

#### PART ONE: GIANTS OF WRATH

The PCs journey into the heart of the Storval Plateau to the ruins of Guiltspur, only to find it under the control of a group of giants in the process of excavating the ruin. The Shard of Wrath must be liberated from the giants' sadistic chieftain!

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#### PART TWO: GUILTSPUR DEPTHS

After the Shard of Wrath grants a vision of the path to the final shard, the PCs delve deeper into the ruins of Guiltspur to face ancient magical traps, mad ghosts, immense lake monsters, a drow hunting party, horrors from beyond dreams, and a demilich.

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#### PART THREE: TEMPLE OF THE CRAWLING CHAOS

After activating a portal to Leng, the PCs face one final challenge—a not-so-abandoned temple devoted to the Crawling Chaos recently invaded by a blue dragon who now claims the final shard of the Shattered Star as her own!

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### ADVANCEMENT TRACK

"Into the Nightmare Rift" is designed for four characters and uses the medium XP track.

- The PCs should be 13th level when they begin this adventure.
- The PCs should reach 14th level soon after they start Part Two of the adventure.
- The PCs should reach 15th level at some point in the Embassy of Leng-they should certainly be 15th level before progressing to Part Three.

The PCs should be close to 16th level by the end of the adventure.



### ADVENTURE BACKGROUND

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During Runelord Karzoug's reign in the final centuries of Thassilon, the monolith of Guiltspur served a singular purpose—to act as a bridge between the Material Plane and the dread realm of Leng. Part embassy, part vile laboratory, part portal, Guiltspur was built by Karzoug so that he would have a place where he could always contact his strange allies from that nightmarish dimension. When Earthfall struck Golarion, the Kodar volcanoes awoke and spewed ash and lava across the northern Storval Plateau. Guiltspur lay in the path of one of the largest of these lava flows, and while the strange building had been constructed to withstand such devastation, the lava engulfed and buried it nonetheless, trapping its lesser denizens within while its rulers-denizens of Leng, moon-beasts, and the Lissalan priest Mesmalatuplane shifted to Leng for safety.

The lava flow had another unanticipated effect on Guiltspur—while it didn't damage the structure's upper floors or underground levels, it did sever the planar link to Leng. For many centuries, Mesmalatu stayed among her strange allies in Leng and learned many of their secrets. It was during this time that she became a lich. Eventually, she and her allies rebuilt the portal that linked the depths of Guiltspur to a temple devoted to Nyarlathotep, the Crawling Chaos, on Leng, only to find Guiltspur had fallen into complete ruin over the course of the Age of Darkness. This suited Mesmalatu well, for without a runelord to bother her, she could use Guiltspur's remaining resources as she wished.

For many thousands of years, Mesmalatu and her Leng-spawned allies used Guiltspur as their own private Material Plane laboratory, and it was during this time that she abandoned her faith in Lissala for a far more sinister patron—the Faceless Sphinx aspect of Nyarlathotep. In time, even a lich's attentions wander, and as Mesmalatu's final experiments wound down, her allies were forced to abandon their holdings on the portal's far side after a disastrous war against the spiders of Leng. The lich, in response, closed down the portal once more and soon after fell into a centurieslong torpor. In that time, she became a powerful entity known as a demilich, and the upper ruins of Guiltspur became the haunt of all manner of strange creatures from the Darklands.

So Guiltspur lay, until relatively recently. Far to the east in the Hold of Belkzen, a powerful blue dragon named Cadrilkasta made a shocking discovery in a Thassilonian ruin—in an ancient vault, she found the Shard of Wrath. In her case, the shard's curse of violence had very little impact on her existing, quite sadistic personality. Intrigued by the shard's power and driven by a vision of the next shard, Cadrilkasta came to a

barren field of ancient lava, only to realize she stood atop what could be a treasure trove of ancient magical power. After discovering that access to the underground chambers was blocked via powerful magic, she swiftly "recruited" (using mind control magic and intimidation) a small army of fire and hill giants and set them to work excavating the site, going as far as to move her own lair into the area.

But even a blue dragon can get in over her head. When her giants managed to open the way into the deeper levels, her growing obsession with finding the Shard of Sloth became too much to ignore—so much so that she abandoned the previous shard (which now lies in the possession of one of her more powerful giant minions) and any pretense of looting Guiltspur's upper levels entirely. Her flight through the lower levels, one assisted by stealth and magic, eventually led her through the deep portal to Leng, and not long thereafter she managed to recover the Shard of Sloth only to fall victim to a much more insidious curse. Cadrilkasta hasn't been seen by her minions in Guiltspur for weeks now, but the giants still fear her and, believing she might return at any moment, continue to toil at excavating the upper, lava-buried chambers of the structure. What these giants don't realize is that Cadrilkasta's headlong flight through the depths of Guiltspur has awakened powers far more ancient and, perhaps, deadly than a dragon alone, and it is now only a matter of time before the ancient legacy of Guiltspur awakens once again!

### **ADVENTURE SUMMARY**

After recovering the Shard of Envy from Ardathanatus, the next vision sends the PCs back to the Storval Plateau—this time to its northern extremes, to Guiltspur. They find the ruins to be an increasingly anarchic giantheld stronghold. Greed and fear are all that keep the giants here. The Shard of Wrath is now the property of the current leader of the giant tribes, a lumbering thug named Jubbek, who has lashed the shard onto a club in order to form a crude but effective pick. In order to gain this shard, the PCs must defeat Jubbek.

Once the PCs secure the Shard of Wrath, the final vision reveals that the route to the Shard of Sloth is very close nearby—somewhere within Guiltspur itself. Yet this vision seems strange and shadowy, as if a sinister shadow obscures the vision. The PCs journey into the lavaentombed chambers of Guiltspur, and then into caverns below where they encounter a band of drow from House Rasivrein who also seek the Shard of Sloth. These drow, cultists of the demon lord Zura, are eager to track down the powerful necromantic artifact they believe is located in the dungeon—the Shard of Sloth. Do the PCs oppose or ally with these sinister elves?

Delving deeper, the PCs enter the underground laboratories once used by the lich Mesmalatu, who now exists as an awakened demilich along with her alien allies. Beyond her and her twisted experiments lies a portal to Leng, and a temple to the Crawling Chaos Nyarlathotep that has fallen back into degenerate anarchy.

Finally, in the howling storms on the very edge of the Plateau of Leng, the PCs face Cadrilkasta. Lost in the clutches of the shard's curse, the blue wyrm wakens to a righteous fury when confronted in her new lair perched atop a spur of rock overlooking the dread plateau of Leng itself. In order to claim the final shard of the *Shattered Star*, the PCs must find a way to defeat one of Varisia's most dangerous and powerful dragons!

### PART ONE GIANTS OF WRATH

If the PCs wish, they can stop by Heidmarch Manor in Magnimar to let Sheila Heidmarch know their plans. As at the start of previous adventures, she can supply the PCs with an ioun stone (in this case, a deep red sphere) for when they recover the next shard, but by now the PCs should be well into 13th level and as a result are among Varisia's more powerful adventurers. There's little that Sheila can supply the PCs with that they don't already have. Other NPCs the PCs have allied with along the way, such as Koriah Azmereen, may accompany them on their adventures to come as you see fit. As the PCs prepare to leave, Sheila tells them that she's learned a bit morethat the ritual for rebuilding the Sihedron from the seven shards requires a special stone as a sort of "mold" to hold the fragments in alignment. Fortunately, the PCs have already discovered one of these stones—the Sihedron Shrine in the lowest chamber of the Crow. Sheila's got several lower-level Pathfinders on the task of hauling this shrine up to the surface, and she tells the PCs that when the time comes, she hopes to host a grand ceremony atop the Irespan during which they will reforge the ancient artifact. Pathfinders and other luminaries from throughout the Inner Sea have taken note of the PCs' quest now, and many famous faces will no doubt be in attendance at the ceremony. But now, she notes, with two shards remaining to be found, the PCs still have a bit of work ahead of them.

This adventure doesn't cover the journey from Magnimar (or wherever the PCs are at the start of this adventure) to Guiltspur, as it assumes the PCs can make such an overland journey with ease using magic. Spells like shadow walk and wind walk can make the journey pass quickly, as can teleporting to a familiar site like Kaer Maga and then traveling north. If you wish the PCs to have some encounters along the way, feel free to have them meet bands of giants, wyverns, rocs, or enormous crimson worms (purple worms advanced to Colossal size), but the

sheer size of Guiltspur requires this adventure to focus on the locations therein (and in the neighboring realm of Leng, of course!).

But before the PCs leave, they might wish to do some research about their destination. If no PC succeeds at the DC 25 Knowledge (geography) check required to identify Guiltspur as their next destination while focusing on the Shard of Envy, a few hours spent sifting through Heidmarch Manor's maps, almanacs, and tomes is enough to secure this knowledge. Once the PCs know they're headed to Guiltspur, a Knowledge (history or geography) check reveals the following information.

#### Guiltspur Lore

Knowledge Check	Lore Gained
DC 15	Guiltspur is said to be cursed—a site avoided even by the giants that call the Storval Plateau home. The site is little more than a strange green pinnacle of stone protruding from the ground, but even this is enough to send chills down the spines of those who believe in the area's curse.
DC 20	Guiltspur is in fact a Thassilonian ruin, a building buried under a massive lava flow that blanketed much of the northeastern Storval Plateau during the fall of Thassilon. The building itself is said to have been a combination laboratory and embassy for strange, otherworldly allies of Karzoug, the Runelord of Greed.
DC 30	The place was little more than rumor until recent years, when stories began to emerge of an immense excavation led by the blue dragon Cadrilkasta. These stories tell of entire tribes of hill and fire giants, enslaved by the dragon and forced to painstakingly dig out the chambers of buildings buried in the ground below the great green spur.
DC 40	The ancient, nearly forgotten church of Lissala, the goddess of runes, supposedly ran the laboratories of Guiltspur, and were instrumental in aiding Karzoug in forging an alliance with the otherworldly realm of Leng to which Guiltspur served as a sort of embassy. Rumors of portals to this nightmare realm deep under Guiltspur were common during Thassilon's height.

If the PCs learn of Cadrilkasta's association with Guiltspur, a Knowledge (arcana) check is enough to learn the following rumors about the relatively infamous blue dragon.

### CADRILKASTA LORE

Knowledge	Lore
Check	Gained
DC 20	The blue dragon Cadrilkasta is a powerful creature—a blue wyrm, by all counts, who once terrorized the Hold of Belkzen. That she was viewed by the orcs of Belkzen as a blight and a monster goes a long way toward establishing her notoriety—she is a monster's monster.
DC 30	Cadrilkasta had a large lair in Belkzen, but abandoned it a few years ago and moved west into the Cinderlands. She's been sighted in the vicinity of Guiltspur, and has recruited hill giants and fire giants to aid in excavating the ruin. Her reasons for this excavation are unknown, although the fact that she left Belkzen not long after exploring and destroying a Thassilonian ruin there has led some to believe she learned of a great treasure supposedly hidden in the ruins of Guiltspur. These same rumors speak of how after the destruction of that ruin, the dragon seemed to grow even more violent, to the extent that the orc tribes of Belkzen still fear her return.

### APPROACHING GUILTSPUR

Guiltspur is located about 530 miles northwest of Magnimar. The site itself is located in a particularly rugged range of badlands that comprise the foothills to the Kodar Mountains. Much of this land was born of ancient lava flows carved by centuries of wind into eerie shapes. This same wind creates mournful and haunting sounds as it blows through the landscape's myriad hollows. The vision granted by the *Shard of Envy* dulls as the PCs approach a valley in the badlands that has been walled off by a wooden stockade, beyond which a ramp switchbacks up to a higher plateau surrounded by rocky bluffs. Here, a two-story wooden building squats in the shadow of a towering green spire of strange stone—Guiltspur.

The region around Guiltspur has long been in the hands of its giant excavators. While their draconic overlord Cadrilkasta hasn't been around lately, the giants remain fearful of her punishment should she return and find them lacking, and as such they continue to toil (albeit much more slowly) at excavating the region and the upper levels of the ruins. Still, morale is running low, with several giants now languishing in impromptu prisons while their leaders grow more and more decadent and bold in their roles. The arrival of humans to torment and fight is a welcome change for the giants, and at least initially they rise to the defense of Guiltspur with frightening energy.

Keep track of the number of giants the PCs defeat during this part of the adventure. In all, there are 68 hill giants and 24 fire giants associated with Guiltspur's uppermost levels, although only 34 hill giants and 12 fire giants are present at the time the PCs first come to the region. If they launch an attack on Guiltspur and then retreat, other giants who were out in the surrounding badlands hunting or scouting return to reinforce those giants who were defeated, effectively replenishing exhausted encounter areas as long as the numbers hold out (there are enough giants to fully repopulate Guiltspur once in this manner). Once the PCs have killed at least 30 hill giants and eight fire giants, all remaining giants panic and flee the site not long after the PCs leave these areas (either to regroup, or to explore deeper levels below). Giants in the Punishment Pits (area B6) do not count for any of these totals. Only Chief Jubbek and his minions in area B8 stubbornly remain behind in this case.

While the following encounter areas place giants in specific parts of Jubbek's fortress, you should strive to present battles here in a dynamic fashion. Just as powerful PCs aren't required to tackle the encounter areas in numerical order, the giants don't have to stay in their assigned locations if flying or teleporting PCs bypass one location to strike another. Giants are noisy combatants, so feel free to have those in neighboring areas come to aid in fights as soon as a previous combat seems to be winding down. You can string multiple battles together in this manner, having epic clashes that can move through numerous locations until the PCs are either victorious or forced to flee and regroup. Stealth and trickery are powerful allies in this part of the adventure, for a frontal assault against the giants is a sure way to rouse the entire fort to arms.

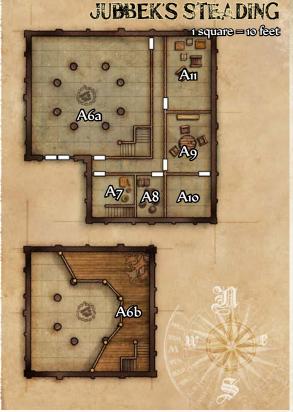
## A1. STOCKADE (CR 14)

The ragged badlands split here, forming a wide valley that rises up to a higher plateau nestled amid the peaks. A wide ledge switchbacks up to this plateau, atop which a fifty-foot-tall wooden structure sits. Beyond this structure, deeper in the valley, a green spur rises out of the cleft to tower over the landscape. The entire valley entrance has been blocked off by a twenty-foot-tall stockade built of tree trunks. A pair of forty-five-foot-tall watchtowers flank an immense wooden gate at the eastern end of the stockade.

This stockade and the ledge leading up to the actual excavation above were among the first things constructed by the giants—they don't expect this defense to hold back determined heroes or other powerful monsters, but as long as it holds back lesser predators and creatures while giving a chance for an early alarm, the stockade's doing its job.

A successful DC 15 Climb check is enough to scale the stockade wall or climb one of the watchtowers. Each





watchtower consists of a wooden framework with a single floor 35 feet off the ground accessible by a sturdy ladder on the northern side, inside the stockade's bounds.

Creatures: This area is watched over by four hill giants—one stationed atop each watchtower and two stationed behind the wall along with trained mastodon mounts. Each watchtower is equipped with a handy stack of a dozen boulders for throwing, along with a large horn carved from a mastodon tusk. While these giants are more worried about Cadrilkasta's return, they quickly mobilize as soon as they spot PCs approaching by blowing loud, mournful alarms on their mastodon tusk horns.

#### GUILTSPUR HILL GIANTS (4)

TSPORTITE GIANTS (4)

XP 6,400 each

Advanced hill giant fighter 1 (Pathfinder RPG Bestiary 150, 294)
CE Large humanoid (giant)

Init +1; Senses low-light vision; Perception +16

DEFENSE

AC 26, touch 10, flat-footed 25 (+5 armor, +1 Dex, +11 natural, -1 size)

**hp** 117 each (11 HD; 10d8+1d10+67)

Fort +15, Ref +4, Will +7

Defensive Abilities rock catching

OFFENSE

Speed 30 ft.

Melee mwk greatclub +18/+13 (2d8+13) or mwk lance +17/+12 (2d6+13/ $\times$ 3)

Ranged rock +9 (1d8+13) or light ballista +8 (4d8/19-20)

Space 10 ft.; Reach 10 ft.

Special Attacks rock throwing (120 ft.)

TACTICS

During Combat The two giants on mastodons below immediately prepare to attack intruders, waiting for the giants stationed in the towers to pull open the gate—during this round, these two giants drink their potions of haste. On the second round, the mastodon-mounted giants charge out while the giants in the towers drop the ropes used to open the gates (causing the gates to swing back shut), then join the others in throwing boulders.

Morale The giants fight to the death.

STATISTICS

CR 9

Str 29, Dex 12, Con 23, Int 10, Wis 14, Cha 11

Base Atk +8; CMB +18; CMD 29

Feats Exotic Weapon Proficiency (light ballista), Improved Iron Will, Iron Will, Mounted Combat, Power Attack, Vital Strike, Weapon Focus (greatclub)

Skills Handle Animal +7, Perception +16, Ride +9

Languages Giant

Combat Gear potions of cure serious wounds, potion of haste; Other Gear +1 hide armor, giant bag



CR 9

XP 6,400 each

hp 133 each (Pathfinder RPG Bestiary 128)

**Treasure**: Each of these giants carries a bag filled with all sorts of strange objects he's collected over the years. You can randomly generate the contents of each bag by using the table on page 32 of *Pathfinder Campaign Setting*: *Giants Revisited*, or you can simply assume that each giant's bag contains miscellaneous valuables worth 3d6+60 gp.

**Development:** Note that once the giants raise the alarm with their mastodon tusk horns, the giants stationed atop the hill at area A3 mobilize at the ballistae and begin firing them at the PCs.

### A2. THE LAVA RISE (CR 12)

This sloped ledge switchbacks up at a relatively gentle angle to area A3; climbing one of the ledges up to the next ledge (rather than simply walking the easy route up the back-and-forth slope itself) requires a successful DC 20 Climb check. This ledge is 30 feet high at each highest point, diminishing down to only a foot or so at each corner.

Creatures: The giants keep three mastodons tethered to the top of the ledge—and slather these mastodons with thick sheets of tar to serve as armor. The mastodons are used to the tar, but not quite used to the plans the hill giants have for them. If PCs start up this ramp, the fire giant at area A3 lights the tar-daubed mastodons and then quickly gets out of way. The burning, panicked mastodons then flee down the ramps, trampling and attacking PCs all the way down. Once they reach the bottom of the ramp, if the gates are closed, the frightened creatures reverse course and race back up the ramp. The hill giants didn't quite plan for this contingency, and if the mastodons live long enough to return to area A3, they attack any hill giants that remain up there in preference to any other foes.

#### Tar-Daubed Mastodons (3)

CR o

XP 6,400 each

**hp** 133 each (Pathfinder RPG Bestiary 128)

Tar Daubed (Ex) Each of these mastodons has been smeared with thick layers of tar. The sticky stuff functions as padded armor, granting the mastodons a +1 armor bonus, but its primary use is as a horrific attack. If the tar is lit on fire, the mastodon take 1d6 points of fire damage per round, but also deals +1d6 points of fire damage on each successful hit, or +2d6 points of fire damage with its trample attack.

## Az. Guiltspur Hollow (CR 13)

This wide valley nestled between ragged badlands features a fifty-foot-tall wooden fortress built on a scale twice what one might expect for humans. This building, built from enormous

timbers, features no windows and only a single hefty door. A flag depicting a giant atop a mound of dead elves and owlbears hangs above the door. Braziers containing smoldering coals burn near the entrance to the structure, while three large ballistae sit on a ledge south of the fortress, looking out over the valley's entrance. Beyond, a large mound of rubble slumps before a towering green spire that extends nearly two hundred feet into the sky.

The flag hanging above the door can be recognized with a successful DC 30 Knowledge (local) check as the banner of a relatively notorious tribe of Storval hill giants called the Elfstompers. This check also confirms that the tribe's leader is an infamously vile and lecherous brute named Chief Jubbek. The interior of the fortress is detailed in areas A6-A11.

Creatures: A group of three hill giants led by a fire giant keep a watch on this area—if they hear the alarm raised from the giants down in area A1, the hill giants quickly man the light ballistae and begin firing them down at the PCs. The fire giant moves to stand near the tar-daubed mastodons kept corralled at the top of area A2 and uses hurled rocks to support the ballistae—once he sees the PCs moving up the ramp, he lights the mastodons on fire with a thrown handful of hot coals scooped from one of the braziers near the entrance to area A6a. As soon as any of the PCs near A3, these four giants make a fighting retreat toward the structure, hoping to join their brethren in area A6a.

Light ballistae are detailed on pages 160–161 of Pathfinder RPG Ultimate Combat. They have a range increment of 120 feet, which puts all targets in area A2 in the first range increment. It takes a giant 2 rounds to load a light ballista.

#### GUILTSPUR HILL GIANTS (3)

CR 9

XP 6,400 each

**hp** 117 each (see page 10)

#### FIRE GIANT

CR 10

XP 9,600

hp 142 (Pathfinder RPG Bestiary 148)

## A4. RUBBLE MOUND

A sizable mound of rubble lies heaped against a cliff side here—a slope of boulders, ranging in size from small rocks to masses larger than a human, that rises to a height of thirty feet.

This mound of rubble marks the site of one of the initial attempts made by the giants to dig down into the underground chambers of Guiltspur, but in their exuberance, they dug too quickly and a large chamber below (once connected to area **B7**) collapsed. The

giants have since grown much more careful with their excavations, with the majority of the rock cleared away from the northwest around area A5, being heaped in this slowly growing mound.

## A5. GUILTSPUR (CR 12)

A spur-shaped tower of blue-green metal protrudes from the ground here, rising to a height of a few hundred feet. The spur's height seems even greater for the fact that the ground around it has been meticulously chiseled away. Ramps wind down along the spire's sides to a point thirty feet below, where an opening in its side reveals that the structure is at least partially hollow.

The excavation around this metallic protrusion extends upward to the surrounding walls—an examination of the walls of this entire section of the valley reveals that the hollow was created artificially. The spur of bluegreen is in fact the top of the tallest of Guiltspur's lava-

buried towers, extending

down to area B8

below. The spur-shaped tower itself is made of magically treated stone, but a closer examination reveals that the entire spur has been coated in a seamless layer of bluegreen metal. This metal is in fact an unusual abysium alloy that was "painted" onto the tower to give it the strange coloration. The alloy itself has bonded with the outer layer of the stone, making it impossible to extract. The entire tower glows softly (this glow is generally not noticeable during the day, and casts 60 feet of dim light at night), but perhaps of greater importance, the abysium emits debilitating radiation to this extent as well. All creatures within 60 feet of the exterior of this pinnacle must succeed at a DC 14 Fortitude save each hour to resist becoming sickened for 1 hour. This effect does not extend into area **B8** or its adjoining underground areas.

Creatures: A group of three hill giants toils down in the excavation, working as gently as possible to widen the dig and expose more and more of the tower. These giants are all sickened from the tower's proximity, and the sound of their mining picks and groans of distress impose a -6 penalty on their Perception checks. If they notice a fight going on in area A2, they abandon their picks, grab their greatclubs, and shamble out to join that fight—if confronted here, they fight until one of them drops, whereupon the remaining giants shamble down the excavation ramp into area B8 to seek aid from Chief Jubbek himself.

#### GUILTSPUR HILL GIANTS (3)

CR o

XP 6,400 each

**hp** 117 each (see page 10)

## A6. Great Hall (CR 15)

The wooden walls of this wide timber room are adorned with dozens of trophies, some of which seem to be still alive judging by their feeble twitchings and cries. The majority of the trophies are animals—bears, aurochs, giant lizards, and a few monsters—but here and there hang the mutilated bodies of orcs or humans. A great fire pit lies in the room's center, forming a layer of smoke near the ceiling some fifty feet above, while additional torches guttering on the walls only add to the room's foul scents. Slabs of dubious meat roast slowly over

the central fire, while a balcony twenty-five feet above the eastern half of the room looks out over the hall.

The air inside this great hall is musty, hot, and smoky—upon first entering the room, a creature must succeed at a DC 12 Fortitude save or be sickened for 1d4 minutes before becoming accustomed to the air. All of the giants encountered here have had plenty of time to become so adjusted. The meat cooking on the fire is mostly aurochs or wyvern flesh.

Of the trophies on the walls, two aurochs and one bulette are still barely alive but stable at 2d6 negative hit points. If any of these creatures are cut down from the walls (this requires 1d4 rounds of work with a slashing weapon) and healed to positive hit points, they attack any giants in the room out of anger before turning their attention to smaller targets.

