

ALL NEW MODULE FOR
ANY FANTASY CAMPAIGN
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Dungeon Crawl Classics #27

Revenge of the Rat King

by Harley Stroh
AN ADVENTURE FOR CHARACTER LEVELS 4-6



Remember the good old days, when adventures were underground, NPCs were there to be killed, and the finale of every dungeon was the dragon on the 20th level? Those days are back. Dungeon Crawl Classics adventures don't waste your time with long-winded speeches, weird campaign settings, or NPCs who aren't meant to be killed. Each adventure is 100% good, solid dungeon crawl, with the monsters you know, the traps you remember, and the secret doors you know are there somewhere.

In Dungeon Crawl Classics #1: Idylls of the Rat King, our heroes defeated a vicious wererat and his minions. Now the Rat King is back! Investigating a ring of slavers, the heroes find themselves in the city's slums. Unknown to them, the entire dungeon is a ruse designed to lure them into the Rat King's clutches. Baited deep underground, the PCs square off against an army of wererats and slavers. When they face unbeatable odds, they can't avoid being captured and tossed into a dungeon cell! Bereft of armor, weapons or equipment, they must fight their way through a rat warren, past the collapsed tomb of an undead warrior, and back into the sewers of the Rat King!

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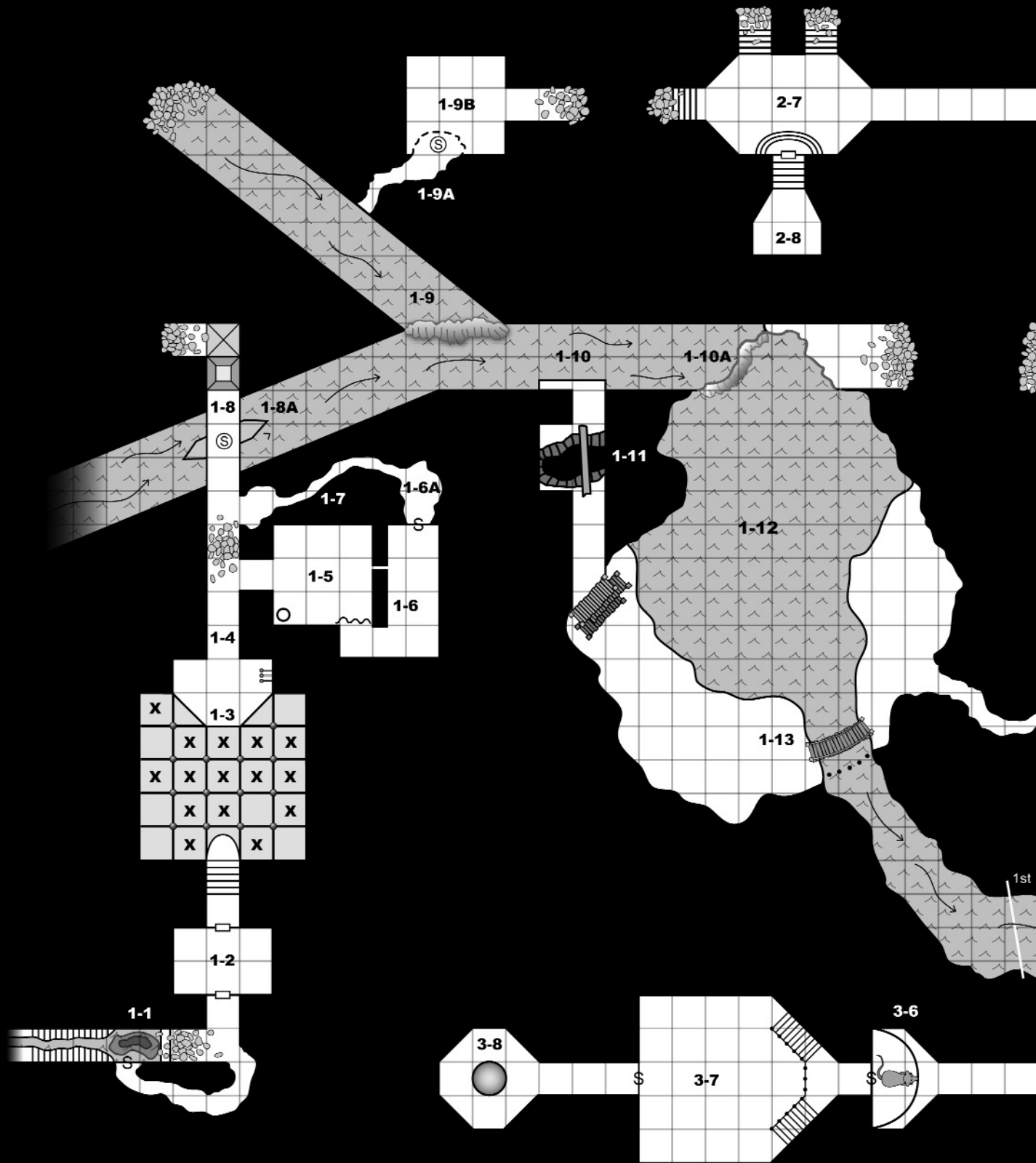
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Table of Contents

Introduction.....	2
Game Master's Section	2
Background Story	4
Map Key	5
Encounter Area 1: Sewers of the Slavers	5
Encounter Area 2: Escape from the Rat King	17
Encounter Area 3: Fall of the Rat King	22
Appendix 1: New Magic	28
Appendix 2: New Monsters	29
Appendix 3: Player Handouts.....	31



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Introduction

Remember the good old days, when adventures were underground, NPCs were there to be killed, and the finale of every dungeon was the dragon on the 20th level? Those days are back. Dungeon Crawl Classics don't waste your time with long-winded speeches, weird campaign settings, or NPCs who aren't meant to be killed. Each adventure is 100% good, solid dungeon crawl, with the monsters you know, the traps you fear, and the secret doors you know are there somewhere.

Revenge of the Rat King is designed for four to six characters of 4th to 6th level, with a total of 24-30 total character levels between party members. While the characters can be of any basic character class, rogues and sorcerers are extremely useful, and a party with a wide range of skills will have the best chance of survival. Above all, teamwork will be essential to the heroes' success. See the "Scaling Information" section for ways to tailor this adventure to your group's unique style of play.

The Revenge of the Rat King is a complete, stand-alone adventure, but can also be played as a sequel to DCC #1: Idylls of the Rat King.

Adventure Summary

Investigating a ring of slavers, the PCs find themselves in the slums of Soulgrave. Unknown to the heroes, the entire dungeon is a ruse designed to lure the PCs into the Rat King's clutches. Baited deep underground, the PCs square off against an army of wererats and slavers. After a deadly ride on a subterranean river, the heroes are drawn into a series of traps that culminates in their capture.

Escaping from a nearly foolproof dungeon cell, the heroes – bereft of armor, weapons or equipment – fight their way through a rat warren, past the collapsed tomb of an undead warrior, and back into the sewers of the Rat King.

Recovering their equipment, the PCs have the chance to even the score with the Rat King. The PCs face down the villain in the bowels of the sewers, bringing the reign of the Rat King to its violent conclusion.



Game Master's Section

Encounter Table

To help the GM prepare, we have included a quick reference table showing all encounters at a glance. **Loc** – the location number keyed to the map for the encounter. **Pg** – the module page number that the encounter can be found on. **Type** – this indicates if the encounter is a trap (T), puzzle (P), or combat (C). **Encounter** – the key monsters, traps, or NPCs that can be found in the encounter. Names in italics are classed NPCs. **EL** – the encounter level.

Loc	Pg	Type	Encounter	EL
1-1	5	T	Diseased caltrops Glass shard cloud	5
1-2	5	C	<i>Rorshantz</i> , human Clr3 4 hobgoblin War1 Summoned barbazu	6
1-3	7	C/T	<i>Cimorn</i> , half-orc Rng3 4 goblin War1 15 zombies	5
1-4	8	T	Bell cord, <i>alarm</i> spell	2
1-5	8	C	3 half-orc slavers Ftr1 3 hobgoblin slavers War1 5 dire rats Wererat	5
1-6	9	C	<i>Azrod the Dying</i> , human Wiz5	5
		T	Poison needle	1
1-6A	10	T	<i>Glyph of warding</i> (blast)	4
1-7	10	C	2 halfling Rog3	6
1-8	10	T	Illusory pit, spiked pit	4
1-8A	11	P/T	River skiff	1
		C	3 wererats	5
1-9A	12	T	Falling debris	1
1-9B	12	C	Huge monstrous spider	6
1-10	13	P	Rotting dock	2
1-10A	13	T	Waterfall	3
1-11	13	C	2 rat swarms	5
1-12	14	C	4 wererats	6
1-13	14	C	5 retreating slavers	2
1-14	15	T	3 portcullis traps 3 ceiling pendulum traps	6

Loc	Pg	Type	Encounter	EL
1-15	15	C	22 wererats	13
		T	Web trap	4
2-1	17	P	Dungeon cell	3
2-1A	17	C	<i>Torturer</i> , wererat Exp1	3
2-3	18	T	Whirlpool	5
2-4	19	C	Rat swarm	3
2-6	19	C	Gray ooze	5
2-7	20	C	Shadow	4
		P/T	Door puzzle	4
			5 mantis blade traps	
2-8	21	C	<i>The Nameless Lord</i> , mummy	9
3-2	22	T	<i>Sepia snake sigil</i> <i>Fireball</i> trap	6
3-2A	23	T/C	Camouflaged pit trap 12 small snakes	6
3-3	23	C	8 hobgoblin slavers War1 5 half-orc slavers Ftr1 3 wererats	6
3-4	24	C	3 bugbears	5
3-5	24	C	Redtooth troll	8
3-6	25	P/T	Son of the Rat King riddle Flaming oil trap	5
3-7	26	C	<i>Aaron Gannu</i> , the Rat King 3 rat swarms	9
3-8	27	T	Poison dart trap	1
			<i>Burning hands</i> trap	2
			<i>Infllict light wounds</i> trap	2
			Poison needle trap	2

Scaling Information

Revenge of the Rat King is designed for four to six characters of 4th to 6th level, but it can be easily modified for parties of different sizes or levels.

Revenge of the Rat King is unlike most adventures in that PCs will have limited access to their equipment and magic items. Instead PCs will have to rely their cunning, creativity and teamwork to triumph over the Rat King, or fall prey to his wicked schemes.

With this in mind consider the following suggestions:

Weaker parties (3 or fewer characters, or lower than 4th level): Ensure a good balance of skills; reduce the DCs of the traps and locks by 5; remove the half-orcs from area 3-3; remove one of the bugbears from area 3-4; change the redtooth troll in area 3-5 to a normal troll; replace the rat swarms in area 3-7 with 12 normal rats.

Stronger parties (7 or more characters, or higher than 6th level): Increase the DCs of all traps by +5; increase the levels of all classed opponents by +2; after the PCs' capture, distribute their equipment and treasure amongst the minions of the Rat King.

Getting the Players Involved

If the PCs have played DCC #1: Idylls of the Rat King, Aaron Gannu has designed the dungeon with the sole purpose of capturing and punishing the adventurers that murdered his son. If the PCs haven't played through the module, the dungeon is simply aimed at trapping good heroes.

Regardless, Aaron Gannu – the Rat King – uses one of the following ruses to get the characters started:

- One of the PCs' relatives has been abducted by slavers. Tracking the villains down brings the PCs to Gotlieb, an innkeep and turncoat willing to betray the slaver underground.
- The PCs come upon a mob of angry peasants about to lynch a terrified innkeep. The mob is retaliating against a string of abductions, and they are convinced that Gotlieb, the innkeep, is one of the slavers. Gotlieb begs the PCs to intervene and spare his life, offering to lead them to the slaver hideout.
- The party's cleric or paladin is tasked with the mission of rooting out a band of slavers. They are given a contact, Gotlieb, and sent to Soulgrave to see what they can discover.
- The local thieves' guild has grown anxious with the rise of a slavery ring. It won't be long until the authorities start investigating, which will mean trouble for everyone. The Soulgrave guildmaster hires the PCs to root out the slavers before they attract any more attention. He introduces the PCs to a disgusting barkeep named Gotlieb...

Note that all of these plot hooks have been orchestrated by the Rat King. Aaron will stop at nothing to lure the PCs into his grasp.



GM Tips

Revenge of the Rat King takes place over the course of three acts, each with its own distinct challenges and theme. To triumph over the Rat King's plot, the PCs need to radically adjust their playing style and goals in-game, a difficult challenge for experienced players and novices alike. Knowing these stages will help the GM to tailor the adventure to his group's particular style of play, and encourage creative and cunning play.

The first act of the module is standard dungeon crawl fare. PCs will encounter all the usual challenges: deadly traps, skilled villains, and confounding challenges. Alert players might rightly suspect that the crawl is too standard. The act comes to its climax as the PCs are lured into a trap and ambushed by overwhelming odds.

The second act is focused on PC survival. No longer triumphant heroes, the PCs' sole goal is to escape the Rat King's torture dungeon. Without equipment, weapons or armor, PCs will be forced to carefully calculate the risks and rewards of deadly challenges.

The final act sets that stage for the PCs' triumphant return. Reclaiming their old weapons, or armed with new magic, they bring the fight back to Aaron Gannu, unleashing their vengeance in a blistering series of quick encounters culminating in a dramatic showdown with the Rat King.

GMs should note that this is a thinking player's dungeon. PCs accustomed to charging into battle without a plan may quickly find themselves in over their heads.

Character Death

PCs that die in the first act of the module (encounter areas 1-1 through 1-15) will be raised by the Rat King before being brought to the dungeon cell (area 2-1). Death is too good for the PCs; Gannu plans on enjoying their suffering for years to come.

PCs escaping from the dungeon are on their own. The only exception is if PCs are captured again by Gannu, whereupon the cycle begins anew. Alternately, cunning PCs might allow themselves to be captured, betting that the Rat King will raise their fallen companions. This gambit will succeed, but the PCs discover that escaping from the Rat King a second time is far more difficult than the first.

Background Story

Aaron Gannu, the Rat King, is a villain with a mission: the slow and torturous demise of the PCs.

If the PCs have adventured through DCC #1: *Idylls of the Rat King*, Aaron is bent on avenging the death of his

son, Lawrence Gannu. If the heroes haven't played *Idylls of the Rat King*, Aaron bears them a burning enmity born of psychotic madness. Regardless of his motives, Aaron's goals are the same.

Not long ago, Aaron was the mastermind behind an infamous ring of assassins. Putting the abilities of ranger, wererat and assassin to deadly advantage, Gannu enjoyed unrivaled success in the Soulgrave underworld. This came to a crushing end with the death of his son. Unable to cope with the loss, Gannu slipped into madness.

Relinquishing his control over the Soulgrave Slayers, Gannu devoted all of his considerable resources to transforming a portion of the city's sewers into a dungeon designed for the sole purpose of capturing the PCs.

Contacting old allies and hiring an army of henchmen, the Rat King staffed his deathtrap with wicked villains of every persuasion. Then, he carefully spun the web of deception that lured the PCs to his lair. Unlike many adventures, the PCs won't begin with surprise on their side. Instead, an entire army of villains is lying in wait, with bared swords and bated breath.

Right or wrong, Aaron believes the heroes to be responsible for the sorrows of his life. Nothing short of death will stop his black hand of vengeance.

Player Beginning

Start the adventure by reading the following:

The sweaty-fisted man calling himself Gotlieb the Innkeep leads you down the dark granite steps, his torch dripping fat and oil. You trust the big man no further than your mage could throw him, but still you find yourself following him down the narrow, twisted passages to the undercity.

You catch your companions' wary eyes and shift one hand to your blade. You've trusted worse rogues before – some have even joined your company – but something about this man leaves you uneasy.

"Here she is," Gotlieb mutters. His soiled hands grope the base of a stained brick. You hear a muffled click and then a concealed door separates from the wall. Gotlieb forces the door back with his shoulder, revealing a stairway that plunges down into darkness. The smell of sweat and rot wafts up from below.

"That's where the slavers come 'n' go," he grunts through rotting teeth. "I've done my part. Now it's time for the heroes." He says the last word with a sneer, then bows and steps aside, making room for you to pass.

