this thumb ring is carved with runes of strength and vigor. When worn by an archer and used to fire any shortbow or longbow, it grants him a +1 damage bonus. When worn, the thumb ring counts against the wearer's limit of two magical rings.

Moderate transmutation; CL 12th; Craft Ring, *bull's strength*; Price: 250 gp.

Chapter Three: Plots

Like any other city, Liberty is rife with plotting. Liberty seems more plagued with ambitions and conspiracies than most, though. An old joke goes that every Liberty child's first words are "Are you with me or against me?" This is not to say that no one in the city can be trusted, only that there is rarely a clear path leading straight to the object of one's ambitions in Liberty.

Most of the plots in Liberty, like the people who advance them, come and go: the theft of a well-guarded treasure, the murder of an inconvenient spouse, ruination of a business rival here, the disgrace of a political rival there. Other plots can carry on. Alliances and enmities live on after allies and enemies are gone. Some plots are as old as the city itself.

Liberty's major plots revolve around various factions in the city, and those factions touch all quarters. This section describes those that have the most bearing on the Old Quarter.

The Cult of the Silent Heart

The Cult of the Silent Heart reveres an aspect of Vurkis, the god of evil. Naturally, they are forced to remain underground: While the city does not dictate which gods the people can worship, it does frown on the observance of certain rituals. This includes blood sacrifices, the specialty of the Cult of the Silent Heart. Central to the cult's rituals is an ancient form of augury in which they read messages from their god in the last beats of hearts they cut from living victims. The longer a heart beats, the more auspicious the message.

In the days when the city was still called Cove Haven, the cult, consisting mainly of sorcerers and priests trained in arcane arts, established a foothold in the lawless pirate town. In a place where people were murdered every night, the cult's activities hardly caused a ripple. When, Vezkin, the first prince of Cove Haven, began to bring order to the community, the cult's activities became all too apparent. Still, they were mostly safe from prosecution; the citizens of Cove Haven, even at their most outraged, were no match for the cult's arcane powers.

To confront the cult's power, Vezkin made an arrangement with a group of wizards out of the Southern Empire. If they would help Vezkin and the people of Cove Haven drive out or destroy the cult, the wizards were welcome to whatever treasures, magical or mundane, that they found within. Five Imperial wizards pledged their aid, but only two survived with their minds intact. As their reward, they carried off many documents and grimoires sacred to the cult.

The cult itself had survived, though. Some few citizens of Cove Haven had secretly been members, and they simply withdrew to their homes before the attack had ever begun, taking many of the cult's sacred relics with them. They hid these items in their homes, along with a sorcerer-priest named Sollk-Hesh, until they could rebuild their order in caves and tunnels they hollowed

out beneath their homes and businesses—in what is now the Old Quarter. Digging deep and disguising their activities, they remained hidden for centuries. In time, Emperor Orasir conquered the city and built his Imperial University, a learning center for anyone gifted with arcane abilities. Among the university's treasures were various magical manuals and tomes that had been looted from the cult's tower centuries before.

The cult saw its chance. Under false pretenses, their sorcerers joined the university and set about using it to advance the cult's causes. The cultists corrupted an occasional student, purloined magical books and items, and engineered "accidents" for anyone who came too close to finding them out. As the university grew, so the cult regained its former strength and knowledge.

Now the Cult of the Silent Heart is almost at full strength again. They wait only until they locate the last few lost scrolls that they need to perform a great ritual, which the cult believes will bequeath some of Vurkis's own power to their sorcerer-priest, Nonur-Hesh. With that power, Nonur-Hesh intends to slay key figures in the city—the prince, the high priests of the temples, the masters of the Imperial University, and so forth—and seize control of Liberty, converting it to the worship of Vurkis. The cult expects resistance, of course, but they actually look forward to it; to fight on when all hope is lost requires a strong heart, and strong hearts beat longest.

Agenda: Subvert the sorcerers of the Imperial University; locate the final sacred scrolls; perform the ritual of apotheosis; convert all of Liberty to the worship of Vurkis, the god of evil.

Structure: One high priest (the Sorcerer-Priest; Sor 8/Clr 8), assisted by five wardens (Clr 8) and eleven sorcerers (Sor 8). Each of these save the high priest has an initiate (Adp 4) as an assistant. The remainder of the cult, some 60 or more cultists (Com 1–3), are organized into cells of 3–5, each led by either a warden or a sorcerer. The cult is protected by 24 guards (War 4), generally one per cell with the remainder watching over the high priest.

Members: Nonur-Hesh (Sorcerer-Priest); Kozun-Kosh (High Warden); Rallet (sorcerer); Estrinir (watch sergeant).

Bases of Operation: Hidden network of tunnels below Soot Street; secret shrines in Old Quarter; hidden temple in Noble Quarter.

Enemies: Imperial University wizards; Temple of Lod clergy; Temple of Apon clergy.

Symbol: A hand holding a bloody heart.

The Kunarath Syndicate

One of the greatest threats to the balance of power in the Old Quarter comes not from within the city, but from the exotic land that lies beyond the Southern Empire and well past the boundaries of most locally available maps. This region of intrigue has spawned an insidious and deadly organization known as the Kunarath Syndicate.

The leadership of this Syndicate consists largely of a mysterious subrace of elf, but its agents in the North are individually chosen to blend into existing cultures and secretly establish a foothold for the Syndicate. The group's objectives are many and varied, but they ultimately result in one thing: the complete domination of the target city's economy through the infiltration of a new criminal underworld.

This economic takeover is a complicated and invasive process. The Kunarath Syndicate makes its first steps into a region by introducing small numbers of spies and operatives who scout out the area and carefully forge ties to existing organized crime groups. These agents begin to buy the trust of the local black market dealers by offering the Syndicate's irresistible specialty merchandise (exotic weapons, spices, and a mysteriously addictive mind-altering substance known as "slyss") at a special discount.



Once distribution channels are established and demand for these products is rooted in the public, the Syndicate begins to move greater numbers of agents into the city and commences a more aggressive phase of the operation. Seemingly overnight, local black market dealers find their profits disappearing as the Syndicate markets its merchandise directly to the consumer at unbeatable prices. As the market inevitably shifts to favor the newcomers and the old underworld tries to react to its financial peril, the Syndicate really turns up the heat: A small army of extortionists and thugs takes to the streets, putting pressure on unconverted groups and straining the credibility of existing protection rackets. Increasing numbers of fearful and slyss-addicted citizens begin to pay protection money to the Syndicate and sever ties to the old establishment. At this time the Syndicate moves in on all criminal activities throughout the city, muscling out any entrenched businesses and ultimately replacing them.

Meanwhile, law enforcement officials that become aware of the Syndicate are either paid off with money from the illicit drug

sales or assassinated. Soon, the city's legitimate defensive forces become too scared or too loyal to the Syndicate to pose much of a threat. When the old underworld is effectively destroyed and the Syndicate's assets are firmly in place, the organization branches out into legitimate business interests and shuts down any venues that haven't yet fallen under its sway. Not long after this economic coup de grace is finished, the elven masters of the Kunarath Syndicate finally move into the city in greater numbers and set their eyes on a new target. The process begins all over again using the newly dominated city as a staging area.

In Liberty, the situation has not become nearly that desperate...yet. The drug called slyss has begun to appear on the streets along with other unusual goods, but few people know how it is getting into the city or from where it comes. The Syndicate currently has about a dozen operatives of various classes and

raises in Liberty, scattered throughout the city. All of them conduct their affairs individually and answer directly to a single mysterious figure who commonly uses the alias of "Kremp the Knife" in the Old Quarter. He operates under a myriad of other identities elsewhere in the city (including that of a wandering noble called "Aegriss Haindregal III"), but his true name is actually Silisstrinard. Beneath the veils of secrecy, he is a master assassin using a number of convenient disguises as he oversees the opening stages of the Syndicate's attack on Liberty. Though it would even surprise many of the individuals who serve him, Silisstrinard also happens to be the favored son of an ancient black dragon, one of the Syndicate's most powerful lords.

Agenda: Undermine the existing criminal underworld of Liberty and

replace it with a network of loyal operatives; spread the use of the drug slyss to increase profits and influence; redirect city wealth and resources to the Syndicate's secret masters in the Far South; find and recover a stolen black dragon egg.

Structure: Lesser operatives answer individually to Silisstrinard, the Syndicate lieutenant who directly controls all local activity. Silisstrinard, in turn, answers to his own distant masters who lord over the entire Kunarath Syndicate from their seat of power beyond the Southern Empire.

Members: Silisstrinard (aka "Aegriss Haindregal III," "Kremp the Knife"), Sebrissk Faen, Blasskrid Fork-Tongue, Hamuzahn Kress

Base of Operation: Small innocuous businesses and homes scattered throughout the city. There is no central meeting place, but Silisstrinard currently lairs within a small, long-forgotten section of sewer isolated from Soot Street and the rest of the Undercity by a collapsed tunnel. Only the half-dragon and Spend the guttersnipe (see "A Dangerous Secret" sidebar, page 67) are aware of this secret place.

Allies: Raccklyd Glibble (wererat leader), a small but growing network of disenfranchised smugglers, drug addicts, and unsuspecting black market dealers.

Enemies: None are yet aware of the threat.

Symbol: A writhing black serpent.

Silisstrinard

“Interfere with my plans and you shall swiftly taste my wrath. Let me assure you, it is no sweet vintage.”

