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Dungeon Crawl Classics #49

Palace in the Wastes

Gen Con 2006 Tournament Module
AN ADVENTURE FOR CHARACTER LEVELS 6-7



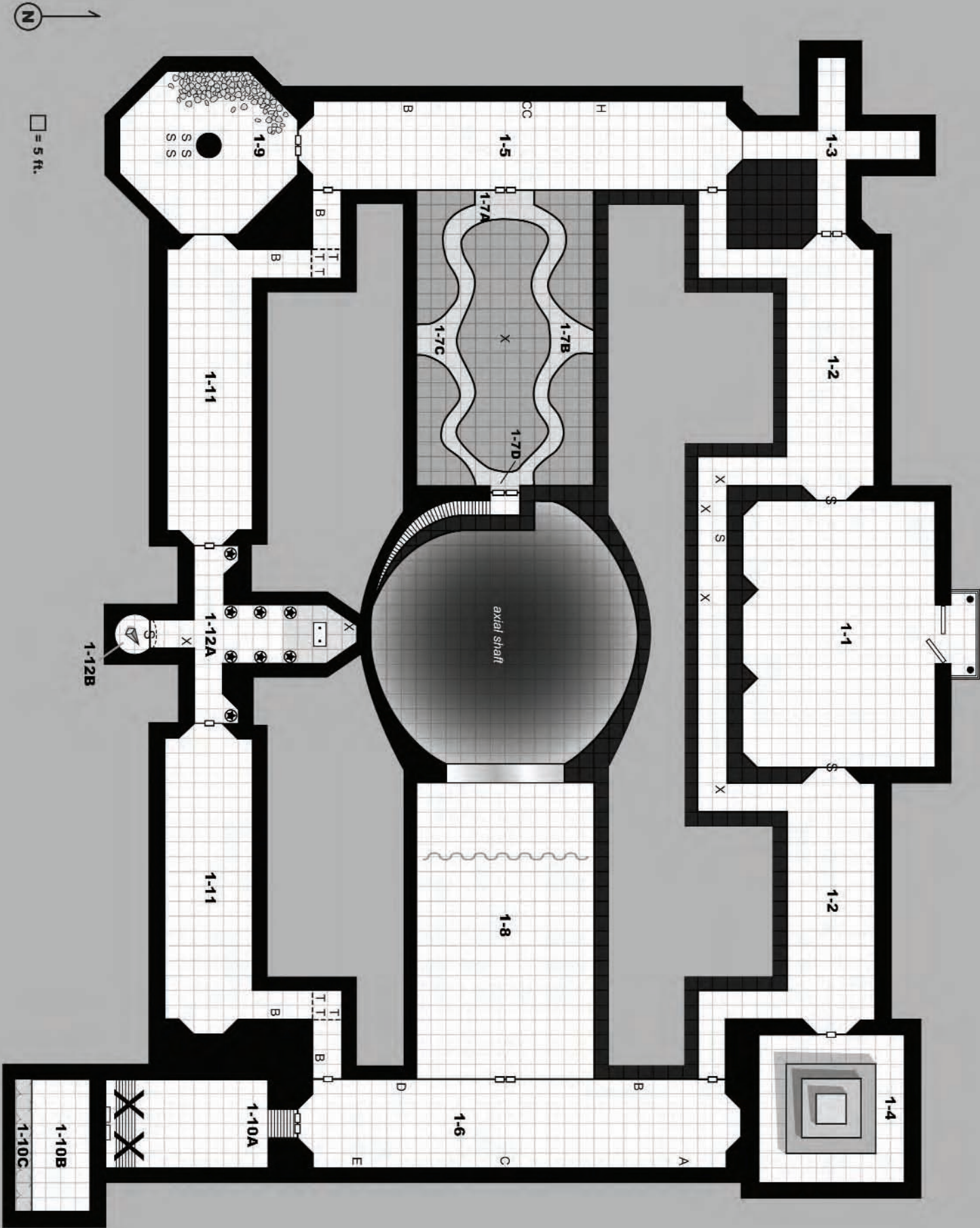
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This special tournament module was used for the Third Annual Dungeon Crawl Classics Open Tournament at Gen Con Indy 2006. It includes the official tournament scoring system, pregenerated characters, and illustrated player handouts. In the barren badlands deep within the forbidding Achsfel Wastes, a ruined palace lies half-buried in the shimmering sands. Far from civilization, it is but a legend occasionally glimpsed by far-trading caravans – until now. A band of intrepid adventurers has set out to breach this strange place and uncover the secrets that legends claim lie buried within...

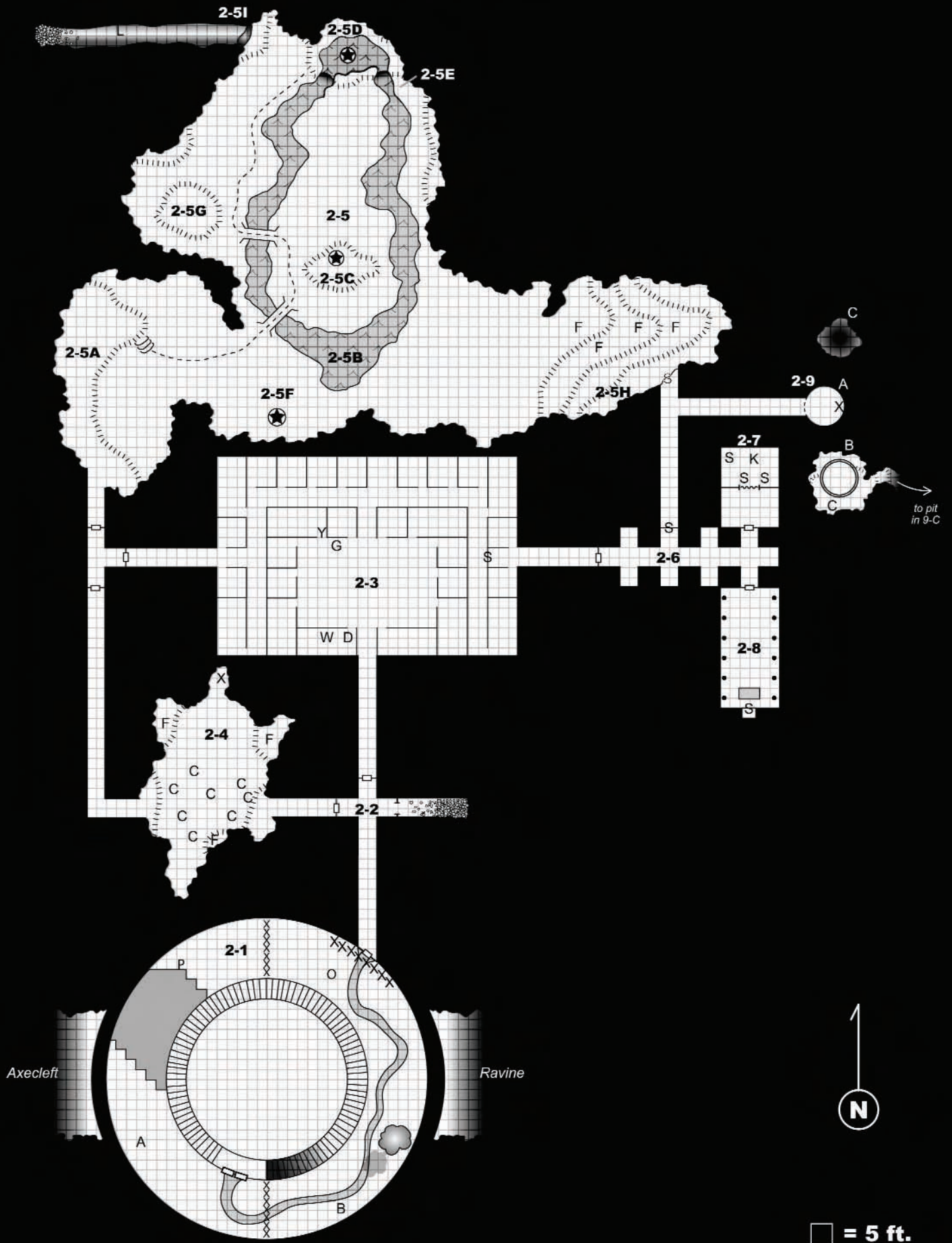
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Level 1



Level 2



Dungeon Crawl Classics #49

The Palace in the Wastes

AN ADVENTURE FOR CHARACTER LEVELS 6-7



Official Tournament Module

Dungeon Crawl Classics Third Annual Open Tournament

Gen Con Indy 2006



Credits

Developer and Project Manager: Adrian M. Pommier

Additional Development: Jeff LaSala, Jason Little, Joseph Goodman, J.P. Charpentier, Chris Doyle

Writers: Chris Doyle, Justin Georgi, Melissa Georgi, Luke Johnson, Jeff LaSala, Jason Little, Rick Maffei, Greg Oppedisano, Justin Sipla, Adrian M. Pommier, Aeryn "Blackdirge" Rudel, Christina Stiles, Harley Stroh

Gen Con Tournament Coordinator: Adrian M. Pommier

Gen Con Tournament Judges: Eric Artis, Don Eccles, Jason Goodwin, Erica King, Stephanie Huffaker, Jason Little, Ken McCutchen, Jeff McSpadden, Adrian M. Pommier, Todd Rooks, Justin Sipla

Front Cover Artist: Jim Holloway

Back Cover Artist: William McAusland

Interior Artists: Chris Arneson, Tom Galambos, Cliff Kurowski, Jesse Mohn, Chad Sergesketter, Chuck Whelon, William McAusland

Cartographer: Jeremy Simmons

Graphic Designer: Greg Porter

Editor: Aeryn "Blackdirge" Rudel

Line Editor: Harley Stroh

Proofreaders: Michael Ferguson, Adrian Pommier

Playtesters: Carl Brown, Nolan Brown, Jeffrey Burchell, Isaiah Choczynski, Christine Doering, Matt Gossett, Haden Huffaker, Stephanie Huffaker, Dave Husted, Mark Fortin, Andrew Jennings, Eric Jessup, Keith LaBaw, Steve Labun, Devin McCullen, Erin McSpadden, Jeff McSpadden, Cindy Moore, Scott Moore, Deneb Perone, C.J. Pommier, Esteban Puerto, Kathryn Sipla

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You can download maps for dozens of modules at Prester's, including Ben "Superfan" Waxman's Palace in the Wastes battle maps, the ones used at our Gen Con tournament. Visit Prester's Maps and Charts Emporium online at:

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Official Tournament Results

FIRST ROUND

Rank	Team Name	DM	Score	PCs <0 hp	Players
1	Glen Eagles	McSpadden	3,500	0	Terri Frenia, David Shea, Joseph Frenia, Brandon Miller
2	Fish in a Barrel	Goodwin	3,305	0	Jim Lamanna, Tom Gintner, Steve Moeller, Tom Paci-Funk
3	Late Comers	McCutchen	2,860	0	Sean Parker, Tim Gress, Dan Paddock, Andrew Hicks
4	We're in and We're Gonna Win	McCutchen	2,845	0	Edward Pelikan, Alex Kerwin, Peter Garaneis, Chris Arkins
5	Better than 11	Goodwin	2,715	0	Ryan Downing, Francois Moret, M. Syd Halterman, Bill Yorker
6	Clan Yeoman	McCutchen	2,650	0	Dan Adams, Leah Adams, Nicol Buckley, Tim Buckley
7	Blood of Kings	King	2,470	0	Jeff, Andy, Adrian, Joel (No Last Names Recorded)
8	We Flunked Flank	Goodwin	2,470	0	Andy Brogan, Chris Foley, Matt Kappel, Matt Flint
9	Team Cheapass	Goodwin	2,175	0	Ian Welsh, Thomas Grable, Thomas D. Swartz, Ron Shook
10	Kung Fu Gamers	Artis	2,135	0	William Wise, Roy Mills, Bryan Andrews, Tom Caudron
11	Early Risers	Huffaker	2,105	0	John Brown, Lex Loza, Shawn Rice, Scott Nolan
12	Three Amigos	McSpadden	2,065	0	Hugo Perez, Scott Milligan, Megan Milligan
13	MDK J'OCRS	Goodwin	2,000	0	Mike Maenza, Josh O'Connor Rose, Dustin Short, Kerry Rogers
14	Guys Who Just Met	Huffaker	1,960	0	John Reynolds, Allen Evlin, Mark Narduzzi, Bob Leonard
15	High Council of the Confused	King	1,930	0	Lion Godchaux, Ian Burgess, Neil Shackleton, Lindsay Simpson
16	Red Shirts	Huffaker	1,910	0	Bob Vought, Mark Dittenver, Ed Altis, Richard Mickwee
17	Lords of the Atlas	Pommier	1,885	0	Tim Wadzinski, Todd Kath, Sean Tragesser, Chris Smith
18	Illiland	King	1,860	0	Sandor Vanwassenbore, Todd Courtney, David Gerstunecher, Toney Oligney Estill

Continued on next page

(First round, continued)

Rank	Team Name	DM	Score	PCs <0 hp	Players
19	Halfling Squished Flat	Artis	1,855	0	Bruce Dearing, Craig Killen, Jennifer Pierce, Glen Pierce
20	Rella's Rambunctious Rogues	Little	1,720	0	Mark Karau, Matt Filla, Steve Heitke, Glen Ausse
21	Four against the Apocalypse	Rooks	1,650	0	Joe Davis, Daren Geremia, Greg Ragland, James Grummell
22	Dead Bunny Crew: The Sequel	Artis	1,630	0	Scott McAhren, Brian Kern, Gautam Prasad, Leslie Foster
23	Duck of Doom	McSpadden	1,600	1	Troy Wilhelmson, Peter Franke, Judd Luckey, Dylan Moonfire
24	Bottom Feeders	Sipla	1,420	1	Marion Nalepa, Fritz Peterson, Nick Richardson, Tim Thomas
25	Underdogs	Eccles	930	0	Andy Owen, Paul Klingman, Troy Maynard
26	Table 11	Huffaker	830	3	Logan Daugherty, Christian Macleod, Christopher Conner, Glen Guinond
27	Fighting Mongoose	Sipla	-240	4	Oscar Jensinon, Dustin Pietzold, Chris Miller, Todd Dighton
28	Marauders of Death	Sipla	-390	3	Derek Lloyd, Matt MacGregor, Gary Rutter, Jason Fury
			Total	12	=11% kill rate

SECOND ROUND

Rank	Team Name	DM	Score	PCs <0 hp	Players
1	We Flunked Flank	McCutchen	2450	0	Andy Brogan, Chris Foley, Matt Kappel, Matt Flint
2	Clan Yeoman	Goodwin	1865	0	Dan Adams, Leah Adams, Nicol Buckley, Tim Buckley
3	Fish in a Barrel	McCutchen	1845	1	Jim Lamanna, Tom Gintner, Steve Moeller, Tom Paci-Funk
4	Glen Eagles	Little	1815	0	Terri Frenia, David Shea, Joseph Frenia, Brandon Miller
5	We're in and We're Gonna Win	King	860	0	Edward Pelikan, Alex Kerwin, Peter Garaneis, Chris Arkins
6	Team Cheapass	King	490	1	Ian Welsh, Thomas Grable, Thomas D. Swartz, Ron Shook
7	Better than 11	Little	-405	3	Ryan Downing, Francois Moret, M. Syd Halterman, Bill Yorker
8	Late Comers	Pommier	-555	4	Sean Parker, Tim Gress, Dan Paddock, Andrew Hicks
			Total	9	=28% kill rate

FINAL ROUND

Rank	Team Name	DM	Score	PCs <0 hp	Players
1	Clan Yeoman	Little	2755	0	Dan Adams, Leah Adams, Nicol Buckley, Tim Buckley
2	We Flunked Flank	McSpadden	2180	0	Andy Brogan, Chris Foley, Matt Kappel, Matt Flint
3	Fish in a Barrel	Pommier	-1000	3	Jim Lamanna, Tom Gintner, Steve Moeller, Tom Paci-Funk
			Total	3	=25% kill rate

KILLS BY JUDGE

Judge	Total	First Round	Second Round	Final Round
Artis	0	0	0	0
Eccles	0	0	0	0
Goodwin	0	0	0	0
Huffaker	3	3	0	0
King	1	0	1	0
Little	3	0	3	0
McCutchen	1	0	1	0
McSpadden	1	1	0	0
Pommier	7	0	4	3
Rooks	0	0	0	0
Sipla	8	8	0	0

Introduction

Remember the golden days of role playing, when adventures were underground, NPCs were there to be killed, and the finale of every dungeon was the dragon on the 20th level? Well, those days are back. Dungeon Crawl Classics feature bloody combat, intriguing dungeons, and no 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 must be there somewhere.

The Palace in the Wastes is designed for four to six characters of 6th to 7th level, with a total of 22-36 character levels between party members. While the characters can be of any basic character class, a well-balanced party with at least some Lawful characters will have the best odds of surviving the challenges of the Palace. Several clues are scattered throughout the Palace in the dead language of its builders, so groups ideally should be able to cast *comprehend languages* or have ranks in Decipher Script. See the "Scaling Information" section for ways to tailor this adventure to your group's unique style of play.

Adventure Summary

The adventurers each set out on their own, seeking the ruined palace occasionally glimpsed deep within the forbidding Achsfel Wastes. Meeting in the Wastes, they have struck an alliance of convenience and mutual gain, and enter the mysterious edifice. Within, they discover evidence of the palace's builders, the tortoise-like falsoom, and begin to piece together why it was built.

The adventure culminates in a series of titanic battles against a twisted servant of Law, a giant weapon of Chaos, and the severed (but very alive) hand of a demigod.

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
1-2	14	C	4 grimlocks, War1 <i>Sedj</i> , grimlock, War4	6
1-3	15	P/C	6 crystal mephits	6
1-4	18	C	<i>Ordo</i> , construct	8
1-5	22	P	Repairing the cleaning construct	3
1-7A	23	T	Telescoping spikes	3
1-7D	24	P/T	Disk puzzle <i>Order's wrath</i> trap	6
1-9	27	C/T	Flying scorpion swarm Pain trap	6
1-10A	30	T/C	<i>Earthquake</i> trap 2 monstrous water spiders, large	8
1-10C	31	P	Waterworks	3
1-11	32	T	Compacting ceiling trap	6
1-12A	33	C/T	2 shining wardens <i>Blade barrier</i> trap <i>Order's wrath</i> trap	7
2-1A OR 2-1B	36 37	C	<i>Iv'x</i> , will-o-wisp	6
2-2	39	T	<i>Savrynn</i> , dryad Mnk3	6
2-3	39	C	Collapsing hall	3
		C	<i>Dyanag</i> and <i>Ylara</i> , harpies Young purple worm Falsoom ghoul	7
2-4	42	C	3 adv. cave fishers 8 cave crickets	7
2-5A	43	T	Poison spore trap	2
2-5B	44	C	12 playful Small water elementals	1
OR	44	T	Water trap	9
2-5G	46	C	<i>Shaleila</i> , pixie Sor4 <i>Tixit</i> , <i>Taxit</i> , and <i>Nilfrod</i> , pixies	9
2-5H	48	C	4 fungal constructs	7
2-5I	49	T	Purple worm husk interior Poison spore trap	6
2-7	50	C	<i>Korok</i> , falsoom pseudo-lich 3 animated objects	8

Loc	Pg	Type	Encounter	EL
2-8	54	C/T	Flawless effigy <i>Bestow curse</i> trap <i>Wall of fire</i> trap	8
2-9A	56	T	Shearing Room	7
2-9B	57	T/C	Acid pool Chaos beast	8
3-1A	59	T	Lava hazard	9
3-2	60	C/T	<i>Malinga</i> , sea hag Clr2 3 merrow Scalding water jets	8
3-3	62	C/T	Unmade orc shaman, Clr5 <i>Luk'org</i> , Unmade orc War2 3 Unmade orcs, War2 Spherevault	6
3-4A	65	C	<i>Duran Oronsgoth</i> , chaos champion, aberration Eye of Chaos Champion, aberration	6
OR				
3-4B	67	C	2 Unmade advanced female nixies Unmade male nixie	6
OR				
3-4C	70	C/T	<i>Volghak</i> , Unmade orc War6 <i>Gartath</i> , <i>Surosk</i> , <i>Kalrish</i> , Unmade orc War2 Upside Down Room	6
3-5	72	C	Unmade fire elemental, 7 medium Unmade lightning quasi-elemental, small River of Metal	7
3-6	76	C	<i>Raknulz</i> , Unmade orc Bbn2	6
3-7A	78	C/T	<i>Bullba</i> , Unmade ogre Acid geyser <i>Shaviss</i> , Unmade very young black dragon	6
3-7B	80	P/T	Model multi-trap	5
3-8	81	C	<i>Yephaiel</i> , brightguard	7
3-9	83	C	<i>Hand of Cadixtat</i> , aberration, huge Axe-born magmin	10

Scaling Information

The Palace in the Wastes is designed for four to six characters of 6th-7th level, and was run this way during the third annual DCC Tournament at GenCon Indy 2006. It can be easily modified for parties of different sizes or levels. When adjusting the module to suit your game, consider the following suggestions:

Weaker parties (3 or fewer characters): This sort of adventure should only be attempted by the most courageous and cunning of heroes. Encourage the PCs to bolster their forces by hiring henchmen. Failing that, reduce the save DCs or reduce the damage of the traps found in the Palace. The Shearing Room (area 2-9) could have a greater time delay to give the party more time to find the hidden panel. Require only one phase of the Protection Ritual before the party is immune to the changing power of the *Axe of Unmaking*.

Stronger parties (7 or more characters, or higher than 6th level): Swap out the warrior levels on several enemies with barbarian levels, or add three additional warrior levels. For monsters already with player class levels, or for monsters that advance through HD, add two levels or three HD. In both cases, adjust their equipment appropriately. Increase the save DCs for all traps and/or increase the damage dealt. Require the party to complete all three phases of the Protection Ritual before they're immune to the *Axe's* warping effects. Make it a free action for the Hand of Cadixtat to set itself or move from being set, and increase the DCs for the *Axe* to change the PCs. Some of the monsters in the Palace intentionally have less-than-optimal tactics, so changing that can improve the challenge they provide.