Encounter Area 1: Sewers of the Slavers

Except where noted, the sewers are constructed of aging bricks. The corridors are uniformly 10 feet wide, with 8-foot-high arched ceilings. The floors are covered in an inch or two of accumulated mud, mold and scum. The walls are slick with condensation, and mold infests the cracks between the bricks.

Most of the wererats in this adventure remain in the form in which they are first encountered. Thus, they are given stats for only one form. The exceptions are the redtooth troll and Rat King himself, both on level 3, who both change form during their battles.

Agents of the Rat King have kept Gotlieb under surveillance; all of the foes encountered in area 1-1 through 1-15 will be aware of the PCs' approach. Note that Gotlieb himself is not aware of the role he plays in the Rat King's plot. Even if Gotlieb is captured and interrogated, he knows nothing useful to the PCs.

There are no wandering monsters in this area of the dungeon. Each of the encounters has been carefully staged by Gannu to wear down the PCs' strengths while luring them deeper into his snares.

Gotlieb, male human Rog2: CR 2; Medium Humanoid; HD 2d6; hp 10; Init -1; Spd 30 ft.; AC 9, touch 9, flat-footed 9; Base Atk +1; Grp +3; Atk/Full Atk torch +3 melee (1d4+2/x2); SQ sneak attack +1d6, trapfinding, evasion; AL NE; SV Fort 0, Ref +2, Will +1; Str 14, Dex 9, Con 10, Int 7, Wis 13, Cha 8.

Skills and Feats: Appraise +3, Bluff +6, Diplomacy +2, Escape Artist +2, Forgery +1, Gather Information +4, Hide +1, Intimidate +6, Knowledge (history) +0, Search +4, Sense Motive +3; Investigator, Persuasive.

Possessions: Robe, torch.

Masonry wall: thickness 1ft.; Hardness 8; hp 90; Break DC 35.

Wooden door: thickness 2 in.; Hardness 5; hp 10; Break DC 13.

Areas of the Map

Area 1-1 – Slavers' Welcome (EL 5): Read or paraphrase the following:

The narrow stone staircase stops before a stout oaken door, reinforced with straps of hammered iron. A stream of murky water trickles down the wet steps, pooling at the base of the stairs. The air is thick with heat and moisture. Your companions sweat oppressively beneath their armor and robes, and even the act of breathing is labored and difficult. Already you are beginning to detest this hateful place.

Behind the door is a pile of rubble that fills the passageway and prevents the door from opening. Even if the door is destroyed PCs have to dig their way through the rubble, an onerous task taking several hours.

A DC 15 Spot check reveals a fine film of crystals floating on the surface of the puddle. These are glass shards from the trap (see below).

Two dozen caltrops are hidden beneath the surface of the pond; the caltrops can be found with a DC 10 Search check. The caltrops make an attack roll (base attack bonus +0) against anyone stepping into the pool. The PC's shield, armor, and deflection bonuses do not count. If the PC is wearing shoes or other footwear, she gets a +2 armor bonus to AC. If the caltrops succeed in the attack, the PC has stepped on one. The PC takes 1 point of damage, is in danger of infection from vein rot (injury DC 15, onset 1d4 hours, damage 1d6 Str), and her speed is reduced by one-half because her foot is wounded. The movement penalty lasts for 24 hours, or until the PC is successfully treated with a DC 15 Heal check, or until she receives at least 1 point of magical curing.

A secret door is concealed in the south wall, at the bottom of the stairs. A DC 20 Search check finds the door and the opening mechanism: an iron ring concealed behind a removable brick. Pulling on the ring trips a catch that allows the secret door to swing open; pulling on the ring also triggers a trap that fills the air with floating shards of finely powdered glass. Those failing a DC 15 Fortitude save inhale the shards, taking 1d6 points of Constitution damage immediately. In addition, those failing a second DC 15 Fortitude save 1 minute later are dealt 1d4 points of additional Constitution damage.

Diseased Caltrops: CR 2; mechanical, location trigger; automatic reset; Atk +2 melee (1 plus vein rot: injury DC 15, onset 1d4 hours, damage 1d6 Str); multiple targets (anyone stepping in the pool); Search DC 10; Disable Device DC 10.

Glass Dust Cloud Trap: CR 5; mechanical; location trigger; repair reset; gas; never miss; poison (cloud of glass dust, DC 15 Fortitude save resists, 1d6 Con/1d4 Con); multiple targets (all targets in a 20-ft.-by-10-ft. room); Search DC 25; Disable Device DC 20.

Area 1-2 – Smoke and Devilry (EL 6): The southern door is locked (Open Lock DC 15, Break DC 13). PCs succeeding on a Listen check (DC 15) hear



excited voices on the far side of the door.

Read or paraphrase the following when the PCs open the door:

Roaring goblinoids hurl themselves through the door, hacking and slashing with their blades as they come. Past your foes you spot a man armored in dark scale mail chanting above a dozen black candles set in the shape of a hexagram. As his chants change to a cacophonous shout, choking black smoke begins to spit and hiss from the candles, coalescing in some terrible being of hellfire and infinite darkness!

The five hobgoblins charge the hallway, attempting to buy the cleric time to finish his summoning. The cleric, a disgusting leech of a man named Rorshantz, has lit *black candles of Parhokk* (V); the PCs have 2 rounds to interrupt the summoning before the choking smoke transforms into a bearded devil at the beginning of the 3rd round (see below).

Development: The *black candles of Parhokk* (V) act as a *scroll of summon monster V*, but with no caster level requirement. The dark side of this advantage is that unless the caster's level is at least equal to the spell's required caster level, he cannot control the creature summoned. Thus the bearded demon lashes out at the nearest target with delight – likely

Rorshantz unless the PCs have made it into the room. Rorshantz attempts to flee north, abandoning his cohorts and the PCs to the devil.

Rorshantz, male human Clr3: CR 3; Medium Humanoid; HD 3d8+6; hp 27; Init +1; Spd 30 ft.; AC 16, touch 11, flat-footed 15; Base Atk +2; Grp +2; Atk/Full Atk Heavy mace +2 melee (1d8 or heavy crossbow +3 ranged (1d10/19-20); SQ turn and rebuke undead; AL LE; SV Fort +7, Ref +2, Will +7; Str 11, Dex 12, Con 14, Int 7, Wis 15, Cha 13.

Skills and Feats: Concentration +8; Combat Casting, Great Fortitude, Iron Will.

Possessions: *Black candles of Parhokk* (V), heavy crossbow, heavy mace, *scale mail* +1, bolt case with 14 bolts, belt pouch with 2d20 gp.

Cleric spells prepared (4/4/3; base DC = 12 + spell level): 0-level – *guidance*, *inflict minor wounds*, *light*, *resistance*; 1st-level – *bane*, *cause fear** (x2), *inflict light wounds*; 2nd-level – *inflict moderate wounds*, *death knell**, *hold person*. *Domain spells.

Domains: Death, Destruction.

Hobgoblin Slavers, War1 (4): CR 1/2; Medium Humanoid (Goblinoid); HD 1d8+2; hp 8; Init +1; Spd 30 ft.; AC 15, touch 11, flat-footed 14; Base Atk +1; Grp +2; Atk/Full Atk Longsword +2 melee (1d8+1/19-20) or javelin +2 ranged (1d6+1); SA -; SQ Darkvision 60 ft.; AL LE; SV Fort +4, Ref +1, Will -1; Str 13, Dex 13, Con 14, Int 10, Wis 9, Cha 8.

Skills and Feats: Hide +3, Listen +2, Move Silently +3, Spot +2; Alertness.

Possessions: Studded leather armor, small wooden shield, longsword, javelin (3), bag with 1d20 sp.

Bearded Devil (barbaz): CR 5; Medium Outsider (Evil, Extraplanar, Lawful); HD 6d8+18; hp 45; Init +6; Spd 40 ft.; Space/Reach 5 ft./5 ft. (10 ft. with glaive); AC 19 touch 12, flat-footed 17; Base Atk +6; Grp +8; Atk Glaive +9 melee (1d10+3 plus infernal wound) or claw +8 melee (1d6+2); Full Atk Glaive +9/+4 melee (1d10+3 plus infernal wound) or 2 claws +8 melee (1d6+2); SA Infernal wound, beard, battle frenzy, summon devil; SQ Damage reduction 5/silver or good, darkvision 60 ft., immunity to fire and poison, resistance to acid 10 and cold 10, see in darkness, spell resistance 17, telepathy 100 ft.; AL LE; SV Fort +8, Ref +7, Will +5; Str 15, Dex 15, Con 17, Int 6, Wis 10, Cha 10.

Skills and Feats: Climb +11, Diplomacy +2, Hide +11, Listen +9, Move Silently +9, Sense Motive +9, Spot +9; Improved Initiative, Power Attack, Weapon Focus (glaive).

Battle Frenzy (Ex): Twice per day, a bearded devil can work itself into a battle frenzy similar to the barbarian's rage (+4 Strength, +4 Constitution, +2 morale bonus on Will saves, -2 AC penalty). The

frenzy lasts for 6 rounds, and the bearded devil suffers no ill effects afterward. A bearded devil's natural weapons, as well as any weapons it wields, are treated as evil-aligned and lawful-aligned for the purpose of overcoming damage reduction.

Infernal Wound (Ex): The damage a bearded devil deals with its glaive causes a persistent wound. An injured creature loses 2 additional hit points each round. The wound does not heal naturally and resists healing spells. The continuing hit point loss can be stopped by a DC 16 Heal check, a *cure* spell, or a *heal* spell. However, a character attempting to cast a *cure* spell or a *heal* spell on a creature damaged by a bearded devil's glaive must succeed on a DC 16 caster level check, or the spell has no effect on the injured character. A successful Heal check automatically stops the continuing hit point loss as well as restoring hit points. The infernal wound is a supernatural ability of the bearded devil, not of the weapon.

Beard (Ex): If a bearded devil hits a single opponent with both claw attacks, it automatically hits with its beard. The affected creature takes 1d8+2 points of damage and must succeed on a DC 16 Fortitude save or be infected with a vile disease known as devil chills (incubation period 1d4 days, damage 1d4 Str). Damage is dealt each day until the afflicted creature succeeds on three consecutive Fortitude saves, the disease is cured magically, or the creature dies.

Area 1-3 – Slave Pits (EL 5): Read or paraphrase the following:

The slick stairs descend to a raised platform that looks down over a peculiar room of a series of filthy cages. Over half of the open-roofed cages hold broken bodies of one race or another.

On the far side of the room is a matching platform. Atop the platform stands a wild-maned half-orc surrounded by scampering goblins. The half-orc shouts across the room:

"Dawn treaders! Go back whence you came," he draws a dripping arrow from a barrel, "Or rue the day you crossed blades wit' Cimorn o' the Urzod!"

The half-orc raises his black bow in salute as the goblins scramble for cover!

Cimorn and all six of the goblins fire their bows at the PCs, taking advantage of the partial cover (+4 AC) provided by the walls. Their arrows have all been dipped in small centipede poison (injury DC 11, initial 1d2 Dex, secondary 1d2 Dex); because of the ease of applying the poison, there is no risk of the archers poisoning themselves unless they fumble an attack.

PCs can cross the room by moving at quarter speed along the top of the cages. Each round spent atop a cage wall PCs must make a Balance check (DC 15). Failure results in tumbling into one of the cages; PCs can catch the rim of the cage with a DC 17 Ref save, but those failing the saving throw fall to the cage floor for 1d6 points of falling damage. Anyone struck by an arrow while balancing on the cage wall must make an immediate DC 20 Balance check or be knocked from the wall.

The "broken bodies" inside the cages are actually zombies that rise up and attack anyone falling into a cage or dangling from the lip of the cage wall. There is one zombie in each cage marked X.

Development: A series of iron levers stands on the far side of the room, protected by full cover. At Cimorn's command, a goblin throws certain levers, dropping cage walls as directed. This serves two purposes: any PC atop the wall must make an immediate Reflex save (DC 17) or fall to the floor; and freeing a caged zombie to move between the opened cages. Cimorn saves the surprise for its greatest effect, but if PCs are nearly across the room, he commands the goblin to drop all the walls, and leads a retreat to area 1-4, where they take a stand with the other slavers.

Each barrel contains 15 doses of small centipede poison.

Cimorn, half-orc Rng3: CR 3; Medium Humanoid; HD 3d8+9; hp 28; Init +5; Spd 30 ft.; AC 16, touch 11, flat-footed 15; Base Atk + 3; Grp +5; Atk/Full Atk Longsword +5 melee (1d8+2/19-20) or composite longbow +3/+3 ranged (1d8+2/x3 plus poison); SQ favored enemy: human, track, wild empathy, combat style: archery, endurance; AL NE; SV Fort +6, Ref +4, Will +3; Str 14, Dex 13, Con 16, Int 6, Wis 15, Cha 9.

Skills and Feats: Climb +2, Handle Animal +0, Hide +3, Jump +3, Knowledge (nature) -1, Listen +3, Move Silently +3, Search +0, Survival +6; Improved Initiative, Rapid Shot, Track, Weapon Focus (longbow).

Possessions: Chain shirt +1, composite longbow (+2), longsword.

Goblin, War1 (4): CR 1/3; Small Humanoid (Goblinoid); HD 1d8+1; hp 5; Init +1; Spd 30 ft.; AC 14, touch 12, flat-footed 13; Base Atk +1; Grp -3; Atk/Full Atk Small morningstar +2 melee (1d6/x2) or shortbow +3 ranged (1d6/19-20/x3 plus poison); SA -; SQ Darkvision 60 ft.; AL NE; SV Fort +3, Ref +1, Will -1; Str 11, Dex 13, Con 12, Int 10, Wis 9, Cha 6.

Skills and Feats: Hide +5, Listen +2, Move Silently +5, Ride +4, Spot +2; Alertness.

Possessions: Leather armor, small morningstar, shortbow.

Human Zombies (15): CR 1/2; Medium Undead; HD 2d12+3; hp 16; Init -1; Spd 30 ft.; AC 11, touch 9, flat-footed 11; Base Atk +1; Grp +2; Atk/Full Atk Slam+2 melee (1d6+1); SA -; SQ Single actions only, damage reduction 5/slashing, darkvision 60 ft., undead traits; AL NE; SV Fort +0, Ref -1, Will +3; Str 12, Dex 8, Con -, Int -, Wis 10, Cha 1.

Skills and Feats: -; Toughness.

Single Actions Only (Ex): Zombies have poor reflexes and can perform only a single move action or attack action each round. A zombie can move up to its speed and attack in the same round, but only if it attempts a charge.

Area 1-4 – Alarms (EL 2): A black cord is stretched across the corridor at knee level; a dozen small bells are tied to the cord. PCs in the front rank failing a Spot or Search check (DC 15) trip the alarm, alerting the slavers in area 1-5. An *alarm* spell has been cast just past the cord, keyed to mentally alert the Dying One (see area 1-6).

Area 1-5 – Den of the Slavers (EL 5): Read or paraphrase the following:

Thunderous laughter echoes from the north, in time to the sharp crack of whips. Inside the smoky room are hobgoblin and half-orc slavers clustered around the body of an ancient elf. The elf hangs from a chain bolted into the ceiling, his hands tied above his head, and the slavers are taking turns striking the body with whips.

Roaring with laughter, two of the hobgoblins drag a heavy wooden crate towards the elf. The crate rocks back and forth, and something inside squeals with wicked hunger. The slavers hoot and holler with anticipation as they begin to hoist the elf into the crate...

The slavers are so absorbed with their ghastly game they haven't realized that the elf is dead. Unless the slavers have been warned by Cimorn (area 1-3) or the bell alarm (area 1-4), the PCs automatically have a surprise round.

Inside the crate are 5 ferocious dire rats and one wererat in dire rat form. On their first round, the hobgoblins flip the crate over, turning the rats loose on the PCs.

While the half-orcs occupy the melee warriors and the hobgoblins hurl javelins at the spellcasters, the wererat uses its *rat empathy* to coordinate the dire rats' attacks. The wererat remains in dire rat form for the entire battle, dodging in and amongst the other rats to confound concentrated attacks. PCs attempting to specifically target the wererat need to make a DC 15 Concentration check or attack a dire rat by mistake.

There is a fire pit in the south-west corner of the room, along with a small cauldron and a cooking spit. Chopped halfling bits are stewing inside the cauldron. The north and east walls of the room are home to a dozen crude cots, bedrolls and blankets. A ratty blanket hangs on the southeast wall, covering a passage to the south.