In his natural form, Silisstrinard’s draconic heritage is impossible to hide. He appears as a vaguely elven figure with a ruddy, black, scaly hide. Short, segmented horns erupt from his temples and twist slightly downward to accent his wicked snake-like eyes and elongated features. Claws adorn his dexterous hands and bestial feet while small vestigial wings sprout from his shoulders and a serpentine tail winds down from his backside. His outfit of black leather is designed to move with his unique body and features many built-in pouches and scabbards for the concealment of poisons and weapons. Most of the time, however, the assassin resembles a well-dressed pale elven lord or merchant thanks to his *amulet of disguise*. A living skincrawler tattoo can sometimes be seen on the surface of his flesh in any of his forms, though it’s difficult to see against his scaly hide and generally stays hidden beneath his clothes whenever he is in disguise.

Silisstrinard was the product of a ritual union between the black dragon Siniscrillistriash and an elf woman of the far south. Silisstrinard was the intended result, and he was groomed from birth to become a lieutenant in the Kunarath Syndicate. He now serves the ruling body (known as the Tiel’Shiar) directly in matters of foreign expansion and has been given a skincrawler tattoo to aid him in such pursuits. Trained to kill without mercy and do so with the greatest of skill and secrecy, Silisstrinard has become a master of his deadly craft.

✦ **Silisstrinard:** Male half-dragon (black)/elf Ftr 1/Rog 4/Asn 8; CR 15; Medium-size dragon; HD 1d10+2 plus 4d6+8 plus 8d6+16;



Silisstrinard, half-dragon leader of the Kunarath Syndicate in Liberty.

hp 78; Init +5; Spd 30ft.; AC 22 (touch 16, flat-footed 22); Base Atk +10; Grp +14; Atk +15 melee (1d4+4, claw) or +15 melee (1d6+4, bite) or +18 melee (1d4+6/19–20, *assassin’s dagger*) or +18 ranged (1d4+6/19–20, *assassin’s dagger*) or +17 melee (1d4+5/19–20 plus *poison, dagger of venom*) or +17 ranged (1d4+5/19–20 plus *poison, dagger of venom*); Full Atk +13/+13/+10 melee (1d4+4, claw) or +15 melee (1d6+4, bite) or +16/+11 melee (1d4+6/19–20, *assassin’s dagger*) and +15/+12 melee (1d4+5/19–20 plus *poison, dagger of venom*) or +16 ranged (1d4+6/19–20, *assassin’s dagger*) and +15 ranged (1d4+5/19–20 plus *poison, dagger of venom*); SA Breath weapon 1/day (60 ft. line of acid, 6d4), death attack DC 21 (22 with *assassin’s*

A Dangerous Secret

Throughout the city of Liberty, there is only one individual who has personally seen the face behind the Kunarath Syndicate, and she has no idea just how dangerous her knowledge could be.

By fate or unlucky chance, Spendi the guttersnipe stumbled upon an old sewer tunnel system emptying into the river that separates the Thieves’ Quarter from the Mercenary Quarter. The outlet was partially buried by rocks and sheltered by an overhanging ledge, while mist from a nearby waterfall added to the concealment. Curious for a closer look, the young half-elf slipped inside. She discovered and bypassed a number of deadly traps before reaching the inner chamber of the lair of Silisstrinard. There she silently watched in awe from a hidden vantage point as the half-dragon assassin donned his “Kremp

the Knife” disguise and made his way out into the city. Shaken but unharmed, the girl escaped without incident.

Though she doesn’t yet realize the full significance of what she witnessed, Spendi does know that the creature she observed was more than an average Old Quarter criminal. She also saw enough of his lair to recognize that he is connected in some meaningful way to the increasing drug traffic that has already claimed the minds of several people she once knew.

Spendi hasn’t yet broken the Code of Silence, but that’s simply because she has no one to tell. As far as she’s concerned, the Code exists to protect the people of Liberty, and dragon-blooded drug-dealing foreigners aren’t entitled to such courtesies. If she ever encounters a group of individuals in a position to do something about it, Spendi will have no reservations about revealing what she has learned.

New Creature: Skincrawler Tattoo

One of the most exotic imports brought to the north by the Kunarath Syndicate is not a drug or trade good at all. It is a mysterious breed of sentient, mobile tattoo that can transfer itself from person to person by physical contact. These bizarre creatures have come to be known as “skincrawlers” by those who have seen them move. Born from mighty enchantments known only to the masters of the Kunarath Syndicate, these two-dimensional creatures are mystically bound to a loyal servitor of that organization at the time of their creation and serve as highly effective spies in places inaccessible to more conventional agents.

Skincrawler

Diminutive Construct

Hit Dice: 2d10 (11hp)

Initiative: +3

Speed: 10 ft.

AC: 17 (+3 Dex, +4 Size)

Attacks: None

Damage: --

Face/Reach: 1 ft./ 0 ft.

Special Attacks: Hypnotic gaze

Special Qualities: Damage reduction 5/+1 and electricity; fast healing 1, telepathic link, sense master, mark host

Saves: Fort +0, Ref +3, Will +1

Abilities: Str --, Dex 16, Con --, Int 8, Wis14, Cha 4

Skills: Hide +11, Listen +2, Speak Draconic (telepathic only), Spot +2

Feats: Alertness

Climate/Terrain: Any

Organization: Solitary

Challenge Rating: 2

Treasure: None

Alignment: Usually Lawful Evil

Advancement: 3-5 HD (Diminutive); 6-10 HD Tiny

Skincrawlers are intelligent constructs of animated ink that exist within the surface layer of a host creature’s skin and are able to move freely around that surface. These living tattoos have no bodies of their own but are able to transfer themselves from host to host during moments of physical contact between the two, such as a handshake. Most skincrawler tattoos resemble stylized serpents or dragons, but bird and reptile forms are also relatively common. No two are exactly alike.

A skincrawler appears to be a normal tattoo until careful inspection reveals that the eyes blink periodically and the chest seems to rise and fall subtly, as if softly breathing. They can otherwise remain still enough to fool most casual appraisals. Under close scrutiny, however, a skincrawler sometimes senses that its secret nature has been discovered and darts away to hide itself on some less exposed part of the host’s anatomy.

Skincrawlers seem to enjoy giving discomfort to unwilling hosts, and indeed there is little a person can do to be rid of the creature until it decides to leave. No part of the host’s body is off

limits. They make no noise of any kind and automatically succeed at any Move Silently checks. Additionally, their movements do not create any sensations on the host body, so it is possible for a person to carry a skincrawler tattoo without ever becoming aware of it. In addition to bonuses from their size and Dexterity, skincrawlers receive a +4 racial bonus to Hide checks.

These sentient constructs are created from life-giving magics infused in nonliving tattoos of masterwork quality. They exist to serve their masters (the beings on which they were first inscribed) as spies and secret companions. The process of creating a skincrawler permanently links the creature to its original host. The skincrawler is able to migrate to other bodies, but the creature remains in constant telepathic contact with its master. It continues to obey that original host until it dies, at which point the sentient construct becomes free to make its own way in the world, traveling from body to body wherever whim or opportunity may take it. A skincrawler cannot occupy a body smaller than itself.

Combat

Skincrawlers lack both the ability and the inclination to engage in physical combat. Instead they rely on secrecy and their gaze attack to protect themselves from would-be enemies. Whenever a host seems to be in mortal jeopardy, a skincrawler will look for any opportunity to transfer itself to a safer body, even if that means moving to an assailant’s hide during a grapple or other moment of contact. Self-preservation is a powerful instinct for skincrawlers, and they know that only the most disturbed individuals are willing to attack their own flesh.

These creatures are exceedingly difficult to kill. They can be injured by attacks on the host body, but only if it is specifically targeted by a weapon strike. In such a case, the skincrawler’s AC is augmented by any applicable modifiers to the host’s AC, including armor, deflection, and Dexterity bonuses (which stack with the skincrawler’s own Dex modifier). Size modifiers do not stack, so only the skincrawler’s bonus is used. Damage dealt by this strike against the tattoo also affects the host body equally. Attacks which do not defeat the skincrawler’s modified AC but do overcome the host’s AC still hit the host as normal. Any area effect spell or similar attack that includes the host body also includes the skincrawler in that effect. Dispel magic affects the skincrawler, but a successful dispel check (DC 28) only renders the creature immobile for 1d4 rounds. Even the death of the host is not guaranteed to end a skincrawler’s existence: Until a corpse decays to a skeletal state, a skincrawler on it remains trapped within the surface of the dead flesh and can transfer itself to a new host if the opportunity arises. Once the skin is gone, the skincrawler’s energies unravel and it ceases to exist.

When a skincrawler does die, the linked master sustains damage equal to the creature’s total hit dice (2d10). There is no saving throw against this trauma.

Hypnotic Gaze (Su): As the *hypnotism* spell, at will, targeting one creature; range 30 ft.; Will negates, DC 13. A skincrawler cannot easily communicate with anyone but its

master, so the victim of this effect treats the host body as the caster for the purpose of suggestions.

Telepathic Link (Su): As long as they are within 50 miles of one another, a skincrawler and its master may communicate telepathically at will. Within that range, the master may also use this link to see and hear through the eyes and ears of the skincrawler. The master can even benefit from the creature's darkvision in this manner. A skincrawler may also communicate telepathically with others of its own kind that presently occupy the same host body.