Getting the Players Involved

The adventure begins with the characters having crossed the Achsfel Wastes to arrive at the wide-open doors of the abandoned palace. Devise an appropriate plot hook or adapt one of the following to get the characters started:

- The Wastes have been growing every year, claiming once-fertile territory. The PCs, who either live on this threatened borderland or were hired by potentates that do, are investigating this phenomenon.
- The oldest elven histories tell of a lost race that lived in a "house surrounded by sorrow." Researchers have concluded that perhaps the mythical Palace in the Wastes could be that "house", and the PCs have been hired to head up an expedition.
- A PC who is a member of a Lawful religious or knightly order could be commanded to investigate rumors of the Palace in the Wastes, where crum-

bling codices hint at a long-slumbering, potent talisman of Chaos.

- Tales of a palace rumored to straddle the great ravine in the Achsfel Wastes have it filled to capacity with treasures of a lost age and forgotten truths. A caravan master claims he sighted the palace during his most recent trek, and has offered to draw a map for the first party to offer certain monetary compensations.

Dungeon Design Credits

This adventure was a collaborative effort. A team of dungeon designers devised the rooms, and project manager Adrian M. Pommier orchestrated the final arrangement. Here are the credits for the individual room designs and other contributions:

Chris Doyle: 2-5: The Fungal Arboretum; Fungal Constructs.

Justin Georgi: 1-12: Chapel of the Sword; 2-3: Chambers of Retreat; 3-6: Blood of Cadixtat; Shining Warden, Young Purple Worm, Warden Subtype.

Melissa Georgi: 3-2: Spherevault; 3-4B: The Water Garden, *Ring of Law*.

Luke Johnson: 1-9: The Oracle; 2-7: Korok's Tomb; Flying Scorpion Swarm; *Rod of Law*.

Jeff LaSala: 2-1: The Promenade; Entropic Mud; Identity Blight.

Jason Little: 1-3: Crystal Corridor; 1-4: Law and Ordo; Crystal Mephit.

Rick Maffei: 1-7: Path to Success; 3-4C: Upside Down Room.

Greg Oppedisano: 2-9: The Shearing Room; 3-7: Gastro Intestinal Terminal; 3-7B: Purest Water.

Adrian M. Pommier: 1-1: Entrance; 1-2: North Hall; 1-5: West Hall; 1-6: East Hall; 1-11: South Hall; 2-2: Doors; 3-7B: Purest Water, 3-8: Yephaiel's Bulwark; 3-9: Well of the Axe; Brightguard; Falsoom; Unmade Template; Shaor Crystal; *Ribbon of Law*.

Aeryn Rudel: 2-8: Tomb of Desed Blightbane; Flawless Effigy.

Justin Sipla: 2-4: The Hunting Grounds; 3-5: The River of Metal.

Christina Stiles: 3-4A: Chaos Champion; *Warp*; Nightfall Stone.

Harley Stroh: 1-10: Hall of Wave and Stone; Monstrous Water Spider.

Background Story

Teleus and Cadixtat

After the instatement of the Dragon Kings, when the fledgling races of the world had only begun their migrations across the untracked wilds, the forces of Law and Chaos looked down upon the myriad tribes and saw their opportunity to sculpt the coming world.

An ambitious champion of Chaos, a titan named Cadixtat, burned his way across the world, sowing discord and terror where he went. In response, the powers of Law dispatched one of their most powerful servants, Teleus the Obedient, to counter Cadixtat's fury.

Cadixtat, brandishing the *Axe of Unmaking*, and Teleus, wielding the *Focused Sword*, dueled atop mountains, deep beneath the earth, and high in the sky. At length, during an aerial contest, Teleus severed the right hand of Cadixtat, routing him.

The *Axe of Unmaking* and Cadixtat's hand plummeted earthward. A weapon made (and sized) for a demigod, the *Axe* made a terrific impact when it struck, and once-fertile lands convulsed and burned. Worse still, it landed blade-down, and the *Axe's* power to distort festered in the soil.

Enter the Falsoom

The forces of Law, seeing their enemy defeated, also sought to quit the field, but seeing the damage done by the *Axe* (and fearing direct contact with it), they resolved to contain it. Law's disciples gathered up one of the fledgling races of the earth, an amphibious tortoise-people called the falsoom, and gave them many gifts, including long life and surcease of hunger and sleep. The falsoom were then set to maintain vigil over the Axecleft Ravine until the powers of Law could devise a way to destroy the abhorrent weapon utterly. Teleus ordered one of its minions, a brightguard known as Yephaiel the Unyielding, to stand watch over the *Axe* itself. Then, with a Word of binding, Law's children contained the *Axe's* power, and retreated from the world. The falsoom raised a great palace over the ravine in honor of their benefactors and waited.

Unwholesome creatures were drawn to the *Axe of Unmaking*, and while the falsoom, their construct servants, and their fey allies were able to defend the Palace itself, an orc tribe dug secret tunnels that emerged in the bottom of Axecleft Ravine. The brightguard, Yephaiel, slew those that approached the *Axe*, but it would not abandon its post to pursue the interlopers into their tunnels. The falsoom were never able to completely destroy the subterranean invaders.

Decline and Extinction

Centuries came and went, but the luminaries that tasked the falsoom to ward Axecleft Ravine never returned.

Then the Word of binding began to diminish. The falsoom crafted a new one that had to be spoken in the presence of the Axe, but were barred from approaching it. The orcs had grown twisted and strong under the Axe's influence, and Yephaiel had been driven mad, forbidding entrance to the Well of the Axe to even his allies of old. Unknown to all, the severed hand of Cadixtat, long sealed in the Word along with the Axe, had awakened as a creature unto itself and was directing the power of the world-altering weapon.

Abandoned by their benefactors and betrayed by Yephaiel, fear grew in falsoom hearts. Paralyzed by their oaths and thwarted by their hidden enemy, they began to die out. The last few, the scholars of the Rahn'mok, began to plan for their race's extinction.

They poured the sum of their devotion into three minor artifacts: a ring, a rod, and a ribbon. Each would carry the new Word of binding in hopes that any who found them would use them to seal the Axe. Korok, their venerable leader, killed himself through overexertion, racing to finish the artifacts. His favored student, Gromorg, led the last of the Rahn'mok into Axecleft Ravine with the *Ribbon of Law* in an attempt to reseal the Axe, but all were slain by Yephaiel.

Bereft of leadership and hope, the falsoom perished.

Few of the races that now walk Áereth remember that the falsoom, lonely guardians in a dead land, ever existed. Thus they have passed from fact, to legend, to myth, and have nearly been forgotten entirely. Their home, a blighted land scoured by an acid rain, is known as the Achsfel Wastes, although barely a handful know why.

The rare travelers through the Wastes sometimes spy the mysterious Palace from afar, but few have dared to investigate...until now.

Ring, Rod, and Ribbon

These are minor artifacts created by the scholar-monks of the Rahn'mok in the waning days of the falsoom. Korok directed their construction and each honors and appeals to one of the Triad who commanded Teleus when the world was young. The utter dedication of the falsoom infuses the artifacts, so that to bear one is to become Lawful.

As fate would have it, one of the artifacts is located on each level of the dungeon. The *Ring* is found in area 1-4 – Law and Ordo, where it is guarded by a powerful

construct. The *Rod* was placed in Korok's hand in death, as he died finishing it. It is found in area 2-7, Korok's Tomb. Gromorg and the last of the Rahn'mok bore the *Ribbon* down to the bottom level, but they were slain. The *Ribbon* washed up on the shores of the area 3-5, the River of Metal.

Wearing or wielding one of the artifacts imparts the new Word of binding to the user, as well as granting several other abilities (see **Appendix 4**).

Inside the Well of the Axe (area 3-9) is a raised, golden platform. From there the Word can be spoken, resealing the Axe. Speaking the Word takes a great deal of time, a process that can be accelerated if several individuals, each bearing an artifact, combine efforts. Any artifacts used in re-sealing the Axe crumbles to powder, their purposes served.

The Protection Ritual

The *Axe of Unmaking*, directed by the Hand of Cadixtat, corrupts and twists anything that gets near it. The Rahn'mok, aware of the Axe's power but not the force directing it, created a ritual to safeguard them while journeying through the Axecleft Ravine.

The three steps of the protection ritual, which need not be accomplished in order, are: standing in the light of the reassembled pommel jewel of the *Focused Sword* in the Chapel of the Sword (area 1-12A): being anointed with oil blessed by the falsoom hero Desed Blightbane in his Tomb (area 2-8): and sipping the purest water, unblemished even in the vile Gastro Intestinal Terminal (area 3-7B).

Only party members who undergo the ritual gain the benefits. Each benefit can only be gained once/month. The benefits are as follows (CL 10):

- One step completed: Gain the benefit of a *protection from chaos* spell for 9 days [the duration of the tournament]. Lawful characters also heal 1d8+5 [10] points of damage.
- Two steps completed: Gain immunity to the *Axe of Unmaking's* power (see area 3-9). Lawful characters also heal 1d8+5 [10] points of damage and receive the benefit of a *lesser restoration* spell.
- Three steps completed: The bonuses granted by *protection from chaos* increase from +2 to +4 for as long as the *protection from chaos* effect lasts. Lawful characters also gain 10 temporary hit points and heal 2d8+10 [19] points of damage. These extra hit points are lost as soon as the character exits the Palace.

Tournament Information

Tournament Rules

This module was designed as the official adventure for the Third Annual Dungeon Crawl Classics Open Tournament at Gen Con Indy 2006. It was first played using tournament rules and conditions, where each room is scored and a team's score rises as it advances through the tournament. The tournament scores are printed at the end of the module, so you can play at home and see how your team would have ranked. The scoring guidelines are printed at the end of the adventure in an easy summary form, designed to be photocopied and marked as tournament play progresses.

The most important part of making home play resemble tournament play is to use a time limit. In tournament play, each round lasts *exactly* four hours. At the 4:01 mark, the judge shuts the book and the round ends. All points earned up until then are tallied, and the teams with the highest scores advance. In home play, simply advance your group to the next level, and keep track of points scored on each level to see how they compare.

Tournament gamers used the pregenerated characters included with this adventure. These characters and their equipment (and, in the case of this adventure, even their alignments) are chosen for specific purposes. Be aware that using home characters instead of the pre-gens will radically alter the outcome, and comparisons to tournament scores will no longer be valid.

At Gen Con, players were given the stats for all six pre-gens, and had to decide on which four to play in the tournament. There were always four players and no substitutes were allowed; if a player from a previous round couldn't make the round, his character was dead for the round and the other players started without him. Players were free to download the pre-gens from our web site to review prior to the game, although they did not always do so. Players were free to swap equipment between PCs *once the game began* (and this counted toward their four-hour time limit), but no PC activity was allowed outside the time limit.