A dozen humanoid skulls – mostly human and elf – hang on the east wall. The only dwarf skull conceals a spy hole drilled into the east wall. PCs notice the spy hole with a DC 20 Spot check, or a DC 15 Search check.

Development: The Dying One (area 1-6) watches the entire encounter from his spy hole in the east wall. PCs notice the hole on a DC 20 Spot check, or a DC 15 Search check. He immediately begins to cast spells in anticipation of combat with the PCs.

When it becomes apparent that the slavers cannot win, the wererat flees to area 1-7, where it dives into the sewers, vanishing from sight. The half-orc and hobgoblins fight to the death, believing – mistakenly – that the Dying One will come to their aid.

Half-orc Slavers, Ftr1 (3): CR 1; Medium Humanoid; HD 1d10+5; hp 13; Init 0; Spd 30 ft.; AC 17, touch 10, flat-footed 17; Base Atk +1; Grp +4; Atk/Full Atk Battleaxe +5 melee (1d8+3/x3); SA -; SQ Darkvision 60 ft.; AL LE; SV Fort +4, Ref 0, Will 0; Str 16, Dex 10, Con 15, Int 7, Wis 11, Cha 7.

Skills and Feats: Intimidate +2; Toughness, Weapon Focus (battleaxe).

Possessions: Battleaxe, chainmail, heavy wooden shield, belt pouch with 1d4 sp, 1d12 gp and 1d4 dried ears and fingers (battle trophies).

Hobgoblin Slavers, War1 (3): CR 1/2; Medium Humanoid (Goblinoid); HD 1d8+2; hp 8; Init +1; Spd 30 ft.; AC 14, touch 11, flat-footed 13; Base Atk +1; Grp +2; Atk/Full Atk Longsword +2 melee (1d8+1/19-20) or javelin +2 ranged (1d6+1/x2); SA -; SQ Darkvision 60 ft.; AL LE; SV Fort +4, Ref +1, Will -1; Str 13, Dex 13, Con 14, Int 10, Wis 9, Cha 8.

Skills and Feats: Hide +3, Listen +2, Move Silently +3, Spot +2; Alertness.

Possessions: Studded leather armor, longsword, javelin (5), bag with 3d6 sp.

Dire Rats (5): CR 1/3; Small Animal; HD 1d8+1; hp 5; Init +3; Spd 40 ft., climb 20 ft.; Space/Reach 5 ft./5 ft.; AC 15, touch 14, flat-footed 12; Base Atk +0; Grp -4; Atk/Full Atk Bite +4 melee (1d4 plus disease); SA Disease; SQ Low-light vision, scent; AL N; SV Fort +3, Ref +5, Will +3; Str 10, Dex 17, Con 12, Int 1, Wis 12, Cha 4.

Skills and Feats: Climb +11, Hide +8, Listen +4, Move Silently +4, Spot +4, Swim +11; Alertness, Weapon Finesse.

Disease (Ex): Filth fever; bite, Fortitude DC 11, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con.

Wererat (dire rat form): CR 2; Small Humanoid (Human, Shapechanger); HD 2d8+6; hp 18; Init +7; Spd 40 ft., climb 20 ft.; AC 17, touch 14, flat-footed 14; Base Atk +1; Grp -2; Atk/Full Atk Bite +6 melee (1d4+1 plus disease); SA Curse of lycanthropy, disease; SQ Alternate form, rat empathy, damage reduction 10/silver, low-light vision, scent; AL CE; SV Fort +6, Ref +5, Will +4; Str 13, Dex 17, Con 14, Int 10, Wis 11, Cha 8.

Skills and Feats: Climb +11, Handle Animal +3, Hide +8, Listen +4, Move Silently +4, Spot +4, Swim +11; Improved Initiative, Toughness.

Curse of Lycanthropy (Su): Any humanoid or giant hit by a wererat's bite attack in animal or hybrid form must succeed on a DC 15 Fortitude save or contract lycanthropy.

Disease (Ex): Filth fever; bite, Fortitude DC 12, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con.

Area 1-6 – The Dying One (EL 5): Read or paraphrase the following:

The dark room stinks of mold and rotting herbs. An iron brazier, resting atop a black iron tripod, provides the only light. Black smoke issues from the sparking embers, choking the air.

The walls are covered with stretched skins and pale skeletons. Some of the forms are recognizable: lizards, cats and birds. Others are not familiar, the twisted skeletons and skins of creatures from the outer dark.

In the far corner of the room is an empty cot and blanket, black and slick with mold.

Standing at the back of the room, his face hidden by a cowl, is Azrod the Dying. Bent with age and stricken with a wasting disease that has left his skin cracked and dried, Azrod is sustained by an indomitable spirit that simply refuses to allow the old wizard to die. The Dying One is utterly unrepentant; he delights in necromantic studies, the pursuit of lichdom, and the courting of powers best left undisturbed.

Despite his broken physical frame, Azrod fights with an enormous +1 *bastard sword*, an infernal blade named *Razorwand*. Forged from stained black steel, the weapon is decorated with glowing blue runes that run the length of the serrated blade. *Razorwand* functions exactly like a *wand of magic missiles* (CL 5, 30 charges).

Tactics: Azrod watches the battle in area 1-5, taking

the opportunity to cast spells in preparation for battle. Given the opportunity, he casts spells in the following order:

Round 1: *mage armor* (+4 AC for 5 minutes)

Round 2: *blur* (20% miss chance for 5 minutes)

Round 3: *mirror image* (1d4+1 images for 5 minutes)

Round 4: *protection from good* (+2 AC, +2 resistance bonus on saves for 5 minutes)

With the chance to prepare all his spells, Azrod's final stats reflect the following changes: 1d4+1 images, 20% miss chance, and AC 21, touch 17, flat-footed 20.

If the PCs haven't moved on to area 1-5 after 4 rounds of preparation, Azrod attacks of his own initiative. He leads off with *lightning bolt* (likely injuring or killing his own companions), following with blasts of *magic missiles* from *Razorwand* (three missiles per casting, inflicting 1d4+1 points of force damage each).

If the battle turns against him, Azrod casts *gaseous form* and flees through cracks in the north wall. Given the chance, he rejoins his companions in area 1-15.

Secret Door: A DC 22 Search check reveals a secret door in the north wall. The door is opened with a small catch hidden in a crack on the floor. A poisoned needle is buried beside the catch; pulling on the catch triggers the trap, pricking the finger of the victim.

The secret door can also be broken open with a DC 20 Strength check, or destroyed with 20 points of damage.

Azrod the Dying, male human Wiz5: CR 5; Medium Humanoid; HD 5d4+10; hp 26; Init +5; Spd 30 ft.; Base Atk +2; Grp +0; AC 15, touch 11, flat-footed 14; Atk/Full Atk *Razorwand* +1 melee (1d10-1/19-20) or dagger +3 ranged (1d4-2/19-20); SQ summon familiar, scribe scroll; AL NE; SV Fort +3, Ref +2, Will +3; Str 7, Dex 13, Con 15, Int 17, Wis 9, Cha 6.

Skills and Feats: Concentration +10, Decipher Script +11, Knowledge (arcana) +11, Listen +1, Search +5, Sense Motive +1, Spellcraft +11, Spot +1; Combat Casting, Exotic Weapon Proficiency (bastard sword), Improved Initiative, Craft Wand.

Possessions: *Bracers of armor* +3, dagger, *Razorwand* (as *wand of magic missile* (CL 5, 30 charges), *ring of protection* +1).

Wizard Spells Prepared (4/4/3/2; base DC = 13 + spell level): 0-level – *acid splash*, *daze* (x2), *mesage*; 1st-level – *mage armor* (x2), *protection from*

good; 2nd-level – *blur*, *mirror image* (x2); 3rd-level – *lightning bolt*, *gaseous form*.

Poison Needle Trap: CR 1; mechanical; location trigger; manual reset; Atk Needle +8 ranged (1 plus poison); poison (bloodroot, DC 12 Fortitude save resists, 0/1d4 Con plus 1d3 Wis); Search DC 20; Disable Device DC 18.

Secret Door: thickness 2 in.; Hardness 5; hp 20; Break DC 20.

Area 1-6A – The Dying One's Cache (EL 4): Read or paraphrase the following:

The secret door grinds open to reveal a narrow alcove carved from the sandstone. The air is cooler and moist here, and the floor is covered in damp sand. A narrow cleft has been cut into the west wall. On the north wall, 3 planks have been converted into crude shelving. A small copper coffer, stained green with verdigris, sits on the top shelf.

The coffer is trapped with a *glyph of warding* (blasting). The glyph is triggered by anyone removing the coffer without first speaking the Dying One's name ("Juzaiith"). The Dying One will only reveal his name under pain of death, or if it appears that the PCs will remove the coffer from the shelf while he is in the room.

The coffer is not locked. Inside are the potent herbs, infusions and teas that the Dying One uses to stave off the diseases that wrack his body. If sold to a mage or alchemist, the contents are worth 200 gp. Additionally, the coffer holds five potions kept in unmarked amber vials: *cure moderate wounds* (x3), *lesser restoration*, and *delay poison*.

A DC 20 Search reveals a scrap of paper glued to the bottom of the coffer. The word "Lawrence" is written in jagged script. This is the answer to the riddle in area 3-6.

Glyph of Warding (Blast): CR 4; spell; spell trigger; no reset; spell effect (*glyph of warding* [blast], 5th-level cleric, 2d8 acid, DC 14 Reflex save half damage); multiple targets (all targets within 5 ft.); Search DC 28; Disable Device DC 28.

Area 1-7 – The Narrows (EL 6): Read or paraphrase the following:

The corridor narrows to a muddy squeeze, mere hand widths from wall to wall. Perhaps this is the end of the slavers' dungeons, for surely no humanoid could make regular use of the tiny cave.

Anyone making a DC 20 Search check or DC 18

Profession (masonry) check recognizes that beneath the mud is new stonework construction. The corridor is just wide enough to allow a medium-sized humanoid to pass – unfortunately body type and armor have a dramatic effect on a PC's width.

A medium-sized PC with a natural Strength score of 15 or higher may squeeze through wearing light armor.

A medium-sized PC with a natural Strength score of 12 to 14 may squeeze through wearing medium or light armor.

A medium-sized PC with a natural Strength score of 11 or lower may squeeze through wearing heavy, medium, or light armor.

Small-sized PCs, or any PC succeeding on a DC 20 Escape Artist check, may squeeze through the corridor with one armor type higher.

On the far side, the narrows widen. Two halfling rogues lie in wait, hidden in the shadows, ready to ambush the first PC to come through the narrows. The rogues strike then flee down the corridor to area 1-8, nimbly leaping around the corner, avoiding the hidden pit (see area 1-8 for more information).

Amroth and Lo'dre, male and female halflings

Rog3: CR 3; Small Humanoid; 3d6+12; hp 27, 33; Init +2; Spd 20 ft.; AC 15, touch 13, flat-footed 13; Base Atk +1; Grp -3; Atk/Full Atk Short sword +2 melee (1d6-1/19-20) or dagger +5 ranged (1d4-1/19-20); SQ sneak attack +2d6, trapfinding, evasion, trap sense +1; AL LE; SV Fort +5, Ref +6, Will +2; Str 9, Dex 15, Con 16, Int 9, Wis 10, Cha 12.

Skills and Feats: Balance +8, Climb +7, Hide +12, Listen +8, Move Silently +12, Search +5, Spot +6; Stealthy, Toughness.

Possessions: Dagger (3), leather armor, short sword.

Area 1-8 – Spiked Pits (EL 4): Read or paraphrase the following:

A gaping pit blocks your way through this long corridor. Just on the other side of the pit the corridor turns sharply to the west. Peering into the open-mouthed pit you can see concentric rings of rusty iron spikes and the bones of former victims, glistening wetly in the dim light.

The pit is an illusion created by a *permanent image* spell (Willpower save, DC 19 to disbelieve if interacted with). Just past the illusory pit is a real pit covered by an illusory floor. PCs leaping the illusory pit land squarely atop the real pit and fall into the spiked trap, forgoing any chance of a saving throw.

To observers, PCs vaulting over the fake pit seem to

land on the other side, only to vanish from sight. Those falling for the trick take 2d6 points of falling damage, and are targeted by 1d4 spikes (atk +10, dmg 1d4+2/spike).

Explorers taking the time to search the real pit (Search DC 20), discover 1d100 gp, 1d20 pp, and 1d4 rubies (worth 25 gp each) amid the old skeletons.

Twenty feet south of the pits is a trap door hidden in the floor. The secret door can be found with a DC 20 Search check. PCs listening at the trapdoor (Listen DC 15) hear a deep roar. The door is opened by lifting on a bronze pull-ring in the center of the door.

Lifting the trapdoor reveals a 15-foot-tall chimney descending to a storm drain filled with rushing water (area 1-8A). Iron rungs are built into the side of the chimney.

Spiked Pit Trap: CR 3; mechanical; location trigger; manual reset; DC 20 Reflex save avoids; 20 ft. deep (2d6, fall); multiple targets (first target in each of two adjacent 5-ft. squares); pit spikes (atk +10 melee, 1d4 spikes per target for 1d4+2 each); Search DC 21; Disable Device DC 20.

Area 1-8A – Storm Sewers (EL 1, 5): Read or paraphrase the following:

Hanging from the iron rungs of the ladder, you peer into the darkness below. Water rushes through the wide brick tunnel below, coming a mere six feet short of where you stand. Two heavy ropes are tied to the lowest rung of the chimney.

The first rope is moored to a narrow skiff that bobs and kicks in the rushing current. The second rope is knotted every three feet, threaded through an iron ring in the bow of the skiff, and continues on downstream. Where the rope ends is impossible to say.

The skiff is used by slavers moving from area 1-8 to area 1-10. The threaded rope acts as a guide, and the swiftly-running current carries the skiff to the dock. (The knots also allow the slavers to pull themselves back upstream).

Normally this process is perfectly safe. Aaron Gannu has different plans.

As soon as PCs board the skiff and begin to work their way downstream, 3 wererats climb from burrows in the storm tunnel walls. The rats chew through the rope in a single round, leaving the skiff adrift in the current, without poles or paddles.

If adventurers have been left behind to guard the



rope, 2 of the rats attack the guards while the remaining rat takes 2 rounds to chew through the rope.

The current runs at 30 feet per round, carrying the PCs past the dock on round 3 and over the waterfall at the end of round 4. See areas 1-10 and 1-10A for the docks and the dangers of the waterfall.

If the rats are successful in severing the rope, they drop into the river and paddle downstream after the PCs, reappearing in area 1-15.

The water in the tunnel is 6 feet deep.

Wererat (dire rat form) (3): CR 2; Small Humanoid (Human, Shapechanger); HD 2d8+6; hp 18 each; Init +7; Spd 40 ft., climb 20 ft.; AC 17, touch 14, flat-footed 14; Base Atk +1; Grp -2; Atk/Full Atk Bite +6 melee (1d4+1 plus disease); SA Curse of lycanthropy, disease; SQ Alternate form, rat empathy, damage reduction 10/silver, low-light vision, scent; AL CE; SV Fort +6, Ref +5, Will +4; Str 13, Dex 17, Con 14, Int 10, Wis 11, Cha 8.

Skills and Feats: Climb +11, Handle Animal +3, Hide +8, Listen +4, Move Silently +4, Spot +4, Swim +11; Improved Initiative, Toughness.

Curse of Lycanthropy (Su): Any humanoid or giant hit by a wererat's bite attack in animal or hybrid form must succeed on a DC 15 Fortitude save or

contract lycanthropy.

Disease (Ex): Filth fever; bite, Fortitude DC 12, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con.

Area 1-9 – Hidden Falls: Read or paraphrase the following if one of the PCs succeeds on a DC 15 Spot check:

You spot a small waterfall through the darkness, pouring from what looks like a hidden side tunnel. The water's current will carry you past unless you act quickly!

It is a 6 foot rise from the water's edge to the lip of the waterfall, and climbing a slick waterfall is no easy feat under the best of circumstances.

Without a means of steering the skiff, PCs will have to leap for the lip of the falls. This requires a DC 20 Jump check to make it to the falls, followed immediately by a DC 20 Strength check or a DC 17 Climb check, to hold on.

Meanwhile, the adventurers in the skiff will have to find some means of arresting the skiff's progress. This is best accomplished with a well-thrown grappling hook (Use Rope, DC 20), but PCs are likely to find more creative solutions.