The walls of the steading are constructed of wood, but they've also all been treated with thick layers of resin to somewhat fireproof them. The walls have fire resistance 20 as a result, and cannot catch on fire at all.

Creatures: The main chamber of the steading was used by Jubbek as a feast hall and throne room, with the balcony above (area A6b) serving him as his personal quarters. After the lower levels expanded enough and Jubbek fell further under the curse of the Shard of Wrath, he moved downstairs and ceded control of this level to a fire giant woman named Stom. As Jubbek grows less and less interested in commanding the giants, Stom has grown more and more into the role of commander, and now prefers to be called General Stom. Unlike most of the giants, Stom suspects that Cadrilkasta met an ignominious end in the dungeons below and won't be returning. She hopes to gather the remaining giants under her command (although she treats the hill giants as little more than slaves), but isn't comfortable launching her coup so long as Jubbek still lives.

Area A6a contains four regular hill giants and two fire giants (plus any giants who fled here from outside). General Stom lounges in area A6b above, and there's a 50% chance that 1d2 of the fire giants from below have been called up to serve as Stom's consorts.

#### HILL GIANTS (4)

XP 3,200 each

hp 85 each (Pathfinder RPG Bestiary 150)

#### FIRE GIANTS (2)

CR 10

XP 9,600 each

hp 142 each (Pathfinder RPG Bestiary 148)

#### GENERAL STOM

CR 13

XP 25,600

Female fire giant fighter 3 (Pathfinder RPG Bestiary 148) CE Large humanoid (fire, giant)

Init +1; Senses low-light vision; Perception +14

#### DEFENSE

AC 26, touch 10, flat-footed 25 (+8 armor, +1 Dex, +8 natural,

**hp** 212 (18 HD; 15d8+3d10+129)

Fort +18, Ref +7, Will +10; +1 vs. fear

Defensive Abilities bravery +1, rock catching; DR 2/--; Immune fire

Weaknesses vulnerable to cold

#### SIDE QUEST: A FAVOR FOR STOM

When the PCs first enter area A6a, regardless of how many giants they've killed outside, the giants therein don't immediately attack. They stand up and call for their general, who then steps to the edge of the balcony and calls down to the PCs, complimenting them on their battle prowess. Stom has an offer for the PCs—if they can storm the chambers below and take out Chief Jubbek and all the giants down there who are loyal to him, she'll take the remaining giants here and leave without a fight. Which, she points out, incidentally leaves any of the treasure found in the other rooms (areas A7-A11) for the PCs as well. If the PCs agree, she has one of the fire giants escort them to area A7, but none of them are willing to aid the PCs in the fights below.

Story Award: As soon as the PCs return with Jubbek's head or otherwise prove to Stom that the hill giant has been defeated, she thanks the PCs, gathers the remaining giants under her command, and makes ready to leave the region within the hour. The PCs earn XP as if they had defeated all the remaining foes in areas A6-A11, and an additional 19,200 XP for allying with Stom. She also points out that there's a fair amount of treasure she's leaving behind in the complex (as indicated in the area descriptions).



#### **OFFENSE**

Speed 40 ft.

**Melee** +2 thundering earth breaker +27/+22/+17 (2d8+18/19-20/x3) Ranged rock +15 (1d8+11 plus 1d6 fire)

Space 10 ft.; Reach 10 ft.

Special Attacks heated rock, rock throwing (120 ft.)

During Combat General Stom has a dozen rocks stacked along the edge of the balcony, and as combat begins, she supports the giants below by hurling these into the fray. She makes the PCs come to her before engaging in melee—if the PCs use ranged weapons or attacks, though, she rushes down the stairs to attack them once at least four of the giants below have been killed.

Morale If reduced to fewer than 80 hit points, General Stom makes a fighting retreat toward the exit, hoping to flee the region entirely once she gets out of the building. If no escape is possible, she surrenders if brought below 20 hit points, and offers to aid the PCs in killing Jubbek. She knows the layout of Jubbek's Halls quite well, and can at the very least provide the PCs with a map and lists of guards. She doesn't know about area B11.

Str 33, Dex 13, Con 23, Int 8, Wis 14, Cha 14

Base Atk +14; CMB +26 (+28 bull rush); CMD 37 (39 vs. bull rush)
Feats Dazzling Display, Improved Bull Rush, Improved
Critical (earth breaker), Improved Iron Will, Intimidating
Prowess, Iron Will, Power Attack, Shatter Defenses,
Toughness, Vital Strike, Weapon Focus (earth breaker)
Skills Climb +16, Intimidate +21, Perception +14; Racial
Modifiers +4 Acrobatics (when jumping)

Languages Common, Giant

SQ armor training 1

Gear +2 adamantine breastplate, +2 thundering earth breaker, bag (see Treasure, below)

Treasure: General Stom's bag contains the following objects of interest: a heavy fur-and-wool cloak with deep pockets within which are a bloody ogre hand, a corkscrew, and three knives (one of which is a +2 dagger); a gnawed gnome skull; two bags of coins (one with 453 sp, and the other with 309 gp and 99 pp); a meat cleaver; a large meat saw; a vice; two dozen meat hooks (three of which still have orc heads attached to them); and a strange jade icon of a faceless sphinx worth 200 gp. Stom found this symbol while exploring one of the chambers in Jubbek's Halls below-a successful DC 35 Knowledge (religion) check correctly identifies it as one of the countless symbols of the Outer God Nyarlathotep.

Other treasure lies strewn about areas A6b as well—this treasure belonged to Jubbek, and if the PCs make a deal with Stom, she leaves all of this treasure behind for them as thanks. Amid the countless heads, limbs, and tusks hanging from the roof or lashed to the walls are an incredibly dirty but very fine rug worth 600 gp, a masterwork pike, three +3 crossbow bolts jammed into a doorframe, a pair of sable gloves worth 150 gp, a tapestry depicting humans vanquishing giants that is covered with foul graffiti in charcoal worth 200

gp if cleaned, a Medium +1 breastplate, and a scroll of spell resistance unfurled and used as a knife target (this damaged scroll has a 25% chance when used of, in addition to its intended effect, affecting the user with a random drawback from the table on page 538 of the Pathfinder RPG Core Rulebook for 2d6 hours).

## A7. EMPTY GUARDROOM

An enormous table sits in the northeast corner of this room, while a flight of stairs leads down to the south.

This room was originally used by the giants to guard the entrance to the tunnels below, but as the giants have become increasingly disorganized, the guards normally posted here are now generally found in area A6a. The stairs lead down to area B1.

### A8. PANTRY

Several large crates and oversized barrels lie stacked about here, leaving very little room to move around.

The barrels here contain the steading's dwindling supply of water. In two days, the hill giants in area A6a will be sent on a trip a mile or so south to resupply the water from a small, nameless river. If the PCs spend time watching and waiting, this could give the group a chance to attack the giants when they're split up.

## A9. GAME ROOM (CR 11)

A large, stout table squats in the center of this room, surrounded by three equally stout and somewhat scorched chairs. Several dripping kegs lie on the table, with more strewn about the floor, while to the north, a freestanding shelf sags under the weight of stacks of weapons and bits of armor.

Creatures: Three fire giants have converted what was once an armory into a game room of sorts. The three giants are seated at the table, howling in delight at the game itself, which involves drinking from the various kegs of cheap

GENERAL STOM

ale they "liberated" from a band of orcs while building an increasingly rickety tower made of human and orc skulls and femurs. Each time a giant knocks the tower down, he drains a keg—currently, the three giants are quite drunk and both sickened and staggered. They ignore the sounds of battle in area A6a in favor of playing one more round of "drunk bones."

Upon noticing the PCs, the giants roar and leap to action, although their drunken condition makes them less dangerous than normal (reducing their CR score by 2). One of the giants stumbles over to the door of area A10 and calls the creatures inside to help them fight as the combat begins, but since the door to area A10 is kept barred, the giant needs to take a standard action to open it.

### FIRE GIANTS (3)

D6)60

CR 8

XP 4,800 each

hp 142 each (Pathfinder RPG Bestiary 148)

**Treasure:** The fire giants keep their treasure in a large iron trunk, within which are two bags containing 1,000 sp each, a smaller leather bag containing 500 gp, a black iron weather vane depicting three pigs chasing a troll (the eyes of each creature are made of jasper and the whole item is worth 275 gp), a dented church bell worth 40 gp, and an uncut piece of violet garnet worth 400 gp. Heaped on the shelves are Large lances and clubs, pieces of Large hide armor, and various Medium weapons looted from orcs and Shoanti. Most of the weapons here are mundane, but a +2 thundering klar (The Inner Sea World Guide) sits on the bottom shelf.

### A10. KENNEL (CR 12)

The floor of this room is strewn with mounds of earth and tangles of broken and scorched bones. The air feels particularly hot and the walls are scorched.

Creatures: A pair of nessian warhounds is kept here, all that remains of a larger pack that, as the giant tribes have grown more violent and uncontrolled, has been dwindling in number. These last two warhounds are particularly vicious and violent—each is an advanced specimen of its kind, and they attack any non-giant creatures on sight.

#### ADVANCED NESSIAN WARHOUNDS (2)

**CR 10** 

XP 9,600 each

**hp** 150 each (Pathfinder RPG Bestiary 173, 294)

#### A11. TOOL ROOM

This chamber is piled high with pit props, torches, spades, miner's picks, buckets, endless coils of rope, and other mining and excavation gear.

Treasure: The tools kept here are relatively mundane, save for their size—they're all built for Large workers. A fair number of the tools look to be well used or even broken. A search of the various containers and mounds of tools (taking 2d6 minutes) and a successful DC 30 Perception check uncovers the one object of any real value in the room—a rod of metal and mineral detection the giants intended to use to assay for new excavation sites but quickly forgot about due to organizational inefficiencies.

### JUBBEK'S HALLS

The upper section of ground below the valley is riddled with lava tubes that connect to a few buried structures that were once part of Guiltspur. The giants have stopped their expansion work here. After Jubbek reported the discovery of area **B11** to Cadrilkasta, the dragon swiftly moved down into the dungeon and hasn't been seen again, and as such, further excavation proceeds slowly.

The giants found on this level are all loyal to Chief Jubbek (save for those imprisoned in area B6), and as long as the chieftain lives, they do not flee combat. Presented with proof of Jubbek's death (either his head or his weapon), a giant in this area must succeed at a DC 15 Will save or be shaken. Giants shaken in this manner flee the region and do not return if reduced to fewer than half their hit points. This loyalty to Jubbek exists in spite of (or, perhaps, because of) the chieftain's increasingly violent personality. Already a temperamental creature, Jubbek has been made into a horrific sadist by the Shard of Wrath. Driven by the shard's curse, Jubbek has mutilated many of his loyal giants, and all of the giants encountered in this area are missing fingers, toes, or bear hideous scars. These mutilations generally do not significantly impact a giant's effectiveness in combat, but each giant the PCs encounter has a 20% chance of being mutilated enough that it has 2 points of Constitution or Dexterity drain (50% chance of either). Recently, Jubbek's taken to working his violence out on captured trolls, granting his other minions a welcome respite from his attentions.

This upper level of the dungeons does contain a few areas that once composed the higher reaches of Guiltspur itself (areas **B8** and **B11**), but they are not considered to be properly part of the complex below and are not warded in the same way as described at the start of Part Two.

## B1. GUARD POST (CR 13)

This thirty-foot-wide chamber appears to have been widened with picks and chisels. More natural-looking tunnels—ten-foot-wide circular lava tubes—extend from this larger chamber to the north, south, and east, while to the west, a roughly caved flight of stairs sized for giants leads upward.



Large chunks of stone and debris lie scattered haphazardly about the room.

The stairs lead up 30 feet to area A7, but are sized for giants. Medium and smaller creatures treat them as difficult terrain.

Creatures: A group of three fire giants stands on guard here at all times, but these sentries are generally lax in their duties, sitting in the middle of the room sharing stories or bragging about past conquests. Distracted, they take a -4 penalty on Perception checks, but once they notice the PCs, they roar and rise up to attack. The giants use the leftover boulders and chunks of stone as missiles against the PCs while they holler for help down the tunnel to area B2a—the giants there move to aid their allies here as quickly as they can.

As soon as one fire giant is defeated, the remaining giants begin a fighting retreat to the east, hoping to lure the PCs to the Butcher's Highway (area **B5**) where they have reinforcements and traps to use against the PCs.

FIRE GIANTS (3) CR 10

XP 9,600 each

hp 142 each (Pathfinder RPG Bestiary 148)

## B2. THE LAVA TUBES (CR 10)

These natural lava tubes are roughly circular in cross-section. Fire giants have to crouch slightly to move through here, and take a –1 penalty on attack rolls while fighting in this area. The tubes to the south (area B2a) have been extended recently by giants seeking new Guiltspur ruins, while those to the north (area B2b) are feared by the giants since they lead to area B11 and the source of strange monsters that the giants would rather not tangle with. The tunnel has been mostly blocked by mounds of rubble, but gaps large enough for a Small creature to wriggle through with a successful DC 30 Escape Artist check exist. It takes 2d6 hours of work to clear enough room for Medium creatures to move through to area B3 beyond.

Creatures: At the end of each of the tubes in area B2a toils a single hill giant with a mining pick. If they hear the giants in area B1 call for help, they drop their picks, grab their clubs, and rush into battle. If they are confronted in these tunnels, the giants fight to the death.

HILL GIANTS (3) CR 7

XP 3,200 each

hp 85 each (Pathfinder RPG Bestiary 150)

## B3. AN UNUSUAL WALL

D6)60

The lava tube takes a sudden turn here, with the northern wall taking on a strange greenish sheen in places.

This lava tube came up against one of the fully buried spires of Guiltspur here. Originally, only tiny fragments of the wall remained visible, but Jubbek's giants worked diligently to clear more area, including the tunnel to the northwest that eventually breaks through the wall into area **B11**. The wall is plated with the same abysium alloy as the pillar outside. All creatures within 60 feet of the exterior of this wall must succeed at a DC 14 Fortitude save each hour to resist becoming sickened for 1 hour—this effect does not extend into area **B11** itself.

## **B4.** THE WARNING PILLAR

Half emerging from the rough stone floor is a curious pillar of granite. The block has seven sides and rises up through the roof above at an angle. The faces of the pillar still bear the faint markings of runes that have all but worn away with the passage of time.

This menhir was erected in the early days of the Age of Darkness by surviving giants who had escaped the yoke of Thassilonian rule. Memories of the atrocities and horrors of Guiltspur remained fresh in their minds, and so they placed this stone as a warning to all who would come in the ages after. Subsequent eruptions from the Kodars later in that age, unfortunately, saw to this menhir's eventual obscurement under fresh lava flows.

The menhir now functions more as a pillar in this room, its top extending 20 feet into the ceiling above. Only a small portion of the original warning remains visible, and a successful DC 30 Perception or Linguistics check by someone who can read Giant is required to decipher it. Although written in Giant, ironically, Jubbek's giants haven't deciphered the runes due to lack of skill and interest.

The surviving runes read as follows:

"...who sleep in Guiltspur's shadow shall know this fear, and what waits beyond shall..."

## B<sub>5</sub>. The Butcher's Highway (CR 14)

This long, thirty-foot-wide hallway is lit by periodic torches guttering along the walls. Some of the torches have smoldered out, leaving areas of the hallway in dimmer light, but the entire length is lit enough to show off the grisly decor—limbs and entrails and heads hewn from bodies both human-sized and gargantuan litter the southern section of this hallway and hang from the walls by spikes or chains. As a result, the air here is rancid and foul.

The hideous decorations in this hall are a manifestation of Jubbek's growing wrath—the limbs adorning this hall are trophies put on display here by the chieftain. At first, he decorated walls by hammering up limbs with spikes, but as his sadism grew, he simply started tossing the appendages into the southern section of the hall. The cast-off limbs here are so numerous that for Medium and smaller creatures, the ground south of the southernmost door to area **B6** is difficult terrain. The vast majority of these severed arms and legs have been cut from trolls, and a few of the fresher limbs still wriggle and twitch.

Creatures: A trio of well-trained and relatively well-mutilated hill giants stand guard in the northern part of this room. Each carries a stash of a half-dozen rocks for throwing in addition to their bags of miscellaneous treasure, and they use these rocks against foes to the south. The giants know where the traps are located in this hall, and while they move to avoid them with ease, they often position themselves nearby, hoping that intruders stumble onto one of the trapped areas. As soon as one of these giants is slain, the remaining two make a fighting retreat north into area **B8a**.

#### GUILTSPUR HILL GIANTS (3)

CR 9

XP 6,400 each

hp 95 each (see page 10)

Melee club +17/+12 (1d8+9)

Mutilations (Ex) Each of these giants currently suffers from 4 points of Constitution damage and only has one arm. They fight with regular clubs instead of greatclubs as a result.

**Trap:** A total of five pit traps are hidden in the floor of the hall's northern half. Each of these pit traps drops into a greased chute that descends to the west—creatures who fall into one of these traps are deposited into a corresponding punishment pit in area **B6**.

#### CHUTE TRAPS (5)

CR 7

XP 3,200 each

Type mechanical; Perception DC 30; Disable Device DC 30

EFFECTS

Trigger location; Reset automatic

Effect 20-ft.-deep pit (1d6 falling damage) and chute to area B6; Reflex DC 20 avoids; multiple targets (all targets in a 10-ft.-square area)

### B6. THE PUNISHMENT PITS (CR 12)

This chamber's floor has been divided into three long fortyfoot-deep pits, each separated by a ten-foot-wide wall. The tops of these walls double as walkways between the three pits. Openings ten feet off the ground in the east walls of the pits connect to what appear to be greased chutes leading up. Each

TOGBAD

of the pits is filled with a hideous, foul-smelling slurry of gravel, water, splintered bones, and decayed globs of flesh.

Three large buildings once stood next to each other during the time of Thassilon; Jubbek had his giants dig holes through roofs of each to create three large pits out of the previously lava-encased structures. Into each of these pits, Jubbek casts those who survive his mutilations or anyone who displeases him. The walls of each of the pits can be scaled with a successful DC 30 Climb check, while the chutes in the east walls that lead to area **B5** can be climbed with successful DC 35 checks (after the first 10 feet of wall is scaled to reach a chute's entrance, of course). The foul mix that coats each pit floor

is a foot deep, making each pit floor

difficult terrain.

is attacked mercilessly.

Creatures: Normally, the Climb checks required to clamber out of the pits would be difficult but not impossible for some of the giants imprisoned in the dungeons—which is why Jubbek prefers to cut off the hands of any giants thrown into these pits. This not only prevents the giants from climbing at all, but forces them to use their slam attacks in combat. Jubbek is fond of coming into this room to watch giants fight in the pits. Often, he'll lower a giant into a pit with the promise that if he kills all the current creatures inside, Jubbek will let him out. Jubbek doesn't always keep

The room itself is guarded by a group of three wyvern-like purple dragon-kin with large orange wings—rift drakes. The drakes are relatively intelligent, and are not only smart enough to tell free giants apart from the imprisoned ones, but to know that humans and other "little" races don't belong here. The drakes are well fed by the giants, and are quite loyal as a result. They fight intruders to the death, and aren't afraid of chasing foes into the pits themselves or even out of the room into other parts of the dungeon.

these promises. The giants currently imprisoned in the pit

are, for the most part, nearly feral with rage, frustration,

and fear, and anyone foolish enough to come within reach

The current occupants of the pits are as follows (since each pit's occupants are stuck in there, they're all associated with their own CR and are not part of the room's overall CR above).

Area B6a (CR 11): This pit currently contains two hill giants and one fire giant, all of whom have had their hands lopped off(and thus suffer from 4 points of Dexterity drain each).

Area B6b (CR 11): This pit currently contains seven trolls.

Area B6c (CR 7): The only current occupant of this pit is a desperate hill giant named Togbad (see Development, below).

#### RIFT DRAKES (3)

CR 9

XP 6,400 each

**hp** 126 each (Pathfinder RPG Bestiary 3 106)

#### HANDLESS HILL GIANTS (2) CR 7

XP 3,200 each

**hp** 85 each (*Pathfinder RPG* Bestiary 150)

#### HANDLESS FIRE GIANT CR

XP 9,600 each

**hp** 142 each (Pathfinder RPG Bestiary 148)

#### Trolls (7)

CR 5

XP 1,600 each

**hp** 63 each (Pathfinder RPG Bestiary 268)

#### TOGBAD

CR 7

XP 3,200

CN hill giant (Pathfinder RPG Bestiary 150)

hp 85

**Development:** The lone occupant of area **B6c** is an almost insanely terrified hill giant named Togbad. He doesn't attack the PCs—indeed, if the PCs approach him, he prostrates himself at their feet and swears on the name of all the giant clans to serve them faithfully to the end of his days. Unlike the giants in area **B6a**, Togbad hasn't had his hands cut off, but he has been hobbled—both his feet have been broken and his tendons are severed. As a result, the giant suffers 6 points of Dexterity drain and can only crawl until the drain is removed.

Togbad can describe all of this level to the PCs, including area **B11** (he calls this place the "monster pit" and is almost as afraid of it as he is of Chief Jubbek). If the PCs heal his damage and help him out of the pit, he becomes a loyal servant to whoever cured his damage, serving as a bodyguard and minion. Togbad isn't evil (indeed, Jubbek mutilated him and threw him in this pit when Togbad attempted to help a group of Shoanti prisoners escape but got caught), but neither is he particularly strong-willed. He fears Jubbek, but also hates him, and if the PCs help him kill the chieftain, Togbad pledges his life to the PCs. Despite his good intentions, though, Togbad remains relatively unpredictable and doesn't fully appreciate his own strength—he may accidentally use a slam attack on

an ally by clapping her on the back or might try to grapple someone in a damaging hug if he's particularly excited. Whenever the giant is reduced to fewer than 30 hit points, he runs away to hide, only to slink back in tears once he thinks combat is over. As the PCs progress deeper and deeper into Guiltspur, Togbad's loyalties are put to the test—each time the PCs enter a new dungeon level, Togbad must make a successful DC 15 Will save to avoid panicking and fleeing the party forever.

Story Award: The giants in areas B6a and B6b cannot escape their pits—only award full XP for defeating them if the PCs are threatened by them (such as would be the case if a PC falls into one of the pits). Otherwise, defeating these giants earns only half the normal XP. If the PCs befriend Togbad and gain his aid, they earn twice the XP they would normally earn for defeating him (6,400 XP).

## B7. THE BURROW (CR 13)

D6)60

This is a vast chamber torn into the volcanic stone. The room arches up to a vaulted ceiling some sixty feet above, while a natural ramp rises up to the east where mounds of ratty old furs have been heaped in several nestlike mounds. To the northwest, a large sinkhole slumps into the ground.

This is where Jubbek's rapidly dwindling tribe sleeps. Jubbek's increasing sadism has seen to the steady atrophy of the total number of giants dwelling in the region, and what were once relatively cramped quarters are now almost spacious. The sinkhole to the northwest is used to dispose of rubbish. A search of the hole reveals a foul mix of human and orc bones, broken tools and gear, and a fair amount of bodily waste.

Creatures: The first time the PCs enter this room, several hill giants are sleeping in the mounds of furs. If a fight breaks out in area B5, these giants can attempt DC –5 Perception checks (but at a –20 penalty due to distance and the fact that they're sleeping) to wake up, at which point they put on their armor and lumber out to investigate as soon as possible. Caught unawares, the giants are unarmed and unarmored, but still fight to the death.

#### GUILTSPUR HILL GIANTS (2)

CR 9

XP 6,400 each

hp 95 each (see page 10)

#### HILL GIANTS (4)

CR 7

XP 3,200 each

hp 85 each (Pathfinder RPG Bestiary 150)

**Treasure:** This cavern is disgusting, even if the PCs avoid the filthy sinkhole. Rotting piles of refuse and infestations of ticks and fleas are mixed in with the furs, making a search of the place an unpleasant task. Nothing of value is in the sinkhole, but a successful DC 25 Perception check reveals a few doubtful treasures among the furs—a poorly cured dire bear pelt worth 50 gp, an enormous hat made of sewn mice and set with three fractured garnets worth 110 gp, and a Medium suit of masterwork hide armor that's been stuffed with feathers for use as a pillow.

## B8. Jubbek's Throne ROOM (CR 16)

This vast circular chamber rises to a height of sixty feet, the smooth stone walls tapering upward to form a conical ceiling. The floor of the chamber is made of a layer of wooden planks, but periodic gaps between the floorboards reveal that a dark hollow space extends below. Stone double doors sit to the south, while to the east and west large sections of wall have crumbled away to allow access to caverns. A lava tube to the west winds deeper into the rock, although a side ramp seems to lead up and out to the surface. To the east looms a large cavern dominated by an immense throne made of wooden timbers and mastodon bones. Beyond this huge throne rise two ledges—the higher one is littered with a prodigious mound of animal pelts and furs, while a large battered chest sits against the eastern wall of the lower ledge.