Sense Master (Su): The skincrawler and its master can always sense the general distance and direction to one another, at any range.

dagger), sneak attack +6d6; SQ Evasion, immune to acid, immune to paralysis, improved uncanny dodge, poison use, save vs. poison +4, uncanny dodge, skincrawler tattoo, low-light vision, darkvision (60 ft.); AL CE; SV Fort +7, Ref +15, Will +3; Str 18, Dex 20, Con 14, Int 16, Wis 11, Cha 13.

Skills and Feats: Appraise +5, Balance +7, Bluff +6, Climb +6, Craft (alchemy) +5, Decipher Script +5, Disable Device +5, Disguise +9, Escape Artist +9, Forgery +5, Gather Information +6, Hide +20, Innuendo +3, Intimidate +8, Jump +7, Knowledge (geography) +4, Listen +10, Move Silently +21, Open Lock +11, Search +9, Sleight of Hand +8, Speak Abyssal, Speak Common, Speak Draconic, Speak Elven, Spot +12, Swim +2, Use Magic Device +3, Use Rope +7; Blind-Fight, Improved Two-Weapon Fighting, Two-Weapon Defense, Two-Weapon Fighting, Weapon Finesse, Weapon Focus (*dagger*).

Racial Traits: Immune to *sleep* spells and similar magical effects; +2 racial bonus against Enchantment spells or effects; +1 racial bonus on Listen, Search, and Spot checks (already added).

Possessions: *Assassin's dagger*, *dagger of venom*, disguise kit, *amulet of disguise* (functions as a *hat of disguise*), leather armor, custom outfit, *potion of water breathing*, *ring of feather falling*, *ring of protection* +1, *rope of climbing*, masterwork thieves' tools, belt pouch containing 3 smokesticks, 2 flasks of alchemist's fire, 1 tanglefoot bag, and 1 thunderstone, assorted lethal poisons, 2 vials of antitoxin, alchemist's lab, 200 gp in coin, 630 gp in clothes, gems, and illicit drugs.

Assassin Spells Prepared: (3/2/2/1; base DC = 13 + spell level): 1st—*disguise self*, *obscuring mist*, *true strike*; 2nd—*alter self*, *undetectable alignment*; 3rd—*deeper darkness*, *misdirection*; 4th—*improved invisibility*.

Allies: Gebrin Sunstroke (corrupted noble); Raccklyd Glibble (wererat pack leader); Kadel Mannypoddle (local alchemist); Blasskrid Fork-Tongue (slyss dealer); Sebrissk Faen (slyss maker); Hamuzahn Kress (Syndicate spy).

Enemies: None.

Tactics: Silisstrinard likes to use secrecy and treachery to defeat any potential foes before combat can ever begin, but once a battle is joined he is no less deadly. He typically fights two-handed and prepares both of his enchanted blades with the most lethal poisons available. The half-dragon generally saves his breath attack for the most opportune time, a moment when the victim least

Alertness (Su): Whenever the skincrawler is present on its master's body, the master gains the benefits of the Alertness feat.

Mark Host (Su): Every skincrawler has the ability to leave a permanent impression of itself on the flesh of its current host. The host experiences a momentary burning sensation, but the mark is harmless. This duplicate is a non-magical, non-living, immobile impression that resembles a normal tattoo in every way. Nothing short of a *limited wish* can remove the duplicate tattoo, and a skincrawler can only ever leave one copy of itself on a given host. A skincrawler's master occasionally uses this trick to mark loyal servants and establish a claim of ownership over the minion.

expects such a trick. Since he can't be flanked, the assassin will often step right into the midst of a group of enemies and use his unusual fighting style and envenomed blades to bring swift death to everyone within reach.

Slyss

Of all the mind-affecting substances to be found in these vast realms, Slyss is among the most addictive, the most insidious, and the most dangerous. It is, in fact, two substances in one: a will-draining poison and a sensually intoxicating chemical. When combined, these two create the perfect recipe for addiction.

When people refer to slyss they're usually speaking of a small spicy stick that dissolves on a person's tongue to release the sensual effect of the drug, but the mind-altering affect begins when the stick is first unwrapped. Each stick is individually rolled in the leaf of the sirenweed plant, which is then dried to form a preserving seal around the slyss stick. This blade of exotic flora is harvested when its tiny spores are ripe with their mind-affecting properties. The act of breaking open the wrapper releases trace amounts of this nearly invisible inhaled poison, which immediately targets the victim's will and gradually makes him more susceptible to the slyss itself over repeated exposure. Such a minute quantity of the material is not as potent as a full dose of the poison, but the ability degradation can accumulate over time. The spores disperse harmlessly into the air after one round, and only affect the space occupied by the person opening the wrapper. Other creatures in the same 5 ft. square area, such as familiars, may share the exposure.

☠ **Sirenweed Spores (Trace Exposure):** Inhaled Fort save (DC 15); initial damage 1 Wis; secondary damage 1d2 Wis.

The stick, for its part, contains a chemical that infuses any humanoid who takes it with extremely pleasurable, deeply sensual feelings that leave the character with an overwhelming desire to please the individual who provided the drug. This non-magical effect is treated as a *charm person* spell cast by a 7th level bard (Will save DC 17 negates, duration 7 hours), with the following exception: threatening acts do not break the effect, but do leave the victim Shaken during such hostilities and for an additional 2d6 rounds thereafter.

☠ **Slyss Stick (Initial Ingestion):** Ingested Will save (DC 17); initial damage *charm person* as cast by 7th level bard.

The name “slyss” is derived in part from the sound and sensation triggered by the spicy chemical in the stick: a faint serpentine hissing noise accompanied by a warm sizzling sensation that quickly spreads through the recipient’s body. It also happens to be an abbreviated slurring of a longer name given to the drug in other cities to the south: “slytherkiss.”

A single dose of slyss in a sealed sirenweed wrapper generally costs 5gp on the street, though it is frequently made available at a lower cost or even for free to new potential customers who have not yet formed an addiction. A slyss stick loses its potency within 1d4 hours of removal from the sirenweed leaf wrapping, after which it just tastes bitter.

Slyss Withdrawal

Purging the traces of slyss from one’s body is far less pleasurable than the act of taking it. Even a first-time user experiences some uncomfortable after-effects.

After the *charm* effect wears off, a character experiences strong cravings for another dose of slyss over a period of 1d6 hours and is considered Shaken during this time. If the opportunity to take more slyss presents itself, a character experiencing these symptoms must make a Will save (DC 10) to resist the compulsion.

Taking another dose of slyss before the withdrawal symptoms have abated is a dangerous idea. It will temporarily put an end to those symptoms, but the character is forced to make an immediate Fortitude save (DC 17) or suffer 1d4 points of Wisdom damage. Taking more slyss while going through withdrawal also makes recovery from the second dose more difficult. The cravings and associated shaken state last for 1d6 days instead of 1d6 hours, and the DC to resist the urge to take more slyss rises to 15. A character who loses all of her Wisdom to slyss addiction becomes completely detached from reality until the damage is healed, a senseless pawn of the drug and those who provide it.

‡**Slyss Stick (Ingestion During Withdrawal):** Ingested Fort save (DC 17); initial damage 1d4 Wis.

Cure spells have no affect on slyss, but *heal*, *restoration*, or *lesser restoration* will remove all traces of it from a person’s body and end the withdrawal.

The Hand of the High Kingdom

As a former part of the High Kingdom, Liberty suffers a great deal of scrutiny from its neighbor to the north. Despite Liberty’s secession from the High Kingdom, relations are more or less cordial. The cities of the High Kingdom trade freely with Liberty which, in turn, trades freely with the Southern Empire, meaning that goods and money flow between two nations that normally would have nothing to do with one another, apart from open conflict.

Unfortunately for the High Kingdom, the largest percentage of the profits from trade in Liberty stays in the coffers of Liberty’s nobles and merchant houses. The nobles and merchant houses of the High Kingdom would dearly love to rectify this situation and, to this end, have mounted a campaign of espionage and economic sabotage against the city of Liberty.

The largest part of the plan involves gaining a greater measure of control over the city by infiltrating and influencing

the Lords’ Council. The efforts of the High Kingdom’s agents have put four foreigners on the council (Godfrid of Wainsworth, Huon Maskon, Enderil Silverkey, and Lady Miana of Sceptren), and their efforts, in turn, have ensured that the High Kingdom’s merchants gain special consideration in Liberty. They are somewhat stymied in furthering their control by a decree from Prince Fiorelle: No more than one quarter of the council can be non-native citizens of Liberty. High Kingdom agents are working on ways to circumvent that restriction.

In addition, certain mysterious threats and acts of violence against High Kingdom citizens living in Liberty have prompted knights of the Order of Lion to take up residence in the Noble Quarter. This security force protects the citizens of that neighborhood since the watch wardens plainly cannot. Prince Fiorelle tolerates the Lions in his city because they sometimes prove useful. At the very least they allow him to focus more of the watch wardens in the other quarters. They are ostensibly apolitical, though rumors from the north suggest that the leadership of the Order of the Lion has become corrupted by power and wealth. Also, the Lions’ creed of protection and public order nearly always, conveniently, serves the interests of the High Kingdom. In essence, the foreigners in the noble quarter have their own small, highly effective army. Should the High Kingdom someday choose to invade Liberty, a great force of allies will already be within the city walls.