If the skiff is simply tied off to the climber, the current of the river rips the climber free unless she succeeds on a DC 25 Strength check. Those failing the check are hurled back into the river as the skiff proceeds to rush downstream, creating an especially deadly situation in the next two rounds (see areas 1-10 and 1-10A).

Area 1-9A – Chimney (EL 1): Read or paraphrase the following:

The tunnel comes to a dead end. The sandy floor of the chamber is littered with splintered bones, tight balls of hair, and the broken skulls of rats. The smell of rot is strong here.

The PCs' first impressions of this chamber are deceiving. A hole is cut into the center of the ceiling, rising 50 feet before leveling off and running east to area 1-9B. The hole has been blocked by fallen debris hung from the bottom of a spider web, and can only be noticed with a DC 15 Search check.

The concealed hole is 13 feet off the ground. A DC 15 Strength check is required to knock clear the debris, showering the chamber with a hail of rat corpses, broken twigs and rocks targeting any PC standing beneath the hole (atk +10 ranged, 1d6 damage) and alerting the monstrous spider above (see area 1-9B).

Falling Debris Trap: CR 1; mechanical; location trigger; manual reset; Atk +10 ranged (2d6, rock); Search DC 20; Disable Device DC 22.

Area 1-9B – Curse of the Spinner (EL 6): Read or paraphrase the following:

The walls of the shadowed chamber are obscured by masses of thick webs. Bundled corpses, reduced to dry husks, hang motionless in the dead air. Your every sound seems to make the webs tremble and quiver.

The room is home to Toru Mendo, a human warrior cursed by a spurned lover to live out the remainder of his life "amongst his deceitful webs." Transformed into a spider, Toru fled into the sewers, only to discover to his horror that he continued to grow. Now the huge spider is trapped within the room, subsisting off an unsteady diet of rats and foolish slavers.

Driven mad from hunger and the horror of his condition, Toru attacks immediately, scurrying out of the back of the room and hurling webs at the PCs. The spider retains the barest amount of its human intelligence, and has webbed a +1 *heavy wooden shield* to its abdomen, a clue to PCs that all is not as it might seem.

If the spider is slain it returns to its previous form: a young, darkly handsome human male. At the GM's discretion, the dying man might whisper his lover's name: Elenore. If PCs investigate the name locally, they discover that the man's young love has grown into a powerful sorceress who, though stricken by grief, will thank the adventurers for the news of her beau's fate. Heroes that comport themselves well before the lady earn a powerful and gracious ally, with a host of problems that can only be solved by bold adventurers.

Monstrous Spider, Huge: CR 5; Huge Vermin; HD 8d8+16; hp 52; Init +3; Spd 30 ft., climb 20 ft.; AC 19, touch 11, flat-footed 16; Base Atk +6; Grp +18; Atk/Full Atk Bite +9 melee (2d6+6 plus poison); SA Poison, web; SQ Darkvision 60 ft., tremorsense 60 ft., vermin traits; Space/Reach 15 ft./10 ft.; AL N; SV Fort +8, Ref +5, Will +2; Str 19, Dex 17, Con 14, Int 3, Wis 10, Cha 2.

Skills and Feats: Climb +12, Hide +7, Jump +4, Spot +4.

Possessions: +1 *heavy wooden shield*.

Poison (Ex): A monstrous spider has a poisonous bite: Fortitude save DC 16, 1d8 Str initial and secondary.

Tremorsense (Ex): A monstrous spider can detect and pinpoint any creature or object within 60 feet in contact with the ground, or within any range in contact with the spider's webs.

Web (Ex): Web-spinners can throw a web eight times per day. This is similar to an attack with a net but has a maximum range of 50 feet, with a range increment of 10 feet, and is effective against targets up to one size category larger than the spider. An entangled creature can escape with a successful Escape Artist check or burst it with a Strength check. Escape Artist DC 16; Break DC 20; hp 14.

Area 1-10 – Rotting Dock (EL 2): The knotted rope from area 1-8 is usually tied to the dock but dire rats have chewed through the end, leaving the rope loose in the water. Unless the PCs take quick and decisive action, the current will carry them over the waterfall (area 1-10A).

Read or paraphrase the following:

The raft picks up speed as it rounds a corner then shoots down a series of quick rapids. Ahead, you spot a shape in the darkness, quickly drawing closer: a dock, on the side of the tunnel wall. Ahead, you hear a thundering roar.

The rotting dock is where the skiff would stop if the guide rope hadn't been cut. Worm-eaten and rotten, the dock is the PCs only chance to avoid being hurled over the waterfall (area 1-9A).

The PCs have just one round to make it to the dock before they are swept past. The skiff has neither poles nor paddles – the PCs need to find a creative solution. Just as importantly, the PCs have to act quickly and decisively.

Following is a brief list of possibilities and DCs to aid in refereeing the encounter:

- PCs try to lasso or hook the docks with a grappling hook: DC 15 Use Rope check.
- PCs leap for the dock: DC 15 Jump check.
- PCs attempt to swim to the dock: DC 20 Swim check.
- Larger PCs hurl small-sized PCs to the dock: DC 20 Strength check.
- PCs brought a 10 foot pole as part of their equipment, and pole over to the dock: DC 15 Strength check, or DC 10 Profession (gondolier) check.

PCs that fail to make it to the dock are swept past, and over the waterfall in area 1-10A.

Area 1-10A – Waterfall (EL 3): Read or paraphrase the following:

The current picks up speed even as the thundering roar grows deafening. A chill mist obscures your sight. Peering through the foggy soup you spot a waterfall dead ahead!

The tunnel is broken here, and the underwater river pours through the gap, creating a waterfall that crashes down 40 feet to the pool in area 1-11.

If PCs have come this far, there is little chance to escape being sucked into the waterfall. The walls of the tunnel are slick and worn smooth; PCs can cling to the walls with a DC 25 Climb or Strength check, but they have to make the check every round they remain in the water.

Riding the waterfall results in a 40 foot fall, causing 2d3 points of nonlethal falling damage, forcing an immediate Swim check (DC 20) to avoid drowning, and destroying the skiff beneath the pounding falls.

The foes lurking in area 1-11 notice the PCs and the remnants of the skiff after three rounds, and begin to assail the PCs (see area 1-12 for more information).

Area 1-11 – Swarming Hole (EL 5): Read or paraphrase the following:

The floor of this room falls away into a muddy sinkhole at least 15 feet deep. Remnants of fallen brick and rotten beams still poke from the muddy hole, where tiny, dark shapes scamper about, watching you with dark, beady eyes.

A heavy log spans the sinkhole, making a hazardous bridge.

The sinkhole is 20 feet deep, and the mud at the base of the pit is 3 feet deep. The log crossing the sinkhole is slick and rotten; anyone crossing the log must succeed on a DC 15 Balance check or tumble into the sinkhole, suffering 2d6 points of falling damage and burying themselves in the mud.

A swarm of rats occupies the base of the pit; scampering atop the fallen tiles and beams, the rats attack anyone that falls into the pit.

The ceiling of the room is 8 feet high and supported by rows of moldy wooden planks. An additional swarm of rats lurk in the ceiling. The rats rain down upon PCs as they cross the beam, forcing an immediate Fortitude save (DC 20) to avoid pitching into the sinkhole. There are enough rats to rain down four times. The rats that fall from the ceiling land on the log and then scurry into the sinkhole to join their long-tailed allies, for a total of 2 independent swarms.



Anyone falling into the mud suffers the following penalties: -5 to all movement-related checks, movement rate reduced to 1/4 normal, and a maximum Dexterity bonus to AC is reduced to +2.

Rat Swarm (2): CR 2; Tiny Animal (Swarm); HD 4d8; hp 13; Init +2; Spd 15 ft., climb 15 ft.; AC 14, touch 14, flat-footed 12; Base Atk +3; Grp -; Atk/Full Atk Swarm (1d6 plus disease); SA Disease, distraction; SQ Half damage from slashing and piercing, low-light vision, scent, swarm traits; Space/Reach 10 ft./0 ft.; AL N; SV Fort +4, Ref +6, Will +2; Str 2, Dex 15, Con 10, Int 2, Wis 12, Cha 2.

Skills and Feats: Balance +10, Climb +10, Hide +14, Listen +6, Spot +7, Swim +10; Alertness, Weapon Finesse.

Disease (Ex): Filth fever-swarm attack, Fortitude DC 12, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con.

Distraction (Ex): Any living creature that begins its turn with a swarm in its square must succeed on a DC 12 Fortitude save or be nauseated for 1 round.

Area 1-12 – Scaffolds (EL 6): Read or paraphrase the following:

The tunnel opens onto a high ledge overlooking an enormous cavern. To your left is a thundering waterfall that plunges from the ceiling and into a rolling pool. The pool feeds a river that runs through a rusted iron grate and spills down a dark tunnel. A narrow suspension bridge crosses the river.

A series of scaffolds leads from the ledge to the cavern floor. The scaffold is built from bundles of reeds tied together with black cord. It is probably a 40 foot drop to the cavern floor.

You spot motion on the far side of the cavern. Six figures are hurrying across the bridge towards a cave on the far side of the cavern.

For information on the fleeing slavers, see area 1-13. In order for the PCs to chase down the slavers, they have to reach the floor of the cavern. The complicated weave of scaffolding is easy to climb (DC 15). Note that climbers move at 1/4 speed; PCs can

attempt an accelerated climb (DC 20) and move at 1/2 speed.

Four wererats lurk within the scaffolding. The rats chew at the ties as soon as the PCs begin to climb. PCs notice the rats on a DC 20 Spot or Listen Check. It takes the wererats 2 rounds to chew through the ties, sending the scaffolds tumbling to the ground. PCs take falling damage corresponding to their height. PCs can elect to dive from the falling scaffolding into pool; PCs take no damage on a successful DC 15 Swim check or DC 15 Tumble check.

If the wererats are successful, they flee into the water. The wererats follow the PCs at a distance, reappearing in encounter area 1-15.

Wererat (dire rat form) (4): CR 2; Small Humanoid (Human, Shapechanger); HD 2d8+6; hp 18; Init +7; Spd 40 ft., climb 20 ft.; AC 17, touch 14, flat-footed 14; Base Atk +1; Grp -2; Atk/Full Atk Bite +6 melee (1d4+1 plus disease); SA Curse of lycanthropy, disease; SQ Alternate form, rat empathy, damage reduction 10/silver, low-light vision, scent; AL CE; SV Fort +6, Ref +5, Will +4; Str 13, Dex 17, Con 14, Int 10, Wis 11, Cha 8.

Skills and Feats: Climb +11, Handle Animal +3, Hide +8, Listen +4, Move Silently +4, Spot +4, Swim +11; Improved Initiative, Toughness.

Alternate Form (Su): A wererat can assume a bipedal hybrid form or the form of a dire rat.

Curse of Lycanthropy (Su): Any humanoid or giant hit by a wererat's bite attack in animal or hybrid form must succeed on a DC 15 Fortitude save or contract lycanthropy.

Disease (Ex): Filth fever; bite, Fortitude DC 12, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con. The save DC is Constitution-based.

Area 1-13 – The Bait (EL 2): Read or paraphrase the following:

The six slavers flee to the far side of the cavern, stopping before the cave entrance. The leader turns, barking orders at the rest. Beneath the cowl of its cloak you spot the face of a snarling rat.

The five others draw shortbows from beneath their cloaks, nock arrows and turn on you!

The hobgoblins stand down the PCs, obeying their orders to the death.

The Rat King barks his orders, then flees toward area 1-14. This is nothing more than a *projected image* created by the Rat King using the *Onyx Eye* (see area 3-7 for more information).

The pool of water is 20 feet deep at its center; the

river exiting the pool is 4 feet deep. The suspension bridge crossing the river can be cut from its moorings by 4 hp of slashing damage, or broken with a DC 23 Strength check. A rusted iron grate covers the river, preventing passage downstream.

Hobgoblin Slavers, War1 (5): CR 1/2; Medium Humanoid (Goblinoid); HD 1d8+2; hp 8; Init +1; Spd 30 ft.; AC 14, touch 11, flat-footed 13; Base Atk +1; Grp +2; Atk/Full Atk Longsword +2 melee (1d8+1/19-20) or shortbow +2 ranged (1d6); SA -; SQ Darkvision 60 ft.; AL LE; SV Fort +4, Ref +1, Will -1; Str 13, Dex 13, Con 14, Int 10, Wis 9, Cha 8.

Skills and Feats: Hide +3, Listen +2, Move Silently +3, Spot +2; Alertness.

Possessions: Studded leather armor, longsword, shortbow, quiver of 20 arrows, bag with 3d6 sp.

Area 1-14 – The Hook (EL 6): Read or paraphrase the following:

The door opens to reveal a wide mine shaft. Crude beams support the craggy ceiling, but the floor is covered in fallen rocks and piled dirt. Heavy iron sconces have been beaten into the rough walls. Each sconce holds a cup of flaming oil, and the flickering light casts deceiving shadows about the hall.

At the far end of the hall stands a hooded figure. It turns to throw a lever, allowing you to catch the glimpse of a furry snout. You hear a roar of chains and a trio of portcullises begin to fall in slow succession.

The hooded figure is another of Aaron's *projected images*. As the portcullises descend, the image vanishes around the corner.

The portcullises fall slowly – if the PCs are quick they can they can scamper beneath them. It requires a DC 10 Reflex save to scurry beneath the first, a DC 15 Reflex save to dodge beneath the second, and a DC 20 Reflex save to dive headlong beneath the third. The portcullises cause damage (3d6) if a PC attempts to pass beneath them and fails the appropriate Reflex check, but they don't trap the PC.

Of course, with the Rat King, nothing is ever as easy as it seems. Any PC diving beneath a portcullis triggers a pendulum trap, dropping a scything greataxe from the ceiling.

PCs can catch or raise the portcullises by an extraordinary Strength check (DC 30). Up to 4 PCs can work in concert, but a new check must be made as each attempts to slip past. A bar of a portcullis has a hardness of 10 and 30 hp. Two bars must be

destroyed to make enough room for a Medium-sized humanoid to slide past. Three bars must be destroyed to make enough room for a Large-sized humanoid to pass.

Hidden 8 feet off the ground at the end of the corridor is a small secret door concealing a tiny alcove (DC 30 Search check to locate). Inside the alcove are 7 bundles. Each bundle contains a rapier, blowgun, and 20 darts poisoned with drow poison (injury DC 13; initial damage unconsciousness; secondary damage unconsciousness for 2d4 hours). The wererats following the PCs arm themselves with these weapons for the encounter in area 1-15.

Ceiling Pendulum: CR 3; mechanical; location trigger; automatic reset; Atk Greataxe +15 melee (1d12+8/x3); Search DC 15; Disable Device DC 27.

Portcullis Trap: CR 1; mechanical; location trigger; manual reset; Atk See text (3d6); Search DC 20; Disable Device DC 20. Note: Damage applies only to those underneath the portcullis. Portcullis blocks passageway.

Area 1-15 – The Trap (EL 13): Read or paraphrase the following:

The door opens to a short staircase that ends above a heavy iron grate. A mute figure hangs upside down from the ceiling, its limbs fastened with thick iron chains.

A cloaked humanoid stands beneath the figure, a curved knife clenched in its furry fist. He turns towards you and throws back the cowl of his cloak, revealing the face of a snarling rat, its brow adorned with a tarnished crown.

"Friends, welcome!" the Rat King declares with snarling delight. "Alas, you are too late!" With a flourish, he reaches towards the hanging body, raising the glinting blade high.

The Rat King and the dripping body are both illusions. Two *web* traps have been placed on the area, and are triggered as soon as a PC reaches the bottom of the stairs. The first *web* covers the bottom 20 feet of the stairway. The second *web* covers a 20 foot radius area at the top of the stairs.

The south, east, and west exits from the room are all covered with stretched tarps cunningly painted to resemble dungeon walls. If PCs hesitate before charging into combat, they are allowed Spot checks (DC 20) to recognize the walls as false.

Otherwise the tarps drop as the PCs charge down the steps. Behind each tarp is a 10 foot wall rising to a steep staircase. Atop each staircase lurks a team of 4 wererats. The rats are staggered along the



stairs so that each can attack into the central area. Each team is armed with poisoned blowgun darts (drow poison: injury DC 13; initial damage unconsciousness; secondary damage unconsciousness for 2d4 hours).