In tournament play, a team starts the next dungeon level with full hit points restored. Any PC who is dead at the end of a particular round is raised at the end of the round, so that PC can partake in the next round. PCs raised from the dead mid-game are treated as having one negative level for the remainder of the round (reconstructing the PC to reflect actual level loss would take too much time from the tournament). There is a substantial points penalty for dying... and yes, if you die twice, you incur the penalty twice. Although the rule for returning to play with full hit points at each level might seem strange in home play, in tournament play it

ensures that each team starts each level with a clean slate and a fair chance to earn the same amount of points.

During tournament play, items listed on character sheets or referenced as shared equipment will replenish, refill, or otherwise be ready for reuse for each round of the tournament. While in the Palace, PCs may find other potions, scrolls, and consumable goods. Although they can carry these items over to subsequent rounds, once used, they are gone.

Tournament Miniatures

Goodman Games manufactures a range of Dungeon Crawl Classics miniatures that include official figures for the six pre-gens used in this adventure. These same miniatures were used in the tournament. You can find them in the DCC miniatures section of your local game store.

Tournament Battle Maps

DCC fan Ben "Superfan" Waxman, a tournament veteran and master map-maker, used Dundjinni to prepare official tournament battle maps for Palace in the Wastes. These were printed and provided to the judges beforehand to be used in the tournament.

These battlemaps are available for download from our web site to use in your game. If you have not visited Prester's Maps and Charts Emporium, now is the time! It is a repository of printable battle maps that enhance the Dungeon Crawl Classics game experience. You can visit Prester's to download the battle maps for this adventure at:

<http://www.goodmangames.com/presters.php>

Items in Brackets

Throughout the dungeon, there are several phrases or numbers set in brackets, like this: [3]. These items refer to conditions or values used during the tournament as it was played at Gen Con Indy 2006. In the case of phrases, they are instructions to the tournament judges. In the case of numbers, they reflect a predetermined result that applied to all teams equally.

If a single number is presented, that number was always the one used. If it refers to damage and a critical hit is confirmed, apply the attack's crit modifier to that number. If a series of numbers is presented, that was the sequence followed (and repeated, if necessary).

For falling damage, instead of calculating every possible height from which a PC could fall, it was assumed they took 1d6 [4] points of damage per 10 feet fallen.



Learning Falsoom

In several areas of the Palace, the falsoom have left written clues or warnings. Since none of the pregenerated PCs can speak this dead language, they may resort to Decipher Script checks.

As noted in the appropriate places, it requires a DC 25 Decipher Script check to understand written Falsoom. For the tournament, however, it will become progressively easier (or harder) to read the language.

For each time they successfully decipher a new piece of Falsoom script, the GM should reduce the DC of further checks by 2. Additionally, every time a PC successfully deciphers a bit of Falsoom, they may go back and retry to decipher a bit of writing they had previously failed to understand (except instances where they have incorrectly drawn a false conclusion).

However, every time a PC draws a false conclusion through Decipher Script, increase the DC of further attempts by 2.

For the tournament, the success or failure of the Decipher Script checks will carry over from round to round. If for some reason a judge failed to note the current DC in his or her notes from a previous round, the DC resets to 25.

Conditions within the Palace

The Palace echoes the gifts given the falsoom by the Triad. Within its walls, no creature hungers, thirsts, or needs to sleep. Similarly, creatures age very slowly (3 years equals 1 year aged). This means that all creatures are immune to magical *sleep* effects and magical aging while within the Palace walls. Creatures may elect to eat or drink as they see fit, they just don't need to in order to survive. Finally, beings accustomed to sleeping normally or trancing (like elves) cannot rest within the Palace, meaning they will not recover spells.

The falsoom developed a meditative ritual that allowed them to make Concentration checks to recover spells. With their extinction, though, that technique is lost.

Player Beginning

For the tournament, the following passage is all the background information that the players received:

The Achsfel Wastes is an unforgiving land. Bubbling acid rains from the sky, scouring most animal and plant life from its rocky surface. Its foul water clouds the mind, and its cracked earth vents choking fumes without warning. The verminous creatures that live there are twisted and unclean for eating.

Few are ambitious or desperate enough to cross the Wastes, but trade routes that hop from shelter to shelter – usually a cave or large overhang of rock – are known to exist. The hardy or foolish souls that dare to brave the Wastes carry back to civilization not only exotic goods, but also outlandish tales.

The most enduring of these concerns the mythic Palace in the Wastes. Ask any merchant in Arvale City or any street vendor in Punjar and they'll tell you of a family member or business associate who actually saw the Palace. It is always described the same: a low, white stone structure that straddles a great ravine, larger than any tavern, but smaller than a castle. There are even those who claim to have approached it, catching glimpses of its bizarre architecture before their nerve broke.

Stories and theories of the Palace abound. There are those who claim it is the last stronghold of the legendary Dragon Kings, others believe it to be home to a great queen of fey-kind, and still more whisper that a diabolical rakshasa wizard uses the Palace to travel between this world and others.

No major, coordinated effort has ever been undertaken to locate and explore the Palace. For years it was a traveler's story told to titillate and entertain, nothing more. But recent events have caused some to reconsider. The Achsfel Wastes have expanded, devouring miles of once-fertile land, blighting the face of Aereth and threatening villages along its border. Its acid storms have grown more frequent and more intense, and the few that have survived the crossing in recent months speak in shudders of new horrors that stalk the Wastes.

Concerned about the spread of the cancerous Wastes, the druids of the east have tasked one of their own, a human girl fostered by elves, to investigate. The paladins of the Order of the Purifying Flame have dispatched a champion selected by Justicia herself. A cabal of merchants in Punjar has hired a professional treasure-seeker to put an end to the burning rain. Meanwhile, a supplicant to the secretive Mystic Theurges crosses the Wastes to prove herself worthy of admission into their ranks,

and a blooded elven warrior from the east sets off on his own search for the cause of the Wastes' spread. Finally, a loyal retainer follows a trail of rumors to find his master's missing brother, heir to an esteemed noble house.

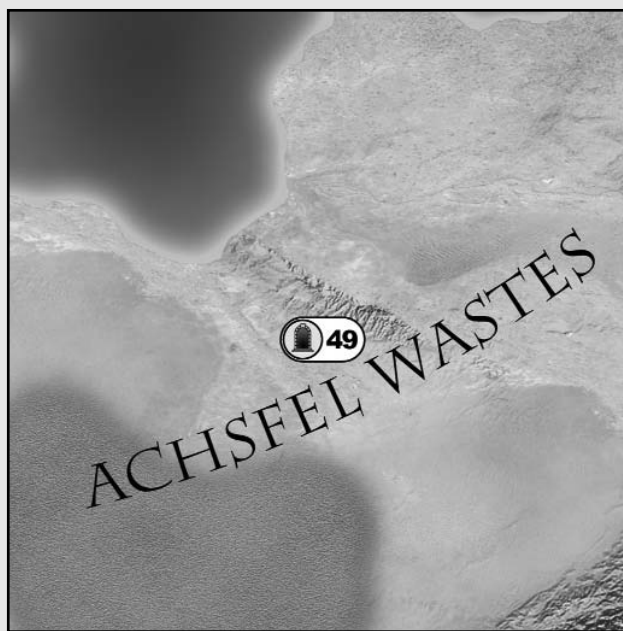
Four of these heroes have met in the Wastes and struck an alliance of necessity. Pooling scraps of information and their resources, they located the Palace just as storm clouds began to gather overhead. As the first sizzling drops fell, they reached the covered portico at the entrance.

The Palace in the Wastes has held its secrets for ages. It will take an inquisitive nature, boundless courage, and considerable luck to wrest them free and end the threat of the Wastes...

Now give the players **handout A**. This is the view of the Palace in the Wastes as seen from the north.

DCC World

If you are using the world of Aereth from DCC #35: Gazetteer of the Known Realms, the Palace can be found far from civilized lands in the Achsfel Wastes, a place known to explorers as cursed lands without compare. Burning rain falls from the ashen skies, scouring the land of all living things, leaving only broken sand and scorched rocks. The harsh landscape is broken by gaping wounds – rifts that vent noxious gasses and foul beings not of this world. Forsaken by civilized folk and feared by savages, the Achsfel Wastes are a blight upon the North.



Round One: The Symmetrical Halls

These halls were the falsoom's first line of defense against the creatures of the Wastes and the servants of Chaos. They were also once workshops and training grounds. As the falsoom died out, they fortified this floor with several traps.

The stonework of this level has been consecrated to maintain its shape despite magical interference. Spells or effects like *stone shape* are unable to mar the Palace, although brute force, artifacts like the Axe, and time can wear it down.

Unless an area's text indicates otherwise, there is no illumination in the Symmetrical Halls. Characters will have to provide their own light throughout much of the level. Similarly, unless otherwise noted, all ceilings are 10 ft. high.

Unless otherwise noted in the text or indicated on the map, all doors and walls have the following statistics, and all doors are unadorned.

Door, iron: Thickness 2 in.; Hardness 10; hp 60; Break DC 28.

Exterior wall, worked stone: Thickness 5 ft.; Hardness 8; hp 900; Break DC 50.

Interior wall, worked stone: Thickness 1 ft.; Hardness 8; hp 180; Break DC 50.

Some sections of wall have an unusual thickness. In these instances, note that the wall has 180 hit points per foot of thickness.

Unless otherwise noted, doors open into or toward the nearest hall (areas 1-2, 1-6, 1-7, or 1-11).

Areas of the Map

Area 1-1 – The Entrance: As the adventure begins, read the following:

Standing just inside the open entranceway, you can hear the pop and hiss as droplets of acid rain strike the ground. You know from experience that minor protection magic would not suffice to save you, should you dare to venture into that corrosive downpour.

You are sheltered for the moment by a portico that leads into the Palace. The massive, intricately carved pillars that support the roof are pitted from years of exposure to the harsh Wastes, but they are still mostly intact. The great doors to the Palace hang open. No sound or light issues from inside.

If someone asks about the carving on the pillars, show them players' **handout B** and read the following:

The pillars are carved with the designs of several animals and creatures. At the bottom, you see depictions of massive beasts: rocs chasing after krakens chasing after great worms. Above these mythical creatures, sphinxes strut around the pillar. Further up, the damage does little to mar the leering faces of sinuous naga. Above them frolic all manner of natural animals, birds, and fish. Lording over these creatures are man-shapes, great in stature, and higher still the scaled forms of dragons sneer at the lesser beings. The capital of each of the two pillars is shaped like a tortoise shell.

The pillars are carved to represent the order of creation as believed by the falsoom. This information will become important in area 3-7B, Purest Water.

When the PCs can see into the Entrance, read the following, paraphrasing as appropriate for their visibility:

The walls and floor of this great entryway are made up of one-foot square stone blocks. The ceiling features an impressive dome some fifty feet overhead. The far wall is made of three immense alcoves, each one home to a great mural that is hard to make out from this distance, although they seem to portray humanoid forms.

Deterring your entry into the Palace, however, is evidence of several long-triggered traps. In one section of the floor to the right, rusted spikes thrust upward from hidden mounts. A scythe blade has broken off the spring-released handle that juts out of the wall to your left. Directly in front of you, tiny black darts are still imbedded in the stone floor, and to either side, nozzles protrude from the doorjamb, having long ago dispensed whatever death they held.