The central room of this complex chamber (area **B8a**) is the interior of the single spire of Guiltspur that protrudes above the lava today. Originally, all of the interior floors of the spire had crumbled away, but the giants built a floor of timbers at this level so they could move through the area. These timbers are quite sturdy, but if destroyed or removed, reveal a 30-foot-deep hollow that leads nowhere below (the chambers below this level filled with lava that has long since cooled to solid stone).

Area **B8b** to the east is dominated by Jubbek's throne—a home-made thing made of furs and hides stretched haphazardly over a frame of wood and mastodon bones. Area **B8c** beyond the throne is a 10-foot-high ledge on which Jubbek stores his wealth (see Treasure, below), while area **B8d** is a 20-foot-high ledge occupied by Jubbek's "bedroom."

Creatures: Even if the PCs don't allow the giants from other parts of the dungeon a chance to retreat to this location, the number of foes in here makes for a dangerous combat indeed. If combat breaks out in this area and the giants in area B5 haven't already been dealt with, they come to join the fight immediately. While the toiling giants at area A5, if they still live, can certainly hear the sound of battle down here, they fear Jubbek enough that they instead flee to area A6a, seeking help before returning to this room. Reinforcements from the steading above should take 2d6+10 rounds to arrive after a battle begins here—or if the PCs have already secured an alliance with General Stom, such reinforcements never arrive at all.

Reinforcements aside, this set of rooms houses more than just the surly hill giant chieftain Jubbek. He often has giants dress up as the tribe's enemies to enact mock battles in area B8a. Currently, four hill giants dressed as Shoanti barbarians fight in area B8a. Jubbek demands realism, and as such, these four giants have each taken damage from the fight. Jubbek is also attended by a fire giant bodyguard who stands to the right of his throne, and one of his hill giant concubines, who lounges to the left. His other three concubines—obese giants who smell of a sickly combination of sweat and honey—are located in area B8d. His much adored pet, Skullcracker, an advanced smilodon (the only thing Jubbek never vents his wrath upon), sits atop the ledge to area B8c.

This battle has the potential to be quite deadly for the PCs, but fortunately, not all the combatants attack at once. Chief Jubbek is somewhat arrogant and slow to fight his own battles—watching violence is almost as satisfying to him as perpetrating it, and he knows that, of late, once he starts attacking, it's difficult for him to stop. As a result, Jubbek prefers to let his minions fight for him.

Upon noticing the PCs, the giants take up a defensive position. The three concubines in area B8d remain where they are for the moment, but Skullcracker leaps down from area B8c and moves to a position near the throne. Jubbek's fire giant bodyguard and his fourth concubine remain at his side while Jubbek gleefully orders the four hill giants in area B8a to kill the PCs. When the first giant falls, he orders his concubine into the fray—when a second giant falls, Jubbek orders his bodyguard to attack and joins the battle himself as detailed in his tactics. Any attack against Skullcracker compels Jubbek to attack at once. The three concubines in area B8d shriek and lumber down to join the fight as soon as Jubbek takes damage.

As long as Jubbek lives, the rest of the creatures here fight to the death. If Jubbek is defeated or killed, his concubines and Skullcracker continue to fight to the death, but any remaining giants immediately make a fighting retreat to area B9 and then flee up to area A5 before fleeing the region entirely.

#### CHIEF JUBBEK

CR 14

XP 38,400

Male hill giant barbarian 7 CE Large humanoid (giant)

Init +4; Senses low-light vision; Perception +13

AC 29, touch 7, flat-footed 29 (+9 armor, +9 natural, -2 rage, +4 shield, -1 size)

**hp** 216 (17 HD; 10d8+7d12+126)

Fort +19, Ref +5, Will +11; +2 vs. evocation Defensive Abilities improved uncanny dodge, rock catching, trap sense +2; DR 1/-

Weaknesses curse of wrath

#### **OFFENSE**

Speed 35 ft.

Melee +1 morningstar +28/+23/+18 (2d6+17 plus 1 fire/ 19-20)

Ranged rock +14 (1d8+16)

Space 10 ft.; Reach 10 ft.

Special Attacks rock throwing (120 ft.), rage (21 rounds/day), rage powers (intimidating glare, knockback, renewed vigor [1d8+9 hp])

Spell-Like Abilities (CL 17th; concentration +14)

1/day—fireball (DC 10)

During Combat Once Jubbek joins the fight, he focuses his anger on the creature that damaged him the most before he got to act. He rages as he fights, and works his way into



area B8a. Once there, he takes a standard action to smash his morningstar against the floor, attempting a DC 20 Strength check to knock a 5-foot-diameter hole into the floor. Once he makes a hole, he and the other giants try to move or bull rush PCs into the hole—it's a 30-foot drop onto rubble below, and the only exit from the area is the hole itself. Jubbek uses the *fireball* spell-like ability granted him if faced by a group of PCs clustering together for their own defense.

Morale Chief Jubbek fights to the death.

#### STATISTICS

Str 38, Dex 10, Con 25, Int 6, Wis 14, Cha 5

Base Atk +14; CMB +29 (+31 bull rush); CMD 37 (39 vs. bull rush)
Feats Critical Focus, Improved Bull Rush, Improved
Critical (morningstar), Improved Initiative, Improved
Iron Will, Intimidating Prowess, Iron Will, Power Attack,
Staggering Critical

Skills Climb +21, Intimidate +22, Perception +13

Languages Giant

SQ fast movement

**Gear** +3 breastplate, +2 heavy wooden shield, +1 morningstar, belt of giant strength +4, Shard of Wrath

#### SPECIAL ABILITIES

Curse of Wrath Jubbek is consumed by the Shard of Wrath's curse. He starts the battle sickened, but this condition vanishes for 1 hour as soon as he reduces a creature to negative hit points. Once he attacks a creature, Jubbek must succeed at a DC 20 Will save or be unable to cease attacking that creature until it is killed.

Shard of Wrath Jubbek has lashed the Shard of Wrath to the head of his morningstar—he deals +1 point of fire damage or +1 point of cold damage (the energy type switches each day) on a hit with his morningstar as a result of the shard's siccatite qualities.

HILL GIANTS (4)

XP 3,200 each

**hp** 85 each (Pathfinder RPG Bestiary 150)

HILL GIANT CONCUBINES (4) CR 7

XP 3,200 each

**hp** 85 each (Pathfinder RPG Bestiary 150)

FIRE GIANT CR 10

XP 9,600

hp 142 (Pathfinder RPG Bestiary 148)

Skullcracker CR

XP 6,400

Advanced smilodon (Pathfinder RPG Bestiary 265, 294) **hp** 133

**Treasure**: Chief Jubbek has collected an astonishing amount of clutter over the years, some of which is actually

rather valuable. The giant's treasure is spread out over areas **B8b** and **B8c** as detailed below.

The walls of area **B8b** are festooned with objects, some of which still twitch now and then, such as his staggering collection of severed troll limbs. A long alphorn leans against the northern wall. Beneath several layers of filth and dirt, this instrument features fine gold filigree work depicting rocs in flight, and is worth 450 gp. A scrimshaw mastodon tusk of very high quality depicting mountain scenes hangs on the southern wall—this item is worth 750 gp.

Jubbek's throne is a relatively foul piece of furniture—the entire thing reeks of sweat and filth, and several bits of leather and fur used to create it were only partially preserved. A poorly hidden pouch on the side of the throne (Perception DC 15) contains 4 potions of cure serious wounds as well as 200 gp.

Jubbek's sleeping cavern (area B8d) is a mess as well, but several minutes of searching the area are enough to uncover the following unusual or valuable objects: a Small mithral dagger, a Medium +1 handaxe, a selection of long iron bars all bent into knots, a massive silver tankard etched with rams attacking stirges worth 300 gp, an iron bottle containing an elixir of love, a mummified horse's head with a silver tooth worth 25 gp, a masterwork manacle attached to a wooden beam covered with 54 tiny notches, two huge kegs of cider that taste eye-wateringly bitter (successful DC 14 Fortitude save upon drinking to avoid being sickened for 1 hour), and a suit of half-plate horse barding scattered around the place in pieces. No fewer than 21 pots of honey (a favorite snack) lie amid 43 empty and shattered pots. One of pots of honey contains an undiscovered "prize"—a mummified dwarf's finger that still wears a ring of minor spell storing (currently containing web and shocking grasp).

The bulk of what Jubbek considered his real valuables is kept in the large dented chest in area B8c. The chest isn't locked, but a 900 pound rock sits atop it—requiring a Strength score of 15 to merely push it off the top. Inside the chest is a trio of exceptionally high quality furs worth 400 gp each, an average-locked iron box welded to a long chain (break DC 28) that contains three bags of 1,000 sp and a bag of 1,002 gp, a stout iron bound chest with a rod of enemy detection thrust through the latch where the lock once was (this chest contains seven gold-plated dwarf skulls worth 200 gp each), a huge jug with a silver handle worth 200 gp, a cider keg brimming with copper coins (4,319 cp in all), a +3 arrow of ooze slaying, and a small cork box containing a rolled-up scroll of heal tucked into a ring of protection +4 that simply doesn't work for evil creatures (in fact, when worn, it turns an evil creature's finger a nasty shade of green).

**Development:** The *Shard of Wrath* can be untied from Jubbek's Large morningstar with 2d6 rounds of work (or as a standard action if fire or acid damage is focused on the leather strips). Once the shard is free, the PCs can awaken it

with a deep red sphere ioun stone and use it to gain a vision of where the next and final shard is located. Unfortunately, the Shard of Sloth is not currently located on the Material Plane, so the best this vision can do is to urge the PCs deeper, giving the somewhat inaccurate perception that the final shard is located somewhere deep below Guiltspur. Characters who sleep within the confines of the deeper levels of Guiltspur may have more accurate visions of where the final shard can be found, as detailed on page 23.

**Story Award**: Recovering the *Shard of Wrath*, activating it with a *deep red sphere ioun stone*, and using it to learn the location of the next shard earns the PCs 25,600 XP.

### B9. OUTER RAMP

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The northern slope here leads up and out of Jubbek's Halls, exiting at area A5 above.

### B10. THE WATCHPOST (CR 12)

A solid-looking iron door sits in the center of the western wall of this cave. An immense boulder has been pushed up against the door.

Not long after the giants uncovered area B11 from area B3, Cadrilkasta abandoned them to investigate the chambers below. Jubbek ordered a second entrance to connect to area B10 for easier access, and within 24 hours regretted the choice as monsters began clambering up from the chambers below to attack the giants. The first of these was a pair of unusually large cloakers the giants managed to defeat, but what followed caused quite a bit more damage. This second wave consisted of several scorpion-shaped constructs made of bone—skull rippers. Once these were pushed back into the depths, Jubbek ordered the southern entrance sealed with rubble (see area B2), and fitted an iron door and large boulder over this room's entrance. He didn't want to completely seal off the room, since if Cadrilkasta returned Jubbek wanted a measure of plausible deniability on his side and didn't want her to think they'd tried to seal the dragon into the dungeons below. But ever since the skull ripper incident, the giants have been afraid of what lay beyond this door.

The door itself isn't locked, but it swings outward, so before it can be opened the boulder in front of it must first be moved. The 5-foot-tall boulder (hardness 8, hp 900, break DC 65) weighs 9,000 pounds, and can be pushed aside by a Medium creature with a Strength score of at least 31 (or by a Large creature with a Strength of at least 26, such as a fire giant but not a typical hill giant).

Creatures: Two nervous fire giants stand guard at this door. They fight to the death to prevent anyone from opening the door, but won't pursue foes from this room. Characters who manage to gain entrance to area **B11** and

try to open the door from that side automatically frighten the fire giants into fleeing their post—rather than report their cowardice to Jubbek, they flee up the ramp at area **B9** and do not return.

#### FIRE GIANTS (2)

CR 10

XP 9,600 each

hp 142 each (Pathfinder RPG Bestiary 148)

#### **B11. DARKENED SHAFT**

A circular chamber with no floor fills this area. Above, the smooth conical walls extend upward twenty-five feet before tapering to a point, while below, a churning cloud of blue-green fog obscures the shaft-like interior after a drop of twenty feet.

This area is the interior of another of Guiltspur's spires, only one that's been completely covered by lava. The shaft drops 60 feet down into area C1—the fog being a physical manifestation of the *mage's private sanctum* that wards the chambers below. The walls of this shaft can be scaled with a successful DC 20 Climb check.

### PART TWO: GUILTSPUR DEPTHS

Although hints of Guiltspur's architecture exist in Jubbek's Halls and in the green spire at area A5, it's not until the PCs descend from area B11 into area C1 that they truly enter the preserved halls of Guiltspur itself. The change in architectural style from caverns partially expanded by giants to chambers of Thassilonian construction should be a stark one indeed. With the exception of a few areas where the ancient lava flow managed to destroy all in its path, the chambers here are nearly perfectly preserved.

As with the other Thassilonian dungeons the PCs have explored, Guiltspur itself is protected by ancient magics that ward it against erosion and decay. This same magic is what protected the complex from destruction when the lava flow hit it so long ago, but time has been a bit rougher with Guiltspur than most Thassilonian dungeons. In many places the dungeons have collapsed into ruin, as indicated on the map—here, the preservative effects have faltered, and nothing remains of Guiltspur's chambers beyond what is mapped.

The Guiltspur Depths consist of three levels—the Silent Halls (areas C1-C14), the Core (areas D1-D9), and the Embassy of Leng (areas E1-E9). All worked-stone walls, floors, and ceilings on this level and below are of magically treated stone (Core Rulebook 411), and doors are made of magically treated iron unless otherwise indicated.

All three levels of the Guiltspur Depths are protected in more significant ways by several magical auras that have persisted for centuries without fail. Powered by an immense mass of abysium in area E5, these magical effects

all function at caster level 20th. A dispel magic renders an effect dormant for 1d4 rounds in a 60-foot-radius spread before the effect reactivates. The architecture of the Guiltspur Depths radiates strong abjuration and divination magic. These effects are listed below.

- Construct Repair: The energies in the Guiltspur Depths repair any construct within its walls, healing damage dealt at a rate equal to 2 points per Hit Die possessed by the construct each hour. A construct that is destroyed remains destroyed.
- Dimensional Lock: The Guiltspur Depths are warded by a dimensional lock effect, a condition that Karzoug demanded to prevent too much of Leng or its occupants from invading should his alliance with the denizens deteriorate.
- Mage's Private Sanctum: Creatures in the Guiltspur Depths are immune to detect thoughts, and divination (scrying) spells cannot perceive anything within these three levels.
- · Nightmares and Visions: See below.

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 Tongues: All creatures with an Intelligence score of 3 or higher gain the effects of a tongues spell while in the Guiltspur Depths.

#### NIGHTMARES AND VISIONS OF LENG

The Guiltspur Depths are infused with the influence of Leng. Originating in area E9 and amplified by the abysium reactor in area E5, these eldritch forces assault any slumbering minds within the realm. Each time a creature sleeps in the Guiltspur Depths, it dreams of Leng—these dreams can be short and obscure, with nothing more than feelings of being lost in a vast frozen tundra, or they can be frightfully specific, such as being attacked by Leng spiders while trapped within a cavern of glowing fungus.

Nightmares of Leng: When a PC falls asleep, have her attempt a DC 15 Will save. If the save is successful, she merely has unpleasant dreams and wakes with a vague feeling of unease but suffers no game effects. If a the PC fails this save, her dreams are nightmarish and horrifying ordeals. You can consult the gazetteer of Leng that starts on page 64 of this book for inspiration—simply have the victim endure a nightmare fight against a creature from Leng in a location described in the gazetteer. You can even run a few rounds of combat against the monster if you wish-if multiple PCs fail their saving throws, they can even share the same dream and take part in these fights. The results of these fights are not entirely real—resources expended, wounds suffered, and deaths endured vanish as the dreamer awakens—but neither are they entirely imaginary. Anyone who fails the Will save takes 1d10 points of damage upon awakening and is fatigued (or exhausted if already fatigued). A character who dies in a dream takes an additional 1d10 points of damage and must succeed at a second DC 15 Will save or be afflicted by a random insanity (GameMastery Guide 250).

A Helpful Vision: A character who has received a vision of the location of the Shard of Sloth from the Shard of Wrath has a specific dream the first time she sleeps in the Guiltspur Depths. In this dream, she follows a compulsion through Guiltspur, and knows she is being drawn forward to a portal to another world. The dreamer enters a vast underground chamber, the floor of which is almost entirely taken up by a pit filled with silver smoke. Seven doors provide exits from the chamber, but the dreamer knows the Shard of Sloth lies beyond an eighth exit that itself lies beyond a circular fountain of glowing water. Yet when the dreamer attempts to use this portal, she realizes she must perform a ritual she learned beyond one of those seven doors surrounding the chamber. At this point, the silver mists in the pit part and a nightmarishly immense worm rears up to level a bleached end filled with hooked jaws at the dreamer, who must then attempt the DC 15 Will save as detailed above. On a failed save, the giant worm darts down and swallows the dreamer whole (resulting in the increased damage and possible insanity, as detailed above), but if the save is successful, the dreamer recalls the ritual in time, opens the portal in the fountain, and jumps through before the worm strikes (and avoids taking any damage at all upon waking). This dream is a vision of area E3 in the Embassy of Leng, manipulated by the dreams of the stranded ghoul in area E4.

Waking Nightmares: In certain parts of the Guiltspur Depths, the presence of Leng is powerful enough that horrific effects manifest to conscious characters. In several of the following encounter areas, you'll see the heading Waking Nightmare similar to the call-out denoting a Creature or a Trap. Waking Nightmares function similarly to a trap or a haunt, and provide specific visions or challenges for the PCs to experience or overcome. Specific rules for waking nightmares vary, and are listed each time one occurs. Some of these nightmares affect an individual, whereas others affect entire parties. In each case, a waking nightmare's effects occur in seconds—no matter how long the perceived nightmare takes, less than a round passes in game time. Waking nightmares that occur in areas with creatures can occur in the instant before the battle commences. After a waking nightmare manifests, it becomes inert for 24 hours. Waking nightmares are magical mind-affecting effects. They cannot be disarmed as traps. Rooms or objects infused with a waking nightmare radiate an additional strong illusion (phantasm) aura in addition to any other magic auras they may possess. Successfully casting dispel magic or dispel chaos against one of these CL 20th effects renders a waking nightmare inert for 24 hours. Each waking nightmare is listed with an XP value—this XP award should be awarded to the party if they manage to bypass the nightmare or if one of the PCs endure the effects (successfully or not), but not if the PCs never run the risk of triggering the nightmare at all.

## THE CURATOR (CR 14)

After the lava came and sealed Guiltspur away, some of its inhabitants were trapped within the ruins. Of these, the most powerful was a man named Kaiventlu, the curator of the Silent Halls. While he lived, Kaiventlu served as the caretaker of this upper level of Guiltspur, subservient to but not the slave of Priestess Mesmalatu. Kaiventlu survived Earthfall, but he was trapped within the building, unable to flee via magic due to the abysium reactor's effects on the chambers. Attempts to call for help from outside went unanswered as the world fell apart above. Kaiventlu had ready sources of food and water, but in time, madness took over. He spent the last several years of his life as the only free-willed creature in the Silent Halls. As he died, he hoped his spirit would find rest.

Kaiventlu has forgotten his name and history, and thinks of himself now only as the Curator of the Silent Halls. His remains lie where they fell in area C10, but the ghost continues to wander the Silent Halls, tending to the knowledge stored here and seeing to it that none attempt to deface or steal any of the exhibits or objects in the halls. The Curator ignores any

Alas, it did not.

visitors to the Silent Halls as long as they don't attempt to steal anything or damage objects within areas C1–C14. As soon as a PC does either of these things, there's a flat 20% chance that the Curator manifests within 2d6 rounds to confront the PCs (as detailed in his tactics). If the Curator doesn't confront the PCs immediately, he certainly will in 1d8 hours, if the PCs remain in the Silent Halls that long. Each time the PCs steal an object of knowledge or damage anything in the Silent Halls, the chance of the Curator manifesting and attacking within 2d6 rounds increases by 20%—once this chance reaches 100%, the Curator automatically appears as soon as an object is stolen or damaged.

The Curator appears as a handsome, elderly Azlanti man wearing a heavy cloak and fine blue robes. He may appear out of the corner of a PC's eye even when no objects he guards have been molested (feel free to have this happen whenever someone makes a Perception check for any other purpose and exceeds a DC 35 result). When he appears and attacks, his form alternates between that of an old man and a hideous rotted horror of leathery skin and cracked bone.

THE CURATOR XP 38,400

CR 14

Male old human ghost transmuter 13 (Pathfinder RPG Bestiary 144)
LE Medium undead (augmented humanoid, incorporeal)
Init +4; Senses darkvision 60 ft.; Perception +19

#### DEFENSE

**AC** 26, touch 18, flat-footed 26 (+4 armor, +8 deflection, +4 shield) **hp** 178 (13d6+130)

Fort +17, Ref +9, Will +16

**Defensive Abilities** channel resistance +4, incorporeal, rejuvenation; **Immune** undead traits

#### OFFENSE

Speed fly 30 ft. (perfect)

Melee corrupting touch +5 (14d6/×3)

Special Attacks corrupting touch (DC 24), intense spells (+6 damage), malevolence (DC 24), telekinesis (DC 24), spell stealing (DC 24)

Spell-Like Abilities (CL 13th;

concentration +20)

At will—change shape (beast shape III/ elemental body II, 13 rounds/day) 10/day—telekinetic fist (1d4+6 bludgeoning)

Spells Prepared (CL 13th;

concentration +20)

7th—quickened dispel magic, prismatic spray, reverse gravity (2)

6th—chain lightning (DC 23), disintegrate (DC 24), flesh to stone (2, DC 24), quickened

glitterdust (DC 19)

THE CURATOR

5th—baleful polymorph (3, DC 23), hungry pit<sup>APG</sup> (DC 22), extended mass reduce person (DC 23), quickened shield

4th—black tentacles, extended haste, ice storm, mnemonic enhancer (2), shout (DC 21), wall of fire

3rd—dispel magic, fireball (DC 20), lightning bolt (DC 20), pain strike<sup>APG</sup> (DC 20), slow (2, DC 21), twilight knife<sup>APG</sup>, wind wall

2nd—blindness/deafness (DC 19), flaming sphere (DC 19), extended mage armor, pyrotechnics (DC 20), scorching ray, shatter, whispering wind (2)

1st—burning hands (DC 18), erase, grease (DC 19), magic missile (2), ray of enfeeblement (DC 18), reduce person (2, DC 19)

o (at will)—detect magic, light, mage hand, mending

Thassilonian Specialization transmutation; Opposition Schools enchantment, illusion

#### **TACTICS**

**Before Combat** The Curator casts quickened *shield* and extended *mage armor* before attacking.

During Combat The Curator casts extended haste and quickened glitterdust on the first round of combat, then follows up by favoring spells that cause lengthy or permanent problems to the PCs rather than attempting to simply hurt them—he wants to stop the PCs in their

tracks with flesh to stone, baleful polymorph, or blindness/deafness if possible. If a lower-level spell is particularly effective, he uses mnemonic enhancer to recall it. He's also fond of splitting up the party by using spells like hungry pit or wall of fire to control the battlefield, and of forcing the PCs to stumble into new rooms before they might be ready. The Curator knows how all of the dangers in the Silent Halls work, and does his best to try to lure the PCs into those dangers.

Morale The Curator knows that if he dies, he merely returns in 2d4 days. He fights until destroyed without remorse, but if reduced to fewer than 75 hit points, he knows that he's running out of time in the short term, and at this point does his best to lure the PCs into peril to distract them, preferring to use malevolence in the attempt to possess a PC and then force that PC to go find an untriggered encounter or unsprung trap.