The wererats pour all their attacks onto the PCs, beginning with the spellcasters and warriors, hoping to trap the party and poison them into unconsciousness. Seven wererats (following the PCs from area 1-8 and 1-12, and armed with the equipment hidden in area 1-14) fire from atop the north steps.

If the PCs fight their way out of the trap, the wererats give chase, pursuing them until all the PCs are unconscious or dead. Once all the PCs have been captured they are brought to area 2-1.

Note to GM: If your party is unlikely to fall for this trap, or is so well prepared they will escape, make it more difficult. You can have more wererats swarm into the scene every minute, crawling through cracks in the wall, perhaps to trap the PCs from behind. Or try something of your own creation. Regardless, make sure the PCs fall prey to this trap. It's essential to continuing the adventure.

Wererats, Hybrid Form (22): CR 2; Medium Humanoid (Human, Shapechanger); HD 2d8+3; hp 15; Init +3; Spd 30 ft.; AC 16, touch 13, flat-footed 13; Base Atk +1; Grp +2; Atk Rapier +5 melee

(1d6+1/18-20) or blowgun +4 ranged (1d2 plus poison); Full Atk Rapier +4 melee (1d6+1/18-20) and bite -1 melee (1d6 plus disease); or blowgun +4 ranged (1d2 plus poison); SA Curse of lycanthropy, disease; SQ Alternate form, rat empathy, damage reduction 5/silver, low-light vision, scent; AL CE; SV Fort +6, Ref +5, Will +4; Str 13, Dex 17, Con 14, Int 10, Wis 11, Cha 8.

Skills and Feats: Climb +4, Handle Animal +3, Hide +7, Listen +4, Move Silently +6, Spot +4, Swim +9; Stealthy, Toughness.

Possessions: Rapier, blowgun, 20 poisoned darts.

Disease (Ex): Filth fever; bite, Fortitude DC 12, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con.

Curse of Lycanthropy (Su): Any humanoid or giant hit by a wererat's bite attack in animal or hybrid form must succeed on a DC 15 Fortitude save or contract lycanthropy.

Web Trap (2): CR 4; spell; location trigger; no reset; spell effect (web, 5th-level wizard, DC 14 Reflex save negates); Search DC 28; Disable Device DC 28.

Encounter Area 2: Escape from the Rat King

The second encounter area presents perhaps the greatest challenge of the PCs' career: without equipment, armor or magic items, the heroes must escape the dungeon of the Rat King.

This requires a dramatic shift in playing style. From the moment they awaken, the heroes' sole goal is survival. Escaping the dungeon will require creativity, caution and careful planning.

Don't forget that experience is awarded for "overcoming challenges," not necessarily defeating monsters in toe-to-toe battles. Accordingly, many of the monsters found on this level are too challenging to tackle in direct combat. Heavy-handed players unused to facing monsters tougher than an accepted EL range might have to learn this the hard way. If PCs charge into combat without a plan, and then complain about the encounters being "unbalanced," remind them that the world is full of unfair encounters, and that it is up to the PCs to judge the best solution to each challenge. GMs will find that most players rise to the challenge, relishing the danger and risk.

Design Note: Most ELs have been raised by +1 to reflect the additional challenge of missing equipment and magic.

Masonry wall: thickness 1ft.; Hardness 8; hp 90; Break DC 35.

Strong wooden door: thickness 3 in.; Hardness 5; hp 20; Break DC 23.

Areas of the Map

Area 2-1 – Claw of the Rat King (EL 3): Read or paraphrase the following:

Slowly the thick haze lifts from your mind. You are cold and wet, and a feeling of dread and hopelessness hangs in the darkness. After feeling about blindly for several minutes, you manage to piece together a picture of your surroundings:

You and your companions are lying in a small, dark cell. The floor is covered in wet, moldy straw. The only light comes from a tiny hole cut into the door. Your possessions are missing. Even your clothes have been replaced by rough homespun trousers and shirts.

Your wounds have all healed, but you bear a number of new, inexplicable scars.

Around your neck is a tight iron collar. Links of heavy chain run from the collar to the wall. Runes have been etched into the collar, and pulse red in time with your heartbeat.

From behind the door you can catch the smell of boiling oil and burning flesh. You can hear a muffled roar coming from the far wall.

This is the cell where the Rat King holds the PCs in between torture sessions. If the PCs hope to have their vengeance on the Rat King, first they will have to escape his dungeon. Any wounds have been healed, and any dead PCs have been *resurrected*. Their gear has been taken to area 3-2A.

The collars around their necks are *shackles of Shevas* (see page 28). While the shackles are exceedingly difficult to escape, the 8-foot-long chains bolting them to the wall are not. The anchors are rusty from years spent underground, and tear free from the wall with a DC 16 Strength check (the links themselves can be broken with a DC 20 Strength check). Broken chains can be used to strangle opponents as garrotes, or swung like clubs (simple melee, 1d4/x2). Makeshift weapons should be treated as non-proficient (-4 on attack rolls).

If the chains are torn from the wall, the roar becomes louder. The south-east walls and floor of the cell have been worn away by the river. The mortar between the rocks gives way with a DC 15 Strength check, revealing a rushing river below. Three successful checks make a hole large enough for a medium-sized creature to drop into the river. (Note that the PCs may not have a light source. If this is the case, leaping into the river is dropping into opaque darkness.) See area 2-2 for more information about escaping into the river.

The door of the cell is made of heavy iron, hinged on the outside of the cell, and bolted on the far side, impeding attempts to pick the lock. The torturer from area 2-1A enters twice a day, carrying a large bucket of water and canvas bag of wormy bread. The neglectful torturer ignores noises coming from the cell; he mistakenly believes the cell to be escape-proof.

Iron Cell door: thickness 3 in.; Hardness 10; hp 60; Open Lock DC 25; Break DC 28.

Rusty Chain: thickness 1 in.; Hardness 10; hp 5; Break DC 20.

Area 2-1A – Torture Chamber (EL 3): Read or paraphrase the following:

The chamber is lit by several braziers filled with glowing coals. The ghoulish flames illuminate an assortment of macabre devices: iron maidens cast as suits of armor, thumbscrews, a massive wooden rack, a vat of boiling oil, an endless

series of chains and rat-filled cages, and tongs and blades of every sort.

When the PCs enter the room, the torturer, a wererat in hybrid form, is heating a pair of tongs over a brazier of glowing coals. Knowing that he is trapped, the torturer hurls himself into combat, hoping to kill off the PCs before they can wear him down.

The torturer knows very little about the Rat King's plans other than that Gannu intends to keep the PCs alive for his pleasure a very, very long time. PCs interrogating the torturer discover that once every two weeks or so the Rat King poisons their water with sleeping drugs, then watches with delight as their bodies are slowly mutilated by burning tongs and hungry rats. He lets the PCs heal naturally in their cells then begins the entire process again.

Other than the entrance to the south, there is no exit from the room. The Rat King and his entourage enter and leave by using a *wand of stone shape* to mold the west wall into a corridor; the wand is found in area 3-4. The west wall is made of solid stone and is impossible to tunnel through.

Treasure: While there is little in the way of traditional treasure, there are many items useful to desperate and creative PCs. There are 11 tongs (treat as clubs), 9 knives, enough oil and rags to make 30 torches, and 40 feet of chain (varying gauges) that can be used – along with the knives and tongs – to make makeshift bladed chains or flails. GMs should feel free to encourage player creativity, but any makeshift weapons should be treated as non-proficient (-4 on attack rolls).

Torturer, wererat human Exp1 (hybrid form): CR 2; Medium Humanoid (Human, Shapechanger); HD 1d6+1d8+3; hp 11; Init +3; Spd 30 ft.; AC 19, touch 13, flat-footed 16; Base Atk +1; Grp +2; Atk Heated tongs +2 melee (1d6+1/x2); Full Atk Heated tongs +2 melee (1d6+1/x2) and bite -3 melee (1d6 plus disease); SA Curse of lycanthropy, disease; SQ Alternate form, rat empathy, damage reduction 10/silver, low-light vision, scent; AL CE; SV Fort +6, Ref +5, Will +4; Str 13, Dex 17, Con 14, Int 10, Wis 11, Cha 8.

Skills and Feats: Climb +1, Handle Animal +3, Hide +2, Listen +4, Move Silently +1, Profession (torturer) +7, Spot +4, Swim +6; Skill Focus (Profession (torturer)).

Possessions: Dagger +1, hide armor, heated tongs, padded leather gloves.

Curse of Lycanthropy (Su): Any humanoid or giant hit by a wererat's bite attack in animal or hybrid form must succeed on a DC 15 Fortitude save or contract lycanthropy.

Disease (Ex): Filth fever: bite Fortitude DC 12,

incubation period 1d3 days, damage 1d3 Dex and 1d3 Con.

Area 2-2 – River and Escape: Read or paraphrase the following:

The dark river rushes beneath you, pulling the air with it. The howling wind tugs at your rags like a hungry beast. It is impossible to tell where the river goes, or if escape is even possible.

The river is only 5 feet deep here, but the current is strong enough to sweep even the heaviest PC off his feet. PCs dropping into the river have to make a DC 15 Swim check every round to keep their heads above water.

In two rounds, the PCs are swept past a sandbar on their left. The river is moving so quickly that the heroes have only one chance to catch the sandbar: by making a third DC 15 Swim check.

PCs clawing their way to shore can aid their companions. PCs making it to the sandbar can attempt DC 20 Strength checks to catch their companions. There is only room for 1 PC to work as "catcher."

Those who miss the sandbar are swept on to area 2-3.

Area 2-3 – Whirlpool (EL 5): Read or paraphrase the following:

In the chamber ahead you are able to make out a black pool speckled with white froth: a black whirlpool consuming everything in the river!

The whirlpool spells certain death for the PCs. Their only hope of escape is a rocky embankment on the north side of the chamber.

PCs need to make a DC 15 Swim check to catch hold of the shore. Each PC has 3 chances to make the check before being sucked under by the whirlpool's current, but each try after the first becomes more difficult by +3.

After 3 rounds, the PCs are sucked underwater and begin the process of drowning. (Refer to the DMG for complete rules on drowning.) Bodies sucked into the whirlpool cannot be recovered.

Treasure: Caught amongst the rocks is a waterproof scroll case (Search, DC 15). Inside the case are three vellum sheaves illuminated in blue dragon blood ink and gold flake. The first sheaf is a scroll containing the following arcane spells (all scribed at CL 3): *acid arrow*, *sleep*, *magic missile*, *mage armor*, *reduce person*. The second sheaf is a scroll containing the following arcane spells (all scribed at CL 5): *invisibility sphere*, *lightning bolt*, *major image*, *rage*. The last sheaf is a coded treasure map leading to the treasure cavern of the blue dragon whose ink

adorns the scroll. The map can be decoded with a DC 20 Decipher Script check. It is up to the GM to determine the location of the horde, any guardians, and even whether or not a new wyrm has assumed ownership.

Area 2-4 – Rat Warrens (EL 3): Read or paraphrase the following:

The wide, irregular tunnels gradually shrink until the tallest of your party must stoop to proceed. The floors of the tunnels are slick with stinking mud. Inching into the darkness, you can feel something cracking and breaking beneath your bare feet.

Something inhuman carved these muddy tunnels. It waits for you, somewhere in the darkness.

These warrens are the home of several rat swarms. A DC 10 Track check identifies tracks in the mud corresponding to many, many rats. They lurk just at the edge of the PCs' sight, slipping back into the darkness as the PCs draw near.

The warren tunnels are only 4 feet wide and tall, forcing Medium-sized creatures to stoop and crawl, reducing their movement speed by half.

Each X marked on the map indicates a nest, a collection of dried sticks, bones, feces and hair balls, built into a mound that covers the entire chamber floor. Each nest is home to 1 rat swarm. The rats defend their nests to the death, unless the nests are set on fire.

Treasure: There is a 3 in 8 chance that the rats have collected something valuable into a nest. Finding such an item is literally like searching for a needle in a haystack, requiring a DC 20 Search check. Note that some of the items will be damaged or destroyed by fire.

If something is hidden in a nest, roll 1d12 to determine the treasure. Each treasure can only be found once. If the same treasure is rolled twice, roll again.

Roll	Treasure
1	A +1 defending dagger.
2-3	3 silver arrows.
4-6	A moldy leather pouch containing 5 pp, 18 sp, and a broken vial.
7-9	A gnawed silver necklace worth 25 gp in materials.
10-11	A ceramic jar containing 3 potions of <i>cure light wounds</i> .
12	A rotting spell book containing the spells <i>glitterdust</i> , <i>floating disk</i> , <i>mage armor</i> , <i>magic missile</i> , <i>vampiric touch</i> .

Rat Swarm: CR 2; Tiny Animal (Swarm); HD 4d8; hp 13; Init +2; Spd 15 ft., climb 15 ft.; AC 14, touch 14, flat-footed 12; Base Atk +3; Grp -; Atk/Full Atk Swarm (1d6 plus disease); SA Disease, distraction; SQ Half damage from slashing and piercing, low-light vision, scent, swarm traits; Space/Reach 10 ft./0 ft.; AL N; SV Fort +4, Ref +6, Will +2; Str 2, Dex 15, Con 10, Int 2, Wis 12, Cha 2.

Skills and Feats: Balance +10, Climb +10, Hide +14, Listen +6, Spot +7, Swim +10; Alertness, Weapon Finesse.

Disease (Ex): Filth fever; swarm attack, Fortitude DC 12, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con.

Distraction (Ex): Any living creature that begins its turn with a swarm in its square must succeed on a DC 12 Fortitude save or be nauseated for 1 round.

Area 2-5 – Dry Sewers: Read or paraphrase the following:

You breath a sigh of relief and crawl from the filthy, rat-infested tunnels into a man-made sewer. A narrow stream runs right to left. The soft murmur of falling water comes from the right, while the air seems cleaner to the left.

This section of the old sewers once connected to the river from area 1-9. The cave-in that created the waterfall in area 1-10A also closed off these sewers. To the east is a cistern. To the west is a narrow clay pipe extending from the ceiling, the source of the falling water.

Area 2-6 – Drain Pipe (EL 5): Read or paraphrase the following:

The narrow clay pipe is 8 feet off the ground and just large enough for a human in armor. A steady trickle of clear water spills from the pipe. From inside the pipe you can hear the sounds of water falling into a large pool.

Anyone testing the water from the pipe will discover it has a slight acidity. This is the result of the gray ooze lurking within the pipe.

Five feet inside the pipe, the ooze has spread itself out to cover the entire interior of the pipe. PCs crawling through the pipe are automatically hit with a melee attack for slam and acid damage. PCs crawling through the pipe move at 1/4 speed.

Gray Ooze: CR 4; Medium Ooze; HD 3d10+15; hp 31; Init -5; Spd 10 ft.; AC 5, touch 5, flat-footed 5; Base Atk +2; Grp +3; Atk/Full Atk Slam +3 melee (1d6+1 plus 1d6 acid); SA Acid, constrict 1d6+1 plus 1d6 acid, improved grab; SQ Blindsight 60 ft., immunity to cold and fire, ooze traits, transparent; AL N; SV Fort +6, Ref -4, Will -4; Str 12, Dex 1, Con 21, Int

- , Wis 1, Cha 1.

Skills and Feats: –

Acid (Ex): A gray ooze secretes a digestive acid that quickly dissolves organic material and metal, but not stone. Any melee hit or constrict attack deals acid damage. Armor or clothing dissolves and becomes useless immediately unless it succeeds on a DC 16 Reflex save. A metal or wooden weapon that strikes a gray ooze also dissolves immediately unless it succeeds on a DC 16 Reflex save. The ooze's acidic touch deals 16 points of damage per round to wooden or metal objects, but the ooze must remain in contact with the object for 1 full round to deal this damage.

Constrict (Ex): A gray ooze deals automatic slam and acid damage with a successful grapple check. The opponent's clothing and armor take a -4 penalty on Reflex saves against the acid.

Transparent (Ex): A gray ooze is hard to identify, even under ideal conditions, and it takes a DC 15 Spot check to notice one. Creatures who fail to notice a gray ooze and are automatically hit with a melee attack for slam and acid damage.

Area 2-6A – Mud Room: Read or paraphrase the following:

The chamber is nearly filled with mud, leaving a spare 2 feet between the surface of the mud and the craggy ceiling. A stream of water feeds the pool, trickling through a crushed clay pipe.