Between its agents on the Lords’ Council and the knights of the Order of the Lion patrolling the streets of the Noble Quarter, the High Kingdom has a great deal of influence in Liberty. It is not yet enough, because the prince is still able to thwart most of their plans and check most of their gambits. The agents of the High Kingdom continue to plot and plan, hoping one day to find the crack in the prince’s political defenses. When that day comes, the flow of gold will divert from Liberty to the High Kingdom and its nobles and merchants who do business in Liberty.

Agenda: Manipulate the laws of Liberty to redistribute the profits of commerce to the nobles and merchant houses of the High Kingdom.

Structure: The agents of the High Kingdom have an informal structure, though they recognize Lady Miana of Sceptren, the mistress of the Commerce Guild, as their leader.

Members: Godfrid of Wainsworth, Huon Maskon, Enderil Silverkey, and Lady Miana of Sceptren (all on the Lords’ Council); Lord Heroll of Damiria; Anzel Ren; Varsinni; Merith Westcote (merchants).

Base of Operation: The office of the Commerce Guild in the Noble Quarter.

Allies: Sir Gaspar (Order of the Lion master in Liberty); Comius Echardt and Vanel (Lords’ Council members); Lord Hugon Weiss (Chamberlain to Queen Adeliza of the High Kingdom).

Enemies: Prince Fiorelle; Lords Samonno and Fainren Hombil (Lords’ Council members); Merzen Habil (Liberty Merchants’ Guild member).

Symbol: The symbol of the Commerce Guild: the sword and rose of the High Kingdom over three merchant ships on the ocean.

Appendix A: Encounters

The streets of Liberty aren't entirely safe, and the streets of the Old Quarter are the most dangerous in the city, especially after nightfall. The following appendix outlines some of the encounters that can take place in the Old Quarter, and are intended as a guideline to help GMs develop their own Old City encounters. Each encounter is written so that it applies to an encounter with a single player character; the GM might wish to alter the "script" a little if a PC is not alone when the encounter occurs.

Events are encounters that might not directly involve the PCs, but in which the PCs can become involved, if they so choose.

Citizens are encounters with the more or less honest folk who live or work in the Old Quarter.

City Guard encounters involve a brush with the law.

Criminals are those people who live and work in the Old Quarter and who have chosen to victimize the PCs.

NPCs are characters who are described elsewhere in this book who might happen to cross the PCs' path. They aren't always interested in the PC, but the encounters are written so as to provide the GM with a way to introduce the NPC to the player(s).

Generating Encounters

Roll on the Encounter chart (see page 72) to determine the type of encounter. Roll once for every ten minutes a PC is on the street during daylight hours and once every thirty minutes after dark.

Events

This section covers encounters from the Events sub-table.

Quarrel: Two or more people arguing loudly, 10d10×3 feet away. If a PC goes to investigate, roll twice on the Encounter sub-table to determine who is involved (ignoring results of 50 or less).

Scream: A scream, 10d10×5 feet away. If a PC goes to investigate, roll once on the encounter table to determine who screamed (ignoring results of 50 or less). At the GM's discretion, the screamer may still be alive, though unconscious.

Rats: 4d6 rats (see the *MM*). Unlike rats elsewhere, Old Quarter rats only flee if threatened and often fiercely stand their ground when they're feeding.

Dogs: 1d8 dogs (see the *MM*). Half-starved and frequently very vicious, Old Quarter dogs growl menacingly at anyone who chances upon them, chase anyone who runs from them, and attack anyone who doesn't depart. If only one dog is encountered, there is a 50% chance that it's rabid, and attacks regardless.

☠ **Rabies:** Injury; Fort DC 11; Incubation 1d3 months; 1d3 Con.

Robbery: Someone is robbing someone else 10d10 feet away. Roll once on the Citizen chart to determine the victim and once on the Criminal chart to determine the robber. If the PC intervenes, the robber may flee or fight at the GM's discretion. If the PC doesn't intervene but the robber becomes aware of

the PC's presence, the robber concludes his business quickly and departs, leaving the victim alive to avoid committing murder within the sight of a witness.

Arrest: A watch patrol (see page 63) is making an arrest 10d10 feet away. If a PC lingers at the scene, the guard may question the PC or, if the PC acts suspiciously, arrest the PC as well.

Fire: Something is on fire 10d10×3 feet away. The distance the heroes are from the fire, divided by 3, is the percentage chance that someone else has already seen the fire and called for help. After the initial call a crowd of 1d100 people gathers (over the next hour) to either watch the fire or to help put it out.

Citizen

This section covers encounters from the "Citizen" sub-table.

Beggar: 1d4 beggars (Com 2) ask the PC for money. If the PC gives out any coins or other valuables, another 2d4 beggars immediately approach the PC, looking for a handout. The beggars follow the PC around so long as he stays in the same general vicinity, even if the PC has already given them money. They will only give up if the PC departs the area, chases them away with threats (Intimidate), or proves to them (Bluff or Diplomacy) that he has nothing more to give. Each beggar carries 1d3 cp in addition to any coins donated by the PC.

Guttersnipe: 2d4+2 street children (Com 1) spy the PC and begin harassing him or her by begging for money, asking for help finding the way home, offering to work for the PC as a servant (in exchange for a couple of coppers), trying to touch or hold the PC's clothing, armor, and weapons, and generally doing whatever they can to distract and disorient the PC. Giving away money has much the same effect as giving money to beggars (see above), and letting a guttersnipe hold anything portable means that the child attempts to run off with it, leaving the rest of the guttersnipes to hinder any pursuit. Meanwhile, one of the guttersnipes uses the opportunity to practice his pickpocket skills (Sleight of Hand +4). If caught, the guttersnipe explains that he merely wanted a better look and wasn't intending to steal whatever item he was caught trying to steal. Each guttersnipe carries 1d3–1 cp in addition to any coins donated by the PC.

Lunatic: A person of dubious mental health approaches the PC and tries to involve the PC in his or her particular delusion. The GM should feel free to improvise whatever madness the lunatic exhibits, but in a pinch, the GM can roll once on the Citizen table to generate the lunatic's appearance, and once again to generate the lunatic's delusion (a peddler who believes he's a noble, or a insane-looking prostitute). The GM may decide the class and level of the individual, but may also choose to roll a d10: 1–5, Commoner (level 1d4+1); 6–8, Expert (level 1d3+1); 9–10, Warrior (level 1d3). Also at the GM's discretion, there is a 10% chance of a 5 sp reward for returning the lunatic safely to the

Appendix A: Encounters

72

d%	Encounter
1-35	No encounter.
36-50	Roll on Event chart
51-60	Roll on Citizen chart
61-65	Roll on City Guard chart
66-85	Roll on Criminal chart
86-00	Roll on NPC chart
d%	Event
1-20	Quarrel
21-40	Scream
41-50	Rats
51-65	Dogs
66-89	Robbery
90-97	Arrest
98-00	Fire
d%	Citizen
1-20	Beggar
16-30	Guttersnipe
31-35	Lunatic
36-45	Drunkard
46-60	Prostitute
61-75	Peddler
76-85	Merchant
86-95	Sailor
96-00	Noble
d%	Guard
1-80	Patrol
81-00	Soldier
d%	Criminal
1-65	Pickpocket
66-80	Footpad
81-85	Burglar
86-00	Thug

Asylum in the Noble Quarter. A lunatic carries 1d3-1 coins (d10: 1-6, copper; 7-9, silver; 10, gold).

Drunkard: The PC encounters a drunkard. Roll again on the Citizen table, and if the result is again “Drunkard,” the person is a 1st-level Commoner (with 1d3 cp). Otherwise, treat the drunkard as one person of the indicated type of encounter, except that the person is at least partially inebriated (d10: 1-4, treat as Shaken; 5-7, treat as Staggered; 8-9, treat as Stunned; 10, treat as Unconscious; add +2 to the roll if the encounter occurs at night).

Prostitute: 1d4 prostitutes (Com 2) approach the PC, offering their services for 5 cp, or 1 sp for the same services indoors. Engaging such services risks disease: There is a 50% chance of contracting “Sailor’s Lament.” Each prostitute carries 1d6+4 cp.

☞ **Sailor’s Lament:** Contact; Fort DC 14; Incubation 1d3 weeks; 1d2 Con + 1d2 Cha.

d%	NPC
1-2	Bolo the Rogue
3-5	Coraline Thornbough
6-8	Brilla Bickle
9-11	Captain Varribo
12	Deacon Pryce
13-16	Dindol
17-19	Durvun Hardbargain
20-22	Edrydd
23-24	Faelin Malajierre
25	Grellsh
26-27	Grevvik D’sarne
28-30	Gunndol
31-33	Hamlin Frisk
34-36	Hargen Frisk
37-39	Jamon
40-41	Jando Fairfoot
42-44	Jienna
45	Kadel Mannypodde
46	Kremp the Knife
47-49	Lastrian
50-51	Maegrin Crask
52-53	Marl Latham
54-56	Murgunn
57	Old Man Vosch
58-60	Osai-Vanon
61-64	Parkol
65-67	Ponthis Krahl
68	Qualt
69	Raccklyd Glibble
70-71	Robur (“Hookface”)
72-74	Rumennera
75-76	Sedrik Slaike
77-78	Semetha
79-80	Sepris
81-84	Spendi
85-88	Starpa Rozimur
89	Tobyyin Windmayne
90-91	Turgin Forgestoke
92-94	Tymdrin Kind
95-98	Vird Kasko
99-00	Zarghestrin

Peddler: A street-peddler (Exp 1) approaches the PC, offering useless trinkets, sweetmeats, or similar low-cost items (such as candles or torches) at a cost of 1 cp each. The peddler continues trying to make a sale until chased away (Intimidate), convinced that the customer has no money to spend (Bluff or Diplomacy),

or another customer presents herself. In addition to 1d10+5 cp worth of merchandise, the peddler carries 2d4+2 cp in coin.