#### STATISTICS

Str —, Dex 11, Con —, Int 24, Wis 17, Cha 26
Base Atk +6; CMB +6; CMD 24 (cannot be tripped)

Feats Extend Spell, Great Fortitude, Improved Initiative, Improved Lightning Reflexes, Iron Will, Lightning Reflexes, Quicken Spell, Scribe Scroll, Spell Focus (transmutation), Spell Penetration, Toughness

Skills Fly +24, Knowledge (arcana) +23, Knowledge (nobility) +23, Knowledge (planes) +23, Linguistics +23, Perception +19, Profession (librarian) +19, Sense Motive +19, Spellcraft +23, Use Magic Device +21

Languages Abyssal, Aboleth, Aklo, Aquan, Auran, Celestial, Cyclops, Draconic, Dwarven, Elven, Giant, Gnome, Goblin, Ignan, Infernal, Necril, Orc, Orvian, Sylvan, Terran, Thassilonian

SQ Thassilonian specialist (transmutation), arcane bond (ring), physical enhancement +3

**Gear** cloak of resistance +3, headband of mental prowess +2 (Int, Cha; grants ranks in Perception)—both ghostly objects can be found in their physical form in area **C10** 

#### SPECIAL ABILITIES

Rejuvenation (Su) The Curator's remains are located in area C10. In order to lay him to rest, these remains must be brought to the surface and set before the one remaining spire of Guiltspur that protrudes aboveground. This causes the Curator's ghost to manifest amid a swirling vortex of dust over his remains—he glances around in anguish and despair as he realizes that the time of Thassilon has truly moved on. Within a few seconds, the vortex of air grinds his remains away to dust and his spirit is released to seek its reward or punishment in the afterlife. (Divination or other magical investigation is likely required to discover this method of putting the ghost to rest.)

Spell Stealing (Su) Once per round as a free action whenever any of the Curator's spell effects affect a spellcaster, he can attempt to steal one of that spellcaster's prepared spells or unused spell slots. The target can resist this attack with

a successful DC 24 Will save. If the save fails, one random prepared spell or unused spell slot of the highest spell level available to the caster is expended for the day as if it had been used, but without any other effect save for healing the Curator damage equal to twice the spell level stolen. The save DC is Charisma-based.

Thassilonian Specialization The Curator is a Thassilonian specialist, which allows him to prepare the bonus transmutation spell granted by his school specialization twice rather than once. He treats enchantment and illusion spells as if they were not on the wizard spell list. Further details on this form of school specialization can be found on page 17 of Pathfinder Campaign Setting: Inner Sea Magic.

## C1. Guiltspur Library (CR 13)

This vast circular chamber rises up to a height of sixty feet, a dome-like room with walls that may have once been smooth but are now riddled with cracks and fissures. Twenty-foot-high curving stone shelves fill the room, leaving a circular area open in the center. Iron double doors lead out of the room in the four cardinal directions. Splashes and splatters of blood mar the floor here and there, and two huge leathery mounds lie heaped in the middle of the room.

While the walls of this chamber are riddled with cracks (Climb DC 20 to scale), they still remain strong and protected by the magic powered by the abysium reactor in area E5. The passageways beyond the north, east, and west doors are long collapsed and filled with lava, but all four double doors open easily even after all this time.

The contents of this vast library have mostly turned to dust over the countless centuries, but some objects still remain on the shelves. These objects are all the more obvious for their prominence among the dust—see Treasure, below. The ancients used levitation or flight to reach the higher shelves, but a successful DC 10 Climb check works as well.

The blood splatters are evidence of the initial clashes the giants had with the monsters in this area. The two leathery mounds in the room are the bodies of two Huge cloakers that once dwelled in the upper reaches of the library and were held in stasis until the giants broke through—the giants defeated the cloakers but weren't able to do the same to the room's guardians below.

Waking Nightmare (XP 2,400): The first PC to enter this room after passing through the layer of fog visible from area B11 (but not from within the room) has a startling vision. He sees the library as it was during Thassilon's height—a vast repository of knowledge stretching from floor to ceiling, its shelves holding thousands of books, scrolls, maps, and grimoires. Eager

Thassilonian students and wizards mill about the floor below or float up to replace or retrieve books, when suddenly, the dozens of men and women stop and turn to stare hatefully at the PC—and the closest face is the PC's own! The books in the room suddenly writhe and fly off the shelves, opening up and spilling forth foul black mists and coils of corrupt secrets that should never be known. The mist and coils engulf the wizards and students and crush them to pulp. An instant later, the vision passes and the room appears as it actually does. The PC must succeed at a DC 15 Will save or be shaken for 1d12 minutes (this is a fear effect).

Creatures: Once a pair of Huge cloakers guarded the upper reaches of this room, held in stasis by magic. Today, the only guardians are a pair of skull rippers, ancient Thassilonian constructs built of magically hardened bones built to look like immense scorpions. Skull rippers are imbued with intelligence, and while they excel at their guardian tasks, they are equally skilled at plucking off the heads of their victims and mounting the gathered skulls on their own bodies as decorations.

#### ADVANCED SKULL RIPPERS (2)

CR 11

#### XP 12,800

CN Large construct (Rise of the Runelords Anniversary Edition 415)

Init +5; Senses darkvision 60 ft., low-light vision; Perception +3

Aura dread visage (30 ft., DC 22)

#### DEFENSE

**AC** 28, touch 14, flat-footed 23 (+5 Dex, +14 natural, -1 size) **hp** 147 (18d10+48)

Fort +6, Ref +13, Will +9

DR 5/adamantine; Immune construct traits; Resist cold 10; SR 22

#### OFFENSE

Speed 40 ft., climb 40 ft.

**Melee** 2 claws +25 (2d6+8/19–20 plus grab), sting +25 (1d10+8 plus poison)

Space 10 ft.; Reach 10 ft.
Special Attacks behead

#### TACTICS

During Combat The two skull rippers lurk in the shadows near the north and west doors, attacking as soon as anyone comes within reach. Each focuses on the same foe if possible, moving to flank if there's room. They pursue foes until heavily wounded (see Morale), even up into Jubbek's Halls above.

Morale A skull ripper retreats to area C1 if reduced to fewer than 50 hit points. Confronted there, a skull ripper fights until destroyed.

#### STATISTICS

Str 26, Dex 20, Con —, Int 9, Wis 17, Cha 16

Base Atk +18; CMB +27 (+31 grapple); CMD 42 (54 vs. trip)

Feats Bleeding Critical, Combat Reflexes, Critical Focus,

Improved Critical (claws), Lightning Reflexes, Power Attack, Skill Focus (Stealth), Toughness, Vital Strike

Skills Climb +21, Stealth +20

Languages Thassilonian (cannot speak)

#### SPECIAL ABILITIES

Behead (Ex) A skull ripper is an expert at collecting its favorite trophies: skulls. Once it has pinned a foe, it can attempt to behead the victim with its claws. This attempt is made as part of the grapple check to maintain an existing pin, and if successful, deals 4d6+18 points of damage to the victim. If this damage is enough to bring the foe to fewer than o hit points, the victim must succeed at a DC 27 Fortitude save to resist having his head torn from his body; failure results in instant death for most creatures. The save DC is Strength-based.

Dread Visage (Su) A skull ripper's fearsome appearance is such that all creatures within 30 feet that can see the skull ripper must succeed at a DC 22 Will save at the start of their turn or be frightened for 1 round. If the victim recognizes any of the heads affixed to the skull ripper's body as having once belonged to friends or allies, that victim takes a –4 penalty on the save. A character that succeeds at the save is immune to the dread visage of that particular skull ripper for 24 hours. This is a mind-affecting fear effect. The save DC is Charisma-based.

**Poison (Su)** Sting—injury; save Fort DC 18; frequency 1/round for 6 rounds; effect 1d4 Dex; cure 2 consecutive saves. The save DC is Constitution-based.

Treasure: A few objects of value remain on the shelves of this room—they aren't hidden, but some sit on higher shelves than can be easily reached from the ground. These include four thin silvery metal plates that contain magical writings—these are sturdy cold siccatite plates that function as spell scrolls—a scroll of ice storm, a scroll of wall of ice, a scroll of cone of cold, and a scroll of polar ray. Once used, the "scrolls" become nonmagical but are still worth 25 gp apiece. Another shelf holds a series of metal tablets edged with silver clasps that contain etchings of the internal organs of a whale of prodigious size (measuring nearly 500 feet from head to tail); the tablets are worth 250 gp in all. Three round jars sealed with silver contain baby aboleths preserved in embalming fluid (each jar is worth 50 gp), while fragments of a chuul's shell sit on another shelf. A successful DC 25 Perception check made while examining this skeleton reveals a pearl of power (5th level) embedded in one of the shell's claws; the pearl can be pried out with ease. Finally, one shelf near the center of the room contains 29 enormous bone scroll rollers, some of which are 6 feet long. The contents of these scroll rollers have long since turned to dust, but five of the smaller ones are bound in silver and gold and worth 400 gp each.



### C2. Echoes of a Welcoming Hall

In each of the six corners of this hexagonal room, a statue stands atop a dais—each is of a six-foot-tall woman dressed in a short robe and wielding a silvery sword. The statues have four wings (the lower pair of each being small and atrophied), and have no faces whatsoever.

This was once the welcoming chamber to a complex of hexagonal display chambers meant to exhibit strange and unusual magical phenomena gathered by the Curator and his minions. Only a few of these chambers survive with their exhibits intact today.

The six statues in this room are nothing more than statues—on a metagame level, their presence here is to help make the animate faceless angels (see area C14) more surprising. They also serve an in-game purpose, though—as soon as anyone steps more than 10 feet into the room, permanent *magic mouths* activate on all six statue faces to utter the following greeting in Thassilonian.

"Welcome to the Hall of Arcane Wonder. Please treat all exhibits with care and respect, and do not attempt unsanctioned interactions within. Enjoy your visit!"

A PC who succeeds at a DC 35 Knowledge (religion) check realizes the true blasphemy these statues represent—angels in the service of Nyarlathotep, the Crawling Chaos. (In fact, Nyarlathotep is not served by angels, although he and his cultists often adopt such guises to deceive.)

**Treasure**: Each of the six statues wields a masterwork cold siccatite longsword—a weapon made of cold siccatite deals +1 point of cold damage on a hit. Each sword is worth 1,315 gp, but breaking a sword out of a statue's grip requires a successful DC 20 Strength check.

## C3. THE FACELESS SPHINX

Half of this hexagonal room is buried under a wall of hardened lava, including the hindquarters of a gray stone statue of a faceless sphinx. The sphinx sits atop a two-foot-tall dais. Shallow shelves have been carved into the side of the dais, in which sit various objects that appear to be of an oracular nature—crystal balls, censers, and the like, many of which have fallen from their alcoves to crack or shatter on the stone floor.

A PC who succeeds at a DC 35 Knowledge (religion) check identifies the faceless sphinx as one of the many forms of the Outer God Nyarlathotep (god of conspiracies,

dangerous secrets, and forbidden magic). This chamber is exempt from the *mage's private sanctum* effect that cloaks the rest of the Guiltspur Depths (allowing *scrying* effects to function normally here), but all other magical effects from the abysium reactor still function.

Waking Nightmare (XP 4,800): The first person to approach within 5 feet of the faceless sphinx statue suddenly feels as if the room were spinning around him while the sphinx statue grinds to life and turns to faces him. He feels the faceless gaze hold him motionless while the world crumbles away to be replaced by the vastness of space. The certainty of a singular malevolence looming behind the stars themselves, a darker dark amid the blackness, fills the character's mind, along with a myriad of strange and horrific secrets. An instant later, the room returns to normal, and the character who received the vision remembers only that he stood before an entity known as the Crawling Chaos. That character must also succeed at a DC 15 Will save or be confused for 1d6 rounds.

Treasure: The divination tools once on display around the edge of the dais include long-spoiled or ruined spell components for various divination spells, along with several other objects that retain some value even today. Among these are a dented mithral font worth 900 gp, a handful of strange dice carved from a titan's bones (worth 500 gp as a set), a silver diviner's rod (worth 200 gp), a curious metal orb set with tiny jet stones (worth 180 gp), and a cracked *crystal ball* (this item has the broken condition and until it is repaired, it causes 1d4 points of Intelligence damage each time it is used).

## C4. THE HANGING FIREBALL (CR 13)

This chamber hums with an unsettling noise, for at its center churns a great ball of fire. The sphere measures ten feet across and hangs in the center of the chamber, periodically sending short tendrils of fire out as if tasting the air around it.

With a successful DC 27 Knowledge (arcana) check, a PC can identify the sphere of flames as a delayed blast fireball spell that has somehow been "paused" at the instant of detonation. The fire is very real, and anyone standing within 5 feet can feel the heat radiating from it as if from a bonfire. The fact that the fire still roils and flickers despite being frozen in time is very curious. A successful DC 30 Spellcraft check reveals that this hanging fireball is a boon to studying evocation magic—any spellcaster who prepares an evocation spell in this room while studying the fireball can prepare that evocation spell as if it were enhanced by Empower Spell but without increasing the spell's actual level. Up to three spells may be prepared in this manner, but doing so requires a successful DC 30 Spellcraft check—failure indicates that the spell is

prepared as normal and the spellcaster takes 2 points of Intelligence damage from magical feedback. Spellcasters who cast spells spontaneously cannot benefit from the hanging fireball.

**Trap:** The fireball is somewhat unstable, and if any physical object touches it, the *delayed blast fireball* immediately explodes into its full 20-foot radius. It then collapses down to its hanging state again, ready to detonate again automatically. If the hanging fireball is disabled, it vanishes harmlessly forever.

#### HANGING FIREBALL

CR 13

XP 25,600

Type magic; Perception DC automatic; Disable Device DC 32

Trigger touch; Reset automatic

**Effect** spell effect (empowered *delayed blast fireball*, 15d6 fire damage plus 50%, Reflex DC 20 for half)

## C5. THE SERPENTFOLK JUGGERNAUT

A hulking object lies upon a fifteen-foot-wide circular dais at the center of this room. The object is made of stone and seems to be a fragment of a much larger colossal stone carriage or conveyance with immense stone rollers for wheels. Snake motifs cover every corner of the object, while its front has been carved to resemble an immense serpent's skull. Smaller shelves built into the edge of the dais contain numerous other objects ranging from weapons to pieces of armor to more mysterious objects.

The serpentfolk empire was long an enemy of Azlant, and by extension an enemy of the nation of Thassilon. By the time Thassilon was growing, though, the serpentfolk deity Ydersius had been defeated and the race was in decline. Isolated pockets of serpentfolk control remained in Thassilon (particularly near Viperwall and the Mobhad Leigh) or in the Darklands below. The objects on display in this room are all trophies collected from Thassilonian conflicts with these serpentfolk.

The large stone carriage can be identified with a successful DC 30 Knowledge (arcana) as a sizable fragment from a destroyed juggernaut of unknown qualities. This check also reveals that juggernauts are powerful constructs enhanced and powered by faith, and were used by ancient religions as machines of war. This juggernaut is no longer functional, but given the surviving portions, it must have been a truly colossal monster when it lived.

**Treasure**: While the juggernaut fragment is relatively worthless save as an ancient curiosity, a few of the surviving items around the dais's rim are of note. One alcove contains a serpent mask of beaten gold with amethyst eyes (worth 1,400 gp in all), while a second alcove contains a mummified

snake that crumbles to dust if disturbed, revealing an incandescent blue sphere ioun stone the thing had swallowed (this ioun stone can be used to activate the Shard of Sloth). A third alcove contains an iron wand of sepia snake sigil (8 charges), while a fourth contains a rod of the viper.

#### C6. THE DREAMING TOWER

56)60

This sixty-foot-high room is almost completely filled by a twisted metal pillar that rises up from the floor to apparently pierce the ceiling above. A narrow flight of stone steps, only two feet in width, winds up the side of the pillar to the ceiling. A strange, butterfly-shaped rune with what appears to be closed eyes on its wings is carved onto the middle of each step's riser.

With a successful DC 30 Knowledge (religion) check, a PC identifies the rune on each step as an ancient Thassilonian symbol for Desna, one associated particularly with her power over dreams. The entire pillar and stairwell radiate overwhelming conjuration magic. In fact, the metal pillar is a powerful and curious artifact called the Dreaming Tower that only partially exists on the Material Plane—it extends below and above into the Dimension of Dreams. The tower itself exists in a remote glen inside of a vast enchanted forest in that dimension, extending well above the surrounding canopy to a height of 1,200 feet. A 60-foot section from the center of the tower also happens to exist here in this room. While the pillar might seem to extend below and above the limits of this room, it does not—if the PCs manage to scrape away bits of the floor or ceiling, they discover the curious fact that the tower simply ceases to exist below the floor or above the ceiling.

A character who attempts to scale the stairs must succeed at a DC 12 Acrobatics check, for the narrow stairs slope outward slightly, making it a vertiginous climb. The point at which the stairs reach the ceiling is a dead end, but a PC who succeeds at a DC 15 Will save while climbing the stairs won't actually reach the ceiling in this room, but instead suddenly finds herself standing atop a 20-foot diameter space high above the enchanted forest in the Dimension of Dreams. A character who fails this save simply does not make this transition (and may try again by starting from the bottom stair and walking up the stairs again), while those who succeed at the save simply vanish from view as they step upon the 33rd step.

The abysium reactor's limitation on dimensional travel is lifted in this specific case.

Anyone standing atop the tower in the Dimension of Dreams feels a chill breeze whip across the structure (this wind isn't enough to blow a character over the edge). A peek over the side reveals the entire 1,200 foot drop into the forest below, and that the winding staircase is the only route down other than a horrific fall. A character who

falls from the tower top experiences that entire fall, but as she lands, she does so in area **C6** at the base of the tower, taking 20d6 points of falling damage in the process.

At the very center of the tower's top stands a miniature (10-foot-tall) version of the *Dreaming Tower*, held aloft by three delicate metal statues of butterflies who cradle the tower's foundation in their wings. PCs who succeed at a DC 15 Perception check get the impression the idea that the three butterfly statues are in fact breathing and subtly shifting their weight as if they were alive. An alcove at the tower's base contains a faintly smoking censer (see Treasure, below).

This tower top is a safe place to rest and recover resources—the nightmares of the Guiltspur Depths do not reach here. Further, any worshiper of Desna who rests here overnight gains the benefit of aid (lasting 8 hours), cure critical wounds, and restoration upon waking. A worshiper of Desna who casts divine spells can prepare one additional spell of each level she can cast. The healing and restorative effects of resting atop the Dreaming Tower can occur once per day, whereas the additional effects for worshipers of Desna can occur up to once per month.

A character who attempts to climb back down the tower stairs finds herself returning to area **C6** automatically after reaching the 33rd step. A character who falls from the tower likewise finds herself in area **C6** upon landing (see above), but a character who instead leaves the top of the tower via flight feels herself swiftly caught up in powerful winds. The flying character must attempt a DC 25 Fly check—success means that she's suddenly driven to the ground in area **C6** but takes no damage, whereas a failure indicates the character is driven to the ground in area **C6** and takes 6d6 points of falling damage.

The magic that brought this section of the tower into Guiltspur was made possible by the aid of strange advisors from Leng—their exact purpose in aiding the Curator and his assistants in bringing the fragment of the *Dreaming Tower* into this complex is unknown, for the tower itself is obviously sacred to Desna.

Treasure: The incense burner at the base of the miniature *Dreaming Tower* is a *censer of dreams* (see page 62). The *censer* doesn't exist here for evil or lawful creatures, but a neutral good, chaotic neutral, chaotic good, or neutral creature can see it, pick it up, and even carry it back to area C6—once the *censer of dreams* is removed from the Dimension of Dreams and is brought back to Guiltspur, it can be seen and used by any creature. If the *censer* is taken, the miniature *Dreaming Tower* creates a new one in a year.

## C7. Examination Chamber (CR 14)

The ceiling of this vaulted, cathedral-like chamber rises to a height of sixty feet above. The northeastern corner of the room

is somewhat collapsed, but the rest of the chamber seems to be in good condition. Double doors open in the walls to the east and west, while four alcoves to the north and four to the south are occupied by statues of winged women with no faces and silvery swords gripped in their right hands. Four ten-foot-wide, fifteen-foot-tall glass jars capped with huge metal lids and filled with cloudy green liquid sit in the middle of the room—large shadowy shapes float inside of each jar.

The statues along the north and south walls depict angelic figures similar to those in area C2, but none of them are the subject of a magic mouth spell.

This room once featured a number of examination tables and alchemy labs, but this equipment wasn't protected from the ravages of time and has long since crumbled away. In those ancient times, the scholars of Guiltspur used this room as a place to examine and study the anatomies of a large number of creatures. The scholars would typically spend weeks or even months on a subject, and in order to combat decay or to preserve specimens for study, they built the four huge glass containers in this room.

Creatures: Each of these containers is filled with a cloudy magical embalming fluid that functions almost like a temporal stasis spell when a specially prepared and willing (or helpless) living creature is completely immersed in the fluid. The Thassilonians used this fluid to store captured creatures they wanted to examine later. Originally, the fluid kept the embalmed creature alive but apart from the passage of time, and maintained that stasis for several hours after the creature was removed from the fluid. Today, the fluid has spoiled somewhat—it still preserves the bodies of the creatures contained within, but the creatures have slowly grown more aware of the passage of time and have gone mad as a result.

An examination of each of the containers requires a successful DC 25 Perception check to make out the shape of the creature within (the creature itself can then be identified using the appropriate Knowledge skill). Tank A contains a small badger-like creature called an aurumvorax. Tank B contains the partially dissected (and dead) body of a phase spider. Tank C contains a roper. Tank D contains a young silver dragon that also happens to be the host to an intellect devourer.

Each jar is relatively fragile (hardness 2, hp 10, break DC 15). A jar reduced to 0 hit points immediately shatters, releasing a wave of spoiled and foul embalming fluid (all creatures standing within 10 feet must succeed at a DC 15 Reflex save or be knocked prone). This immediately revives the tank's occupant (with the exception of the body in tank B, which remains dead). The aurumvorax and the roper are both insane from their long stay, and function as if confused. The intellect devourer occupying

the silver dragon has weathered the years well, and is not insane—but it pretends to be. After spending so many centuries in one body in a jar, it's eager to find something new, and plays at being confused in the hope that its dragon body will be slain (as with all intellect devourers, this creature is starved for sensation, including the sensation of being killed).

As these creatures are slain, their bodies swiftly decay into foul-smelling ooze. Once the dragon is killed, the intellect devourer emerges from the dragon's swiftly dissolving head and is dazed for a round, but after that it immediately tries to flee into the Silent Halls to seek a hiding place. If it manages to elude pursuit, it follows along behind the PCs quietly. The creature hopes to use its body thief ability on a powerful foe the PCs leave dead in their wake, at which point it seeks to ambush the PCs to try to kill them using its new host body—or even better, find them while they sleep so it can inhabit one of them!

### AURUMVORAX CR 9

XP 6,400

**hp** 114 (Pathfinder RPG Bestiary 2 35)

#### INTELLECT DEVOURER

CR8

XP 4,800

**hp** 84 (Pathfinder RPG Bestiary 180)

### ROPER CR 1

XP 19,200

hp 162 (Pathfinder RPG Bestiary 237)

#### YOUNG SILVER DRAGON

CR 10

XP 9,600

**hp** 104 (Pathfinder RPG Bestiary 110)

**Trap:** The western doors bear a dangerous trap, laid here ages ago by the Curator's allies. Cadrilkasta bypassed the trap by using *gaseous form* to seep through the door's cracks (just as she bypassed every door in the complex), but anyone who opens the unlocked doors immediately triggers the trap, which causes a thunderous peal of sound to flood the room. This peal not only deals sonic damage to all creatures in the chamber, but also automatically shatters all four of the jars in the room, releasing their contents simultaneously.

#### SONIC DETONATION TRAP

CR 10

XP 9,600

Type magic; Perception DC 30; Disable Device DC 30

FFFCTS

Trigger touch; Reset none

Effect blast of sound (12d6 sonic damage, Reflex DC 16 for half damage); multiple targets (all creatures and jars in area C7)

**Treasure**: Unfortunately, since the weird embalming fluid must resonate with the abysium reactor's energies in order to function, the stuff becomes inert if taken from the Guiltspur depths—as such, it is relatively worthless as treasure.

D6)60

Each of the eight statues wields a siccatite longsword (8 in all) identical to those in area C2.

## C8. THE ENDLESS WATERFALL (CR 13)

A roar of water echoes from this chamber, and the air is damp with cool mist. A dark pool fills much of the western end of the chamber, while to the south a set of stairs leads up to another room. Tumbling into this pool from a bronze-ringed gap in the ceiling above is a column of frothy water, while a small ledge sits just above the water level on the westernmost edge of the pool itself.

This chamber not only served as a source of water and a place for meditation, but also still houses a pair of guardians. The pool itself never overflows—the water drains from a bronze-ringed drain and immediately cascades back down through the drain above in an effect similar to an immobile set of ring gates (this teleportation effect is exempt from the abysium reactor's effects). Other minor magical effects ensure that new water is created in the pool to offset evaporation.

The 10-foot-wide ledge on the western lip of the waterfall is infused with potent magic similar to the effect in area C4. A successful DC 30 Spellcraft check made while studying the strong aura of conjuration reveals its use—a spellcaster may prepare up to three conjuration spells while meditating on this ledge, enhancing them as if he had the Extend Spell feat without increasing the spell's actual level. Doing so requires a successful DC 20 Spellcraft check; failure results in 2 points of Intelligence damage from magical feedback.