Scraps of cloth and bone, some melted, some scorched, all of them broken and gnawed, are scattered in every direction.

A section of the west wall has been slid to one side, revealing a door that has been left open.

Spent Traps: All of the traps in this area have been triggered and present no danger. All of the poisons once used here are inert from exposure.

Anyone investigating the bits of bone can make a

DC 10 Spot or Heal check to notice that several are shaped wrong, like a human thighbone with osseous spurs projecting from it and a dwarf skull with an extra eye socket.

Anyone investigating the spikes can make a DC 10 Spot or Search check to notice an old, cracked leather bag. Inside are a fist-sized aquamarine and a scrap of paper. The gem is one of the pommel jewels needed in the Chapel of the Sword (area 1-12). The paper is **handout C**, the calculations of a long-dead fortune hunter who found the Chapel of the Sword. A DC 10 Appraise check will determine that the gem is worth 350 gold pieces.

Anyone who attempts to use the Track feat in here can determine, with a DC 17 Survival check, that four or five barefoot humanoids entered the Palace within the last hour and went through the open secret door.

The Murals: If the party investigates the murals, show them **handout D** and read or paraphrase the following:

The three murals are impressive works of art not only in scale but also in detail. Each is about forty feet tall and thirty feet wide, completely filling its alcove. The one on the left shows a powerfully built, contemplative manlike figure seemingly made of stone. This brooding creature seems lost in thought, gazing into a gold ring on his left hand.

The figure on the right is of a vaguely female figure with the green, fibrous flesh of a plant and a gentle doe's head. Large parallel insect wings, such as those of a dragonfly, spread in glittering hues from her back. A pale green ribbon twines up her right arm, which is upraised. She looks poised to leap into flight right off the mural.

The middle piece is a depiction of a studious manlike form. He wears a light blue robe that is open, revealing a torso made of stars. One hand is outstretched, as if in warning, and the other holds aloft a plain steel rod. Bushy brows shadow his eyes, but you are still left with the feeling that his gaze rests squarely upon you.

Despite their quality, the murals are marked by age and wear. In several sections, the paint has flaked off, exposing the bare stone behind it.

A Knowledge (religion) or bardic knowledge check DC 25 would allow a PC to learn that these murals are depictions of Centivus the Shaper (left), Ildavir the Giver of Form (right), and Choranus the Seer Father (center), also known as the Triad – ancient gods of Law.

However, even a successful Knowledge check will not reveal the following – each one is shown with the appropriate minor artifact created for them by the falsoom: the *Ring*, *Rod*, or *Ribbon of Law*.

There are two stone secret doors in this area, as marked on the map. Finding the un-opened door to the east requires a Search check DC 20. The would-be tomb robber who met his doom in area 1-8 left the other door open, and the grimlocks use it to take shelter in the Palace. The doors have to be pushed in and slid to one side to open, and they have to be manually closed once opened.

A DC 14 Listen check at either secret door will hear pacing footsteps coming from the south.

Area 1-2 – North Halls (EL 6): When the party can see into this area, read the following aloud:

You see a long, 30-foot-wide hallway. White stone blocks, about a foot square, make up the floor. These blocks also run in two rows along the wall's base, beneath immense, carved stone bas-relief slabs, 4 feet tall by 2 feet wide. The top two feet of the wall and the ceiling are covered in cracked white plaster. In several places you can see where it has fallen away, revealing plain blocks beneath. At regular intervals along the hallway are low, broad benches fashioned from the same white rock. A narrow passage forks to the south just beyond the secret door.

The bas-relief slabs are carved to reflect the Wastes outside: barren landscape, stunted or charred vegetation, or unnatural beasts lumbering, slithering, or oozing over pitted rock. Some slabs, however, depict strange men with beaked faces and large shells on their backs. These turtle-men are shown standing at a great chasm, recognizable as the rift outside.

The bas-reliefs here show the construction of the Palace. Some show the falsoom quarrying stone, others show the Palace in different phases of construction, and a few demonstrate how the falsoom shells are immune to the acid rain of the Waste.

All doors that connect to North Hall except the one to area 1-4 open into the North Hall.

A gang of grimlocks is sheltering in the Palace during the acidic downpour. They have been here before but only use it as a place to wait out the rain and have not explored it. The grimlocks (marked X on the map) are impatiently waiting for the rains to end so they can get to their home caves. Their leader, Sedj (marked S on the map), has posted sentries.

If battle begins, read or paraphrase the following:

You hear a shout in a harsh language and several answering calls. Suddenly, barreling out of the passage to the south comes a grey-skinned humanoid of savage appearance. Bat-like ears poke through his untamed black hair, and he waves a pick as he shouts in Common, "Your stuff is ours!" This creature has no eyes, only smooth patches of flesh where his eyes should be.

Tactics: The grimlock sentry at either edge is "looking" down the corridors and has an excellent chance to detect the PCs as they enter the North Halls. Each sentry is also hiding in the poor light [Hide result: 17]. If the party detects a sentry, initiative begins; otherwise, the party will be surprised. The sentries always use their first action to call to their fellows and charge (or otherwise move to engage) the nearest PC. They hope to kill the party and loot their bodies. The sentries are armed with heavy picks, and the other two carry two clubs each, one of which they may throw at a PC who is not in melee (clubs have a 10-foot range increment). All grimlocks will move to join the fight as soon as it begins. Sedj will use his Dodge feat on whatever character he's fighting, or whichever seems physically stronger if he's engaged with more than one.

The grimlocks will fight to the death as long as Sedj is alive. They will surrender if he's killed, or Sedj will surrender if he's the last grimlock standing. They offer to buy their lives with their treasures, even claiming that Sedj's bracers "keep you safe," but will refuse to accompany the PCs anywhere inside the Palace.

The grimlocks don't know much about the Palace. According to them, it has "always" been empty. They know that area 1-5 is "empty," there is a "lot of glass" in area 1-3, area 1-7 has "many spikes and a big door," and area 1-4 is "very dangerous, no one comes out of there."

Grimlocks, War1 (4): CR 1; Medium monstrous humanoid; HD 3d8+3; hp 15; Init +5; Spd 30 ft.; AC 15, touch 11, flat-footed 14; Base Atk +3; Grp +5; Atk/Full Atk club +5 melee (1d6+1 [5]) or club +4 ranged (1d6+1) or heavy pick +5 melee (1d6+1 [5]/x4); SA –; SQ Blindsight 40 ft., immunities, scent; AL NE; SV Fort +3, Ref +4, Will +2; Str 15, Dex 13, Con 13, Int 10, Wis 8, Cha 6.

Skills and Feats: Climb +5, Hide +3 (+13 in mountains or underground), Jump +1, Listen +5, Spot +3; Alertness, Improved Initiative, Track.

SQ – Blindsight (Ex): Grimlocks can sense all foes within 40 ft. as a sighted creature would. Beyond that range, they treat all targets as having

total concealment.

Grimlocks are susceptible to sound- and scent-based attacks, however, and are affected normally by loud noises and sonic spells (such as *ghost sound* or *silence*) and overpowering odors (such as *stinking cloud* or incense-heavy air). Negating a grimlock's sense of smell or hearing reduces this ability to Blind-Fight (as the feat). If both senses are negated, it is effectively blinded.

Immunities: Grimlocks are immune to gaze attacks, visual effects, illusions, and other attack forms that rely on sight.

Possessions: Heavy pick or club, belt pouch with 1d12 [9] sp.

Sedj, grimlock War4: CR 4; Medium monstrous humanoid; HD 6d8+6; hp 29; Init +5; Spd 30 ft.; AC 17, touch 11, flat-footed 16; Base Atk +6; Grp +9; Atk/Full Atk scimitar +9 melee (1d6+3 [6]/18-20); SA –; SQ Blindsight 40 ft., immunities, scent; AL NE; SV Fort +5, Ref +5, Will +3; Str 16, Dex 13, Con 13, Int 10, Wis 8, Cha 6.

Skills and Feats: Climb +8, Hide +3 (+13 in mountains or underground), Jump +4, Listen +5, Spot +3; Alertness, Dodge, Improved Initiative, Track.

SQ – Blindsight (Ex): Grimlocks can sense all foes within 40 ft. as a sighted creature would. Beyond that range, they treat all targets as having total concealment.

Grimlocks are susceptible to sound- and scent-based attacks, however, and are affected normally by loud noises and sonic spells (such as *ghost sound* or *silence*) and overpowering odors (such as *stinking cloud* or incense-heavy air). Negating a grimlock's sense of smell or hearing reduces this ability to Blind-Fight (as the feat). If both senses are negated, it is effectively blinded.

Immunities: Grimlocks are immune to gaze attacks, visual effects, illusions, and other attack forms that rely on sight.

Possessions: Scimitar, light steel shield, bracers of armor +1, sack, moss agate (worth 10 gp).

Area 1-3 – Crystal Corridor (EL 6): When the party approaches this door, read the following aloud:

A set of slick, metal double doors bar your passage. Their silvered surface has been polished to a high sheen, creating a near perfect mirror interrupted only by the doors' massive hinges and large ring handles.

When the party opens the door, read or paraphrase the following aloud:

The massive doors swing smoothly open, revealing a brightly lit corridor leading more than 50 feet further to the west. You can just

make out a large glimmering structure, shining brightly in a nimbus of blinding light, at the center of an intersection halfway down the corridor. Suddenly, the dazzling light winks out, leaving motes of color swimming in your vision as your eyes adjust to the swift change.

The doors will remain open on their own. Unless specific measures are taken to keep the doors open (such as using spikes), they close one minute after being opened. From the inside, the doors appear to be a smooth, seamless wall, but they are otherwise just normal iron doors and can easily be pushed open.

If a party member with low-light vision studies the darkened room, they are allowed to make a DC 15 Spot check. If the party introduces their own light source, however, no Spot check is possible. If a character succeeds at this Spot check, read or paraphrase the following (mindful that darkvision is black and white):

You can barely discern the softest of glows from the darkened chamber. A faint red glow beckons from the southern corridor, a whisper of blue dimly calls from the west, and a soft yellow light glows to the north. These faint wisps of color dance across the facets of a large crystal set in the center of the intersection.

The falsoom used this area to plan improvements and expansions to the upper floor of the Palace. When the room functions properly, a beam of light from each of the other ends of the intersection will strike a large prism-lens (the “glimmering structure” from the above description), projecting a map of the first floor onto the specially-designed doors of the room.

When they abandoned the upper floors, however, the falsoom could not bear to destroy the prism-lens, considering it a work of art. They instead set some crystal mephits to guard this area.

The Prism-Lens: If the party investigates the center of the room, read the following:

An eight-foot tall crystal prism is fixed to a rotating platform in the middle of the intersection. The four-sided crystal is affixed to a stone base from which protrude large metal handles. The illumination you’re using is caught by facets of the crystal prism, making its interior faintly dance in a delicate display of light.