Merchant: The PC encounters a merchant, either a shopkeeper (Exp 4) or a hired worker or apprentice (Exp 2). The merchant isn't particularly interested in the PC: Her goal is simply to reach her destination and accomplish her task without getting robbed. If the encounter occurs at night, the merchant might offer the PC 1d4+5 cp to act as an escort and bodyguard until she reaches her destination. A merchant carries 1d4+6 cp, as well as a number of silver pieces equal to her level.

Sailor: The PC encounters 1d6 sailors (Exp 1/War 1). They are only out seeking a good time while in port, and don't actively look for trouble. If a PC gives *them* any trouble, pride demands that they teach the PC a lesson. Sailors in port carry 1d10 cp, with a 50% chance of an additional 1d10 cp and 1d3 sp.

Noble: The PC encounters a noble (Aristocrat, level 1d4) from either the Noble Quarter or the Palace Quarter. The noble is either in the Old Quarter on some legitimate business (during daylight hours), or is out slumming (at night). In the former case, 1d3 men-at-arms (War 1) accompany the noble, and there is a 25% chance of 1d2 additional nobles, each accompanied by one man-at-arms. In the latter case, 1d3 men-at-arms (War 1) accompany the noble, and there is a 50% chance of 1d3 additional nobles, each accompanied by one man-at-arms. Nobles each carry 1d10 cp, 2d4 sp, and 1d6 gp, plus 1 sp and 1 gp per level. The men-at-arms each carry 1d4+6 cp, plus 1 sp per level of the noble they guard.

Guard

This section covers encounters from the "Guard" sub-table.

Patrol: The PC comes upon a patrol of 4 wardens and a sergeant (see page 63) in the pursuance of their duties. If the PC is breaking any laws at the time, they attempt to arrest him. If not, the wardens scrutinize the PC, looking for any evidence of illegal activity (even a particularly strong desire *not* to be scrutinized by the watch). If they find anything, they take the PC back to the nearest watch post for questioning. If they can't spot anything suspicious about the PC, they don't bother him.

Soldier: The PC comes upon 1d4+1 of Liberty's soldiers (Ftr 1). The soldiers have no particular interest in the PC unless the PC is committing a crime or has obviously just done so (cleaning blood off a weapon, for example, or carrying an armload of loot). Soldiers carry 2d4+2 cp and 1d4 sp.

Criminal

This section covers encounters from the "Criminal" sub-table.

Note: There is a 50% chance that these criminals are members of the Thieves' Guild. If the PC kills a Guild member, the Guild tries to learn who did the deed, and attempts to exact vengeance.

Pickpocket: A pickpocket (Rog 1) attempts to lift something off the PC (Sleight of Hand +7). GMs should ignore this encounter if the situation is not conducive to picking pockets (the PC is on a deserted street, or is being particularly careful). A pickpocket carries 2d6+3 cp and 1d4+1 sp.

Footpad: A footpad (Rog 1; see page 15) attempts to approach the PC by stealth and intimidate her into handing over any valuables she's carrying. If the PC fights back, the footpad may flee, at the GM's discretion. However, attempts to convince the footpad that the PC has nothing worth stealing fall on deaf ears. The footpad would just as well force the PC into a dark alley where he could possibly dispatch the PC and then search the body. A footpad carries 1d6 cp, with a 50% chance of carrying 1 sp as well.

Burglar: The PC encounters a burglar (Rog 2). The burglar tries to stay out of sight (Hide +12, Move Silently +12), so the PC must make an opposed Spot or Listen check to notice the burglar. During daylight hours, the GM may rule that the burglar is instead scouting a possible target. Unless the PC calls for the watch, the burglar isn't interested in the PC, preferring to vanish quietly. A burglar typically carries 1d6 cp, but if the encounter takes place after the burglar has concluded a robbery, he is carrying an additional 10d10 gp worth of coin, gems, jewelry, and art objects.

Thug: A group of 1d4+1 thugs (War 2), armed with clubs and daggers, approach the PC and demand all of the PC's valuables. If the PC refuses for any reason, they attack. They prefer to use their clubs, but resort to their daggers if the PC draws a weapon. Each thug carries 1d4+1 cp.

NPC

This section covers encounters from the "NPC" sub-table.

Bolo the Rogue: Some of the best gladiators have disappeared just before a big fight, leaving Bolo (see page 56) desperate to find replacements. If the PC looks at all formidable and doesn't seem like a particularly lawful individual, he approaches the character and offers twice his normal rate if the PC will enter the Pit as a gladiator for one night. He even promises not to bring out the most dangerous monsters, though this could be a lie.

Coraline Thornbough: The slyss dealer (see page 64) approaches the PC and tries to sell a few doses of the mysterious drug. During the encounter, the PC might notice the halfling's skincrawler tattoo watching the transaction from the collar of her garment (Spot DC 19). If confronted about the living tattoo, she tries to deny it and even attempts to flee if pressed for details. She's afraid of what might happen to her brother if she reveals the truth.

Bruden Bickle: The gnome smuggler (see page 20) is on his way to or from a meeting with his contact, the sorcerer Haevnan. If the encounter takes place at night, Bruden might, at the GM's discretion, ask the PC to escort him part of the way; he can't have witnesses to his meetings with the sorcerer.

Captain Varribo: The tavern-owner with magical wooden arms (see page 25) is out doing business on behalf of the Sea-Wolf. If the PC seems to have nothing to do, Varribo offers the PC 2 cp and a free drink to help carry his purchases back to the Sea-Wolf.

Deacon Pryce: The owner of the Old Fortress (see page 29) hurries past on his way to a secret meeting with a similarly well-dressed man named Udrahien Quelzarius. If the PC watches closely, the character might notice the two exchanging a secret handshake before stepping into the Dancing Kegs tavern. Unless disturbed, the pair chooses an isolated booth to quietly discuss politics of the palace district and set the groundwork of an

assassination plan using substitute phrases such as “entertain” for “kill” and “vendor” for “noble”.

Dindol: The dwarf informant (see page 23) is out and about, trying to pick up any stray bit of information that he can sell to the city guard. He arranges to lounge nonchalantly near the PC and tries to listen to the PC’s conversations. If the PC isn’t talking about anything remotely illegal, Dindol eventually moves on.

Durvon Hardbargain: The halfling fence (see page 45) is en route to the Arcane Bazaar with his latest treasure (roll one magic item randomly using the “minor” column of Table 7-1: Random Magic Item Generation in the *DMG*), or he is just returning from the Bazaar with 50% of that item’s market price. In either case, he is accompanied by 1d4 thugs (War 2) acting as guards, plus one additional thug for every 5,000 gp of the item’s value. All of the guards are armed with short swords, and Durvon has given each guard 10 gp for services rendered.

Edrydd: The disgraced ex-warden (see page 62) staggers past, either drunk, or suffering from a hangover. As the PC watches, Edrydd falls, then drags himself into the nearest alley until he feels better. Should the PC try to take advantage of Edrydd’s condition, Edrydd fights back as best he can.

Faelin Malajierre: The popular elven gladiator (see page 57) is enjoying some time away from the Chaos Pit to spend some of his hard-earned coins in a marketplace when a stealthy rogue slips a tiny parcel into his boot while the PC is nearby. The object is simply a bit of sea sponge wrapped in some thin parchment, but the sponge is saturated with malyss root paste poison (Contact DC 16, Initial damage 1 Dex, Secondary 2d4 Dex). In 2d4 rounds of activity the poison will seep through the parchment and contact the gladiator’s skin. The rogue plans to bet against Faelin in the Chaos Pit this evening, thinking that the poisoned duelist won’t stand a chance. He hopes to make a fortune by playing the odds.

Grellsh: The orc gladiator (see page 57) is making another escape attempt. He comes tearing down the street, wearing no armor but carrying his greataxe. Several men are chasing him, carrying manacles and a net. Grellsh’s path will take him right past the hero, and the orc seems unaware of the hero’s presence.

Grevvik D’sarne: As the PC travels near the Escape House, the character might catch a glimpse of the ‘captain’ (see page 37) carefully slipping from shadow to shadow as he approaches the abandoned-looking building, enters, and does not emerge. Grevvik is returning from a meeting with Parkol regarding an upcoming Guild operation that will have the building on full alert. Unless a successful Hide check is made (DC 15), the PC may be observed by sentries within the building who make note of the character’s interest and may have the individual followed for a few days.

Gunnadol: The grimy dwarf weaponsmith (see page 39) stomps by, muttering to himself. If he notices the PC watching him, Gunnadol berates the PC for “standin’ round idle” and “pokin’ into the business of others!” Should the PC actually stand for this abuse, Gunnadol gets frustrated and stomps off. If the PC instead rises to the challenge, Gunnadol breaks into a grin and says that he hadn’t recognized the PC’s “warrior spirit.” He then suggests that the PC drop by his weapon shop and have a look at the merchandise.