Creatures: The pool's magic allows it to summon a pair of elder water elementals once per day—and it does so as soon as it sees any intruders (Cadrilkasta triggered this effect but easily slew the two elementals before carrying on to the north via a freshly cast gaseous form spell). The two elder water elementals pursue foes throughout the complex, although they prefer to fight from the comfort of the pool. They fight to the death.

#### ELDER WATER ELEMENTALS (2)

CR 11

XP 12,800 each

hp 152 each (Pathfinder RPG Bestiary 127)

# C9. SHRINE TO THE VEILED MASTERS (CR VARIABLE)

Four deep blue pillars support this chamber's forty-foothigh ceiling. To the south, a detailed bas-relief depicts a city

of graceful towers and pyramids inhabited by humans, but below the city lies a vast underground sea filled with tentacled monsters. Many of their tentacles writhe up through the stone above to manipulate and infest the city. Below the carving are several shelves, most of which are empty save for two—one of these holds a delicate-looking coral helm, and the other holds a strange-looking horn. To either side, a churning fifteenfoot-diameter sphere of water floats in the air; a dark coiling shape writhes within each sphere.

This chamber is a monument to the veiled masters—the aboleths and their strange lords who manipulated the empire of Azlant. Knowledge of this manipulation became increasingly common in the final decades before Earthfall, and Thassilon's runelords often sought to ally with the aboleths. These attempted alliances failed more often than not, and in the end, the aboleths destroyed Thassilon as surely as they destroyed Azlant. The mural to the south shows an idealized image of an Azlanti city under the influence of the veiled masters, and was intended as a reminder to Thassilonian visitors of their own free will.

The floating globes of water each contain the body of a long-dead and well-preserved aboleth. These two creatures were kept here as much as trophies and as a symbol over Thassilon's mastery over elements that Azlant could not control.

Waking Nightmare (XP 6,400): As soon as anyone approaches within 5 feet of one of the spheres of water, that person suddenly feels a cold, unnerving pressure, as if she were deep underwater. The victim must attempt a DC 15 Will save—if she fails, her mind is overwhelmed by a potent phantasm, making her believe that she has appeared deep underwater before a living aboleth. Conduct a combat between that character and the aboleth at once in addition to fighting the aboleth alone, the character must also contend with the possibility of drowning and the fact that she feels like she's deep underwater, subjected to darkness and pressure damage as if she were 500 feet underwater (see Core Rulebook 445). No matter how long the battle takes, to others observing the event, the victim only grows suddenly rigid for a brief moment before recovering. If the victim defeats the aboleth, she emerges from the waking nightmare safe and sound. If the victim is defeated (by being killed, being dominated, or even by drowning or succumbing to pressure damage), she collapses to the ground, is reduced to -1 hit points, and takes 2d4 points of Charisma damage as her personality is shattered by the nightmare's results.

#### Phantasmal Aboleth

CR 7

XP —

hp 84 (Pathfinder RPG Bestiary 8)

Treasure: The coral helm is a helm of underwater action. The horn is a finely made masterwork musical instrument carved from a length of ivory (a PC who succeeds at a DC 25 Knowledge [arcana] check correctly identifies this ivory as a tusk from the walrus head of a strange variant of chimera from the Crown of the World) and decorated with scrimshaw carvings of coiling tentacles and bulging eyes. While the horn itself is not magical, the largest of the bulging eyes (one located at the upper end of the horn) is in fact a pearl of the sirines. The pearl functions normally as long as the horn is carried. It can be pried out of the horn without damaging the horn, at which point the horn itself is worth 800 gp.

#### C10. CHAPEL OF THE CRAWLING CHAOS

This large room seems to be some sort of chapel, yet no pews or other concessions toward comfort are apparent. The ceiling is low, just over ten feet in height, giving the place a claustrophobic feeling compared to the high ceilings in nearby chambers. The walls are of polished black stone, while an upraised pulpit to the north supports a pale yellow altar on which two fat candles flicker. A tall column stands to either side of the altar; the length of each column is carved to resemble an emaciated gargoyle-like figure that lacks all facial features on its horned black head.

This chamber was used by visitors from Leng as a minor temple to carry out the more obscene acts of their blasphemous cult. The temple itself can be identified as one dedicated to the awful glory of the Outer Gods and the Great Old Ones with a successful DC 30 Knowledge (religion) check, although it doesn't seem to be devoted to any one entity in particular. The two candles on the altar are lit with *continual flame*—a person who places his hands over the top of each candle could communicate with a person in the Temple of the Crawling Chaos in Leng, but the far end of this communication network has been destroyed for ages.

Waking Nightmare (XP 9,600): The first player to step up onto the raised pulpit area suddenly feels dizzy. An instant later, the two faceless gargoyles (actually depictions of nightgaunts—see page 90) suddenly animate and lurch forward. A low, rumbling chanting in an unknown language fills the room as the nightgaunts move up to snatch the PC into the air between them. As they do, the room itself crumbles away, revealing that the PC is held aloft by the two monsters at a height of several miles over a strange frozen mountain plateau below. As the nightgaunts drop their captive, the character snaps out of the vision and must succeed at a DC 17 Will save to avoid becoming afflicted by a random form of madness (Pathfinder RPG GameMastery Guide 250).

#### C11. THE CURATOR'S TOMB

A human skeleton lies slumped against the northern wall here, draped in a fine cloak and clutching a haversack to its chest.

Treasure: The skeletal figure here belongs to Kaiventlu the Curator, slumped against the wall where he finally succumbed to madness-induced self-inflicted wounds. The wizard's remains should have crumbled to dust long ago, but tied as they are to his undead state as a ghost, they've remained in relatively good (if dry and a bit dusty) condition. If the PCs haven't already encountered the Curator, he manifests here immediately and attacks if his remains are disturbed. The skeleton still wears its cloak of resistance +3 and its headband of mental prowess +2. In addition, a handy haversack contains the Curator's spellbooks—these books contain all his prepared spells, plus 2d4 additional spells of each level (except for enchantment and illusion spells) of your choice up to 7th level.

#### C12. GUEST MANSION

The western wall of this octagonal chamber features a detailed mural of a mansion's facade. The front doors are painted lifesized, but the rest of the mural grows increasingly distorted in size as it nears the edges of the room.

The mansion mural radiates strong conjuration magic, for its doors are the entrance to a permanent *mage's magnificent mansion* (CL 20th). Although the doors appear to be painted on, they can be opened with ease, providing access to the extra dimensional space beyond. This effect was placed here to give visitors to the Silent Halls a place to stay—originally, the northern doors led to one of the complex's several entrances, but this route is now blocked by hardened lava.

This mansion is bedecked with Thassilonian objects and imagery—none of which can be taken from the mansion. Those sleeping in the mansion are not protected from the influence of Leng, but one of the chambers in the mansion is a sizable library that contains a fair amount of lore about ancient Thassilon and Guiltspur. This library grants a +2 bonus on all Knowledge (history) checks made about Thassilon, and you can use the tomes here to reveal some of the original uses of the Silent Halls and the nature of some of its stranger exhibits.

The mansion has a dozen rooms, including a dining hall with stained glass windows that depict Runelord Karzoug, a study, a fully functioning masterwork alchemist's lab, and 10 bedrooms. No fewer than 40 unseen servants tend the magical mansion. The meals served are exotic: flaked dragon turtle cooked in mead, potted wyvern flank in garlic, selections of curious fungi, and lots of mead and very heady wine. The servants, of course, only understand Thassilonian.

## C13. THE TERRIBLE WINDOW

A short, curved flight of stairs leads down to double doors to the south of this somewhat elongated octagonal chamber. To the west, what appears to be a ten-foot-wide open window looks out over an idyllic field of grass with a snow-capped mountain rage on the horizon. A cool breeze wafts through the open window.

The window is in fact a *permanent image* of a scene of what the Storval Plateau looked like long before Earthfall—an image placed here by a long-forgotten wizard.

Waking Nightmare (XP 12,800): The first time anyone approaches within 10 feet of the illusory window, the scene depicted suddenly shifts from an idyllic noon-time hillside to a nightmare vista of frozen Leng aglow under the gibbous light of a bloated moon. The landscape appears cracked and desolate, and in the medium distance a troop of pallid froglike monsters (moon beasts) leads a line of chained denizens of Leng. A jagged mountain range cuts the horizon, while beyond this range the head of an immense jackal-like leviathan slowly turns, as if to peer back through the window. All creatures in area C12 or on the stairs leading down to area C11 who continue to gaze upon the scene must succeed at a DC 17 Will save or be affected by feeblemind, essentially struck dumb by the horror and scope of what they are looking upon. A PC who immediately looks away instead must still attempt a DC 17 Will save to avoid taking 1d6 points of Intelligence, Wisdom, and Charisma damage.

## C14. THE GRAND CHOIR (CR 14)

A short flight of curving steps leads down to a staggering sight—a twenty-five-foot-wide hallway that slopes downward to the south as far as the eye can see. The hall is supported by hundreds of stone columns spaced every five feet that rise up to the curving ceiling forty feet above. The lower six feet of each column has been carved to resemble a faceless winged angelic woman carrying a longsword.

This architectural wonder descends at a relatively steep slope for half a mile until it reaches area **D1**.

Creatures: Two of the columns in this hallway (the two marked in red four rows in) are in fact powerful constructs—advanced caryatid columns known as faceless angels. As the PCs approach, any PCs who succeed at a DC 20 Perception checks notice that unlike the other columns in the hall, these two angels seem to be armed with real swords rather than carved stone swords.

FACELESS ANGEL

CR 12

XP 19,200

Advanced quickling caryatid column (Pathfinder RPG Bestiary 3 46, Advanced Bestiary 209)

N Medium construct

Init +13; Senses darkvision 60 ft., low-light vision; Perception +4

DEFENSE

AC 27, touch 20, flat-footed 17 (+5 Dex, +5 dodge, +7 natural) hp 150 (20d10+40); fast healing 1

Fort +6, Ref +11, Will +8

**Defensive Abilities** shatter weapons; **DR** 5/—; **Immune** construct traits, magic

OFFENSE

Speed 80 ft.

Melee +2 siccatite longsword +28/+23/+18/+13 (1d8+8 plus 1 cold/ 19-20)



Special Attacks rapid attacks

#### TACTICS

**During Combat** The faceless angels wait until the PCs pass them before stepping out to attack the characters at the back of the party.

Morale Once a faceless angel is activated, it fights until it is destroyed. It does not pursue foes once they are out of sight, nor will it pursue foes into area C13 or D1.

#### STATISTICS

Str 22, Dex 21, Con —, Int —, Wis 15, Cha 5

Base Atk +20; CMB +26; CMD 46

**Feats** Dodge, Improved Initiative, Mobility, Quick Draw,
Spring Attack, Toughness

**Skills** Acrobatics +15 (+35 when jumping), Perception +4 **SQ** statue

Gear +2 siccatite longsword

#### THE CORE

Located a half mile south of the Silent Halls and approximately 300 feet underground, the second dungeon level of Guiltspur was known as the Core, for its primary cavern is an immense area that the complex's architects believed was cored out of the stone by some unknown force. The Core is technically a part of Nar-Voth, the uppermost layer of the Darklands, for an immense shaft drops down into Sekamina just west of the central cavern. While the caverns of the Core aren't particularly numerous, their scale is massive indeed—as are many of the monsters that dwell within them.

Cadrilkasta ignored much of the Core as she passed through the cave; she avoided conflict with the mother of oblivion in the waters of area **D2** and used *gaseous form* to seep through the rocks at area **D5**, following her obsessive instincts ever toward the *Shard of Sloth*.

#### D1. Entrance to the Core

The vast hallway comes to a sudden end, looking out into a vast underground lake. The dark waters ripple thirty feet below the jagged edge of the hall's end. A series of intermittently-spaced stone pilings extends south, indicating that at one point the hall transformed into a bridge that extended south over the lake, but the bridge itself must have collapsed long ago.

The passageway to the north leads back to area C14.

## D2. THE NAMELESS LAKE (CR 15)

This vast cavern's limits recede off into darkness, as do the inky black waters of the lake that takes up the chamber's extent. The ceiling rises to form a cathedral-like space above. Stalactites hang here and there, some of prodigious size, while two irregular rows of stone pilings lead south, out across the

waters. The sound of gently cascading water echoes through the cavern.

Originally, a stone bridge led over the waters of this nameless lake, connecting area **D1** to a rocky island (area **D5**) on which stood a small keep. This chamber, as well as areas **D4–D6**, are all warded by the effects of the abysium reactor, but these protections do not extend into areas **D7–D9**. When the end came to Thassilon, this cavern didn't withstand the earthquakes nearly as well as the more solidly built areas of the Guiltspur Depths, and both the bridge over the lake and the keep collapsed, killing all who dwelled within.

The lake itself is 70 feet deep at its deepest point, with very little in the way of shallows along beaches. The surviving pilings protrude anywhere from 5 to 30 feet from the waters below; each is 5 feet across and can be climbed with a successful DC 15 Climb check. The water itself stays at a relatively constant level thanks to several small waterfalls that trickle down the cavern's southeastern walls (groundwater runoff from the nameless river above that also supplies the giants with their drinking water); a survey of the lake's bottom reveals several areas where the water runs through submerged cracks in the northwest that empty into area **D8**.

Creature: Different creatures have dwelled in this lake over the eons, but for the past several hundreds of years, only one has ruled the nameless lake—a monstrous aquatic outsider known as a Mother of Oblivion. Part sea serpent, part octopus, part interdimensional monstrosity, this monster was conjured into these waters by a cabal of derro priests of Lamashtu who were eager to learn the creature's secrets. Unfortunately for the derro, their ritual was faulty, and the enraged creature killed and ate them all—only to learn that she'd eaten the only creatures who were capable of sending her back from where she'd been conjured.

The Mother of Oblivion is named Ognathooga. She has long since eaten every creature that lived in the lake, and now subsists on the spoils of raids into the purple worm breeding ground in area D7-foul fare, even for a creature as nightmarish as one of Lamashtu's spawn. Over the years, she's grown in power and size and now rivals Varisia's most famous Mother of Oblivion: legendary Black Magga of the Storval Deep. She suffers the presence of the dark nagas at area D4, since she appreciates the idea of being worshiped as a god, and hopes that they'll some day be able to devise a way to help her escape from the lake. The arrival of the drow has given the Mother of Oblivion a much needed distraction (she wisely let Cadrilkasta pass through to area D5 uncontested). She's already killed and eaten two of the drow and all of their riding lizards, but she hopes to eat more, and the PCs could certainly give her a welcome change to her diet.



#### Ognathooga

CR 15

#### XP 51,200

Mother of Oblivion (Rise of the Runelords Anniversary Edition 406)
CE Gargantuan outsider (aquatic, native)

Init +4; Senses all-around vision, darkvision 60 ft.;
Perception +22

#### DEFENSE

**AC** 30, touch 6, flat-footed 30 (+24 natural, -4 size) **hp** 232 (15d10+150)

Fort +19, Ref +11, Will +9

DR 15/cold iron and magic; Immune death effects, mind affecting effects, petrification, polymorph; Resist acid 20, cold 20; SR 26

#### OFFENSE

Speed 20 ft., swim 60 ft.

**Melee** bite +24 (2d8+13/19-20 plus energy drain), 4 tentacles +19 (2d6+6 plus grab)

Space 20 ft.; Reach 20 ft.

Special Attacks breath of madness, constrict (2d6+11), energy drain (2 levels, DC 22)

Spell-Like Abilities (CL 15th; concentration +20)

Constant—invisibility purge

At will—death knell (DC 17), prayer

3/day—demand (DC 23), dimensional anchor, divination, dominate person (DC 20), greater command (DC 20)

1/day—commune, dream, unhallow

#### TACTICS

During Combat Ognathooga starts combat by attempting to dominate one of the PCs while herself remaining hidden mostly underwater. If she manages to dominate the PC, she uses her control to lure the rest of the party any way she can into the waters of the lake, where she then risks losing control of her dominated minion by ordering it to attack its allies. She uses demand and other spell-like abilities to try to scatter the PCs, so that she can then swim in and attack them one at a time. Note that while in the area of effect of the abysium reactor, two of her abilities (transdimensional tentacles and warp dimensions) do not work—Ognathooga is unlikely to pursue the PCs beyond area D6, but if she does, these abilities (detailed in full on page 406 of Rise of the Runelords Anniversary Edition) function normally.

Morale If brought below 75 hit points, Ognathooga retreats to area D3. If encountered there, she fights to the death.

#### STATISTICS

Str  $_{37}$ , Dex 10, Con  $_{31}$ , Int  $_{25}$ , Wis  $_{18}$ , Cha  $_{20}$ 

Base Atk +15; CMB +32 (+36 grapple); CMD 42 (can't be tripped)
Feats Awesome Blow, Improved Bull Rush, Improved Critical
(bite), Improved Initiative, Improved Vital Strike, Lightning
Reflexes, Power Attack, Vital Strike



Skills Acrobatics +18 (+14 when jumping), Intimidate +23, Knowledge (arcana) +25, Knowledge (history) +22, Knowledge (nature) +22, Knowledge (planes) +25, Knowledge (religion) +22, Perception +22, Sense Motive +22, Spellcraft +25, Stealth +6, Survival +19, Swim +36

Languages Abyssal, Celestial, Draconic, Infernal, Thassilonian, Undercommon

#### SPECIAL ABILITIES

Breath of Madness (Su) Ognathooga can exhale a cloud of foul-smelling, narcotic breath as a standard action once every minute. This black smoke fills a 60-foot cone. All creatures in the area take 1d6 points of Wisdom damage and become confused for 1d6 rounds (a successful DC 27 Will save halves the Wisdom damage and negates the confusion effect). This is a mind-affecting poison effect. The save DC is Constitution-based.

## D3. OGNATHOOGA'S DEN

The entrance to this flooded cavern is near the lake bed's bottom, 50 feet underwater. The chamber beyond serves as Ognathooga's den—a place for the Mother of Oblivion

to retreat to when wounded or tired, and a place for her to store the various items of treasure she's accumulated over the ages from unfortunate victims who've wandered up from the Darklands. The entire cavern is warded by several unhallow spells placed by Ognathooga; invisibility purge is linked to this area via the unhallow spells. The monster has used several stalactites to carve a crude representation of Lamashtu in the northern wall (identifiable with a successful DC 20 Knowledge [religion] check).

Treasure: Ognathooga keeps her treasures stacked in a neat pile at the base of her primitive shrine to Lamashtu, hoping that if she eventually places enough here, her mistress will notice and rescue her. Currently, these treasures consist of 2,800 gp, 108 pp, a small diamond worth 1,200 gp, a set of ivory dice worth 30 gp and a matching set of silver dice worth 75 gp, a copper scepter carved with images of spiders worth 50 gp, an ornate silver comb worth 75 gp, a polished coral chalice worth 50 gp, a gold statuette of a red dragon worth 110 gp, a silver chalice with carvings of a marilith on the sides worth 150 gp, a potion of haste, a potion of resist electricity, a potion of water

breathing, a mithral scroll tube worth 200 gp (containing a scroll of charm monster, a scroll of summon monster V, and a scroll of greater spell immunity), a wand of magic missile (44 charges), a wand of call lightning (38 charges), a staff of understanding of understanding to expeditious breastplate of understanding to expedition, the crushed and ruined body of a drow hunt mistress lies atop the treasure. She still wears all of her gear (see area **D6**), and the relative freshness of the remains should tell the PCs that more drow may be nearby.

## D4. RITUAL ISLE (CR 14)

D6)60

A barren, rocky isle rises barely above the level of the water here. Something has cleared the island of all rocks and other bits of debris—every stalagmite has been broken off at the root, and the remaining rubble has been placed deliberately across the isle in strangely complex and unsettling coiling patterns.

Creatures: A cult of Lamashtu-worshiping dark nagas led by a naga cleric came to the nameless lake several months ago, drawn by visions of a powerful entity sacred to their god that was trapped here. After a laborious ascent of area D8 that took several days and numerous magical spells, the naga cult came to area D6 whereupon Ognathooga, quite hungry at that point, devoured the clerical leader (who offered no resistance to "becoming one with a child of the Mother of Monsters"), ironically robbing the cult of its most powerful spellcaster and the creature who would be most able to design the ritual Ognathooga desired to flee this realm. Since then, the nagas (who are an aquatic Darklands variant that possess a swim speed and the advanced template) have done their best to transform this island, their new home, into what they hope some day will become a portal to the Abyss. Unfortunately, their magical skill isn't up to their ambitions. With a successful DC 25 Knowledge (arcana, religion, or planes) check, a PC can confirm that the pattern of rocks on this island is the perfect arrangement for the creation of a temporary portal to the Abyss, but only if a powerful spellcaster spends several weeks infusing the area with potent magic-magic beyond the capability of these Guiltspur nagas.

The nagas fill their days with prayer on the island's shores, and quickly attempt to capture the PCs alive if they spot them. The nagas hope that by sacrificing the PCs over the course of several days, they'll gain insight or even Lamashtu's aid in building the portal—whether or not such a gambit could even work is left to you. The nagas will not abandon their rituals to come to Ognathooga's aid; they assume the Mother of Oblivion is capable of handling herself in any battle. If the PCs defeat Ognathooga and present proof of this deed to the Guiltspur nagas, the nagas

must each succeed at a DC 20 Will save to avoid becoming frightened for 2d6 rounds.

#### GUILTSPUR NAGA (6)

CR 9

#### XP 6,400 each

CE advanced variant dark naga (Pathfinder RPG Bestiary 211, 294) hp 105 each

Speed 40 ft., swim 40 ft.

Skills as standard naga but replace Knowledge (arcana) with Knowledge (religion) +13, and replace Spellcraft with Swim +19 Languages Abyssal, Undercommon

## D<sub>5</sub>. Ruined Tower

A barren, rocky isle rises from the lake waters. Atop the island's thirty-foot-high peak lie the cracked foundations of a long-crumbled structure of some sort.

Very little remains today of the ancient keep that once sat atop this isle. Once home to a cabal of Lissalan priests who stood sentinel over the Guiltspur side of the Embassy of Leng below, the keep is now nothing more than a few foundations and piles of rubble.

A 20-foot square area in the center of the island is in fact an open shaft hidden by four adjacent *illusory walls* (DC 16 to disbelieve, CL 15th). Once, a much more complex ward prevented entrance into this shaft, but today only the illusions remain. Below, the shaft drops 300 feet down to area E1. A successful DC 20 Climb check is needed to scale the shaft's walls. A creature that simply walks out onto the open pit must succeed at a DC 20 Reflex save to stagger back from the edge before falling; otherwise, the quick trip to area E1 deals 20d6 points of falling damage.

### D6. STALAGMITE BEACH (CR 12)

A wide beach of damp stone rises up from the lake's edge here. Numerous stalagmites and stalactites decorate the region, which narrows down to a pair of twenty-five-foot-wide passageways leading to the west. A twenty-foot-wide pathway has been smashed through the stalagmites from the lake to the southernmost entrance—this path is smeared with slime and bits of strange, violet meat.

The stalagmites here are thick enough that they make passage through the area difficult terrain, save for a path worn by Ognathooga's periodic trips to area **D7** to feed. A PC who succeeds at a DC 27 Knowledge (arcana) check can identify the chunks of meat as purple worm fragments.

Once the PCs step across the dotted lines shown on the map, they're stepping out of the area that is warded by the abysium reactor. This border is protected against observation from the west as a mage's private

sanctum—viewed from the west, the dotted lines are opaque walls of fog. Any character who has experienced a vision of the *Shard of Sloth* is struck by a nagging feeling of leaving something behind as she passes out of the influence of the abysium reactor.

Creature: Not long after the blue dragon Cadrilkasta passed through the caverns, new arrivals came to the Core—a band of drow who call themselves the Deep Hunt. Led by a powerful cleric of Zura named Xaivanshee Rasivrein, this small group of drow and monsters has come to the Guiltspur Depths in search of the same thing the PCs seek: the Shard of Wrath. The Deep Hunt arrived in the Core approximately 1 day before the PCs reached this level of the Guiltspur Depths, and as such they've not yet had much of a chance to look around. The group's current base of operations is in area D9, but after a first, somewhat disastrous attempt to explore the nameless lake, the drow are taking a few days to rest, recover, and plan.

In the meantime, one of the group's hunters has taken up position here, levitating amid the stalactites hanging over the northern section of the beach. This lone drow is under orders to watch and, if anyone of interest passes through the area, she is to follow quietly and attack only if she's attacked. The drow doesn't expect to see anyone, but is alert nonetheless.

If the PCs attempt to speak to her, she tells them that they are entering the domain of the Deep Hunt, and that they should come with her to speak to her mistress. She won't bother to ask the PCs to give up their weapons, but tells them that if they are foolish enough to attack that she and her many sisters who wait in the shadows will slay them without pause. This last bit is a bluff, of course... until the PCs have reached area **D9**.