The prism-lens has three slightly concave (curved inward) surfaces and one slightly convex (curved outward) surface. The convex surface now faces to the north. The curves are slight enough that a DC

15 Spot check is required to notice the difference between the sides. The platform freely rotates as long as the doors to the chamber are closed. While the doors are open, the platform requires a DC 30 Strength check to move. Each successful check rotates the lens a quarter turn clockwise or counterclockwise. If the PCs attack the prism-lens, it has the following stats:

Prism-Lens: 3 ft thick; hardness 2; hp 36, Break DC 18; Sonic and bludgeoning attacks inflict double damage; acid, fire, and cold inflict half damage.

Corridor Terminus: When the party can see the end of a corridor, read the following:

You can see that the corridor ends after twenty-five feet. A two-foot thick, rough sheet of crystal blocks your view of the far wall. Its multifaceted surface is diffusing the light that seems to be emanating from a palm-sized stone set into the far wall, making it glow ethereally. You can see that the wall at the end of the corridor is decorated with some kind of mural, but the crystal blocks your view.

If the party is investigating the western alcove, add the following text:

Just below the light stone, you can make out a darkish lump. It seems to be blue, but that could be the light diffused through the sheet.

With a DC 20 Spot check, a character notices that the light stone appears to be held in the hands of small figurines nestled in an alcove within the wall. The figurines are actually crystal mephits (see below).

The lump is a fist-sized aquamarine gem worth 350 gold. It is one of the three missing gems from the Chapel of the Sword (area 1-12A). An adventurer who was subsequently killed by the crystal mephits brought it in here. The mephits liked it and decided to keep it.

Breaking the Crystal Sheets: The crystals at the end of each corridor hold very little material value. Every 10 lbs of crystal gathered is worth 2d6 [7] gold and each sheath is 20 lbs of crystal.

Once enough damage has been inflicted, or the Break DC has been met, the entire sheath structure cracks apart and falls away to reveal the light stone, unleashing the intense beam of colored light that shines unerringly toward the lens in the center of the room. Any character who has not taken precautions to shield his or her eyes must make a DC 12 Fortitude save or be dazzled for 1d4 [2] rounds.

When that happens, the players will be able to see

the murals clearly. Read the appropriate section of text below when the players can see the mural:

As the crystals noisily crack and fall away, you can see the mural on the far wall.

South Corridor: *The mural depicts a somber-looking man standing at a forge. His flesh seems to be made of stone, and his gaze is averted to one side, as if remembering something. On his right hand, which clutches the forge bellows, he wears a plain golden ring. The red light stone fits into the picture as a hot ember.*

West Corridor: *Once you have cleared the crystal wreckage away, you see that the mural portrays a grey-haired man with bushy eyebrows and a beard. He holds aloft an unadorned steel rod and wears an open, light blue robe, revealing that his torso is the night sky. A comet burns through his torso, into which is set the blue light stone.*

On the floor beneath the light stone is a fist-sized aquamarine gem.

North Corridor: *This mosaic is of a dancing, female figure with the head of a doe and dragonfly wings. She flits on a field of dandelions, arms held out to one side in a ballerina's pose. Along her left arm twines a pale green ribbon. The yellow light stone in this wall is set into a dandelion.*

Crystal Sheet: 2 ft thick; hardness 2; hp 24, Break DC 18; Sonic and bludgeoning attacks inflict double damage; acid, fire, and cold inflict half damage.

Light Stones: There are three light stones, one blue, one red, and one yellow. The beam of colored light from a light stone is constant, but it can be easily blocked to adjust the state of the room. A Medium character can stand at the end of the hall and block the beam of light with his body. A shield or other comparably sized item can also be fixed within the tiny alcove to block the light. A single activated light stone has no effect on the room.

When a second light stone is activated, however, the resulting combination of light fills the chamber with a vibrant secondary color. Each secondary or tertiary color has a different effect on the chamber (see below).

Each light stone has a mosaic on the wall around it representing one of the Triad, as seen in the Entrance (area 1-1).

Light Effects: A single colored beam of light striking the prism lens does nothing, but whenever two

of the three colors are active, there is a different effect on the room, as follows:

Orange: Filling the chamber with orange light (red light stone and yellow light stone) weakens living, organic creatures from this plane of existence (like the characters). All targets in the chamber must make a DC 15 Fortitude save or becoming sickened. The condition lasts 10 minutes, or until the light in the chamber is turned to purple. A sickened character takes a -2 penalty on all attack rolls, weapon damage rolls, saving throws, skill checks, and ability checks.

Purple: Filling the chamber with purple light (red light stone and blue light stone) weakens constructs, outsiders and extraplanar beings by making them fatigued (no save). The condition lasts for 10 minutes or until the light in the chamber is turned to orange, whichever happens first.

Green: Filling the chamber with eerie green light (blue light stone and yellow light stone) provides all creature with acid resistance 20 for 1d4 [2] hours. This also provides complete immunity from the acid rains in the Waste for the duration of the effect. Creatures affected, however, also suffer double damage from fire for the same duration.

White: When all three colors of light strike the prism stone, the room is bathed in diffused white light. If the prism lens is rotated so the convex surface is shining toward the entrance door, the light focuses into a beam that strikes the mirrored doors, displaying a map of the first level – show the players **hand-out E**.

Encased in each sheath of crystal are two crystal mephits who will defend their lair to the death.

Tactics: The crystal mephits are aware of the characters' presence as soon as the door is opened. One mephit in each pair uses its *crystal growth* spell-like ability to mend the crystal sheets as soon as the doors are opened, cutting off the beams of light instantly.

The crystal mephits' tactics depend on the state of the room. If the party first clears the red sheath or yellow sheath, the mephits in the *other* sheath immediately break free to fill the chamber with orange light. If the party first clears the blue sheath, the other mephits remain in place.

In this room, any mephit adjacent to the crystal sheaths at the ends of the corridors or adjacent to the lens in the center intersection benefit from their fast healing ability.

In combat, the mephits focus on any characters

using sonic-based attacks or wielding bludgeoning weapons, as these inflict double damage to the crystal sheaths. They unleash their crystal shard breath weapon at the first opportunity they have to capture more than one character in the cone effect. The mephits use *color spray* while waiting for their breath weapons to refresh. They target the weakest looking party members for melee attacks to apply bleeding wounds.

If the mephits are fatigued by the purple light, they try to force the characters down the yellow corridor to activate that sheath, while one mephit flies down the blue corridor to seal the sheath back up with *crystal growth*. Ultimately, the mephits seek to keep the color of the chamber to orange or seal the blue sheath with *crystal growth*. The mephits fight to the death to defend their lair, and will not pursue fleeing PCs.

Crystal Mephits (6): CR 3; Small outsider (earth, extraplanar); HD 3d8+3; hp 22, 21, 21, 19, 19, 18; Init +3; Spd 30 ft. fly 50 ft. (good); AC 18, touch 14, flat-footed 15; Base Atk +3; Grp +0; Atk claw +7 melee (1d3+1 [3] plus bleeding); Full Atk 2 claws +7 melee (1d3+1 [3] plus bleeding); SA Bleeding wounds, breath weapon, spell-like abilities, *summon mephit*; SQ Damage reduction 5/magic, dark-vision 60 ft., fast healing 2, vulnerability to sonic; AL N; SV Fort +3, Ref +6, Will +3; Str 12, Dex 16, Con 10, Int 7, Wis 11, Cha 14.

Skills and Feats: Bluff +8, Escape Artist +9, Hide +13, Listen +6, Diplomacy +4, Disguise +2 (+4 acting), Move Silently +9, Spot +6, Use Rope +3 (+5 with bindings); Blind-Fight, Weapon Finesse.

SA – Bleeding Wounds (Su): Living creatures struck by a crystal mephits claw attacks must make a DC 12 Fortitude save or begin bleeding, losing 1 hit point per round on that target's initiative until the target is treated with a DC 15 Heal check or any type of *cure* spell. A single target can be affected by up to three bleeding wounds at a time. All bleeding wounds on a target disappear with a successful Heal check or *cure* spell. A creature with a natural armor value of +2 or higher is immune to this effect.

Breath Weapon (Su): 10-foot cone of crystal shards, damage 1d6 [4], Reflex DC 12 half. Living creatures that fail their saves are tormented by dozens of tiny cuts and scrapes. This effect imposes a -1 penalty to AC and a -1 penalty on attack rolls for 3 rounds. A crystal mephit can use its breath weapon every 1d4 [3] rounds.

Spell-Like Abilities: 1/hour - *color spray* (DC 14, caster level 3rd), *crystal growth* (caster level 6th). *Crystal growth* works like the divine spell *plant growth* except it only affects natural crystal formations and can only affect a 10-foot-radius circle, a

15-foot-radius semicircle, or a 20-foot-radius quarter circle.

SQ – Fast Healing (Ex): A crystal mephit heals only if it is touching a gem or jewel worth at least 50 gp (not counting its heart-gem) or in contact with any type of crystal of at least Tiny size.

Possessions: Each crystal mephit body houses a curiously flawed diamond where a normal creature's heart would be located. A DC 15 Appraise check reveals each diamond is worth 100 gp. A DC 15 Knowledge (the planes) check provides this useful tidbit of information.

Area 1-4 – Law and Ordo (EL 8): When the party approaches the door to this area, read the following aloud:

A wide iron door occupies the end of the hallway. Deeply etched grooves and runes cover its surface, creating dizzying geometric shapes and patterns. The door is polished to a high sheen, creating fractured reflections on its surface. There is no visible handle, lever, or other means to open the door.

The door is not trapped or locked, *per se*, but only opens under special circumstances. The vast majority of grooves on the wall depict a series of large repeating geometric patterns hidden within the mazelike lines and shapes. A DC 20 Spot check or DC 15 Wisdom check reveals the repeating pattern to any character studying the door.

But not all the grooves belong to one of these repeating patterns. After making the initial discovery, a character may try to determine if there are exceptions to the pattern. A DC 20 Spot check or DC 15 Wisdom check reveals this to be the case – a single line runs left to right across the door, sinuously weaving its way between the repeating pattern. A player merely needs to trace this line across the surface of the door (with a finger, stick, dagger, anything that will fit within the groove) from one side to the other. Once this has been done, the door opens, revealing the room beyond.

Once the door has been opened, read the following aloud:

The door withdraws into the ceiling in a smooth, soundless motion. Torches are mounted to sturdy marble pillars in the corners of the large square room, and a small square pyramid dominates the center of the chamber. The room appears to be a perfect cube, stretching roughly 50 feet in each direction. The marble pillars are each 5 feet in diameter and extend to the ceiling 50 feet overhead.



The pyramid in the center of the room is perfectly squared off, featuring only three steps each 5 feet high. The top level is an ornately carved metal cube. The cube matches the rest of the dimensions of the pyramid perfectly, but is clearly fashioned from a different material and lacks the same geometric patterns covering the rest of the room's surfaces.

Small recesses are set into the walls and the bottom tier of the pyramid at regular intervals. Each recess is three feet wide, one foot tall, and one foot deep. A variety of ornaments, containers, and statues are neatly arranged within each recess.