The pool of mud is 4 feet deep. While the cave appears to be a dead end, PCs persistent enough to Search the room (DC 10) discover that, to the west, the natural cave adjoins a brick wall. The wall can be broken down with a DC 15 Strength check. Three checks make a hole large enough for medium-sized adventurers.

Buried in the mud is a +2 *tri-headed flail* (treat as a heavy flail). The weapon can be found on a DC 23 Search check.

If PCs break through to the other side, read or paraphrase the following:

The wall of rotting bricks breaks way to reveal a dusty hall. The walls and ceiling are masked in cobwebs, obscuring dark runes. You realize to your amazement that an endless series of runes is etched into every surface of the hall: the floor, ceiling and walls!

A thin veneer of rust-red plaster was laid over the bricks, allowing runes to be cut into plaster's surface. In order to investigate the runes, the PCs have to remove the cobwebs. The runes radiate weak enchantment, but their effects have long since faded.

With a successful DC 15 Decipher Script check, show the players handout B, which contains the following phrase in endless series:

...Overlord Xuaso, Master of Corruption, Countess Suoax, Mistress of Death, Baron Aoxus, the Defiler, Uosax, Prince of Lies, Princess Ouxas, the Seducer...

The gibberish repeats endlessly, spiraling on without beginning or end. The script provides both the clue and the solution to the door puzzle in area 2-7. If any of the deciphered words are read aloud, whispering demonic voices take up chant, repeating it without end.

Area 2-7 – Gallery of Shade and Blade (EL 4, 4):

Show the players handout C and read or paraphrase the following:

The hall opens to a wide gallery supported by arching columns that run along the walls to the vaulted ceiling. The floors, walls and ceiling are all covered with the reddish plaster and endless spiraling runes.

The south wall of the gallery is dominated by a wide dais that rises to a stone portal fashioned in the shape of a pentagon. Even from a distance you can make out the 5 glowing runes arrayed about the door, each corresponding to one side of the pentagon.

PCs succeeding on a DC 15 bardic knowledge check or a DC 20 History (local) check recognize this as the entrance to the vault of the Nameless Lord. Legend tells of a fallen paladin who sold his soul to a demon prince in return for power over his enemies. In time the blackguard was defeated, and sealed in an unmarked tomb to ensure his wicked corpse was never disinterred.

The pentagonal door to the south marks the entrance to the tomb of the Nameless Lord. A successful Decipher Script check (DC 15) reveals that the runes translate to the letters X, S, A, O, U. Each rune is mounted on an iron plate. Depressing these runes in one of the proper sequences causes the door to slide into the floor. Depressing the runes in an incorrect order triggers one of the 5 mantis blade traps, causing a scything blade to lash out from a seam of the door, making a +10 melee attack (damage 2d4/x4, scythe) on anyone standing on the dais.

The proper combination of letters is any one of the names found in the runes: Xuaso, Suoax, Aoxus, Uosax, or Ouxas. Any other combination triggers the trap. The trap automatically resets and may be triggered any number of times.

Rogues attempting to disarm the door traps must disable all 5 blades to make the door safe.

A shadow lurks in the darkness of the vaulted ceiling. If it perceives the PCs about to make one of the proper combinations it dives to the attack, hoping to divert their attention and cause a mistake.

The iron vault door cannot be picked, but can be destroyed or broken.

Development: The twin corridors to the north have both been closed by cave-ins. At the GM's discretion the exits can be cleared by PCs, permitting further adventures into other vaults of wicked souls sealed from the prying eyes of mankind.

Shadow: CR 3; Medium Undead (Incorporeal); HD 3d12; hp 19; Init +2; Spd Fly 40 ft. (good) (8 squares); AC 13, touch 13, flat-footed 11; Base Atk +1; Grp -; Atk/Full Atk Incorporeal touch +3 melee (1d6 Str); SA Create spawn, strength damage; SQ Darkvision 60 ft., incorporeal traits, +2 turn resistance, undead traits; AL CE; SV Fort +1, Ref +3, Will +4; Str -, Dex 14, Con -, Int 6, Wis 12, Cha 13.

Skills and Feats: Hide +8*, Listen +7, Search +4, Spot +7; Alertness, Dodge. *A shadow gains a +4 racial bonus on Hide checks in areas of shadowy illumination. In brightly lit areas, it takes a -4 penalty on Hide checks.

Create Spawn (Su): Any humanoid reduced to Strength 0 by a shadow becomes a shadow under the control of its killer within 1d4 rounds.

Mantis Blade Traps (5): CR 1; mechanical; touch trigger; automatic reset; hidden switch bypass (Search DC 25); Atk +10 melee (2d4/x4, scythe); Search DC 22; Disable Device DC 22.

Iron Vault Door: 4 in.; Hardness 10; hp 90; Open Lock -; Break DC 28.

Area 2-8 – Vault of the Nameless Lord (EL 9): Read or paraphrase the following:

A short flight of stone steps descends to a small vault. A body lies in state atop a bier of polished white marble. The body is adorned in spiked half-plate armor. Its hands are folded over its armored chest, holding a strange rod.

A shrine has been cut into the back wall of the vault. Items hidden by a white silk drape stand arrayed on the shrine.

The armored figure is the corpse of the Nameless Lord. It lies in its tomb, waiting for the PCs to enter before rising from the bier, moaning in triumph. The Lord has risen as a mummy, but due to the half-plate armor it wears, the Lord has neither the mummy rot ability nor the usual vulnerability to fire.

The Nameless Lord wields *Thrall* in combat, a heavy iron rod tipped with a ruby cut in the shape of a human skull. Thrall functions as a +1 *anarchic great club*. The anarchic power served the blackguard well during his life, but is a detriment in his undeath, the anarchic power working against the Lord's new alignment.

Thrall is not evil aligned, but for every day the rod is a PC's principal weapon, there is a 1% non-cumulative chance that a demon lord approaches the PC, offering riches and power in return for the PC's eternal fealty. GMs should play this role to the hilt, offering the PC his heart's secret desire. Rest assured, no matter what the PC is offered, the demon walks away with the upper hand.

The EL for this area is increased to reflect the added difficulty of this particular encounter for PCs with little equipment.

Treasure: In the alcove behind the Nameless Lord, beneath the silk drape, are tokens left behind by the good heroes entombing the Nameless Lord. Beneath the silk drape are: a *wand of magic missile* (CL 5, 12 charges), a *wand of cure serious wounds* (13 charges), +1 *kama of ki focus*, and a *cloak of elvenkind*.

The Nameless Lord, Mummy: CR 7; Medium Undead; HD 7d12+3; hp 42; Init +0; Spd 20 ft.; AC 29, touch 10, flat-footed 29; Base Atk +4; Grp +11; Atk/Full Atk *Thrall* +12 melee (1d10+12 plus 2d6 vs. lawful aligned); SA Despair; SQ Damage reduction 5/-, darkvision 60 ft., undead traits; AL LE; SV Fort +4, Ref +2, Will +8; Str 24, Dex 10, Con -, Int 6, Wis 14, Cha 15.

Skills and Feats: Hide +0, Listen +8, Move Silently +0, Spot +8; Alertness, Great Fortitude, Toughness.

Possessions: +2 *spiked half-plate*, *Thrall* (see above).

Despair (Su): At the mere sight of a mummy, the viewer must succeed on a DC 16 Will save or be paralyzed with fear for 1d4 rounds. Whether or not the save is successful, that creature cannot be affected again by the same mummy's despair ability for 24 hours. The save DC is Charisma-based.

Encounter Area 3: Fall of the Rat King

With the PCs' escape from the dungeons of the Rat King and the rat-filled sewers, the adventure has come full circle. While the final level is not easy by any stretch of the imagination, the PCs now have the advantage of surprise. Quick thinking heroes will be able to make the most of this, pressing their advantage and keeping the minions of the Rat King on the defensive.

Wandering Monsters

For every 5 rounds spent in areas 3-1 to 3-6, roll 1d12. On a 1-5 the PCs encounter a party of drunken wererats. The lycanthropes are lost in their revels and won't recognize the PCs until they come within 20 feet. Bluff checks made by the PCs against the wererats have a +5 circumstance bonus.

Wererats (hybrid form)(3): CR 2; Medium Humanoid (Human, Shapechanger); HD 2d8+3; hp 15; Init +3; Spd 30 ft.; AC 16, touch 9, flat-footed 13; Base Atk +1; Grp -2; Atk Rapier +2 melee (1d6+1/18-20); Full Atk Rapier +2 melee (1d6+1/18-20) and bite -4 melee (1d6 plus disease); SA Curse of lycanthropy, disease; SQ Alternate form, rat empathy, damage reduction 5/silver, low-light vision, scent; AL CE; SV Fort +2, Ref +1, Will +0; Str 13, Dex 17, Con 14, Int 10, Wis 11, Cha 8.

Skills and Feats: Climb +0, Handle Animal -1, Hide +3, Listen +0, Move Silently +2, Spot +0, Swim +5; Stealthy, Toughness.

Possessions: Chain shirt, rapier, empty bottle of wine, belt pouch with 1d20 gp.

Disease(Ex): Filth fever; bite, Fortitude DC 12, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con. The save DC is Constitution-based.

Curse of Lycanthropy(Su): Any humanoid or giant hit by a wererat's bite attack in animal or hybrid form must succeed on a DC 15 Fortitude save or contract lycanthropy.

Masonry wall: thickness 1ft.; Hardness 8; hp 90; Break DC 35.

Good wooden door: thickness 2 in.; Hardness 5; hp 15; Break DC 18.

Areas of the Map

Area 3-1 – Cistern: Read or paraphrase the following:

The storm sewer opens to a large cistern. The stream of water runs down a sharp slope to a pool at the base of the chamber. On the opposite side of the cistern, a wooden platform extends out over the pool. Atop the platform is a winch and bucket.

This is the water supply for the minions of the Rat King. The sloped walls of the cistern are slick with moisture and difficult to climb (DC 20).

Behind the winch are seven water barrels, three dozen torches wrapped in oiled skins, a crate containing 400 crossbow bolts, three barrels of oil, and a box with 40 crossbow strings.

Area 3-2 – Workshop of the Dying One (EL 6): Read or paraphrase the following:

The door opens with a rush of stale air followed by the wafting stench of pus and infected flesh. A sickly green glow emanates from the room, tainting everything with its putrid light. The source of the smell is immediately obvious: six glass chambers arrayed along the walls. All but one contain rotting corpses suspended in a glowing green liquid.

In the center of the room is a stone sarcophagus. Resting atop the sarcophagus is a rolled scroll bound with a white ribbon.

This workshop is where Azrod the Dying (area 1-6) pursued his studies into necromancy in the hopes of extending his accursed life. Azrod guarded his discoveries with fierce jealousy, ultimately electing to destroy his own work rather than allow it to fall into the hands of ignorant adventurers. The empty glass chamber is where Azrod's clone was born (see area 3-7).

The scroll atop the sarcophagus contains a *sepia snake sigil* trap. Anyone unrolling the scroll and reading its contents triggers the *snake sigil* and the *fireball* trap. The two traps are not dependent on one another – the *fireball* detonates even if the *snake sigil* fails to freeze its prey.

When the *fireball* detonates, it shatters the glass cloning chambers, flooding the room with viscous green ooze, bits of rotting flesh, and rapidly decaying skeletons. The ooze has no negative effects, but if PCs burned by the fireball submerge themselves in the ooze, their burn wounds (and only their burn wounds) are healed for 1d12+4 points of damage.

Hidden on west wall, sandwiched between two cloning chambers, is a narrow secret door that can be found with a DC 20 Search check.

Sepia snake sigil trap: CR 4; spell; spell trigger; no reset; spell effect (*sepia snake sigil*, 5th-level wizard, DC 14 Reflex save negates); Search DC 28; Disable Device DC 28.

Fireball trap: CR 5; magic device; triggers when contents of scroll are read; no reset; spell effect (*fireball*, 8th-level wizard, 8d6 fire, DC 14 Reflex save half damage); Search DC 28; Disable Device DC 28.

Secret door: thickness 2 in.; Hardness 5; hp 15; Search DC 20; Break DC 18.

Area 3-2A – Vault (EL 6): Read or paraphrase the following:

The thin door slides aside, exposing a narrow hallway leading to a small chamber, dimly lit by a flickering flame. Through the dancing shadows you see your stolen gear!

The short hallway is trapped by a camouflaged pit trap. PCs failing a DC 20 Reflex save plummet 40 feet to the rocky ground, taking 4d6 points of falling damage.

When the vault door opens 12 snakes swarm in, viciously attacking anyone on the pit floor.

The vault at the end of the corridor holds the PCs' stolen items. They are in the process of being identified and tagged, but none of them have been damaged. The vault is lit by a torch of *continual flame*.

At the GM's discretion, potions, scrolls and items useful to assassins or rangers were taken by Aaron Gannu. See area 3-7 for more information on the Rat King.

Snake, Small (12): CR 1/2; Viper Small Animal; HD 1d8; hp 4; Init +3; Spd 20 ft., climb 20 ft., swim 20 ft.; AC 17, touch 14, flat-footed 14; Base Atk +0; Grp -6; Atk Bite +4 melee (1d2-2 plus poison); SA Poison; SQ Scent; AL N; SV Fort +2, Ref +5, Will +1; Str 6, Dex 17, Con 11, Int 1, Wis 12, Cha 2.

Skills and Feats: Balance +11, Climb +11, Hide +11, Listen +7, Spot +7, Swim +6; Weapon Finesse.

Poison (Ex): A viper snake has a poisonous bite that deals initial and secondary damage of 1d6 Con, Fort DC 10. The save DCs are Constitution-based.

Camouflaged Pit Trap: CR 4; mechanical; location trigger; manual reset; DC 20 Reflex save avoids; 40 ft. deep (4d6, fall); multiple targets (first target in each of two adjacent 5-ft. squares); Search DC 25; Disable Device DC 17.

Area 3-3 – Feasting Hall (EL 6): Read or paraphrase the following:

Drunken shouts and laughter come from the chamber ahead, accompanied with the smell of cooked flesh and spices. A short flight of stairs leads down the chamber, while the corridor splits to either side to make a balcony.



Peering out over the smoky chamber you sight a dozen or more slavers drinking and eating with wild abandon. Some are half-orcs, some hobgoblin, and some a disturbing mix of rat and man. All are stumbling drunk, staggering like reveling princes about the feasting hall.

While all the slavers are armed, none of them are wearing armor (their armor is kept in trunks on the south wall of the room, but the villains won't have the time to don it).

A pair of heavy, iron chandeliers hang from the ceiling. These chandeliers are anchored to either side of the balcony, and can be dropped with a DC 10 Use Rope check. Rather than rolling saving throws for every slaver, assume that a dropping chandelier randomly strikes 1d4 slavers, inflicting 1d12 points of damage. (Clever PCs might even sneak back to area 3-1 to retrieve the barrels of oil, turning the feasting hall into one enormous death trap.)

Once the slavers are aware of the PCs, they charge to the attack, with little in the way of tactics or planning. The villains are stumbling drunk, taking a -4 penalty to their attack rolls, saving throws, skill checks, and armor class values (this has already been factored into their stat blocks). The slavers all fight to their drunken deaths.

Eighteen cots and 36 small coffers are pressed to the south wall of the room. The slavers sleep and eat in shifts. The cots are infested with fleas and bedbugs, and the coffers contain a change of filthy clothes and the slavers' armor.

Treasure: A DC 20 Search turns up 1 cp sewn into the seam of one cot. A DC 20 Spot check notices that a map has been scratched into the surface of the coin. It is up to the GM to decide where and what this map leads to.

Hobgoblin Slavers, War1 (8): CR 1/2; Medium Humanoid (Goblinoid); HD 1d8+2; hp 8; Init +1; Spd 30 ft.; AC 7, touch 7, flat-footed 6; Base Atk +1; Grp -2; Atk Longsword -2 melee (1d8+1/19-20) or javelin -2 ranged (1d6+1); SA -; SQ Darkvision 60 ft.; AL LE; SV Fort +1, Ref -3, Will -4; Str 13, Dex 13, Con 14, Int 10, Wis 9, Cha 8.

Skills and Feats: Hide -1, Listen -2, Move Silently -1, Spot -2; Alertness.