CR 12

#### HUNT MISTRESS

#### XP 19,200

Female drow noble ranger 12 (Pathfinder RPG Bestiary 115) CE Medium humanoid (elf) Init +8; Senses darkvision 120 ft.;

Perception +23

#### DEFENSE

AC 27, touch 15, flat-footed 22 (+5 armor, +4 Dex, +1 dodge, +4 natural, +3 shield) hp 142 (12d10+72) Fort +12, Ref +12, Will +6; +2 vs. enchantments
Defensive Abilities evasion; Immune sleep; SR 23

#### OFFENSE

Speed 30 ft.

Melee mwk rapier +15/+10/+5 (1d6+2/18-20)

Ranged +2 shock hand crossbow +18 (1d4+2/17-20 plus 1d6 electricity and poison)

Special Attacks favored enemy (elves +6, gnomes +2, humans +2)
Spell-Like Abilities (CL 12th; concentration +12)

Constant—detect magic

At will—dancing lights, deeper darkness, faerie fire, feather fall, levitate

1/day—divine favor, dispel magic, suggestion (DC 13)

#### Ranger Spells Prepared (CL 9th;

concentration +11)

3rd—cure moderate wounds

and—barkskin, bear's endurance, cure light wounds

1st—alarm, gravity bow<sup>APG</sup>, resist energy

#### TACTICS

Before Combat The hunt mistress uses levitate to hide amid the stalactites, 20 feet above the ground. She casts barkskin and bear's endurance once she notices the PCs coming toward the beach. She watches the PCs move through the area, and if she's not spotted, she drops down to the ground via feather fall once the PCs move on, then follows them. She only attacks if they attack first.

During Combat The hunt mistress casts gravity bow on the first round of combat, then levitates back down to the ground if necessary. Once on stable ground, she uses her crossbow, Deadly Aim, and Shot on the Run to make a fighting retreat to area D9 to rejoin her kin. When fighting with others, the hunt mistress instead makes full attacks, taking 5-foot steps as necessary to avoid attacks of opportunity.

Morale The slave collar worn by the hunt mistress ensure that she fights to the death as long as Xaivanshee lives. If Xaivanshee dies, the hunt mistress immediately flees back toward area D8, leaps in, and feather falls back down to Sekamina to return home.

#### STATISTICS

Str 15, Dex 18, Con 18, Int 12, Wis 14,

Base Atk +12; CMB +14; CMD 29 Feats Deadly Aim, Dodge, Endurance, Improved Critical (hand crossbow), Point-

HUNT MISTRESS

Blank Shot, Precise Shot, Rapid Reload, Shield Focus, Shot on the Run, Toughness

**Skills** Acrobatics +15, Climb +16, Knowledge (dungeoneering) +16, Perception +23, Stealth +22, Survival +21, Swim +16

Languages Aklo, Elven, Undercommon

SQ camouflage, combat style (crossbow), elven magic, evasion, favored terrain (underground +4, water +2), hunter's bond (companions), poison use, quarry, swift tracker, track +6, wild empathy +12, weapon familiarity, woodland stride

**Gear** +1 chain shirt, +1 buckler, +2 shock hand crossbow with 10 drow sleep poisoned bolts, mwk rapier, slave collar (attuned to Xaivanshee Rasivrein)

## D7. WORM-INFESTED CAVERN (CR 15)

The ground falls away here into an immense sinkhole, the floor of which is littered with a carpet of rubble and bones. Three large, deeper holes drop away in the middle of the room, while dozens of smaller holes that look almost like partially collapsed burrows pock the depths.

The edges of this large sinkhole drop 30 feet onto broken stone; the ground below is difficult terrain. A successful DC 15 Climb check is needed to navigate the sides of the sinkhole. While the smaller holes don't go far before ending in collapses, the three larger rifts in the center drop down 80 feet into a large and tangled warren of tunnels—an immense nesting ground for purple worms.

Creatures: This cavern is a nesting pit for purple worms. The massive creatures burrow and hunt in deeper, far larger caverns that extend for miles under the area (the extent of these caverns is beyond the scope of this adventure), but come here to lay their eggs. At this time, two purple worms are in the process of laying a new mound of eggs, but if they notice PCs, they immediately abandon their egg laying and dig down into the ground, burrowing through the rubble and up to wherever the PCs are to attack them. A purple worm fights until reduced to 30 or fewer hit points, at which time it flees to the warrens deep below.

Characters who climb (or fall) into the sinkhole have more than just a few adult purple worms to contend with. Only 1d4 rounds after someone enters the pit, a writhing swarm of larval purple worms burrows up from the rubble to attack anyone walking on the ground.

#### Purple Worms (2)

CR 12

XP 19,200 each

hp 200 (Pathfinder RPG Bestiary 230)

#### LARVAL PURPLE WORM SWARM

CR 1

XP 19,200

Purple worm swarm (Pathfinder RPG Bestiary 230, Advanced Bestiary 45) N Tiny magical beast (swarm)

Init +6; Senses darkvision 60 ft., tremorsense 60 ft.;

#### DEFENSE

AC 28, touch 15, flat-footed 25 (+2 Dex, +1 dodge, +13 natural, +2 size)

**hp** 152 (16d10+64)

Fort +13, Ref +14, Will +6

Defensive Abilities swarm traits

#### OFFENSE

Speed 20 ft., burrow 20 ft., climb 20 ft.

Melee swarm +14 (6d6 plus poison)

Space 10 ft.; Reach oft.

Special Attacks distraction (DC 21)

#### TACTICS

**During Combat** The swarm attacks the closest foe within reach, but does not pursue foes out of the sinkhole. Once no foes are within reach on the ground, the swarm burrows back into the rubble.

Morale The swarm fights to the death.

#### STATISTICS

Str 3, Dex 14, Con 17, Int 1, Wis 8, Cha 8

Base Atk +16; CMB +16; CMD 23 (can't be tripped)

Feats Dodge, Improved Initiative, Improved Natural Attack (swarm), Iron Will, Lightning Reflexes, Mobility, Skill Focus (Perception), Toughness

Skills Climb +4, Perception +18, Swim +5

#### SPECIAL ABILITIES

**Poison (Ex)** Swarm—injury; save Fort DC 21; frequency 1/round for 6 rounds; effect 1d4 Strength damage; cure 3 consecutive saves. The save DC is Constitution-based.

#### D8. THE DARK GULF

A vast, cold maw opens in the ground here, a bottomless pit hundreds of feet, if not more, in diameter. Here and there, ledges varying from five to ten feet in width cling precariously to the shaft's sides, offering a treacherous route around the edge.

This immense cavern drops 600 feet down into the darkness, where it opens into an immense cavern nearly a mile in diameter in Nar-Voth, the upper realm of the Darklands. The chambers below are wildlands inhabited by all manner of monster— dangerous fungi, giant bats, oozes, purple worms, ropers, and worse. It was through this route that the drow of the Deep Hunt came to the Guiltspur Depths, levitating up the shaft to establish their base camp at area **D9**.

The walls of the gulf can be scaled with a successful DC 20 Climb check; a fall deals 20d6 points of falling damage. Ledges run around the eastern rim, but in places they've collapsed, so that an approach to area **D9** requires climbing, jumping, or some form of flight at times.

The vast caverns below are beyond the scope of this adventure—if you wish to extend the PCs' explorations in Nar-Voth, Pathfinder Campaign Setting: Into the Darklands provides details on running adventures set in this hostile realm. If the PCs get too distracted by this direction, however, feel free to have any PCs who used the Shard of Wrath to divine the location of the Shard of Sloth feel increasingly convinced that they're drifting astray from their goal, as a new vision from the Shard of Wrath can confirm

D9. THE DEEP HUNT (CR 17)

at any time.

A large cavern extends north from the edge of the vast pit. The cavern itself seems mostly empty, save for a thirty-foot-tall square iron tower that sits in the middle of the cavern.

The twenty-five-foot-wide entrance to this cavern is warded by an *alarm* spell that alerts the current hunt mistress atop the tower (see Creatures, below) with a mental warning.

Creatures: The iron tower is in fact an instant fortress owned by the leader of the Deep Hunt, a drow cleric named Xaivanshee Rasivrein. She leads a group of three drow rangers (known as hunt mistresses), all three of whom are bound to her will via slave collars. One of these hunt mistresses watches in area D6, but the other two remain here, one atop the instant fortress and one off duty inside the fortress. The three switch duties every 8 hours. The drow once had several riding lizards as well, but the occupant of the nameless lake managed to gobble them all down.

The interior of the instant fortress consists of 2 floors. The bottom one is a combination barracks and common room, and the upper floor serves as both a temple and boudoir for Xaivanshee. The hunt mistresses typically move to and from the watchpost on the roof by levitating outside rather than moving through their mistress's personal chambers.

Xaivanshee's slave collars inform her as soon as any of her hunt mistresses are wounded or otherwise harmed. In addition, the collars allow Xaivanshee to communicate with her servants via telepathy as long as they are within 100 feet of her. The drow priestess of Zura herself remains inside her fortress as the PCs approach—her second hunt mistress exits out the front door to greet the PCs and inform them that they stand in the presence of "the

most glorious mistress, Lady Xaivanshee of Zura, third daughter of House Rasivrein."

Xaivanshee then speaks through this slave via their telepathic link—the drow has no initial interest in fighting the PCs, and would rather secure an alliance with them once she finds out that their goals are similar to her own. Xaivanshee is also not interested in downplaying

her perceived sense of self-importance—she's arrogant and secure in her position, and her method of using slaves to essentially talk down to the PCs may be more than some parties can stomach.

If the PCs choose to attack, Xaivanshee orders the two hunt mistresses to attack at once (or all three, if the hunt mistress

from area **D6** has followed)—the one on the ground levitates up to the watchpost to join her sister.

Their mistress Xaivanshee takes the time to cast her preparatory spells as detailed on page 60 before emerging onto the upper watchpost to join the fight, which might gibe the PCs a few precious seconds to establish a foothold in the battle. She does not pursue defeated PCs from this area immediately, but

eventually tracks them down with her

remaining hunt mistresses as detailed below.

If the PCs choose instead to parley with the drow, Xaivanshee interrogates them on their purpose in the area. If she learns the PCs seek a treasure (she doesn't necessarily need to be told the PCs seek the Shard of Sloth—she assumes that's why they're here), she proposes an alliance of sorts. If the PCs agree to let her use the Shard of Sloth to finish her transformation into a vampire, she and her minions will follow along behind them to provide aid and support in the battles to come. The drow are true to their word if the PCs agree to this arrangement; you can use them to aid the PCs as you wish in battles, but the drow won't turn against them. At least, they won't until Xaivanshee becomes a vampire, at which case her attitude toward the PCs changes drastically—see her NPC entry on page 60.

If the PCs can't come to an agreement with her, or if they are forced to flee, Xaivanshee waits about half an hour, preparing for the PCs to return for a second attack. If this doesn't occur, she gathers her hunt mistresses to follow and stalk the PCs. In this case, the drow follow the PCs' tracks but do not interfere, hoping that the PCs manage to secure the *Shard of Sloth* at a point when their resources prove low enough that Xaivanshee can simply demand

the shard from them. At your discretion, if the PCs are defeated in combat at a later point during this adventure, the drow can step in at the last moment to save them, only to require their servitude in helping recover the *Shard of Sloth* in payment. Even if the PCs never reach this section of the caverns, you can have the drow learn of their passage through the eastern caves of this level, and ambush the PCs at the end of the adventure.

#### XAIVANSHEE RASIVREIN

CR 15

XP 51,200

56)60

**hp** 172 (see page 60)

#### HUNT MISTRESSES (2)

CR 12

XP 19,200 each

hp 142 each (see page 38)

**Story Award**: If the PCs manage to secure an alliance with the drow (even if that alliance later falls apart), award them 25,600 XP.

#### THE EMBASSY OF LENG

The deepest portion of the Guiltspur Depths is a small complex that combined the functions of a temple, a neutral meeting ground, and a portal to the nightmare realm of Leng. The embassy was overseen by a priestess of Lissala named Mesmalatu back in Thassilon's day, but with the empire's fall, Mesmalatu has become something more than a mere ambassador—she is now an awakened demilich and a worshiper of Nyarlathotep.

For many centuries, the Embassy of Leng has remained silent, but with the disruptive passage of a blue dragon through these chambers, the rooms have activated. The guardians are now eager to prevent further intrusions, and Mesmalatu herself has risen from her torpor to aid in the level's defense.

This is also the location of the abysium reactor (see area E5). The proximity of the magical engine causes this entire level to vibrate and hum slightly in a way that can be unnerving. After an hour spent in the embassy, a creature must succeed at a DC 20 Fortitude save to avoid becoming shaken for as long as it remains in the embassy. Shutting down the abysium reactor also ends this effect. The denizens of these chambers have long since grown used to the reactor's presence.

## E1. THE FORBIDDEN PORTAL (CR 14)

A ten-foot-wide, fifteen-foot-long hallway extends from the bottom of a deep pit, ending at a massive pair of black metal double doors. The faces of these doors bear a detailed carving of a vast mountain range under a night sky—an eerie castle of immense size crowning the tallest of the mountains.

#### THE FACELESS SPHINX

Nyarlathotep, the Crawling Chaos, is an ancient Outer God associated with conspiracies, dangerous secrets, and forbidden magic. Said to possess a thousand different forms, he is unusual among the alien Outer Gods in that he actively seeks to sow discord among the various mortal races. Scholars of the Dark Tapestry believe that Nyarlathotep himself is the prime mover in preparing countless worlds for the devastating return of the Great Old Ones. Thassilon was no stranger to his influence, although his manipulations were vague. He was worshiped in Thassilon in the guise of the Faceless Sphinx, an incarnation also worshiped in ancient times in parts of Osirion and to this day in parts of Leng itself.

Worshipers of the Faceless Sphinx have access to the domains of Air, Chaos, Evil, Knowledge, and Magic, and to the subdomains of Arcane, Cloud, Divine, Memory, Thought, and Wind. The cult's unholy symbol is an image of a featureless face, and its favored weapon is a punching dagger.

Additional information about Nyarlathotep and the other Outer Gods and Great Old Ones can be found in Pathfinder Adventure Path #46.



These doors are immense adamantine portals, sealed against all entry. With a successful DC 30 Knowledge (planes) check, a PC recognizes the carving on the doors as depicting Kadath in the cold waste of Leng, and a successful DC 30 Knowledge (religion) check then confirms that Kadath is one of the palaces of Nyarlathotep, the Crawling Chaos. The adamantine doors are locked and the key to open them is long gone—a PC who succeeds at a DC 40 Disable Device check can pick the lock, or the doors can be destroyed in order to grant passage. While the doors are closed and locked, their seals are not airtight—gaseous form, wind walk, and similar effects can be used to bypass the doors without setting off the trap that guards them.

The shaft above area E1 leads 300 feet up to area D5.

**Trap:** If the doors are damaged or forced, or the locks are picked, a sudden wave of bone-chilling wind washes out from them, filling all of area **E1** with the sound of a shrieking windstorm. All creatures in this area are blasted by cold damage and may be driven temporarily insane by the sound.

#### WINDS OF MADNESS

CR 14

XP 38,400

Type magic; Perception DC 32; Disable Device DC 32

**EFFECTS** 

Trigger touch; Reset automatic



Effect freezing wind (6d6 cold damage, Reflex DC 20 half); shrieking wind (confusion for 1 round, Will DC 20 negates, this is a sonic mind-affecting effect); multiple targets (all creatures in area E1, to a height of 40 feet)

## E2. SHRINE OF THE FACELESS (CR 14)

A vast cathedral towers here, lit by flickering blue lights that dance in the upper reaches of the yawning space. The floor is of a sickly blue stone so polished and reflective that it almost serves as a cerulean mirror. To the west, the ceiling is a mere fifty feet high, but as the cathedral widens to the east, the ceiling rises to twice that height. Stone pillars support the space above, while to the west, six alcoves containing statues of winged women with empty faces stand guard. A twenty-foot-tall stone double door sits in the cathedral's northern wall, its face carved with a depiction of a vast mountain range capped by a towering castle. Far to the east, a series of steps rises up to a wide pulpit on which crouches an elephantine faceless sphinx carved from black stone.

In Thassilon's time, this vast cathedral was devoted to the goddess Lissala, but after Mesmalatu's return from Leng many centuries after the onset of the Age of Darkness, she transformed this cathedral to the worship of her new patron, the Faceless Sphinx of Leng. Yet as this change took place long after the fall of Thassilon, Mesmalatu was destined to be the only one to offer prayer to the Crawling Chaos in this chamber. In time, as she fell into torpor as a demilich, even those prayers ceased. For centuries, this vast chamber has lain empty.

The faceless statues that stand in the alcoves are similar to those found in the Silent Halls—faceless angels blasphemously associated with the Crawling Chaos. However, a PC who succeeds at a DC 35 Knowledge (religion) check also confirms that these statues were once depictions of the goddess Lissala, and that they have been magically altered to depict their new subjects.

The northern doors feature the same image as the doors from area E1, save that unlike those doors, these are neither locked nor trapped. The secret door to area E4 can be found with a successful DC 30 Perception check.

Creature: The cathedral itself is ominous in its silence, but it is far from unguarded. A single alien entity, pulled in from a distant world via a ritual even Mesmalatu has forgotten, stands guard here and has done so for ages, sustained without the need for food or drink for nearly 9,000 years. This creature is a flying polyp, a half-invisible

malevolent aberration that views its long imprisonment here as little more than an idle curiosity.

The flying polyp lurks invisibly just before the statue of the faceless sphinx, waiting patient and potent for intruders to enter the cathedral. It activates its sucking wind as soon as it notices intruders, targeting as many PCs as it can in an attempt to first slow them and then hold them in place so that it can slither forth and blast them with wind and crush them with its tentacles. The flying polyp fights to the death.

### FLYING POLYP

CR 14

XP 38,400

D6)60

**hp** 207 (see page 86)

### E3. THE PIT OF SILVER MIST (CR 17)

Over fifty feet across and nearly a hundred feet wide, the ceiling of this immense chamber stretches up into the darkness like a silo. The walls glitter with sparkling blue and purple crystals, with those higher up giving the illusion of colored stars above. A stone door sits at the end of a wide hall to the south, while to either side of this entrance, three large black metal doors loom in the walls (although one set of doors to the northwest has been smashed to rubble). The far side of the room features a wide alcove in which a fountain of glowing blue liquid ripples, but the most significant feature of the massive hall is the vast pit that takes up the majority of the floor, leaving a ten-footwide ledge around its edges. Silver light shines up from a roiling bank of fog thirty feet down in this immense pit, and now and then, immense rumblings and sloshing sounds, like a whale floundering amid the waves of a distant beach, echo up from the silver-limned depths.

The vast pit in this room is the anchoring link between the Material Plane and the nightmare realm of Leng—a tether built by Karzoug with significant aid from minions like Mesmalatu and allies on the far side of reality in Leng itself. A successful DC 25 Knowledge (arcana or planes) check allows a character to recognize the pit for what it is, as does a successful DC 35 Spellcraft check made while studying the pit's strong conjuration aura. This Spellcraft check also reveals the magical link between the pit and the fountain, and that the fountain requires some sort of ritual in order to activate the pit as a portal.

The pit is a two-way conduit that periodically allows nightmarish monsters from Leng to stumble into the Material Plane, but before any creature other than a native of Leng can use the pit to enter Leng, a specific ritual must be performed and the creature must be anointed with the waters of the fountain (see Development below). A character who enters the mist before these conditions are met (by falling, flying, climbing down into the pit with

a successful DC 20 Climb check, or so on) can continue downward forever, as if the pit were bottomless. Each round a creature ends its turn within the silver mist, it must succeed at a Will save (DC=15+1 per previous save) or take 1d4 points of Wisdom drain. If the save is successful, the creature suddenly appears in the fountain to the north of the pit with a great splash and takes 20d6 points of falling damage.

The doors to areas **E4–E9** are all made of adamantine and carved with depictions of Kadath, similar to the door in area **E1** but with no trap. Each door bears a placard above it written in Thassilonian that lists the name of the chamber beyond as given on the following pages. Any character who approaches within 30 feet of the entrance to area **E5** automatically notices an increase in the ambient humming sound that fills the complex. The doors to area **E8** have been smashed down—with a successful DC 25 Knowledge (arcana) check, a PC can confirm that the damage caused to the doors seems to have been caused by a combination of draconic claws and powerful electrical discharges.

Creature: Creatures from across Leng periodically get pulled through the transdimensional portal here, but most of those, as with anyone who enters the mist without first being attuned, are devoured by the legendary creature that was used to create the deep portal in the first place. This monstrous entity is an unimaginably vast worm from the deep caverns below attacked—a creature called a bhole. The conduit between Leng and the Material Plane was, in fact, created by this monster's burrowing after Karzoug and his allies from Leng ensorcelled the creature, using it to essentially dig a hole through reality. The bhole remains trapped between worlds now, coiling eternally in the pit. It emerges from the pit 1d4 rounds after any living creature enters the mist, rising a bleached, monstrous head up to attack those in the room. The smashed crystals are the results of prior attacks—PCs could use the bhole's attacks to help destroy the abysium reactor in area E5 if they open the doors and trick the creature into attacking them. When it attacks, the bhole can essentially move its space anywhere in the pit but cannot leave it-this means that it can physically attack any creature within its reach from the pit's edge. Once its anger is aroused, the monster remains active in the room for 1d4 rounds after no creatures remain obvious targets, after which it retreats back into the mist until awakened again. If the bhole's hit points are reduced below o, it is not slain, but it retreats into the mist and does not emerge again for 24 hours.

Activating the fountain with the ritual does not cause the bhole to appear, but if the fountain is forced to malfunction, the bhole writhes in pain, emerges, and immediately starts to attack any creatures in the room, attempting to slay them before they can enter the mist and travel to Leng.

BHOLE

CR 17

XP 102,400

hp 290 (see page 84)

Development: When Cadrilkasta came to this level, she recognized the nature of the pit and fountain, then explored several of the surrounding rooms until she successfully communicated with the whisperstone in area E6 to learn how to activate the portal. Since that point, Mesmalatu (who was awakened from her torpor when the dragon activated the portal) has claimed the resonance crystal from the whisperstone—the PCs can use the stone to learn how to use the portal as well but must first recover the crystal from the demilich.

In order to activate the portal, a character must expend a nightmare or plane shift spell (either from spells known or prepared, or by using a magic item that allows one of these spells, like the nightmare rod in area E9) while pouring a handful of abysium powder (obtainable at area E5) into the fountain. This method of activation can be determined from the whisperstone, or at your discretion, via spells like divination, vision, or legend lore. Alternatively, destroying or deactivating the abysium reactor and destroying the demilich Mesmalatu causes the fountain to malfunction. In either situation, a creature that then partially or wholly immerses itself in the water and leaps into the silver mist in the pit is transported to area F1.

Once the portal is activated, the surge of magic causes Mesmalatu to rise from her torpor in area E9—she arrives in area E3 in 1d4+2 rounds if she still lives to investigate and attack any intruders she finds here.

Story Award: If the PCs manage to activate the portal and step through into Leng without defeating the bhole, award them full experience points as if they had defeated the creature in combat.

## E4. THE DREAMING CRYPT (CR 10)

The walls of this room arch up like massive ribs to form a corrugated ceiling. Between each rib stands an upright sarcophagus—all of them have been pried open to allow the contents to spill out onto the dusty floor. The bones appear to have been gnawed and cracked open.

The secret door to area **E2** can be found with a successful DC 30 Perception check.

Creature: This room served as a crypt for previous ambassadors to Leng where their bodies were buried in a place of honor. The sarcophagi preserved each of the bodies within, but a relatively recent visitor to the embassy has been working his way through the contents one by one. This visitor is a strange, otherworldly ghoul from Leng named Morcruft. Leng ghouls are far more

powerful than standard ghouls, and their features are more bestial, with canine snouts and hoofed feet. A creature that succumbs to ghoul fever contracted from a Leng ghoul becomes a normal ghoul unless in life it had 12 or more Hit Dice, in which case it rises from death as a Leng ghoul.

Morcruft stumbled into the embassy accidentally, appearing in the fountain at area E3 after falling from the ledge in area F1. He survived his fall, but didn't initially know how to return. He peeked into several of the rooms surrounding area E3 but it was the contents of this room he was the most intrigued by—and upon discovering the dead of each sarcophagus were relatively fresh, he's spent the last several days enjoying the room's contents as a connoisseur of fine food might enjoy an exotic buffet.