This is a shrine dedicated to honoring and understanding the powers of Law within the Palace. Many of the items lining the walls are offerings to the Triad, each trying to capture the ideals of symmetry, structure, or stability that Lawfulness governs.

Some of the containers hold the remains of the dead; ashes, chips of bone, or other remains placed in the shrine to honor the memories of noble fal-loom.

Most of the items in the room hold nothing more than sentimental value from the shrine's devotees. A DC 25 Search check of the recesses hewn into the northern wall reveals a carved ivory box filled with a scroll of *spiritual weapon* (CL 5). A DC 25 Search of a recess on the eastern side of the pyramid reveals a crystal vial holding oil of *magic weapon* (CL 1). The magically enchanted torches burn eternally while in the chamber, never burning low or requiring additional fuel – but revert to normal torches if removed.

The large metal cube on the top of the pyramid is the shrine's guardian, Ordo. It remains inert and inactive unless someone tampers with the perfect arrangement of the items in the shrine, or tries to

Improvised Weapons

The room is full of items that could be used as improvised weapons – torches, figurines, boxes, and statuettes. Any creature that uses such an item in combat is considered to be non-proficient with it (suffering a -4 penalty on attack rolls). An improvised weapon scores a threat on a natural roll of 20 and deals double damage on a critical hit. An improvised thrown weapon has a range increment of 10 feet. For simplicity, all improvised weapons in this chamber are Medium size weapons that inflict 1d6 bludgeoning damage.

remove anything from the chamber. Unseen by the players from their vantage point, the *Ring of Law* rests atop the cube.

Special Condition – Lawful Aura: This room exudes a powerful aura of lawfulness. The aura is strong enough to suppress any magic weapons with the *anarchic* descriptor, rendering them mundane, albeit masterwork, while in the room. Additionally, chaotic creatures cannot be summoned within the room nor can they enter the room if summoned outside (as with a *protection from chaos* spell).

Up and Down: The 5 foot tall “steps” of the pyramid are easy to ascend. A DC 5 Climb check allows

characters to pull themselves up to the next level. Since the check reflects pulling oneself up to the next level more than an arduous climb, characters can increase the DC to 8 if they wish to wear a shield or carry an item in one hand. No roll is required if at least one other character with Strength 10 assists a climber. While climbing you lose your Dexterity bonus to AC (if any) and provoke attacks of opportunity.

Descending the pyramid requires a similar DC 5 Climb check, or a DC 5 Jump check. Failing the Jump check by 5 or more results in the PC ending up prone on the next level down.

The Guardian: The shrine's guardian, Ordo, is the tangible embodiment of the ideals of Law. Since he is governed by structure, Ordo has some weaknesses a savvy party can learn to exploit. However, the construct's ties to Law also provide him with a powerful defense – damage and energy resistance to repetition (see below).

Use the table in the sidebar to track off different weapons and attack modes made by the characters during their battle with Ordo. Remember, after the first attack from a certain source, Ordo gains damage reduction 5/- against further attacks from that same source. Improvised weapons can bypass Ordo's damage reduction, assuming a character changes what he's using as an improvised weapon. Improvised weapon is a generic classification, not necessarily a specific item.

If Ordo is activated, read or paraphrase the following:

Before your eyes, the large metallic cube in the center of the pyramid unfolds and expands into a rigid humanoid form built of wide blocks and right angles. The trunk of the being extends further until the creature stands nearly seven feet tall. Its thick arms end in squared off, fingerless appendages. A wide raised platform on top of the trunk creates a flat head with no discernable facial features. Several points of golden light race along the geometric patterns running the length and breadth of the figure. Despite its size and apparent mass, the thing's movements are eerily silent.

Tactics: Ordo waits until players disturb items from the recesses in the wall or attempt to remove the *Ring of Law*. Once activated, Ordo expands from his cubic form into his standard form. When Ordo activates, the door closes shut. These events are quiet transitions, and each requires a DC 25 Listen or Spot check to notice unless someone specifically states they are keeping an eye on the cube or the door. Ordo changes from cube to upright as a free action.

Attack Type	Used?
Arrow	☐
Battleaxe	☐
Bolt	☐
Claw	☐
Club	☐
Dagger	☐
Flail	☐
Greatsword	☐
Hand axe	☐
Heavy mace	☐
Light hammer	☐
Light mace	☐
Longsword	☐
Morningstar	☐
Rapier	☐
Scimitar	☐
Scythe	☐
Shortspear	☐
Short sword	☐
Slam	☐
Sling stones	☐
Unarmed attack	☐
Warhammer	☐
Acid	☐
Cold	☐
Electricity	☐
Fire	☐
Sonic	☐
Negative	☐
Positive	☐
Other: _____	☐
Other: _____	☐
Other: _____	☐
Other: _____	☐
Other: _____	☐

Ordo focuses his attacks against characters disrupting the room – those taking items from the recesses or the character trying to take the *Ring of Law*. This is an exploitable aspect of Ordo's structured thinking, as characters can draw Ordo's attention away from a party members by attempting to remove the *Ring* or passing it along once gained, or by disturbing the recesses in the chamber. Remember that Ordo normally gets a +1 to his attack rolls due to higher ground.

If Ordo is positioned on top of the pyramid when attacking, he employs trip attacks. Any character tripped at the top of the pyramid must also make a DC 15 Balance check or fall to the next lower tier of the pyramid. If a character fails the Balance check by 10 or more, he falls all the way to the floor and suffers 2d6 [7] points of damage.

Tracing the same pattern again (as a full-round action) will open the door. Doing so from the inside requires a DC 10 Concentration check. Ordo can command the door to close as a free action any time during his initiative.

Once Ordo activates, the *Ring* is positioned in the middle of its back. Taking the *Ring* from Ordo once he's been activated requires a full round action and DC 15 Sleight of Hand check. Ordo gets an attack of opportunity against any character attempting to remove the *Ring of Law*.

Ordo is a thinking construct and will make use of the advantages of higher ground whenever he can. If the *Ring of Law* is stolen, Ordo relentlessly pursues the character holding it. If the party has captured the item and is attempting to open the door, Ordo shifts focus to the characters attempting to open the door. His primary goal is to prevent the *Ring of Law* from leaving the room. As long as the door remains closed, he can pursue it.

Ordo fights to his destruction. He will not assume cube form until all intruders have been destroyed.

Ordo, Minor Embodiment of Law: Unique Automaton; CR 8; Medium construct (lawful); HD 12d10+20; hp 98; Init +1; Spd 30 ft.; AC 21, touch 11, flat-footed 20; Base Atk +9; Grp +15; Atk slam +15 melee (1d8+6 [10]); Full Atk 2 slams +15 melee (1d8+6 [10]); SA –; SQ Construct traits, damage reduction 5/variety, darkvision 60 ft., fast healing 20, low-light vision, *protection from chaos*, reconfigure, resist energy 5/variety, stability; AL LN; SV Fort +4, Ref +5, Will +6; Str 22, Dex 12, Con –, Int –, Wis 14, Cha 10.

Skills and Feats: Climb +14, Listen +8, Spot +10; Improved Trip.

SQ – *Damage Reduction 5/Variety (Ex):* Ordo

adapts to being attacked. After a weapon has struck him, subsequent attacks with the same weapon and others like it are subject to damage reduction 5/-.

Even though two different players may have mundane longswords (which are different physically) only the first strike from any mundane longsword would inflict full damage. However, a masterwork longsword is different from a mundane longsword, as is a +1 *flaming longsword* or a cold iron longsword.

Ordo's damage reduction "resets" when he enters cube form.

Energy Resistance 5/Variety (Ex): Ordo adapts to being hit by energy attacks, such as from a spell or mundane sources. After he takes energy damage from any source, he gains energy resistance 5 to all subsequent attacks with that energy.

Fire, for example, will only fully damage Ordo once before his energy resistance kicks in, no matter if it came from a torch, *fireball* or burning flask of oil.

Ordo's energy resistance "re-sets" when he enters cube form. Note that force is not an energy type.

Fast Healing 20 (Ex): This only functions when Ordo is in cube form.

Protection from Chaos (Sp): Ordo was constructed with a constant *protection from chaos* effect in place around him.

Reconfigure (Ex): Ordo's makers, the tortoise-like falsoom, built him to be able to retract into his basic cube form to realign his body's position. Ordo will always maintain a humanoid body configuration: legs on bottom, arms to sides, head on top.

This means that Ordo can rise from prone without provoking an attack of opportunity simply by retracting into his cube and having his legs re-emerge beneath him. This ability also grants him a +4 bonus to grapple checks when attempting to escape a grapple. Reconfiguring his position is a free action, but Ordo still has to take an action of the appropriate type to take advantage of it (a move action to stand up from prone or an attack action to escape a grapple). Using this ability does not count as assuming cube form for purposes of Ordo's fast healing or resetting his damage reduction.

Stability: Ordo gains a +4 bonus on ability checks made to resist being bull rushed or tripped when standing on the ground (but not when climbing, flying, riding, or otherwise not standing firmly on the ground).

Area 1-5 – West Hall (EL 3): When the party examines this area, read the following aloud:

This cavernous hall is similar in construction to the first one. In this hall, the slabs depict the turtle-men reading from books and giving lectures on scholarly discourse. In one large scene spread out over several slabs, a pile of books is strewn before a large pillar that seems to be giving off light. Three of the turtle-men are holding hands as they kneel before the pillar, and a fourth is touching it, pontificating to his fellows.

You can faintly hear a repetitive sound: a soft whirring noise followed by a sharp crack, as if of metal on stone.

When the PCs get close enough to the cleaning construct (marked CC on the map), read the following aloud:

The rhythmic sounds get louder as you advance. Eventually, you see a strange sight: a device that looks like a wheelbarrow with a stubby arm on either side. One metal arm is capped with a broad, flat shovel-like instrument, and the other seems to be capped with a broom. Before your eyes, the device moves slowly in a small arc, slamming itself into the stone wall, then it backs up and repeats the process. You notice that one of its three wheels has fallen off.

Centuries-old filth and junk fill the wheelbarrow's storage area.

The cleaning construct is unintelligent and does not defend itself. It has hardness 5, 10 hp, and Break DC of 15. A Search DC 10 made of the debris inside the cleaning construct will find a scrap of paper that is a divine scroll of *remove curse* (CL 5).

A Disable Device check (DC 16) can repair the construct so it functions properly again (moving at a base speed of 5 ft.). It will immediately double-move to the secret hatch in the floor (marked H on the map), open it with its shovel hand, and dump its contents inside. It will then close the hatch and move (making double-moves) to the secret compartment in the wall that conceals a large button (marked B on the map). The construct will then press the button with its broom hand, which will “flush” the contents of the secret hatch into Axecleft Ravine. It will then harmlessly continue its program of sweeping out this area, moving around any obstacles (including PCs).

Finding either the hatch or compartment without the cleaning construct's help requires a Search DC 22 in the appropriate areas.