Possessions: Longsword, javelin (3), bag with 1d20 sp.

Half-orc Slavers, Ftr1 (5): CR 1; Medium Humanoid; HD 1d10+5; hp 13; Init 0; Spd 30 ft.; AC 6, touch 6, flat-footed 6; Base Atk -3; Grp +1; Atk/Full Atk Battleaxe +1 melee (1d8+3/x3); SA -; SQ Darkvision 60 ft.; AL LE; SV Fort +1, Ref -4, Will -4; Str 16, Dex 10, Con 15, Int 7, Wis 11, Cha 7.

Skills and Feats: Intimidate -4; Toughness, Weapon Focus (battleaxe).

Possessions: Battleaxe, belt pouch with 1d4 sp, 1d12 gp and 1d4 dried ears and fingers (battle trophies).

Wererats (hybrid form)(3): CR 2; Medium Humanoid (Human, Shapechanger); HD 2d8+3; hp 15; Init +3; Spd 30 ft.; AC 12, touch 9, flat-footed 9; Base Atk +1; Grp -2; Atk Rapier +1 melee (1d6+1/18-20); Full Atk Rapier +1 melee (1d6+1/18-20) and bite -4 melee (1d6 plus disease); SA Curse of lycanthropy, disease; SQ Alternate form, rat empathy, damage reduction 5/silver, low-light vision, scent; AL CE; SV Fort +2, Ref +1, Will +0; Str 13, Dex 17, Con 14, Int 10, Wis 11, Cha 8.

Skills and Feats: Climb +0, Handle Animal -1, Hide +3, Listen +0, Move Silently +2, Spot +0, Swim +5; Stealthy, Toughness.

Possessions: Rapier, belt pouch with 1d20 gp.

Disease (Ex): Filth fever; bite, Fortitude DC 12, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con.

Curse of Lycanthropy (Su): Any humanoid or giant hit by a wererat's bite attack in animal or hybrid form must succeed on a DC 15 Fortitude save or contract lycanthropy.

Area 3-4 – Three Brothers (EL 5): Read or paraphrase the following:

The dour chamber seems akin to a dungeon cell: moldy hay strewn about the floor, a bucket of filthy water. A trio of humanoid heads are hung on a spit above a fire pit. The flesh crackles and pops in the leaping flames.

Three bugbears lair here. If the bugbears are unaware of the PCs' approach they will be seated around the fire, licking their furry chops. If the PCs fail to surprise the bugbears, the beasts lurk in the shadows of the room, javelins and morningstars at the ready.

The largest of the bugbears carries a *wand of stone shape* (17 charges, CL 12). Whenever Aaron Gannu wants to witness the torture of his prisoners, the Dying One uses the *wand* to shape a passageway to area 2-1A. Each of the bugbears carries a potion of *cure moderate wounds* in a steel vial. The bugbears don't use the potions during combat.

Bugbear (3): CR 2; Medium Humanoid (Goblinoid); HD 3d8+3; hp 22, 18, 15; Init +1; Spd 30 ft.; AC 17, touch 11, flat-footed 16; Base Atk +2; Grp +4; Atk/Full Atk Morningstar +5 melee (1d8+2) or javelin +3 ranged (1d6+2); SA -; SQ Darkvision 60 ft., scent; AL CE; SV Fort +2, Ref +4, Will +1; Str 15, Dex 12, Con 13, Int 10, Wis 10, Cha 9.

Skills and Feats: Climb +3, Hide +4, Listen +4, Move Silently +6, Spot +4; Alertness, Weapon Focus (morningstar).

Possessions: Leather armor, 3 javelins, morningstar, potion of *cure moderate wounds*, small shield, canvas sack with 2d12 sp and 1d8 gp.

Area 3-5 – Troll Bridge (EL 8): Read or paraphrase the following:

The corridor meets an underground river here. A sturdy bridge spans the river, broad wooden beams standing high above the river's quick current. A heavy iron grate crosses the river on the downstream side, catching branches and other flotsam.

On the far side of the river, the walls of the corridor are tinted red, as if something is burning brightly further down the hall.

The bridge is 6 feet wide, 17 feet long, and as sturdy as it appears, and for good reason: a redtooth troll – a terrifying wererat-troll crossbreed – lurks underneath the span, guarding the bridge. As the PCs cross, the redtooth troll cranes a monstrous arm over the side, trying to knock PCs off the bridge.

While clinging beneath the bridge, the troll has +4 to

its AC, but -4 to its attacks. PCs struck by the redtooth troll have to make a DC 15 Reflex save or be knocked into the river.

Anyone tumbling off the bridge can catch the lip of the bridge with a DC 17 Reflex check. Companions can catch their fellows and pull them back to safety with a DC 15 Strength check, provoking an attack of opportunity from the troll.

Those falling into the river are pinned against the iron grate on the downstream side of the bridge. The river is 10 feet deep here, and PCs need to make a DC 15 Swim check (modified by encumbrance) for each round they spend in the water. The red tint to the walls of the south corridor is light reflecting from area 3-6.

The redtooth troll does not transform into hybrid form, but may assume dire rat form if necessary, especially if forced to swim or climb.

Redtooth Troll (troll form): CR 8; Large Giant (Shapechanger); HD 10d8+48; hp 109; Init +2; Spd 30 ft.; AC 16, touch 11, flat-footed 14; Base Atk +7; Grp +18; Atk Claw +13 melee (1d6+7); Full Atk 2 claws +13 melee (1d6+7) and bite +8 melee (1d6+3); SA Rend 2d6+10, curse of lycanthropy, disease; SQ Alternate form, darkvision 90 ft., low-light vision, rat empathy, regeneration 5, scent; Space/Reach 10 ft./10 ft.; AL LE; SV Fort +15, Ref +8, Will +8; Str 24, Dex 14, Con 23, Int 6, Wis 11, Cha 6.

Skills and Feats: Listen +7, Spot +8; Alertness, Cleave, Improved Bull Rush, Iron Will, Power Attack, Track, Weapon Finesse.

Disease (Ex): Filth fever; bite, Fortitude DC 16, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con.

Curse of Lycanthropy (Su): Any humanoid or giant hit by a wererat's bite attack in animal or hybrid form must succeed on a DC 15 Fortitude save or contract lycanthropy.

Regeneration (Ex): Fire and acid deal normal damage to a troll. If a troll loses a limb or body part, the lost portion regrows in 3d6 minutes. The creature can reattach the severed member instantly by holding it to the stump.

Rend (Ex): If a troll hits with both claw attacks, it latches onto the opponent's body and tears the flesh. This attack automatically deals an additional 2d6+9 points of damage.

Redtooth Troll (dire rat form): CR 8; Small Giant (Shapechanger); HD 10d8+48; hp 109; Init +2; Spd 30 ft.; AC 20, touch 15, flat-footed 15; Base Atk +7; Grp +14; Atk/Full Atk Bite +14 melee (1d6+7); SA Rend 2d6+10, curse of lycanthropy, disease; SQ Alternate form, darkvision 90 ft., low-light vision, rat

empathy, regeneration 5, scent; Space/Reach 5 ft./5 ft.; AL LE; SV Fort +16, Ref +11, Will +8; Str 24, Dex 20, Con 25, Int 6, Wis 11, Cha 6.

Skills and Feats: Climb +13, Listen +7, Spot +8, Swim +15; Alertness, Cleave, Improved Bull Rush, Iron Will, Power Attack, Track, Weapon Finesse. Dire rats can always take 10 on Climb checks.

Area 3-6 – Riddle of the Rat King (EL 5): Show the players handout D, and read or paraphrase the following:

As you inch further down the hall, the air grows steadily warmer and the reddish light grows brighter, finally revealing its source: a mighty statue of a wererat, easily three stories tall and nearly filling the cave.

The towering stone rat holds an enormous bronze brazier in its paws, as if making an offering to whatever infernal power the rat-men worship. The brazier is filled with flaming oil that licks at the ceiling of the chamber with sooty tongues of flame and smoke.

The rat statue is the last obstacle between the PCs and the Rat King. The statue is cast in bronze, blackened by soot and time. In the belly of the statue is an unadorned stone door; before the door is a stone altar. A sentence fragment is carved into the surface of the altar: "My Favored Son: L."

The fragment is a riddle. The answer is "Lawrence," the name of the Aaron's son from DCC #1: Idylls of the Rat King. (The answer to the riddle is also hidden in area 1-6A.) If a non-lycanthrope touches the door without first speaking "Lawrence," the oil brazier tips, pouring flaming oil upon anyone standing beneath the statue. There is enough oil in the brazier for the trap to be triggered 5 times.

If the name "Lawrence" is spoken aloud, the stone door rises into the ceiling with a low rumble, the sound of stone grinding on stone. The door can also be tricked into opening with a DC 20 Disable Device check. The door also opens if it is touched by a lycanthrope.

Flaming Oil Trap: CR 5; mechanical; location trigger (*alarm*); automatic reset; Atk +20 ranged (6d3 for 2 rounds); multiple targets (any target in a 10 ft. radius beneath the statue); Search DC 22; Disable Device DC 22.

Stone Door: 6 in.; Hardness 8; hp 90; Disable Device 20; Break DC 25.

Area 3-7 – The Rat King (EL 9): Read or paraphrase the following:

Past the stone door you spy a large, vaulted chamber. The walls are hung with gilded tapestries, the air is thick with the smell of scented candles, and lavish pillows, lounges and chairs are arrayed about the room. On the back wall of the chamber is an ornate wooden throne atop a raised flagstone dais. Before the throne rests a massive black orb, held aloft by a trio of rat statues.

Upon a second glance you notice that all is not as it first seemed. The gilded tapestries are moth-eaten, the pillows are soiled black with mold, and sickly-sweet smelling candles cover the scent of rot and disease.

As you watch, a single rat scampers onto the throne. It watches you with its beady orbs, regarding your company with regal disdain.

Despite its poise, the rat atop the throne is a normal rat sent by the Rat King in the hopes that the PCs will waste precious spells and magic on a diversion.

Regardless of their actions, as the PCs enter, three rat swarms begin to pour into the room. The plague of rats crawl from behind the tapestries, erupt from tunnels in the floor, and scramble down the walls, creating a seething carpet of pestilence surrounding the PCs.

Tactics: The Rat King enters in dire rat form with the swarms, but PCs will only notice the Rat King with a Spot check opposed by Aaron's Hide check (with the distance modifier, and that PCs' distraction, the Rat King gains +6 to his Hide check). On the third round after the PCs entered the room, Aaron Gannu transforms into hybrid form, flanking a PC and launching a death attack (Fortitude save, DC 13 or death), preferably on a human or elf.

Aaron fights with a +1 *spiked chain of venom*. Once per day the weapon can cause *poison* as the spell (Fortitude save, DC 14, initial 1d10 Constitution, secondary 1d10 Constitution). So long as the rat swarms surround the PCs, Aaron makes flanking attacks over the rats with devastating efficiency. Note that the Rat King, a ranger who has studied the ways of men and elves, enjoys a +4 damage bonus against humans, and a +2 damage bonus versus elves.

If the swarms are slain, or if the PCs succeed in fighting their way to Aaron, he shifts back into dire rat form and flees west, through a small hole in the wall. The wall conceals a secret door that can only be found on a DC 20 Search check. The secret door is locked (Open Lock, DC 23), but not trapped.

Curse of the Rat King: When the rat king is killed, read or paraphrase the following:

The Rat King drops to one knee, clutching his wounds in attempt to staunch the bleeding. "This is not the end!" he hisses, his eyes wild with madness. "The Gannu shall haunt you for all time! In every sewer of every city! Chewing through every floor! Beneath every bed! The rats shall have their revenge..." The curse ends in a sickening screech as the Rat King's body begins to change, bones and sinew erupting from inside the Rat King's shrinking skin.

Before you can react, the Rat King collapses, his body transforming into a slaughtered dire rat, devastating wounds lacerating the small body. You look up from the corpse to see half a dozen green-eyed dire rats watching you from the shadows of the room.

Ask PCs to roll for initiative, but before their actions can take effect, read or paraphrase the following:

In an instant the rats vanish into the walls, disappearing from sight.

It is up to the GM to decide if the curse of the Rat King is simply the ramblings of a deranged madman, or the inception of a larger world-spanning plot. At the very least, for the next several months PCs should feel uncomfortable whenever they come across the common rat.

Treasure: The black orb is the *Onyx Eye*, a crystal ball with unique properties (see page 29 for more information).

Secret door: thickness 2 in.; Hardness 5; hp 10; Open Lock DC 23; Break DC 13.

Aaron Gannu, male human wererat Rng5/Asn1 (hybrid form): CR 8; Medium Humanoid (shapechanger); HD 6d8+1d6+14; hp 54; Init +5; Spd 30 ft.; AC 21, touch 15, flat-footed 16; Base Atk 5; Grp 8; Atk/Full Atk +1 *spiked chain of venom* +12 melee (2d4+4/x2); SA Curse of lycanthropy, death attack, disease, favored enemies (+4 humans, +2 elves), poison use, sneak attack +1d6; SQ DR 5/silver, track, wild empathy, endurance, animal companion; AL CE; SV Fort +8, Ref +13, Will +2; Str 16,



Dex 20, Con 15, Int 14, Wis 9, Cha 9.

Skills and Feats: Balance +6, Bluff +3, Climb +11, Craft (trapmaking) +4, Disguise +4, Hide +12, Jump +7, Listen +7, Move Silently +14, Search +11, Spot +7, Survival +8, Swim +7, Use Rope +9; Combat Reflexes, Exotic Weapon Proficiency (spiked chain), Improved Trip, Track, Two-Weapon Fighting, Weapon Finesse, Weapon Focus (spiked chain).

Possessions: +1 spiked chain of venom, studded leather +1, ring of tooth and blade.

Assassin Spells Known (1; base DC = 12 + spell level): 1st-level – true strike.

Disease (Ex): Filth fever; bite, Fortitude DC 12, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con.

Curse of Lycanthropy (Su): Any humanoid or giant hit by a wererat's bite attack in animal or hybrid form must succeed on a DC 15 Fortitude save or contract lycanthropy.

Aaron Gannu, male human wererat Ran5/Asn1 (dire rat form): CR 8; Medium Humanoid (Shapechanger); HD 6d8+1d6+14; hp 54; Init +5; Spd 30 ft.; AC 18, touch 13, flat-footed 16; Base Atk +5; Grp +4; Atk/Full Atk Bite +11 melee (1d4+3); SA Curse of lycanthropy, disease, favored enemies: humans and elves; SQ DR 5/silver, track, wild empathy, endurance, animal companion; AL CE; SV Fort +8, Ref +13, Will +2; Str 16, Dex 20, Con 15, Int 14, Wis 9, Cha 9.

Skills and Feats: Balance +6, Bluff +3, Climb +19, Craft (trapmaking) +4, Disguise +4, Hide +12, Jump +7, Listen +7, Move Silently +14, Search +11, Spot +7, Survival +8, Swim +15, Use Rope +9; Combat Reflexes, Exotic Weapon Proficiency (spiked chain), Improved Trip, Track, Two-Weapon Fighting, Weapon Finesse, Weapon Focus (spiked chain).

Disease (Ex): Filth fever; bite, Fortitude DC 12, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con.

Curse of Lycanthropy (Su): Any humanoid or giant hit by a wererat's bite attack in animal or hybrid form must succeed on a DC 15 Fortitude save or contract lycanthropy.

Rat Swarm (3): CR 2; Tiny Animal (Swarm); HD 4d8; hp 13; Init +2; Spd 15 ft., climb 15 ft.; AC 14, touch 14, flat-footed 12; Base Atk +3; Grp -; Atk/Full Atk Swarm (1d6 plus disease); SA Disease, distraction; SQ Half damage from slashing and piercing, low-light vision, scent, swarm traits; Space/Reach 20 ft./0 ft.; AL N; SV Fort +4, Ref +6, Will +2; Str 2, Dex 15, Con 10, Int 2, Wis 12, Cha 2

Skills and Feats: Balance +10, Climb +10, Hide +14, Listen +6, Spot +7, Swim +10; Alertness, Weapon Finesse.

Disease (Ex): Filth fever; swarm attack,

Fortitude DC 10, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con.

Distraction (Ex): Any living creature that begins its turn with a swarm in its square must succeed on a DC 10 Fortitude save or be nauseated for 1 round.