Hamlin Frisk: The young half-elf (see page 19) is trying to make peace with a business associate that his brother enraged

earlier in the day when the burly associate (War 2) turns violent and begins to slap the frailer fellow around. In his brother’s absence, Hamlin may turn to the PC for protection. He doesn’t have much coin to offer, but if he senses that he can trust the PC, the smuggler might lead the character back to his warehouse and use what cash reserves are left (15gp) as a reward for the help. This invariably angers Hamlin’s brother when it is discovered and might lead to another confrontation.

Hargen Frisk: The PC comes across the half-orc smuggler (see page 20) engaged in a heated discussion with a well-dressed but intimidating merchant. It appears that the merchant has tracked down Hargen to demand repayment for water-damaged goods that the smuggler imported for him. Both men are drawing a great deal of attention to themselves by speaking much too loudly and seem equally oblivious to an approaching watch patrol. Unless they are warned, both men will be accosted by the wardens and the PC may be questioned about what was overheard.

Jamon: The merchant wizard (see page 47) walks by, trying in vain to tie shut his overstuffed haversack. Amid his efforts, he drops a *potion of fly*, and doesn’t seem to notice. Should the PC retrieve the potion and return it to Jamon, the wizard offers either a 10 gp reward or a waiver of his usual 20% markup on a potion or a scroll.

Jando Fairfoot: The halfling monk gladiator (see page 57) wanders past, seemingly lost in thought. He turns down an alley and a handful of street thugs (War 1) follow him. The PC seems to be the only one who has noticed them, and even Jando appears unaware that he’s about to be attacked. (Or are they fans?)

Jienna: The prostitute wife of the elven youth Lastrian (see page 33) passes nearby. If the encounter takes place in the daytime, Jienna is only out visiting the market. If the encounter occurs at night, she is selling herself to make ends meet and will approach male PCs to offer her services for 5 cp. She is carrying 1d4×5 cp.

Kadel Mannypoddl: The gnome alchemist (see page 31) strolls past, on the way to pick up some supplies in the market. He stops and sizes up the PC and, if the PC looks healthy, offers the PC a silver piece to pick up his supplies for him and another silver piece to deliver them to his home. The gnome offers the PC a cup of wine as a bonus, though it’s not poisoned or drugged. Kadel hopes to eventually win the PC’s trust and *then* to drug him and use him for his experiments with new poisons.

Kremp the Knife: The half-dragon assassin Silisstrinard (see page 67) is disguised and heading for Kadel Mannypoddl’s alchemy shop with a satchel of sirenweed to exchange for other poisons. If the PC takes particular note of him for any reason, he smiles and waves—and proceeds to stalk the individual for three days thereafter to make sure his secret hasn’t been somehow compromised. Once he concludes that the PC is no threat, he leaves a wrapped dose of slyss where the character will find it and anonymously tips off one of the local dealers that the PC might be interested in buying more. Silisstrinard only considers a PC a threat if the character is 10th level or greater and has knowledge or strong suspicions about the Syndicate. In such a case, he will begin to plan an assassination and wait for the right opportunity to execute it.

Lastrian: The elven youth (see page 33) is out looking for work. He offers his services as a bodyguard or torchbearer (depending on the time of day) in exchange for 5 cp. If the PC

shows any interest in why an elf of good breeding (judging by his diction and his masterwork rapier) is seeking such work, Lastrian haltingly tells his story—though he leaves out the part about his wife being a prostitute.

Maegrin Crask: The bespectacled entrepreneur (see page 49) was returning from the fish market with a horse-drawn cart full of spoiled seafood, which he intends to feed to the carrion-eating beasts of his Menagerie. His cart has thrown a wheel, spilling some of the contents into the street. If the PC appears strong enough to lift the cart while he reattaches the wheel, Maegrin asks for such help and offers to pay 25gp for the assistance once they reach his place of business. The wizard uses this time to study the PC and may invite the character to work as a handler in the Menagerie. If turned down, Maegrin might also attempt to *polymorph* the character into a grick at the first opportunity.

Marl Latham: The old locksmith (see page 44) ambles by, apparently lost in thought. As the PC watches, a footpad falls into step behind the old man, but when the locksmith stops and turns to look at the footpad, the would-be robber apologizes and runs off. If Marl sees the PC watching this exchange, he winks, tips his hat, and goes about his business.

Murgunn: The grimy dwarf armorsmith (see page 40) strides by, carrying a load of iron rods over his shoulder and wearing a determined expression. When one rod hits an obstruction and falls out of the bundle, Murgunn glares at the PC and says, “Well? You just going to stand there?” If the PC doesn’t volunteer to help, Murgunn berates him (and the Old Quarter in general) for never doing anything without being paid. If the PC does help, Murgunn is quite pleased and invites the PC to his shop to have a look around.

Old Man Vosch: The drunken orphan-minder (see page 50) staggers past with a hickory switch in one hand and the leash of his dog in the other. Between bellows for “Spendi!” he asks the PC if there’s been a young girl in the area. He lies, explaining that she’s stolen something from the orphanage and is probably on her way to sell it. He offers the PC a copper piece reward if the PC brings Spendi back to the orphanage. If asked, he explains the switch by saying that he only ever has to use it on children who repeatedly disobey the orphanage’s rules. He doesn’t take kindly to anyone offering him advice on how to tend to children, though his only real answer to unsolicited advice is to depart.

Osai-Vanon: The mercenary healer (see page 51) wanders past, looking a little paranoid. He’s just sold a *potion of cure light wounds* to the Blockhouse’s bartender, and is carrying 50 gp in his scrip. Naturally, he’s terrified that someone is going to try to steal it. He’s so convinced that someone might have followed him from the Blockhouse that he’s really only paying attention behind him. If the PC approaches him from the front and catches him by surprise, he babbles something about how unfair it is to the truly needy to rob him when he’s not ready and boldly commands that the PC come back later, after he has had a chance to do some good. If the PC doesn’t try to rob the healer, Osai-Vanon is extremely relieved and promises a free healing if the PC would just accompany him back to the shrine as a bodyguard.

Parkol: The recognized leader of the Thieves’ Guild (see page 17) walks by, attended by 1d4+2 elite thugs (see page 16). If Parkol notices the PC, he introduces himself and engages the

PC in a friendly chat. If the PC isn’t interested in chatting with a major crime figure, Parkol asks the PC if what the Guild does is any different from what the nobles in the Noble Quarter or the Palace Quarter do—and if so, how? Parkol refuses to take offense at anything the PC says, though, and only gets upset if the PC gets downright belligerent. Should that happen, Parkol orders his thugs to hold the PC while Parkol pummels him senseless.

Ponthis Krahl: The ne’er-do-well noble (see page 59) chances upon the PC and can’t resist stirring up some trouble. He rushes up to the PC and says that a group of Thieves’ Guild thugs were looking for someone matching the PC’s description. Krahl urges the PC to seek shelter in an alleyway until the thugs have gone and then volunteers to make sure the coast is clear. Once out of the PC’s sight, Krahl instead looks for the nearest clutch of Guild members, tells them that he saw the PC making rude gestures at the thugs behind their backs, and gives up the PC’s location. Finding 1d4+1 Guild thugs takes Krahl 1d4+6 rounds, and they take another 1d4+1 rounds to come looking in the alley for the PC; if the PC leaves during this time, no harm is done. After setting the thugs on the PC, Krahl finds a vantage point from which to watch the fun.

Qualt: The ugly half-orc assassin (see page 28) ambles past, then stops and gives the PC a long, hard look. After a moment, Qualt approaches the PC and asks, “Have we met before?” Something about the PC reminds Qualt of someone he has killed, and the assassin wants to verify that this is not his former victim somehow restored to life or some relative come seeking revenge. Qualt is guardedly friendly with the PC, waiting to see if the PC tips his or her hand as a foe, but remaining suspicious even if the PC seems completely innocent. Qualt spends much of his time over the next few days checking up on the PC and following him or her around. At the GM’s discretion, Qualt might even go so far as to visit the PC late at night to try to scare a confession out of him or her. He gives up when he’s satisfied that the PC is too scared to be lying.

Racklyd Glibble: The gnomish wererat (see page 39) is out patrolling the streets and watching the movements of known Thieves’ Guild agents. By day, the PC might notice him shadowing a particular rogue or thug until the person enters a Guild holding, at which point the gnome breaks off pursuit and seeks out a shadowy corner from which to observe the building. By night, the shapeshifter scurries about in his dire rat form and may set his sights on the PC as a potential meal or a new recruit.

Robur (“Hookface”): The scarred barman (see page 23) bumps into the PC, rapidly pats down his pockets, and gets a surprised look on his face which quickly becomes a look of anger—directed at the PC. “Give it back!” he bellows. If the PC professes innocence, Robur says, “You know what you light-fingered off me! Give it back, and I won’t have to call the watch!” He’s lost a pouch of coins, and believes that the PC stole it when they bumped into each other. If the PC can convince him (Bluff or Diplomacy) that the PC didn’t steal anything from him, Robur eventually caves in and admits that it’s possible he left his money pouch somewhere. It is actually sitting behind the bar at the Dancing Kegs.