If the PCs fight the bhole in area E3, Morcruft hears the battle and peeks out the door. He may even open the door and call the PCs over, perhaps even promising them safety in the tomb. Otherwise, the PCs find Morcruft leaning against the last sarcophagus—he's eaten all of the bodies here, and while busily finishing off the last skull, he has finally started to worry about how he might be able to return home.

While chaotic evil, Morcruft is also quite intelligent. His primary desire is to return to the Temple of the Crawling Chaos, and he realizes that powerful adventurers might be able to help him if he helps them in turn—further, he knows that he's outnumbered and likely outclassed by adventurers who are powerful enough to reach this complex. When the PCs meet Morcruft, he adopts a submissive pose and in a simpering voice begs them to stay their hands. He offers them his aid if they help him get back home, and if he learns that the PCs seek to reach Leng as well, he capers in delight. He watched Cadrilkasta come to area E3 and knows that she performed some sort of ritual to activate the portal, and that she used some sort of dust from area E5 as part of that ritual after she spent about an hour in area E6. He also knows that a short time after the dragon used the ritual to activate the portal to return to Leng, a "sparkly skull floating on a dust ghost" moved through the central room, went into area E6, then returned with a large crystal clutched in its jaws before it returned to area E9, but he isn't quite sure what this signifies.

Beyond these observations, Morcruft promises the PCs that if they accompany him back to the Temple of the Crawling Chaos in Leng that he'll make sure his brothers and sisters who patrol the temple halls treat them well. He can provide the PCs with a rough sketch of the temple as well, although he only knows about areas F1–F6, since he and his kin aren't allowed deeper into the complex (the Leng ghouls even avoid F6 because of the monstrous guardian there).

If Morcruft joins the party, play him as a simpering coward in fights who, after a battle, is only too eager to feed on the remains. If he ever realizes that he doesn't need the PCs to return home (he's not aware of the fact that, being from Leng, he only needs to jump into the mist in area E3 to return), he won't hesitate to abandon the PCs... perhaps after taking a few bites from a sleeping PC before he goes!

### MORCRUFT (LENG GHOUL)

CR 10

### XP 9,600

Advanced ghoul (Pathfinder RPG Bestiary 146)
CE Medium undead

Init +7; Senses darkvision 60 ft.; Perception +20

#### DEFENSE

**AC** 26, touch 18, flat-footed 18 (+7 Dex, +1 dodge, +8 natural) **hp** 126 (12d8+72)

Fort +9, Ref +11, Will +13

Defensive Abilities channel resistance +4; Immune cold, undead traits

#### OFFENSE

Speed 30 ft., burrow 30 ft., climb 30 ft.

**Melee** bite +15 (1d8+6 plus disease and paralysis), 2 claws +15 (1d6+6 plus paralysis)

Special Attacks rend (2 claws, 1d6+9), sneak attack +2d6

### **TACTICS**

**During Combat** Morcruft giggles and capers as he attacks, preferring to lash out at unarmored foes since he dislikes chipping teeth and claws on metal armor.

Morale If reduced to fewer than 40 hp, Morcruft shrieks and flees, seeking somewhere to hide. If flight isn't an option, he begs for mercy.

#### STATISTICS

Str 22, Dex 24, Con —, Int 17, Wis 20, Cha 20
Base Atk +9; CMB +15 (+17 trip); CMD 35 (37 vs. trip)
Feats Combat Expertise, Dodge, Improved Natural
Attack (bite), Improved Trip, Toughness, Vital Strike
Skills Acrobatics +19, Climb +29, Diplomacy +17,
Knowledge (planes) +9, Knowledge (religion) +12,
Perception +20, Sense Motive +20, Stealth +22
Languages Aklo, Common

**Story Award**: If the PCs secure an alliance with Morcruft and learn what he knows, award them 25,600 XP.

## E5. THE ABYSIUM CORE

A column of blue-green crystal rises out of the floor to nearly reach the room's ceiling thirty feet above. To the left and right, additional blue-green crystals protrude from the walls, and flickering bolts of lightning arc back and forth from these to the central crystal. The entire room vibrates with a thunderous humming sound.

The crystals in this chamber are refined abysium. In this form, the rare skymetal looks more like a crystalline material, and the radioactive energies emitted are much more potent. These energies are what powers many of the magical effects of the Guiltspur Depths. Any character within area E5, or in E3 within the 60-foot spread from the doors to area E5 once they are opened, must succeed at a DC 15 Fortitude save each round to avoid being staggered by the potent radiation and taking 1d4 points of Constitution drain. A successful save indicates the character is only sickened for that round.

Every round creatures are within area **E5**, there's a 25% chance a bolt of lightning arcs over to strike a random target, dealing 10d6 points of electricity damage (Reflex DC 15 half).

The abysium reactor can be destroyed by dealing enough damage to the central pillar (hardness 10, hp 3,600, break DC 65–1 per 100 points of damage currently accumulated). Each time the pillar is damaged by any effect, a bolt of electricity arcs back to strike the source of that effect (see above). As long as the pillar is functional, it repairs damage to itself at a rate of 40 hp per hour. Note that canny PCs can



use the bhole from area E<sub>3</sub> to aid in destroying the pillar. If the bhole attacks and misses a character that's adjacent to the pillar, the bhole's momentum carries the attack into the pillar, smashing against it. This causes the bhole to take 10d6 points of electricity damage (no save), but allows it to make a special Strength check modified by its size modifier to break the pillar—this is a +33 Strength check. The bhole gains a cumulative +5 bonus on this check each successive strike it lands against the pillar, but after striking the pillar 5 times it learns from its mistake and no longer attacks foes physically if they're within 5 feet of the pillar.

When the pillar is destroyed, it explodes in a 60-foot radius burst that deals 10d6 points of electricity damage and 10d6 points of sonic damage to all creatures in the area (Reflex DC 20 half).

Treasure: Over the centuries the abysium reactor has hummed away, tiny motes of expended abysium have flaked down to gather in small piles on the floor. Even a cursory examination of the powder reveals a section to the northeast of the central pillar where a massive draconic claw seems to have raked through the stuff to gather some up. Abysium powder is a deadly ingested poison in addition to being a useful component to activate the Leng portal. Rules for abysium powder appear on page 70 of Pathfinder Adventure Path #61. A single dose of abysium is worth 900 gp, and there are effectively 20 doses of the stuff here.

Development: If the reactor is destroyed, the effects detailed on page 23 immediately cease. It's now safe to sleep in the Guiltspur Depths, and dimensional travel and scrying now function normally. The Leng portal's energies fluctuate—if Mesmalatu is slain, the two forces of power that kept the portal stable and mostly closed (Mesmalatu's faith and the reactor's energy) vanish, and the silver mist in area E3 now transports any creature that enters the mist (with the exception of the bhole trapped within) to area F1. Mesmalatu immediately notices the reactor's destruction, rises from her torpor, and comes to investigate, attacking any foes she encounters.

**Story Award:** If the PCs manage to deactivate the abysium reactor, award them 51,200 XP.

### E6. WHISPERSTONE SANCTUM

This relatively plain room has but one feature—an ovoid, six-foot-long tan stone that floats two feet in the air above a three-foot-high riser. The side of the strange tan stone features a faceted gap, as if some sort of key could nestle within.

The large block of stone is an unusual artifact from Thassilon's era known as a whisperstone. Whisperstones are infused with potent divination magic, and Thassilonian

wizards often used them to record information and memories, treating them as a sort of telepathic mental library of lore. Each whisperstone is keyed to a specific crystal—in order to store information or access it, a user had to insert the crystal into the stone and maintain physical contact with the crystal for the duration of the information transfer. This particular whisperstone key is currently located in area E9, taken by Mesmalatu after the dragon Cadrilkasta woke her from her torpor by activating the Leng portal. Without the key, a user can still activate the whisperstone, but he must succeed at a DC 35 Use Magic Device check to do so.

With the key crystal, a user can access the stored memories within the whisperstone (this stone can no longer accept new memories). Using the stone in this manner requires the user to focus his thoughts on a particular topic. If that topic is not one stored in the stone, or if the user doesn't focus his thoughts, the stone merely infuses the user with the knowledge of how to use the stone. If a user concentrates on a topic associated with Guiltspur, Leng, or Thassilon, he must attempt a DC 20 Knowledge (arcana, history, or planes) check—this check can be made untrained. Success indicates that the user finds the information requested, while failure means the user doesn't find the information and must succeed at a DC 12 Will save to avoid taking 1d4 points of Intelligence damage from information overload. You can use this stone to grant the PCs any information you wish them to know about Guiltspur, Leng, and the like, but very little information about the Temple of the Crawling Chaos can be found here apart from how to use the Leng portal in area E3 to reach it.

Of special note—if the PCs search the whisperstone for information about the Shard of Sloth, they learn that Mesmalatu relocated the shard to the far side of the Leng portal for safekeeping in the Temple of the Crawling Chaos.

## E7. BINDING CHAMBER (CR 14)

A set of three statues of a woman with no mouth stand in three different alcoves in this room—the central statue is twice as large, while the statues to the left and right hold out coppery platters on which sit golden braziers that emit dark gray smoke. A ten-foot-diameter blue-green metal grill is set into the floor in the center of the room.

The metal grill on the floor radiates strong conjuration magic. A DC 30 Spellcraft check identifies this abysium grill as a magical conjuration circle that increases the save DC of all *planar binding* spells by 2. In addition, the grill itself can be used once per week to target a creature conjured onto the grill with a *binding* spell (CL 20th),

provided opals, the necessary material components, are scattered into the shallow hollow below the grill.

The statues are of Lissala—Mesmalatu never bothered defacing them since they weren't part of an actual temple.

Creature: Mesmalatu made great use of this chamber many centuries ago before she became a demilich, using the chamber to conjure up all manner of outsiders to torment for secrets and information via the binding effects.

Although she hasn't used the room in many years, the last two of her subjects remain in a metamorphosis binding, one each in the fumes that waft up from the censers held by the north

As soon as a living creature enters the room, both bound outsiders manifest their faces in the fumes rising from the censers. To the north appears the foul, leering face of a nalfeshnee, while to the east appears the androgynous but beautiful face of an astral deva. Both faces immediately start howling for the party's attention, begging for release and attempting to yell over the other.

and east statues of Lissala.

An antimagic field or a mage's disjunction can release one of the bound outsiders, but otherwise there's only one way to release them, and this method requires destroying

one. By picking up one of the censers below a disembodied visage and dumping the smoldering embers within out, the life of the outsider associated with that censer is snuffed out. Doing so immediately frees the other outsider. Both outsiders know how this works and are quick to impart this information to the PCs.

Of course, there's a catch. Neither outsider is what it appears to be, for they're the final result of one of Mesmalatu's crueler experiments. The minds of the two outsiders have been switched, so that the angel must endure the foulness of the demon's body, while the demon must endure the terrible purity of the angel's body. The astral deva imprisoned in the nalfeshnee's body speaks the truth in a raspy, bellowing pig-demon voice, warning the PCs that a lich swapped their minds between the two bodies, and that the supposed angel is in fact a demon. The demon trapped in the angel's body uses its melodic voice to warn the PCs that the desperate nalfeshnee is trying to trick the PCs into releasing it, and promises to aid the PCs in their quest if they upend the "demon's" censer and kill it.

Since both outsiders currently consist of strongly aligned minds trapped in strongly aligned bodies, any attempt to detect alignments on the two disembodied faces detects good and evil in equal amounts. Both

also radiate chaos as well, and this provides a significant clue—if the "angel" is telling the truth, it would be unlikely to radiate chaos at all, since most angels are neutral good (a successful DC 25 Knowledge [planes] check can confirm this). The fact that the "angel" radiates chaos indicates the influence of chaos, such as would result from such a creature housing the mind of a demon. The fact that the nalfeshnee is

The fact that the nalfeshnee is more skilled at Bluff could well spell disaster if the PCs merely take both beings at their word.

If the PCs release the "angel" by killing the "demon," the demonpossessed angel appears in the flesh and immediately cackles in glee before attacking the PCs, mocking them for their gullibility and foolishness. The "angel" fights to the death unless the abysium reactor has been destroyed, in which case it plane shifts to the Abyss to seek a way to restore its former body once reduced to fewer than 60 hit points.

If the PCs release the "demon," it congratulates them on their wisdom and trust, then apologies for its stomach-churning appearance. The angel bears its condition bravely, and vows to aid the PCs for the remainder of the adventure until it can find a way back home. It refuses to use the unholy aura, demon summoning, or unholy nimbus powers that its new body grants it on principle, but otherwise seeks to aid the PCs as best it can, going so far as to sacrifice itself for them if necessary.

In combat, the abilities of the mind-swapped angel and demon are determined by their bodies, but their actions in combat are governed by their minds. In time, the angel in a demon's body attempts to return to heaven to submit itself to a painful but necessary "cleansing" to restore its true body, whereas the demon in an angel's body seeks to capitalize on its new, seemingly innocent form for its own nefarious purposes.

### BERUVEXUS, POSSESSED ASTRAL DEVA

CR 14

XP 38,400

hp 172 (Pathfinder RPG Bestiary 10)

AEVAENTHIAL

### AEVAENTHIAL, POSSESSED NALFESHNEE (GREED DEMON) CR 14

XP 38,400

hp 203 (Pathfinder RPG Bestiary 65)

**Story Award:** If the PCs choose correctly and release the possessed demon and gain its aid, grant them XP as if they had defeated it in combat.

### E8. GUILTSPUR TREASURY

Two stone pillars support the low ceiling of this vault. There are no other furnishings in the chamber, and the room's walls are lined with empty niches. An immense and broken scorpionshaped statue made of bones lies in the middle of the room.

This room served Guiltspur as a treasury, but after the end of Thassilon, many of the treasures kept here were plundered by Mesmalatu. When she returned from Leng, she slowly started to rebuild the stores here with items of her own creation or discovery. When Cadrilkasta arrived, she couldn't resist the lure of treasure—she smashed down the doors and killed the oversized skull ripper that guarded the room, then loaded the chamber's treasures into her portable hole before moving on. The treasure she looted can now be found in area **F10**.

## E9. GUILTSPUR GRAND HALL (CR 17)

A wide flight of stairs leads up to a large hall. Four black stone pillars support the thirty-foot-high arched ceiling above, while a pale green curtain hangs to the west. Two large faces are carved into the walls to the north and south—the north face grins and the south face scowls. Each face's mouth is agape, allowing access to a small alcove beyond.

This room was once used by Mesmalatu and ambassadors from Shalast who came to hold audiences with visitors from Leng. Today, though, it serves as the demilich's tomb.

Although only two of the unusual mouth-shaped alcove archways are visible when the PCs first enter the room, a third one gapes far to the west behind the throne itself. This third visage's expression is one of abject fear. Upon close inspection, a shimmering but mostly transparent field of energy ripples in each of the mouths—the mouths also radiate strong conjuration magic. A successful DC 28 Spellcraft check reveals that these mouths are portals, and that anyone stepping into one of the mouths would normally be transported to some unknown location. If the Spellcraft check exceeds its DC by 10 or more, though, the observer also notes that the energy field seems unstable, as if the teleportation effect were malfunctioning. (A character who observed and experienced first-hand the problems with the damaged teleporter in the previous

adventure under Windsong Abbey automatically notes this if her DC 28 Spellcraft check succeeds). The teleporters once led to other areas in Guiltspur, but now merely cause excruciating pain to anyone who steps through them, dealing 10d6 points of damage (Fortitude DC 15 half).

Creature: Mesmalatu's days of research are long behind her now. As an awakened demilich, she spends the majority of her time in a physical torpor, her mind spiraling through philosophical landscapes and boundless mental explorations of the further realms of probability. While in this state of torpor, she appears as nothing more than a gem-studded skull siting atop a pile of dust on the seat of the throne beyond the emerald curtain.

The awakened demilich rises from this torpor to attack if any of the treasures in the room are touched or if her remains are disturbed. Mesmalatu also rises from her torpor if the abysium reactor in area E5 is destroyed or the portal to Leng in area E3 is activated—in such cases, she moves to those locations to investigate. If she finds no intruders to attack, she returns to her throne here and falls back into her torpor.

### Mesmalatu CR 17

XP 102,400

Female awakened demilich cleric of Nyarlathotep 13 (Pathfinder RPG Bestiary 3 66)

NE Tiny undead

Init +3; Senses darkvision 60 ft., true seeing; Perception +19

DEFENSE

AC 25, touch 21, flat-footed 21 (+3 Dex, +1 dodge, +4 natural, +5 profane, +2 size)

**hp** 153 (13d8+91)

Fort +18, Ref +12, Will +19

Defensive Abilities channel resistance +5, rejuvenation, unholy grace; DR 20/—; Immune acid, cold, electricity, magic, polymorph, undead traits; Resist electricity 20

Weaknesses priestly shame, torpor, vorpal susceptibility

OFFENSE

Speed fly 30 ft. (perfect)

Space 2.5 ft.; Reach o ft.

Special Attacks channel negative energy 8/day (DC 21, 7d6), devour soul (DC 21), hand of the acolyte (9/day), telekinetic storm (DC 21)

Demilich Spell-Like Abilities (CL 20th; concentration +25)

Constant—true seeing

At will—greater bestow curse (DC 21), telekinesis (DC 20), wail of the banshee (DC 24) (20-ft.-radius spread centered on the demilich)

Domain Spell-Like Abilities (CL 13th; concentration +19)

9/day—lightning arc (1d6+6 electricity)

2/day—dispelling touch

Cleric Spells Prepared (CL 13th; concentration +19)

7th—blasphemy (DC 23), still chain lightning<sup>D</sup> (DC 22)

6th—still control winds<sup>D</sup> (DC 21), still flame strike (2, DC 21), quickened still inflict light wounds

5th—greater command (3, DC 21), still imbue with spell ability<sup>D</sup>, still spell immunity

4th—still dispel magic (2), still dispel magic<sup>D</sup>, still contagion, still inflict serious wounds (2)

3rd—blindness/deafness (3, DC 19), still hold person, still inflict moderate wounds, still wind wall<sup>D</sup>

2nd—still inflict light wounds (3), still obscuring mist, still sanctuary, still shield of faith

1st—command (3, DC 17), forbid action<sup>UM</sup> (3, DC 17), obscuring mist<sup>D</sup>

o (at will)—bleed (DC 16), detect magic, flare (DC 16), light D Domain spell; **Domains** Air, Magic

#### TACTICS

During Combat Mesmalatu's first action in combat is to attempt to devour the soul of the most dangerous looking target—if the possessed nalfeshnee from area E6 is with the party, she targets it with this ability in preference to the PCs. On the second round, she uses wail of the banshee. On the third round, she casts her most devastating spell. She repeats this pattern, periodically augmenting it with inflict wounds spells to heal herself. If she's targeted by holy smite or shatter, Mesmalatu's next action is to cast spell immunity to make herself immune to these spells.

**Morale** Mesmalatu fights until destroyed.

#### STATISTICS

Str 6, Dex 17, Con —, Int 21, Wis 22, Cha 21

Base Atk +9; CMB +10; CMD 24

Feats Craft Construct, Craft Magic Arms and Armor, Craft Wondrous Item, Defensive Combat Training, Dodge, Eschew Materials, Flyby Attack, Quicken Spell, Still Spell, Toughness

Skills Fly +31, Knowledge (arcana) +21, Knowledge (planes) +21, Knowledge (religion) +21, Perception +19, Sleight of Hand +16, Spellcraft +21

**Languages** Abyssal, Aklo, Draconic, Giant, Infernal, Necril, Thassilonian, Undercommon

### SPECIAL ABILITIES

Priestly Shame Even though she abandoned her faith thousands of years ago, Mesmalatu still harbors a hidden reserve of shame. Forcefully presenting any object sacred to Lissala (including anything bearing the image of the Sihedron, but not one of the

shards of the *Shattered Star*) as a standard action causes the demilich to become staggered for 1d4 rounds. She can be staggered in this manner no more than once per day.

Hazard: The long green curtain that separates the throne and western portion of this chamber from view seems to be made of a flexible but strangely damp cloth. It can be manipulated normally, but if subjected to any amount of force (such as an attempt to pull it down, slash it with a sword, or catch it in the area of effect of a damage-dealing spell), the entire curtain suddenly detaches from the wall and reverts to its actual composition of green slime. The stuff splatters all targets within 5 feet of either side of the curtain—a successful DC 15 Reflex save enables a PC to avoid being splattered with the slime.

### GREEN SLIME

CR 4

XP 1,200 (Pathfinder RPG Core Rulebook 416)

Treasure: Mesmalatu's throne contains more than her remains. A black horned mask sits on the left armrest—this is a nightgaunt mask. A deep purple nightmare rod leans against the chair back. Last but not least, sitting under Mesmalatu's skull when she's at rest is a large glittering sapphire. This gem is worth 15,000 gp, but also serves as the key to the whisperstone in area E6.

### PART THREE: TEMPLE OF THE CRAWLING CHAOS

The Leng portal is a frightening and nerve-racking method of transportation, especially if someone simply leaps into the pit in area E3 once the portal has been activated. A leap into the mist isn't required—simply allowing the mist to envelop a creature is enough, so a PC can climb or fly down to the mist if she wishes. At the end of the first round of being enveloped in the mist, the PC suddenly feels the surrounding reality wash away (climbing creatures feel the wall they're on simply vanish). There are a few moments of vertigo when the PC floats in a silver void without gravity, during which she glimpses a coiling, writhing shape measuring thousands of feet in length through the thin mist—this is the writhing body of the bhole trapped between worlds.

After a few moments of this unpleasant sensation and scene,

MESMALATU

the PC feels solidity reform around her. The mists part, and the PC finds herself standing on a 40-foot-diameter platform extending from a ragged mountainside—this is area F1a.

### TEMPLE FEATURES

This Temple of the Crawling Chaos is hardly the only one in the realm of Leng, but it is one of the more remote. Karzoug chose this temple as his point of contact for that specific reason—he wisely wanted to limit the number of Leng natives with which he would be dealing, and by choosing a remote site in the far Windswept Range to begin wearing thin the boundaries between Shalast and Leng, he ensured a bit more privacy than had he established a link to the cold wastes themselves.

The temple itself is built into the side of a wind-blasted, icy mountainside. A small ledge provides a sort of stoop for the temple, but no trail leads up from the lowlands below. A long tunnel connects the temple's far side to a higher ledge on the other side of the mountain. The rooms inside are lined with porphyry tiles polished to a near reflective sheen. The doors are made of obsidian, and ceiling heights average at 40 feet in halls and 60 feet or more in rooms, giving the interior of the temple an overwhelming and intimating sense of scale, as if it had been built for giants.

In fact, the temple itself rarely saw much use, and for most of its time has been relatively abandoned save for small numbers of caretakers and monstrous guardians. The place was viewed by Karzoug's Leng allies as a sort of gathering place before visiting Shalast more than as a temple. The temple is located at an elevation of about 20,000 feet. While Leng is not Golarion, the unfortunate side effects from high altitude zones are in full force—none of the natives of Leng are affected by these conditions, but the PCs must eventually make Fortitude saves to avoid ability damage, as detailed on page 430 of the Core Rulebook. In addition, the entire temple complex is below freezing (severe cold) in temperature—see page 442 of the Core Rulebook for rules on severe cold.

### F1. TEMPLE ENTRANCE (CR 12)

An ice- and snow-crusted shelf of land over a hundred feet across clings to the side of a mountain cliff. Above and below, dark storm clouds roil and obscure sight of the sky and ground, while to the left and right, the sheer black side of the cliff extends as far as the eye can see. A freezing wind whips through the air, carrying with it a strangely mournful howl. A forty-foot-diameter pagoda-like structure, its domed roof supported by two thick pillars, is attached to the ledge via a short flight of stone steps, leading to a column-lined avenue flanked to each side by three immense stone sphinxes. The avenue leads up to the cliff face, in which wait two immense thirty-foot-tall black stone doors.

The circular pagoda (area F1a) is the point at which travelers to Leng appear when they use the Leng Portal. The air between the two pillars maintains a swirling ripple, similar to a vertically aligned but mostly transparent vortex—any creature that steps into this vortex from the west side is immediately transported back to the fountain in area E3. The stone pagoda floats in the air, but is as solid as if it were built atop the ground.

The mountainside is sheer—the cliffs extend for over 1 mile up and 2 miles down. A character who steps or falls off the ledge drops several hundred feet and passes into the clouds—visitors to Leng who arrived here via the portal vanish upon entering the clouds only to slam at full falling speed into the fountain in area E3, taking 20d6 points of damage.

The obsidian doors that open into the temple are unlocked and swing open silently at a touch.

Creatures: A flock of nightgaunts lurk in the nearby crags. While they are forbidden from entering the temple itself, they swiftly react to the arrival of anyone through the portal. Cadrilkasta's recent use of the portal has particularly intrigued the nightgaunts, who have been waiting ever since for new visitors to torment—hopefully, visitors not as large and dangerous-looking as a blue wyrm. The arrival of the PCs is precisely what they've been hoping for.