Area 3-8 – Revenge of the Rat King (EL 1, 2, 2, 2):

Read or paraphrase the following:

The chamber before you throbs with a sinister green light. Watching warily from the hall, you spot an open glass chamber, half filled with glowing green ooze. The emerald light glints off a series of iron safes mounted in the walls.

A simple trapdoor is placed in the ceiling of the room, and can be noticed with a DC 15 Spot check, or a DC 10 Search check. The trapdoor opens to a tunnel with iron rungs rising to street level Soulgrave. If the PCs fail to stop the Rat King from escaping, he ascends the ladder, fleeing into the night.

The glass cloning chamber is empty. At the GM's discretion, the cloning chamber once held the clone of Aaron Gannu.

The iron safes contain the Rat King's considerable wealth. There are six safes in all, each locked (Open Lock DC 25). Safes #1, #2, #3, and #6 are trapped as follows.

Safe #1: A teak box containing one banded agate (worth 6 gp), one piece of amber (worth 120 gp), one star ruby (worth 630 gp), one sardonyx (worth 40 gp), and one large pearl (worth 700 gp). The safe door is protected by a poison dart trap.

Safe #2: 1,000 gp held in 10 leather pouches. The safe door is protected by a *burning hands* trap.

Safe #3: A black velvet mask adorned with numerous citrines (worth 160 gp). The first time the mask is donned, an *inflict light wounds* trap is triggered.

Safe #4: 150 gp, scattered on the base of the safe. No trap.

Safe #5: The *Key of Shevas* folded inside a robe of useful items.

Safe #6: A rod of metamagic (*enlarge, lesser*), atop a black silk pillow. The lock is trapped with a poison needle trap.

Poison Dart Trap: CR 1; mechanical; touch trigger; manual reset; Atk +8 ranged (1d4 plus poison, dart); poison (bloodroot, DC 12 Fortitude save resists, 0/1d4 Con plus 1d3 Wis); Search DC 20; Disable Device DC 18.

Burning Hands Trap: CR 2; magic device; touch

trigger; no reset; spell effect (*burning hands*, 1st-level wizard, 1d4 fire, DC 11 Reflex save half damage); Search DC 26; Disable Device DC 26.

Inflict Light Wounds Trap: CR 2; magic device; touch trigger; automatic reset; spell effect (*inflict light wounds*, 1st-level cleric, 1d8+1, DC 11 Will save half damage); Search DC 26; Disable Device DC 26.

Poison Needle Trap: CR 2; mechanical; touch trigger; repair reset; lock bypass (Open Lock DC 30); Atk +17 melee (1 plus poison, needle); poison (blue whinnis, DC 14 Fortitude save resists (poison only), 1 Con/unconsciousness); Search DC 22; Disable Device DC 17.

Wrapping Up

Read or paraphrase the following:

Your companions wipe the blood from their blades, ease their spellbooks closed, and offer quiet prayers of thanks. The Rat King's sinister plot has failed, his army scattered or put to the sword.

But what the Rat King himself? The memory of glowing green chambers lingers in your mind. You have seen too much in the past few days to believe that the diabolical Gannu will stay dead for long.

With a laugh you shake the dark thoughts from your mind. Now is the time for celebration and rejoicing. Your packs are laden with newfound magic and shining coins, and new adventures beckon.

Let the villains do their worst – you will meet them with might, cunning, faith and magic, and send them howling back into darkness.

THUS ENDS THE REIGN OF THE RAT KING

Further Adventures

The Revenge of the Rat King need not be the end of Aaron Gannu. At the GM's discretion, the Rat King succeeded in cloning himself in area 3-8. The clone (now believing itself to be the true Rat King) will be no less deadly than its predecessor, and will bide its time until revenge is ripe.

The Sewers of Soulgrave are ancient and present a nearly endless number of adventuring possibilities, beginning with the catacombs (area 2-7) and the adjoining rooms. GMs are invited to map out their own ruins adjoining the crypts, stocking the dungeon with ferocious undead and fabulous treasures.

Appendix 1: New Magic

Shackles of Shevas: Akin to *dimensional shackles*, a *shackle of Shevas* is an unbroken circle of meteoric iron, has a hardness of 15, 50 hp, a break DC of 45, and cannot be damaged by weapons of less than +2 enchantment. The *shackles* magically shrink and enlarge to match the size of the wearer, prevent the wearer from casting *dispel magic* or *gaseous form*, and act as *dimensional anchors*.

PCs will likely find creative solutions to removing the *shackles*, but the easiest tact is to use the *key of Shevas*, found in area 3-8. PCs can identify the *shackles* and their powers with a DC 17 bardic knowledge check, or a DC 20 Spellcraft check.

Moderate evocation; CL 15th; Craft Wondrous Item, *dimensional anchor*; price 35,000 gp; Weight 4 lb.

Key of Shevas: The *key* resembles a delicate 6 inch key carved from white ivory. The *key* can open and seal *shackles of Shevas*. Additionally the *key* can cast *knock*, *detect secret doors*, *dispel magic* at CL 10, three times per week. If any of the *key's* powers are ever invoked

Cloning

The Rat King's chief henchman, Azrod the Dying, dedicated his life to circumventing the limitations of his frail frame. Too weak to pursue lichdom, and too cunning to fall for the overtures of vampires, Azrod scoured the globe, finally happening upon the bizarre collection of ruins known as the Talons of the Horned King (described in a forthcoming DCC adventure).

What Azrod discovered in that weird place will never be known, but when he returned from the north he brought with him a rudimentary understanding of magic-assisted cloning. Too obsessed to be an effective researcher, Azrod's technique was never close to perfection. His attempts to create new beings always resulted in rotting masses of organic matter. While the soulless creations were perfect imitations of the cloned body, each was missing the critical spark of life.

At the GM's discretion, Gannu's violent death and dying curse might have provided the key ingredients necessary to jolt a clone to life. Gannu's soul, escaping his dying body and driven by an insatiable desire for revenge, could find a home in one of Azrod's clones, permitting the Rat King's escape...and return.

more than three times in a week, the *key* loses all of its abilities, becoming nothing more than a curious oddity.

Minor abjuration and divination; CL 17th; Craft Wondrous Item, *freedom*; price 8,000 gp; Weight –

The Onyx Eye (Yatii's Orb): The eye is an opaque black orb, 8 inches in diameter, polished to a mirror-bright sheen, and incredibly dense. Much like a normal crystal ball, a character can use the *eye* to see up to 1000 miles, as with the spell *scrying* (Will DC 16 negates).

With a DC 20 Concentration check, the *eye* allows the user to project an illusory image to the place being scried, as per the spell *project image*, CL 13 (note that the range limits of the spell apply).

There is a cumulative 6% chance that every time a PC peers into the ball, he sees himself being attacked by a ferocious monster. The image flares to life within the orb,

then vanishes before revealing the result of the battle. This is literally the PC's future. The GM should select a villain with a CR from +1 to +3 above the PC's level. Driven by a powerful enmity, the villain begins to track the PC, with the intent to attack the PC when he is alone.

Moderate divination; CL 13th; Craft Wondrous Item, *scrying*, *project image*. Price 23,000 gp. Weight 30 lb.

Ring of Tooth and Blade: At first glance, this magic ring appears to be a simple woven string. On closer examination, it becomes apparent that the *ring* is a weave of felted fur and platinum wire. When worn, the *ring* permits the owner to retain her equipment during shapechanges. Up to eighty pounds of gear can be absorbed into the ring, reappearing when the PC returns to a humanoid shape.

Minor transmutation; CL 9th; Craft Wondrous Item, *alter self*. Price 15,000 gp. Weight –.

Appendix 2: New Monsters

REDTOOTH TROLL

	Redtooth wererat, Troll Form	Redtooth wererat, Dire Rat Form	Redtooth wererat, Hybrid Form
Hit Dice:	<i>Large Giant (Shapechanger)</i> 6d8+36 plus 4d8+12 (93 hp)	<i>Medium Giant (Shapechanger)</i> 6d8+36 plus 4d8+12 (93 hp)	<i>Large Giant (Shapechanger)</i> 6d8+36 plus 4d8+12 (93 hp)
Initiative:	+2	+5	+5
Speed:	30 ft. (6 squares)	30 ft. (6 squares), climb 20 ft.	30 ft. (6 squares)
Armor Class:	16 (-1 size, +2 Dex, +5 natural), touch 11, flat-footed 14	20 (+5 Dex, +5 natural), touch 15, flat-footed 15	19 (-1 size, +5 Dex, +5 natural), touch 14, flat-footed 14
Base Attack/Grapple:	+7/+18	+7/+14	+7/+18
Attack:	Claw +13 melee (1d6+7)	Bite +14 melee (1d6+7)	Claw +13 melee (1d6+7)
Full Attack:	2 claws +13 melee (1d6+7) and bite +8 melee (1d6+3)	Bite +14 melee (1d6+7)	2 claws +13 melee (1d6+7) and bite +8 melee (1d6+3)
Space/Reach:	10 ft./10 ft.	10 ft./10 ft.	10 ft./10 ft.
Special Attacks:	Rend 2d6+10, curse of lycanthropy, disease	Curse of lycanthropy, disease	Rend 2d6+10, curse of lycanthropy, disease
Special Qualities:	Alternate form, darkvision 90 ft., rat empathy, regeneration 5, low-light vision, scent	Alternate form, darkvision 90 ft., DR 5/silver, rat empathy, regeneration 5, low-light vision, scent	Alternate form, darkvision 90 ft., DR 5/silver, rat empathy, regeneration 5, low-light vision, scent
Saves:	Fort +15, Ref +8, Will +8	Fort +16, Ref +11, Will +8	Fort +16, Ref +11, Will +8
Abilities:	Str 24, Dex 14, Con 23, Int 6, Wis 11, Cha 6	Str 24, Dex 20, Con 25, Int 6, Wis 11, Cha 6	Str 24, Dex 20, Con 25, Int 6, Wis 11, Cha 6
Skills:	Listen +7, Spot +8	Listen +7, Spot +8	Listen +7, Spot +8
Feats:	Alertness, Cleave, Improved Bull Rush, Iron Will, Power Attack, Track, Weapon Finesse	(same as troll form)	(same as troll form)
Environment:	Cold mountains	Cold mountains	Cold mountains
Organization:	Solitary, gang (2-4), or warband (3-6 plus 8-15 wererats)	(same as troll form)	(same as troll form)
Challenge Rating:	8	8	8
Treasure:	Standard	Standard	Standard
Alignment:	Always lawful evil	Always lawful evil	Always lawful evil
Advancement:	By character class	By character class	By character class
Level Adjustment:	+7	+7	+7

The wererats of the Redtooth brood were created by wererat mystics. The orcs and goblins of these Redteeth managed to overpower their captors and escape from the research facility where they were being tortured. In recent years, a few Redtooth adepts have begun to replicate the experiments they observed during their captivity. These adepts lack the skill and sophistication of wererat mystics, but they have had a few successes – the most notable of which is the Redtooth troll.

The Redtooth troll is a troll afflicted with wererat lycanthropy. The beast cannot infect others, but it makes a formidable foe in combat. Further, its rat like nature makes it vulnerable to rat empathy – a critical factor that allows Redtooth handlers to keep these creatures under control.

In hybrid form, a Redtooth troll is a giant caricature of a normal wererat. In spite of its bent spine and hunched posture – even more stooped than that of a normal troll – it still stands almost nine feet in height. For the most part it is completely hairless, revealing rubbery gray skin; occasionally there are patches that appear to be fur, but these are actually fleshy fibers that writhe and flex. It has the head of a dire rat, but its eyes are yellow and seem to bulge out of their sockets, and its snout is filled with oversized, jagged teeth. Like a regular troll, its arms are long and drag about on the ground, and its gangly form belies its immense strength and speed.

The Redtooth brood is described in more detail in the Complete Guide to Wererats.

COMBAT

Alternate Form (Su): A wererat can assume a bipedal hybrid form or the form of a medium dire rat.

Disease (Ex): Filth fever; bite, Fortitude DC 16, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con.

Rend (Ex): If a Redtooth troll hits with both claw attacks, it latches onto the opponent's body and tears the flesh. This attack automatically deals an additional 2d6+10 damage.

Regeneration (Ex): Fire and acid deal normal damage to a Redtooth troll.

Rat Empathy (Ex): Communicate with rats and dire rats, and +4 racial bonus on Charisma-based checks against rats and dire rats.

Skills: A wererat in rat or hybrid form uses its Dexterity modifier for Climb or Swim checks. It has a +8 racial bonus on Climb checks and can always choose to take 10 on a Climb check, even if rushed or threatened. Wererats have a +8 racial bonus on Swim checks from their dire rat form.

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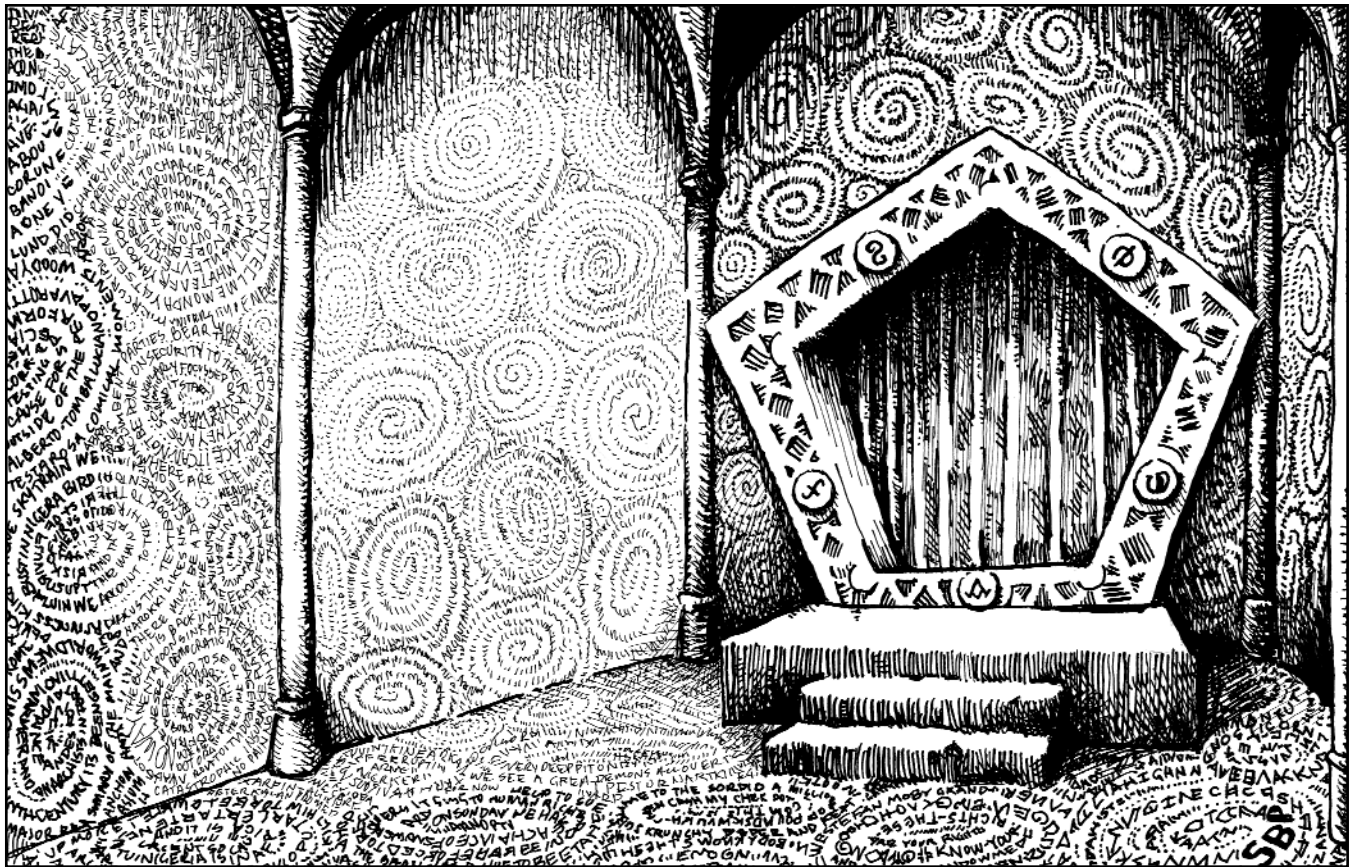
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