Rumennera: The wizard-thief (see page 60) steps out of the shadows of an alleyway and says “Catch!” She then throws a silver cat statuette (100 gp) to the PC and darts into a different alley. A

few seconds later, three footmen (War 1) brandishing clubs come charging down the street. If the PC doesn't think to hide the statuette before they arrive, they see it and shout, "There he is! Get him!" These men work for the nobleman who owns the cat statuette and, though they didn't get a good look at her, they saw *someone* leaving the nobleman's house with it. They have chased her all the way from the Noble Quarter and, unable to shake them off (through sheer bad luck), Rumennera has switched to a different plan. She expects that the footmen won't listen to the PC's claims of innocence and there's liable to be a fight—during which she can slip in, grab the statuette and run for it. If the PC happens to win, she can follow him to wherever he hides it and steal it again. If the PC should simply hand it over to the footmen, she can always try to steal it from the nobleman again later.

Sedrik Slaike: The harbor master (see page 41) is carrying out some important business way from the docks when a sizeable band of thugs hired by a vengeful smuggler (2d4+4 War 1) assaults him and his bodyguards (1d4 War 2). In his haste to deploy his *ioun stone*, Sedrik accidentally drops his thunderstone instead and ends up deafening most of his bodyguards. If the PC comes to his aid, Sedrik promises to give the character absolute priority anytime the PC wishes to travel into or out of the harbor, meaning that any ship the PC travels on will never have to wait for inspection. If left to his own survival, Sedrik puts up a good fight until some watch wardens (see page 63) arrive to help him.

Semetha: The madame of the House of Orchids (see page 35) passes by with a young servant in tow. The servant stumbles and drops the bundles she is carrying, one of which bounces, rolls, and lands at the PC's feet. While the servant nervously gathers up her packages, Semetha apologizes on the girl's behalf and explains that the girl is a courtesan-in-training. "Today, we're learning poise," Semetha says. If the PC is particularly charming, Semetha suggests that he or she stop by the House of Orchids.

Sepris: The secret head of the Thieves' Guild (see page 16) emerges from an alley, laughing about something. A few moments later, four Thieves' Guild elite thugs (see page 16) emerge from the same alley carrying a lumpy blanket with a large bloody spot near one end. Seeing the PC nearby, Sepris gestures to the four thugs and says, "Blockhouse." As the thugs withdraw, Sepris approaches the PC and asks, "What did you just see?" The correct answer is "Nothing," and Sepris keeps asking until he gets that answer or until he's successfully intimidated the PC into silence. If a fight breaks out, the four thugs aren't far away and can return to help Sepris in 1d3+2 rounds. Sepris isn't really interested in killing or robbing the PC; he just needs to be certain that the PC isn't going to stand witness against him.

Spendi: The child thief from the orphanage (see page 50) darts out from behind a pile of crates and grabs the PC's hand. "There you are!" she says. "I was starting to think you'd left!" She hangs onto the PC's hand, calling the PC "poppa" or "momma" (whichever is appropriate) as a group of young thugs (War 1) storm by, looking for someone. As soon as they're gone, Spendi lets go of the PC and runs off. If the PC doesn't want to let her go, Spendi tries to slip free the first chance she gets.

Starpa Rozimur: The elven scribe (see page 60) strolls past, stifling a yawn and smiling vaguely. He sees the PC and says "Yes?

Did you say something?" If the PC is carrying anything that might have writing on it, Starpa asks if the PC needs something translated. If the answer is no, Starpa smiles again, bids the character good day, and strolls away.

Tobyn Windmayne: The centaur gladiator (see page 58) trots down the street, turning many heads along the way. If the PC looks like a challenging foe and is staring along with the rest of the crowd, he stops to ask why a veteran such as the PC is so impressed by his appearance. "Surely you have seen my kind before?" If he still suspects that the PC would make a worthy opponent after their conversation, he invites the character to visit the Chaos Pit for a public match...if the PC has the gumption.

Turgin Forgestoke: The dwarf gladiator (see page 57) is out for a few free hours of carousing. He's headed for the Crown tavern but has become lost and is getting a little angry. Not looking where he's going, he blunders directly into the hero and thunders, "Watch where you're going, oaf!" Then he throws a punch.

Tymdrin Kind: The House of Fortune's owner (see page 22) is on his way to a private rendezvous in the Noble District when he is jumped by a pack of 2d4 thugs (War 2) just as the PC arrives on the scene. If the PC comes to his aid, Tymdrin is willing to thank him with a 250gp token of credit at his gambling establishment. If outmatched and left to his own defense, Kind attempts to use *expeditious retreat* to get away. The thugs were hired by Yanspé Delamonte (a vengeful nobleman using the alias "Master Tenkin") to rough up the gambler and help themselves to any valuables on his person.

Vird Kasko: The infamous watch captain (see page 61) stalks past. If the encounter takes place during the day, Kasko is accompanied by 4 watch wardens and a watch sergeant (see page 63). At night, Kasko is escorted by a single watch warden, acting as a torchbearer. As the PC watches, Kasko walks directly up to a man on the street, grabs the fellow by the hair, and throws him to the ground. "Where are the smugglers landing?" he demands, and proceeds to beat the information out of the man. If the PC tries to intercede, Kasko invites the PC to accompany him to the man's home, where he introduces the PC to the man's abused wife and children. "Still feel sympathy for him?" Kasko asks. If the PC still objects to the watch captain's methods, Kasko suggests that when the PC is robbed and killed, he try to arrange to do so in full view of several witnesses. "Otherwise, none of these scum will mourn your passing, unless they happen to arrive too late to steal your boots." He then departs.

Zarghestrin: The hot tempered sorcerer/gladiator (see page 57) is out searching for some necessary spell components when a brash thief attempts to steal one of his magic items and quickly ends up a charred corpse for the effort. Two patrols of watch wardens converge on the scene surprisingly quickly, but another witness claims that the magician unleashed his spell without any provocation. If the PC speaks out in Zarghestrin's defense, she gains a potential new ally (albeit one with a short fuse). If she corroborates the accuser's story or says nothing, she earns his enmity instead. In either event, the gladiator refuses to be taken anywhere else for questioning and will try to single-handedly fight off the wardens if necessary.





Index of Characters

Note: Italicized page numbers indicate the location where the NPC's vital statistics are best defined, usually his or her full stat block.