Upon noticing the PCs, the 16 nightgaunts swoop down to attack, seeking to torment, tickle, and tackle the PCs. The nightgaunts hope to eventually grab up a PC and then drop him over the edge into the clouds below, but once at least half of their number have been slain, the remaining nightgaunts lose interest and fly away, no longer eager to interact with the obviously too-dangerous PCs.

### NIGHTGAUNTS (16)

CR 4

XP 1,200 each

hp 37 each (see page 90)

### F2. THE HALLS OF LENG

The walls, floor, and vaulted ceiling of these twenty-foot-wide halls are tiled with reflective slabs of polished purple stone, scarred here and there with cracks and discolorations. Darker, almost black, striations run through these tiles, and when viewed from the corner of the eye, these veins seem to pulse with deeper darkness. Towering statues of regal-appearing men loom at the ends of side passages to either side of the main hall.

The walls of this temple are eerie and unsettling to look at, and feel strangely clammy to the touch, but are otherwise harmless and treated as normal stone. The statues are images of Nyarlathotep in his guise as the Black Pharaoh. These statues seem to shift and move



slightly when one looks away and glances back—again, this is an eerie side effect of the realm of Leng and not something more sinister. The cracked discolorations on the walls are remains from Cadrilkasta's lightning breath. When she arrived here, she slew several Leng ghouls who once guarded this area—the ghouls have cannibalized those remains but didn't bother repairing the lightning damage to the walls.

Creatures: The guardians of the outer chambers of the temple were once powerful moon-beasts in the service of Nyarlathotep, but today these areas are warded only by a small band of Leng ghouls who agreed to serve as caretakers of the tomb. When the PCs arrive, two of these ghouls stand guard in the shadows near the doors to area F3—if the ghouls notice the PCs first, they squeal in shock and quickly move into area F3. If the PCs confront them and destroy them before they can do so, reduce the number of ghouls encountered in area F3 by 2.

### LENG GHOULS (2)

CR 10

XP 9,600 each

hp 126 each (see page 45)

## F3. CHARNEL BANQUET (CR 16)

This forty-foot square room may have once been a fine entry hall, but today it is strewn with heaps of half-gnawed dismembered corpses from humans, animals, and things strangely in-between. Only the freezing temperature keeps the smell of this charnel chamber from being overwhelmingly foul. Large black stone double doors stand in the center of the room's four walls, with those to the north hanging ajar.

Creatures: The remaining eight Leng ghoul guardians of the temple's outer halls dwell here—the body parts strewn about the room are the scattered remains of these messy eaters' last meal. The number of body parts on the ground makes the room difficult terrain, although not for the ghouls, who take a perverse glee in moving gracefully through the frozen carrion.

Although evil, these ghouls don't immediately stop to attack the PCs when they enter. Instead, the ghouls crouch and cower and hiss and growl. One of the ghouls stands up and addresses the PCs, demanding they take their still-too-warm bodies back the way they came if they don't

want to become dinner. A successful DC 20 Sense motive is enough for the PCs to get the feeling that this is mostly bluster, and that the ghouls aren't all that interested in fighting. If the PCs attack, the ghouls flee south to area **F6**, where they cajole the gugs there to help them fight the PCs, but otherwise they fight until destroyed.

If the PCs are accompanied by Morcruft, their ghoul companion goes a long way toward calming the other ghouls down by explaining how the PCs helped him return to Leng. If Morcruft is not with the PCs, they need to convince the ghouls of their sincerity by making a successful DC 35 Diplomacy check to put them feel at ease enough to talk. Providing the ghouls with a large fresh carcass to eat (such as that of a moon-beast or no fewer than four nightgaunts) grants a +10 bonus on this Diplomacy check.

If the PCs befriend the ghouls, they'll allow the PCs to delve deeper into the temple without opposition. The ghouls can explain the purpose of the automatic abattoir in area F4, and can warn them of the gugs in area F6. Of the dragon Cadrilkasta the ghouls know little, save that she killed a dozen of them before the survivors fled and let her continue her rampage through the complex. The dragon paused long enough before her attack to demand the location of a "Shard of Sloth," but when the ghouls couldn't answer (they do not know the shard has rested within area F9 for the last 10,000 years or so), she attacked and they fled or died. They know the dragon is still somewhere deeper in the temple, and that the moonbeasts who now toil in the Grand Temple are preparing a weapon to use against the dragon, but beyond this they cannot help the PCs.

Morcruft takes his leave of the PCs at this point, and neither he nor the other ghouls are interested in accompanying the PCs further—although they do note that, if they should happen to kill anything or die themselves, it would be ever so appreciated if the survivors could take it upon themselves to return the delicious remains of such a mortal failure back here for supper.

### LENG GHOULS (8)

CR 10

### XP 9,600 each

hp 126 each (see page 45)

**Story Award:** If the PCs manage to avoid fighting the ghouls and learn what the creatures know, award them XP as if they'd defeated the ghouls in combat (76,800 XP for all eight ghouls).

## F4. AUTOMATIC ABATTOIR

This awful chamber contains hundreds of hooks hanging from chains dangling from the ceiling. Many of these chains contain

the partially butchered bodies of dead humans, animals, and monsters. A bank of ten-foot-tall upright sarcophagi stand along the north wall. Carved into the front of each is a highly detailed image of a human being eaten from all sides by ghoulish figures.

After Thassilon fell and Mesmalatu returned to Guiltspur, the guardianship of the temple's outer halls grew half-hearted. Rather than stay here themselves, the moon-beasts who formerly tended the temple conscripted a tribe of Leng ghouls to stand guard. As part of the deal, they outfitted this chamber with six eldritch sarcophagi that would reach out across Leng and even into the Dimension of Dreams or the Material Plane and pluck bodies of the recently slain from across these worlds, placing them inside the sarcophagi at the rate of one body per day. In so doing, the moon-beasts earned the loyalty of the ghouls, who knew a good deal when they saw it.

Today, five of the six sarcophagi here are empty, but one random sarcophagus contains a fresh body harvested from somewhere else. Feel free to have a little fun with your players here if you want—the body could be someone they recently slew, for example, or could be a body from an entirely different campaign. It could even be a body from a distant planet called Earth.

### F5. CROSSROADS

The hallway branches here into a crossroads. To the south the hall ends at a pair of vaguely humanoid statues standing next to each other and holding a purple sphere of crystal between them, while to the west the hall ends at a wall bearing a spiral of glowing runes. To the north the hall extends back into the dark, while to the east the hall falls away into an immense cavern.

The dead end to the west bears a permanent phase door that allows access to area F7. The spiral of runes is written in Aklo and contain a long invocation to Nyarlathotep, the Crawling Chaos—anyone who reads them aloud activates the phase door and can use it to enter area F7, but unless the speaker is a worshiper of Nyarlathotep, speaking the blasphemous phrases aloud forces the character to attempt a DC 15 Will save to avoid being confused for 1d6 rounds.

**Treasure**: The statues to the south hold a *crystal ball* of the dark void between them, which the ghouls can use to contact and communicate with the moon-beasts who left them here as guards. The ghouls never had to use the *crystal ball* until recently, when Cadrilkasta tore through the temple. The surviving ghouls used it to report to the moon-beasts, who swiftly traveled to the temple from their lair in Sarkomand via the statue at area **F8a**.

## F6. BONE PIT (CR 15)

The floor of this huge cavern is adrift in dunes of bones. Skulls, femurs, rib cages, and countless more from countless dead stretch from wall to wall, while from stalactites above hang thick cords of sinew on which dangle complex and disturbingly artistic bone chimes.

When the ghouls finish with their meals, the bones are brought here for disposal—over the ages, they've resulted in the massive heaps seen here. These bones (which are stacked 10 feet deep) count as difficult terrain.

Creatures: The occupants of this massive chamber are a small group of gugs captured in the dark tunnels under Leng and transported here by the temple's old masters ages ago. The gugs are long-lived, and their inbreeding over the ages has bred into them increased vigor. Only four of them dwell here now, but one of those four has developed into a powerful gug savant. As with most gugs, all four are strangely afraid of Leng ghouls, and follow their commands without question. The ghouls periodically ensure the gugs have food, and have recently thrown them the remains of their kin slain by the dragon-food the savant is eager to eat in order to show his bravery to the others. The bone chimes that hang from the ceiling are the gugs' creations-an eerie insight into the monsters' hidden artistic natures. This nature is nowhere in evidence as soon as they see the PCs—they attack on sight and fight to the death, pursuing them throughout the temple unless confronted by a ghoul, in which case they immediately cower and flee. Canny PCs who learn of this unusual fear can, perhaps, capitalize on it if they can trick the gugs into thinking they're Leng ghouls themselves, but unfortunately gugs are quite perceptive.

### GUG SAVANT

CR 15

### XP 51,200

Advanced gug savant (Pathfinder RPG Bestiary 2 151, 292)

CE Large aberration

Init +7; Senses darkvision 60 ft.; Perception +28

#### DEFENSE

AC 29, touch 13, flat-footed 25 (+3 Dex, +1 dodge, +16 natural, -1 size)

hp 230 (20d8+140)

Fort +12, Ref +11, Will +19

Immune poison, disease

### OFFENSE

Speed 40 ft., climb 20 ft.

Melee bite +24 (1d8+10), 4 claws +24 (1d6+10)

Space 10 ft.; Reach 15 ft.

Special Attacks rend (2 claws, 1d6+15)

Spell-Like Abilities (CL 10th; concentration +16)

1/day—invisibility, spike stones (DC 20), transmute rock to mud (DC 21), unholy blight (DC 20)

#### **TACTICS**

During Combat The gug savant hangs back, using its spell-like abilities on the PCs for a few rounds while its kin engage in melee before it lumbers up to attack as well.

Morale The gug savant fights to the death.

### STATISTICS

Str 30, Dex 16, Con 22, Int 15, Wis 20, Cha 22

Base Atk +15; CMB +26 (+28 bull rush); CMD 40 (42 vs. bull rush)
Feats Awesome Blow, Dodge, Improved Bull Rush, Improved
Initiative, Iron Will, Lightning Reflexes, Lunge, Mobility,
Power Attack, Toughness



Skills Climb +41, Disguise +10, Escape Artist +30, Knowledge (dungeoneering) +25, Perception +28, Stealth +22, Survival +28 Languages Undercommon

### ADVANCED GUGS (4)

CR 11

XP 12,800 each

hp 157 each (Pathfinder RPG Bestiary 2 151, 292)

## F7. MESMALATU'S PHYLACTERY (CR 15)

This chamber has no obvious exits. The wall to one side features a spiraling pattern of runes, with a statue of a regal-looking pharaoh to the right and a twenty-foot-long basalt sarcophagus to the left in a curved alcove. Numerous empty shelves line the walls, while the ceiling overhead is obscured by a thick tangle of cobwebs.

The spiral of runes is another permanent phase door that functions identically to the door at area **F**<sub>5</sub>.

This chamber is where Mesmalatu made her transformation into a lich. The enormous sarcophagus radiates faint necromancy—a successful DC 30 Spellcraft check made while examining it reveals that the thing is a single-use magical creation intended to aid a specific individual's transformation into a lich, and that it was originally infused with potent necromantic energies but was already used long ago. Mesmalatu underwent a lengthy ritual to achieve lichdom using this sarcophagus. The ritual ended with her teleportation into the hollow within the sarcophagus, which she then filled with necromantically infused incense smoke so that her body, soon to be dead of dehydration, could steep in the vapors for a year and a day.

Creatures: A particularly powerful Leng spider captured long ago by Mesmalatu has been placed in stasis in this crypt as a guardian. Although her phylactery is no longer stored here (in fact, she lost this item long ago after she became a demilich), the Leng spider remains in stasis among the webs above. It emerges from stasis as soon as any other living creature enters the chamber and immediately moves to attack. It doesn't know that Mesmalatu has forgotten about it, and hopes she's nearby and will keep her promise of releasing it once it kills the next group of intruders.

### ADVANCED LENG SPIDER

CR 15

XP 51,200

hp 232 (Pathfinder RPG Bestiary 2 176, 292)

Treasure: The spacious coffin-sized hollow within the sarcophagus contains a few items of value—old bits of jewelry and magical leftovers from Mesmalatu's transformation that she had little interest in keeping as a lich. The sarcophagus must be smashed open to get to these items (hardness 8, hp 900, break DC 65) if no one wants to risk teleporting into its interior.

Within the hollow lies a gold bejeweled brazier worth 5,000 gp, an iridescent spindle ioun stone, a belt of mighty constitution +6, and a fine Thassilonian funeral robe made of solidified shadows that shifts and flickers (this is a minor magical effect) worth 7,500 gp.

### F8. BACK DOORS

The two secret doors here can be found with a successful DC 40 Perception check. Behind each door lies a short hallway ending at a statue of the Black Pharaoh with his hands at his side, palms out. A native of Leng who touches both of the statue's palms is instantaneously whisked away to another temple devoted to the Crawling Chaos the statue in area F8a leads to a temple in the Leng city of Sarkomand, while the statue in area F8b leads instead to a temple on the moon looming high over Leng. A PC who succeeds at a DC 30 Spellcraft check while examining either statue's strong conjuration aura identifies the use for the statues and the fact that only natives of Leng can safely use them—any other creature that attempts to travel via these statues receives a brief mental image of the destination before being blown backward from the statue by a powerful blast of wind (treat as a tornado-force wind [Pathfinder Core Rulebook 439] that affects only that creature).

# F9. THE GREAT TEMPLE TO THE CRAWLING CHAOS (CR 17)

This vast temple rises to a looming height of just over a hundred feet above. The ceiling is supported by pillars of purple porphyry that match the polished sheen of the chambers' floor, walls, and ceiling. To the south, a flight of stairs descends into the cathedral, while a pair of enormous basalt statues of faceless sphinxes squat to the west. An immense stone bowl, its mouth forty feet across, sits on a huge stone altar to the east, beyond which a twenty-footwide rent in the east wall provides access to a natural tunnel leading deeper into the mountain. The mangled and burnt corpses of a half-dozen pallid froglike monsters with faces made of tentacles lie haphazardly about the chamber

This huge temple hasn't been used for the worship of Nyarlathotep in over 10,000 years. For much of that time, it instead served as the vault for the *Shard of Sloth*, left by Mesmalatu in the care of a group of undead moonbeasts. Those undead monsters still guarded the shard when Cadrilkasta arrived not long ago—the dragon made short work of the creatures and claimed the *Shard of Sloth* for her own, only to immediately succumb to its curse. Mistaking the lethargy brought on by the shard for

exhaustion, the dragon retreated up the tunnel to area F10 and decided to rest for a bit, and has remained there ever since.

The immense bowl was used at one point in the ancient past to hold the vast sacrifices Nyarlathotep often demanded, but today it is being used for something even more sinister.

Creatures: After Cadrilkasta's attack on the temple, the Leng ghouls contacted their moonbeast masters to report it. These monsters quickly came to the temple to investigate, but when they first attempted to confront the torpid dragon, she slew three of them with ease, forcing the others to retreat and regroup. Their current plan simmers and bubbles hideously in the enormous sacrificial bowl. The moon-beasts are performing a blasphemous ritual to draw upon the dreaming nightmares of countless insane minds who have been touched by Leng over the years, focusing those nightmares on the dead cleric in the bowl and infusing it with horror. The ritual nears its completion—bubbling in the bowl is an almost completely formed shoggoth, a formless night-black monstrosity born of myriad lunatic nightmares.

The moon-beasts have been taking shifts so they can constantly maintain the complex

ritual to grow the shoggoth to full size, and they are only 7 days away from success at the time the PCs first enter this room. Of the four moon-beasts, one of them carries on the ritual while the others watch and rest and guard-the arrival of the PCs gives them a rare opportunity to speed the ritual to its conclusion. If the moon-beasts can get the PCs close enough to the stillimmobile but otherwise fully functional shoggoth, it can lash out from the bowl and engulf them, drawing enough life energy from their bodies to hasten the end of the ritual. If the moon-beasts can't magically compel or otherwise grab the PCs and pull them within range of the shoggoth's location, they'll do their best to render the PCs unconscious and simply carry the bodies over to feed it. The moon-beast currently performing the ritual can afford to pause long enough to join in the battle as well.

The shoggoth cannot move from within the confines of the bowl or use its maddening cacophony attack until the ritual is finished. The rim of the bowl is 25 feet off the ground, which means that the shoggoth can reach any creature standing on the ground in a square adjacent to the bowl's rim. Each living creature the shoggoth manages to kill and engulf shortens the length of its remaining 7 days by 3 days—if it kills and engulfs three creatures (who must have at least 11 Hit Dice—

PCs and moon-beasts alike count!), it can slither up and out of its bowl. If no one remains to lure the shoggoth up to area F10, the creature begins exploring the temple at random, eventually confronting Cadrilkasta as the moon-beasts themselves originally hoped.

Note that while the shoggoth in this encounter is normally a CR 19 foe, the fact that it is immobile and cannot use all of its special attacks means that the CR of the encounter CR itself is only 17 in total, even including the moon-beasts.

### ADVANCED MOON-BEASTS (4)

CR 12

XP 19,200 each

hp 161 each (Pathfinder RPG Bestiary 3 195)

### SHOGGOTH CR XP 204,800

hp 333 (Pathfinder RPG Bestiary 249)

Development: If the PCs kill all of the moon-beasts, the ritual to finish conjuring the shoggoth is disrupted. The shoggoth begins to waste away, taking 1 negative level per round, and

finally melting away once these negative levels equal its total Hit Dice. A successful DC 30 Knowledge (arcana or religion) check made while studying the strong conjuration aura emitted by the bowl and its almost-conjured shoggoth reveals what the moon-beasts were up to, and while it doesn't impart to the PCs knowledge of how to complete the ritual traditionally, they do know that sacrificing enough creatures with 10 HD or more will finish the summoning, perhaps allowing unscrupulous or foolhardy PCs a particularly devastating tool to use against the dragon. If they still survive, the Leng ghouls can provide the PCs a somewhat guilt-free option for fueling the ritual.

**Story Award:** If the PCs prevent the shoggoth from being freed by killing the moon-beasts and then kill the creature (either by attacking it or just letting it accumulate enough negative levels), award them an additional 25,600 XP. If instead they finish the ritual themselves and lure the shoggoth onward to attack Cadrilkasta (or simply kill

CADRILKASTA

the shoggoth after it gets loose), award them experience as if they had defeated the shoggoth in battle.

## F10. THE CURSED DRAGON (CR 19)

A twenty-foot-wide cavern opens onto a high mountain ledge here. The air is unnaturally still and cool, and a mound of rubble into which an immense nest of sorts has been built sits against the cliff side to the south. But the view to the north is far more overwhelming, for here, a ragged black mountain range extends to the horizon. In the distance, brooding upon the range's highest peak, is an unsettling and impossibly tall castle, its towers rising up as if a hand were reaching skyward toward the gibbous moon.

The castle in the distance is Kadath, the crown of Leng and one of the Crawling Chaos's many lairs. As detailed in the gazetteer of Leng starting on page 64, gazing for too long upon Kadath can have dangerous effects on mortal minds. The mountain ledge drops away into a vast emptiness filled with clouds—a character who flies down (or falls) into these clouds returns to area E3, as detailed in area F1.

Creature: The blue wyrm Cadrilkasta has been slumbering here for weeks, her draconic metabolism not yet having driven her to action to fight against the *Shard of Sloth*'s curse. As a result, she's acclimated to the high altitude—she also protects herself from the cold with *endure elements*. In time, she'll rouse herself and make her way back to Guiltspur, but without the PCs' interference, that day is still weeks, perhaps months, in the future. When she notices the PCs, she raises a sleepy head off the ground to regard them as she clutches the *Shard of Sloth* possessively in one talon (she won't make attacks with this claw once combat begins). Unless the PCs attack her on sight, the dragon rumbles an arrogant but somewhat listless greeting to them.

"And you would be those I have dreamed about. I can smell the other shards on you. Thank you for bringing them to me, apes. Leave them here with me, and I will not contest your immediate and silent departure."

Cadrilkasta is willing to entertain other forms of discussion and conversation for a short time as well—you can use this opportunity to answer questions that curious players may have about the events that occurred behind the scenes of this adventure. Eventually, though, the dragon grows impatient with the delay and lashes out with a breath weapon—allow PCs in a discussion with her to make Sense Motive checks against her Bluff to determine if this occurs during a surprise round or not.

Of course, if the PCs lure a released shoggoth up to this ledge to attack the dragon, there's not going to be time for

discussion—the shoggoth's maddening cacophony attack prevents it from surprising the dragon, for its cries of "Tekeli-li!" as it hurtles up the tunnel are impossible for even a cursed dragon to ignore.

### CADRILKASTA

CR 19

XP 204,800

**hp** 351 (see page 58)

Treasure: Beyond the significant amount of valuables that Cadrilkasta wears in the form of jewelry and magic (this treasure is listed in her stat block), the dragon has much of treasure she looted on her way through Guiltspur (mostly taken from Mesmalatu's treasury in area E8) to establish a hoard here in her temporary lair. A fair amount of this treasure consists of loose coins and art objects—gathering it all up and sifting it out from the rubble and snow in the dragon's nest takes at least an hour, although using detect magic can significantly speed up the process of gathering the magic items. Cadrilkasta transported most of the treasure here via a portable hole, but spread the wealth out when she established her lair here.

There's a total of 120,300 cp, 65,750 sp, 22,075 gp, and 1,937 pp scattered around Cadrilkasta's nest. In addition, the collection of treasures includes a masterwork longsword with a filigreed platinum handle worth 557 gp, four large darkwood and mother-of-pearl keys shaped like demons that do not open any lock in this adventure but are each worth 500 gp, a shrew statuette wearing a pointed cap carved from smoky quartz worth 75 gp, a magnificent mithral tray depicting a murder of crows around a dead tree featuring tiny little flakes of jet for the crows' eyes and worth 2,500 gp, a Small +2 flaming spear, a huge jug containing sand and 50 pearls worth 100 gp each, a lens of detection in a silk pouch embroidered with an image of a snake eating a hound (the pouch itself is worth 50 gp), a huge gilt-edged tureen depicting a dragon turtle and set with a trio of diamonds (worth 5,300 gp in total), an eversmoking bottle carved to resemble a fat man with an open upturned mouth, a leather case containing a manual of gainful exercise +3, a poorly taxidermied gnome with a frozen elixir of firebreath in his mouth, the fully articulated skeleton of a dog-man (the wire used to articulate the skeleton is silver and worth a total of 250 gp), a glass jar containing a two-headed owlbear fetus that clutches a stone of good luck in one beak and a stone of weight in the other, and a complicated adamantine puzzlebox scroll tube worth 4,000 gp and containing a scroll of miracle (opening the scroll tube requires a successful DC 35 Disable Device check).

**Story Award**: Recovering the *Shard of Sloth* and activating it with an *incandescent blue sphere ioun stone* (such as the one found in area C<sub>5</sub>) earns the PCs 38,400 XP.



## CONCLUDING THE ADVENTURE

With the defeat of Cadrilkasta and the recovery of the *Shard of Sloth*, the PCs' quest for the *Shattered Star* essentially comes to a close. The Adventure Path assumes the PCs face no more significant threats before they return to Magnimar with their prize (although should the PCs wish to explore Leng further, there is certainly no shortage of high-level adventure to be had there!). As with the end of the previous adventures in this campaign, once the PCs return to Magnimar and document their experiences, the Fame scores of PCs who are members of the Pathfinder Society increase by 16, and they earn 16 Prestige Points for their accomplishments.

While the recovery of the seven shards is certainly an accomplishment worthy of legend, actually rebuilding the *Sihedron* itself is an even greater task. Once the PCs return to Magnimar, Sheila Heidmarch informs them that many famous individuals have come to or are en route to Magnimar not only to witness the rebuilding of

the Sihedron, but also to meet the adventurers who braved five Thassilonian ruins to recover the shards. She asks them to take part in the reforging ritual, pointing out that this is an opportunity for them to revel in their glory and enjoy their fame—leaving unsaid but implied the increased prestige that this accomplishment will bring the Pathfinder Society.

Unfortunately, the ritual is fated to have one significant and unintended consequence: the contingent activation of powerful ancient magic that has slumbered at the bottom of the ocean for a hundred centuries. The ancient sunken city of Xin rises, unleashing a series of monster-infested tsunamis—a sign of a new danger on the horizon. The quest for the *Shattered Star* was intended to arm Varisia's newest heroes with a potent artifact that could be used to defend the land from future dangers rising from the region's ancient past. That its creation would trigger one such danger is revealed in the final adventure: "The Dead Heart of Xin."