- Adamantheart, Vamdrin 5
Adeliza, Queen, 70
Aegriss Haindregal III, *see* Silisstrinard
Anzel Ren, *see* Ren, Anzel
Apon (god of the sun), 6, 65
Asp, 28
Atala, 35
Auborn, 34
Baalzor, Dedrick, 22
Bann Frost-eye, *see* Frost-eye, Bann
Bernot, 43, 58
Bickle, Bruden, 20–21, 47, 20
Blasskrid Fork-Tongue, *see* Fork-Tongue, Blasskrid
Bleskin Quade, *see* Quade, Bleskin
Blick, 39, 39
Bolo the Rogue, 21, 22, 50, 53–56, 57, 56
Borgrim, 39, 40
Bruden Bickle, *see* Bickle, Bruden
Captain Crassius, *see* Crassius, Captain
Captain D'sarne, *see* D'sarne, Grevvik
Captain Halloway, *see* Halloway, Captain
Captain Halloway, *see* Halloway, Captain Rogus
Captain Varribo, *see* Varribo, Captain
Captain Vezkin, *see* Vezkin, Prince
Cardomo, Prince, 58
Celebrine Dunatalia, *see* Dunatalia, Celebrine
Click, 39, 39
Comius Echardt, *see* Echardt, Comius
Coraline Thornbough, *see* Thornbough, Coraline
Crask, Maegrin, 47–50, 56, 49
Crassius, Captain 21
Cristoban Grimjaw, *see* Grimjaw, Cristoban
D'sarne, Grevvik, 36–37, 37
Dambro, 35
Deacon Pryce, *see* Pryce, Deacon, 29
Dedrick Baalzor, *see* Baalzor, Dedrick
Delamonte, Geile, 22, 37
Delamonte, Yanspé, 22, 37
Deskin, 30
Dindol, 23–24, 23
Dolmir, Prince, 5, 40, 51
Dovora, 34
Duke Ravenhurst, *see* Ravenhurst, Duke
Dunatalia, Celebrine, 57, 57
Durvun Hardbargain, *see* Hardbargain, Durvun
Echardt, Comius, 70
Edrydd, 62, 62
Elzerel Sek, *see* Sek, Elzerel
Emden Ogomil, *see* Ogomil, Emden
Emperor Orasir, *see* Orasir, Emperor
Enderil Silverkey, *see* Silverkey, Elderil
Estrinir, 65
Ezzek, 24
Faelin Malajierre *see* Malajierre, Faelin
Faen, Sebrissk, 66, 69
Fainren Hombil, *see* Hombil, Lord Fainren
Fairfoot, Jando, 57
Fazalle, Utresska, 49, 49
Feldo Thornbough, *see* Thornbough, Feldo
Fenna, 19
Fiorelle, Prince, 5, 6, 61, 70
Flametail, 58, 58
Flick, 39, 39
Folnet, 21
Forgestoke, Turgin, 57, 57
Fork-Tongue, Blasskrid, 63, 64, 66, 69
Frisk, Hamlin, 18–20, 19
Frisk, Hargen, 18–20, 20
Frost-eye, Bann, 35
Galvort Red-Axe, *see* Red-Axe, Galvort
Gaspar, Sir, 5, 70
Gebrin Sunstroke, *see* Sunstroke, Gebrin
Geile Delamonte, *see* Delamonte, Geile
Gibble, Raccklyd, 17, 28, 37–39, 67, 69, 39
Glick, 39, 39
Godfrid of Wainsworth, 70
Grellsh One-Eye, *see* One-Eye, Grellsh
Grevvik D'sarne, *see* D'sarne, Grevvik
Grimjaw, Cristoban, 28–31, 30
Groemin Iado, 30
Gunnol, 39–40, 39
Habil, Merzen, 70
Haevnan, 20–21, 45
Hagrimod, 24
Haila Morningglow, *see* Morningglow, Haila
Haindregal, Aegriss, III, *see* Silisstrinard
Halina, 35
Halka Swiftsteel, *see* Swiftsteel, Halka
Halloway, Captain Rogus, 18, 19, 20, 19
Halvyron Starsong, *see* Starsong, Halvyron
Hamlin Frisk, *see* Frisk, Hamlin
Hamuzahn Kress, *see* Kress, Hamuzahn
Harbel, Osgun, 61
Hardbargain, Durvun, 45–46, 61, 45
Hargen Frisk, *see* Frisk, Hargen
Hasperis, *see* Sepris
Heltaea, 30, 31
Heroll of Damiria, Lord, 70
Hombil, Lord Fainren, 34, 42, 70
Hooglejib, Toglid, 22
Hookface, *see* Robur
Hosmir Sumitron, *see* Sumitron, Hosmir
Hugon Weiss, *see* Weiss, Lord Hugon
Hulon Maskon, *see* Maskon, Hulon
Iado, Groemin, *see* Groemin Iado
Ilaia (goddess of swiftness), 6, 61
Inenya, Queen, 5, 51
Jamon, 46–47, 47
Jando Fairfoot, *see* Fairfoot, Jando
Jarsson, 64
Jenko Molano, *see* Molano, Jenko
Jermot, 16, 25, 26
Jienna, 33, 34, 33
Jonathan Swiftwater, III, *see* Bolo the Rogue
Kadel Mannypoddle, *see* Mannypoddle, Kadel
Kasko, Vird, 17, 18, 23, 26, 28, 35, 42, 46, 61–62, 62
Kelkus, 35
Kind, Tymdrin, 21–22, 56, 59, 22
Kolhu, 34
Koryos, Lord, 32
Kozun-Kosh, 65
Krahl, Lady, 59
Krahl, Ponthis, 59, 59
Kremp the Knife, *see* Silisstrinard
Kress, Hamuzahn, 66, 69
Lady Krahl, *see* Krahl, Lady
Lady Miana of Sceptren
Lani (goddess of beauty), 6
Lastrian, 33–34, 33
Latham, Marl, 43–44, 51, 44
Leon, 25, 39, 40
Lightfeather, Telferil, 24
Lod (father of the gods), 5, 6, 65
Lord Fainren Hombil, *see* Hombil, Lord Fainren
Lord Heroll of Damiria, *see* Heroll of Damaria, Lord
Lord Hugon Weiss, *see* Weiss, Lord Hugon
Lord Koryos, *see* Koryos, Lord
Lord Lukan, *see* Lukan, Lord
Lord Samonno, *see* Samonno, Lord
Lord Snowden, *see* Snowden, Lord
Lord Swiftwater, *see* Bolo the Rogue
Lothor, 46
Lukan, Lord, 5, 6
Maegrin Crask *see* Crask, Maegrin
Malajierre, Faelin, 57, 57
Mannypoddle, Kadel, 31–33, 69, 31
Marl Latham, *see* Latham, Marl
Maskon, Hulon, 70
Mazzimion, 61
Merith Wescote, *see* Wescote, Merith
Merzen Habil, *see* Habil, Merzen
Mezzik, 50, 50
Miana of Sceptren, Lady 42, 70
Mihina, 17, 26–27, 27
Moderil, 33
Molano, Jenko
Monut, 24
Morningglow, Haila, 57
Murgunn, 39–40, 40
Nael, 57, 57
Nolmen, 59
Nonur-Hesh, 5, 65
Norsus, 27, 27
Nyaga Shaag, *see* Shaag, Nyaga
Ogomil, Emden
Ohlikahn, Xandil
Old Man Vosch, *see* Vosch
Oleandra, 34
Omoki, 11, 15, 17–18, 28, 61, 18
One-Eye, Grellsh, 57, 57
Orasir, Emperor, 5, 6, 8, 40, 51, 65
Osai (goddess of healing), 51
Osai-Penek, 51
Osai-Vanon, 51, 51
Osgun Harbel, *see* Harbel, Osgun
Parkol, 11, 13, 15, 17, 18, 25, 26–28, 37, 39, 44, 45, 61, 17
Pennit Sureen, *see* Sureen, Pennit
Ponthis Krahl, *see* Krahl, Ponthis
Prince Cardomo, *see* Cardomo, Prince
Prince Dolmir, *see* Dolmir, Prince
Prince Fiorelle, *see* Fiorelle, Prince
Prince Vêlit, *see* Vêlit, Prince
Prince Vezkin, *see* Vezkin, Prince
Pryce, Deacon, 28–30, 50, 29
Pryce, Roderick, 30
Quade, Bleskin, 19, 20
Qualt, 11, 17, 18, 27–28, 32, 61, 28
Quedris Tanner, *see* Tanner, Quedris
Queen Adeliza, *see* Adeliza, Queen
Queen Inenya, *see* Inenya, Queen
Quelzarius, Udrahien, 28–29, 30
Raccklyd Gibble, *see* Gibble, Raccklyd
Rallet, 65
Ravenhurst, Duke, 5
Red-Axe, Galvort, 26
Ren, Anzel, 70
Ressaji, 18, 19, 20, 19
Robur, 22–23, 24, 59, 23
Roderick Pryce, *see* Pryce, Roderick
Rogus Halloway, *see* Halloway, Captain Rogus
Rozimur, Starpa, 47, 59–60, 60
Rumennera, 45, 60–61, 60
Samonno, Lord, 42, 70
Sebbick, 19, 20
Sebrissk Faen, *see* Faen, Sebrissk
Sedrik Slaike, *see* Slaike, Sedrik
Sek, Elzerel, 46
Sem (god of strength), 6
Semetha, 17, 22, 34–35, 59, 61, 61, 35
Semsin Taggart, *see* Taggart, Semsin
Sepris, 5, 11, 13, 15, 16–17, 18, 21, 25, 26, 26–28, 34, 35, 37, 39, 44, 45, 50, 54, 56, 61, 62, 16
Serlic, 64, 64
Shaag, Nyaga, 57, 57
Shaide, 54, 56–57, 56
Shum-Trenet, 60
Shushi, 61, 61
Silisstrinard, 17, 18, 32, 66–69, 67
Silverkey, Elderil, 5, 70
Siniscilltrash, 67
Sir Gaspar, *see* Gaspar, Sir
Slaike, Sedrik, 41–42, 41
Sl'manan, Waentros, 57, 57
Snick, 39, 39
Snowden, Lord, 5
Sollk-Hesh, 65
Spendi, 44, 50–51, 66, 67, 50
Starpa Rozimur, *see* Rozimur, Starpa
Starpa Rozimur, *see* Rozimur, Starpa
Starsong, Halvyron, 28
Sumitron, Hosmir, 5
Sunstroke, Gebrin, 69
Sureen, Pennit, 35
Surnia (second goddess of wisdom), 6
Swiftsteel, Halka, 61
Swiftwater, Jonathan, III, *see* Bolo the Rogue
Taggart, Semsin, 50
Tanner, Quedris, 22
Tanner, Trieg 28, 30
Telferil Lightfeather, *see* Lightfeather, Telferil
Tenrin, 48
Thornbough, Coraline, 63–64, 63
Thornbough, Feldo, 63
Tobyyin Windmayne, *see* Windmayne, Tobyyin
Toglid Hooglejib, *see* Hooglejib, Toglid
Trick, 39, 39
Trieg Tanner, *see* Tanner, Trieg
Tur (god of intellect), 6
Turgin Forgestoke, *see* Forgestoke, Turgin
Turgin Forgestroke, *see* Forgestroke, Turgin
Tymdrin Kind, *see* Kind, Tymdrin
Udrahien Quelzarius, *see* Quelzarius, Udrahien
Ulenderas, 35
Umit (goddess of order), 35, 50
Ur-Argo, 6
Utresska Fazalle, *see* Fazalle, Utresska
Uzir, 25
Vamdrin Adamantheart, *see* Adamantheart, Vamdrin
Vanel, 70
Varribo, Captain, 24–26, 47, 61, 25
Varsinni, 70
Vêlit, Prince, 5
Vezkin, Prince, 3–5, 40, 65
Vig (god of power), 6
Vird Kasko, *see* Kasko, Vird
Vondrin, 34
Vosch, 48, 50, 50
Vurkis (god of evil), 65
Vyskander the Lich-King, 5, 6
Waentros Sl'manan, *see* Sl'manan, Waentros
Weiss, Lord Hugon, 70
Wescote, Merith, 70
Windmayne, Tobyyin, 57, 58, 58
Xandil Ohlikahn, *see* Ohlikahn, Xandil
Yanspé Delamonte, *see* Delamonte, Yanspé
Ylo, 18
Zarghestrin the Magnificent, 57, 57
Zilmithir, 61

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