The Hatch: Beneath the hatch is a short hollow, only about 5 feet deep and filled with junk and dust. The hatch opening is Tiny, so a Small creature could fit inside with a DC 30 Escape Artist check, but the hollow is large enough for a Small creature. A DC 10 Search of the hollow any time before the construct presses the button in the secret compartment will discover a potion of *bear's endurance* (CL 3), a tiny, unmarked obsidian key (required to open the Last Gate, area 1-7D), and a trapdoor that opens down. If the trapdoor is opened, either by a character or by the cleaning construct pushing the large button, anyone inside the hollow may make a DC 18 Reflex save to not fall into Axecleft Ravine as they catch themselves on the sides of the hollow [for the tournament, the character would count as being killed, and the *oil of resurrection* could not be applied to them]. After the cleaning construct “flushes” the hollow, it is empty.

Note that the characters need not be in the hollow to Search it.

If removed from this floor, the cleaning construct will cease functioning; it does not know what to do in any other area. Stripped for parts, its fine workings and gold wiring would fetch 1800 gold from the right buyer.

Area 1-6 – East Hall: When the party can see into this area, read the following aloud:

This hall is similar in construction to the first one. In this hall, the slabs depict the turtle-men battling the denizens of the Wastes and other, more nightmarish creatures. They are shown with a variety of weapons and shields, and some are clearly casting magic at their enemies.

The martially-trained among you recognize the contents of this hall: weapon racks and dusty practice dummies. The weapons are old, but perhaps still serviceable.

This area contains mundane, Medium weapons left behind from when the falsoom withdrew to the lower chambers. The weapon rack locations are noted by letters on the map. Rack A contains two short swords and two light maces. Rack B contains two longswords and slots for two daggers, but only one is left (the other was taken). Rack C has collapsed under the weight of the two longswords it used to hold. Rack D holds two longbows, and scattered on the floor nearby are 40 arrows and two empty quivers. Rack E holds a light crossbow and two slings. Beneath it is a quiver of 20 bolts and two sacks of 20 bullets each. Bolts for a light crossbow cannot be fitted into a repeating crossbow's case.

These weapons, although mundane, would be of use to a party fighting Ordo in area 1-4.

Area 1-7A – The Path to Success (EL 3): The doors to this area are featureless. When the PCs open the doors to this area, read or paraphrase the following aloud:

Stretching before you is a long, rectangular room. The door you've opened is in the middle of the 60-foot wide western wall, and you can see the ceiling 10 feet above you. The floor, walls, and ceiling of this area bristle with row upon row of sharp bronze spikes, each nearly a foot long. The walls bear a simple pattern of repeating boxes with a spike jutting from the center of each one. The area just inside the door is floored in polished marble, different from the plain gray stone elsewhere, and devoid of spikes. Twin paths of veined grey marble lead from the small area where you stand, each following a serpentine route across the room. The paths are free of spikes.

A skeletal figure garbed in rags lies facedown on the spiked section of floor to the south.

When the PCs can see to the halfway point of the room, read or paraphrase the following:

Each winding path widens into a circular area that contains a curved marble bench. Before the bench in the northern area is a stack of tomes and scrolls and sitting before the southern bench is a slender object of some sort. At each circular area a branch path leads away to a side door.

A DC 15 Search check or DC 25 Spot check made just inside the entrance will reveal small runes set into the marble. If carefully read, the runes spell out words in Falsoom (understandable on a successful DC 25 Decipher Script check) that say, "Let the wise take the most orderly path to their destination." If a PC fails the Decipher Script skill check and subsequently fails a DC 5 Wisdom check, they will incorrectly interpret the meaning as "Any wise path leads to a valid destination."

There is no light in the room; it is possible the PCs won't be able to see the far wall. If anyone checks, even the ceiling above the paths has spikes.

The Paths: The pathways are not safe. Every 5 ft. square of the shaded area is trapped with a pressure plate, triggering fifteen-foot-long spikes to slam down from the ceiling or horizontally from the walls. After being triggered, these rods retract and reset.

Projecting Wall Spikes: CR 3; mechanical; location trigger; automatic reset; Atk +16 melee (1d8+4 [8], rod spike); multiple targets (1d3 [1] per target in 5-ft.-by-5-ft. area); Search DC 15; Disable Device



DC 30 (disables 5 ft.-by-5 ft. area).

The True Safe Path: The room was created to eliminate chaotically-thinking creatures. Walking a perfectly straight route (the most "orderly") from the entrance door due east is the only way to traverse the room without risking injury; the decoy spikes along this path are real but cannot be triggered. The unmarked, safe path is 10 feet wide. Moving elsewhere will subject intruders to attack after attack by the deadly steel spikes.

Exactly midway across the "safe" path is a bronze spike (marked X on the map), noticeable within 10 feet with a DC 20 Spot check. If examined, tiny inscribed runes in Falsoom spiral around the spike. Translated (with a successful DC 25 Decipher Script check), the miniscule runes say: "The inexorable progression of the heavens is unchanging; it illuminates the way through closed barriers." The falsoom provided this clue to opening the Last Gate (area 1-7D) for those taking the correct path across the room. If a PC fails the Decipher Script skill check and subsequently fails a DC 5 Wisdom check, they will instead interpret the meaning as "Illuminate the heavens to cross through all closed doors."

The Skeleton: The skeleton is the harmless remains of an unusually brave human trader that penetrated this area and was slain moments after

entering. A check of his body discovers his treasure: a set of merchant's scales, a shortspear, a ruined set of padded armor, a container of alchemist's fire, a vial of antitoxin, a piece of parchment with several notes, and a small tube containing one dose of *dust of appearance*, a *potion of heal* (CL 11), a *cloak of Charisma* +2, 436 gold, and 1019 silver.

The piece of parchment contains the trader's Decipher Script notes on translating Falsoom. Anyone who uses the notes while attempting to decipher Falsoom gains a +2 circumstance bonus.

Area 1-7B – False Library: When the party approaches this area, read the following:

At this point the marble path widens greatly. Three leather-bound tomes and five scroll cases are stacked here in a haphazard heap. A curved bench constructed of white marble faces north, where a short side path leads to a door set in the wall.

On examination, the scroll cases are empty (but usable) and the books are filled with scribbled gibberish or blank pages. These items were only placed here as a lure for the curious by the falsoom.

The door on the north wall is false and will not open. Anyone walking toward the door is subject to the rod trap.

Area 1-7C – False Scepter: When the party approaches this area, read the following:

At this point the marble path widens into a semicircular area. A curved bench constructed of solid black marble faces a stone door in the south wall. On the floor nearby lies an ornamental scepter or rod of some sort. The brass rod is approximately two feet long and bears a rounded end chased with silver at the tip.

The rod has been enchanted with a permanent *magic aura* (detects as strong abjuration, using *identify* requires a DC 11 Will save or it is falsely identified as a *rod of cancellation*) to fool the unwary, but it actually has little worth beyond being a nicely fashioned rod (DC 15 Appraise check values it at 60 gp) that radiates magic. It has no special functions or abilities and was only placed here as a lure by the falsoom.

The door on the east wall is false and will not open. Anyone walking toward the door is subject to the deadly rods.

Area 1-7D – The Last Gate (EL 6): When the party can see the far wall of the room, read the following:

Before you stand a pair of immense doors, nearly 20 feet wide and half that in height. The doors are fashioned of extremely smooth, unadorned stone, unmarred by handles or features of any kind. Only the thin vertical gap between them hints that they may open at all.

To either side of the great doors are ornamented tiles, devoid of spikes. These panels are inscribed with iconic runes and glyphs that run in straight rows and orderly patterns.

Two feet to the right of the great doors, at about human chest-height, a circular plate is set into the wall. This device appears to be constructed of four large concentric rings mounted around a central hub of hard obsidian. Each ring is constructed of stone, and set around the periphery of each are four circles of precious metal – copper, silver, gold, and platinum. The circles are spaced out equally along the rim of each disk and are the size of large coins.

Show the players **handout F**: Anyone who has examined the door to the Hall of Wave and Stone (area 1-10) will recognize the Last Gate from that carving.

The runes and pictographs portray the falsoom in various acts of ritualized duty, along with other odd symbols and icons. A DC 10 Spot check will reveal four special icons, each inlaid with a precious metal: a platinum moon (to the left side of the door), a gold sun (at left), a copper rising sun (at right), and silver star above clouds (at right).

If pried from the wall (an act taking 10 minutes of effort per item) the metal devices are worth 40 gp, 110 gp, 90 gp, and 220 gp, respectively. (A successful DC 16 Appraise check can determine these values.) These special runes provide clues to the operation of the Last Gate; the precious metal composing each rune matches a "coin" on the stone wheel.

Disk Puzzle (CR 3): The three outer rings can be turned; the hub is immobile. When turned, the disks will make an audible "click" after each quarter-turn, so the circular metal plates remain in horizontal and vertical lines. The object is to align the "coins" in sequence from each of the immobile "coins" in the hub. The sequence is the progression of the day: copper (dawn), gold (noon), silver (dusk), platinum (midnight), and then back to copper. The least amount of moves to solve the puzzle correctly would be to rotate the middle ring once clockwise and the innermost ring once counter-clockwise. If the puzzle is solved, read the following text aloud:

The vast hall echoes with hundreds of small “clicks” and the grind of metal on steel as all the spikes retract back into the walls, floor, and ceiling.

The floor traps are now disarmed, and will remain so unless the rings are moved again.

Close examination of the central obsidian hub (Search DC 15) will reveal a tiny keyhole. The key is located in the West Hall (area 1-5), just outside this room. This lock can be picked with a DC 30 Open Lock check.

Opening the Gate: If the key is turned a full rotation in either direction (or the lock is picked) while the disks are rotated properly and the Waterworks (area 1-10C) is functioning, the Last Gate will silently swing open.

If the key is turned (or the lock is picked) while the disks are in proper alignment but the Waterworks is not yet functioning, the PCs will hear the clicking of metal gears and running water from behind the wall for a few seconds before it stops.

If the key is turned (or the lock is picked) when the disks are not turned to the proper position, regardless of the condition of the Waterworks, an *order's wrath* trap is triggered. The area of the trap's blast is a 30 ft. by 30 ft. cube centered on the midpoint of the Last Gate (therefore only affecting a 15 ft. by 30 ft. area inside this room).

Order's Wrath Trap: CR 5; magical device; spell trigger; automatic reset; spell effect (*order's wrath*, 30 ft. cube burst; chaotic outsiders take 8d6 [36] damage and dazed 1 round; chaotic creatures take 4d8 [18] damage and dazed 1 round; creatures both non-lawful and non-chaotic take 2d8 [10] damage; Will save DC 18 reduces damage by half and negates daze effect); Search DC 29; Disable Device DC 29; caster level 8.

If the Last Gate is opened, read or paraphrase the following:

Noiselessly, the immense doors swing silently open. Beyond is a narrow chamber, merely ten feet wide and five feet deep. The only features of the stone room are two levers in the wall and a flight of broad, shallow stairs leading down into darkness, arcing in a slow spiral. There is a faint breeze escaping from below, and if you're not mistaken, the smell of flowers.

If you would leave these symmetrical halls behind and venture deeper into the Palace in the Wastes, the stairs await you.

One of the levers will close the Last Gate, and the other halts the constructs in the Waterworks (area

1-10C). Fortunately for the PCs, it was left in the “on” position when the drain clogged.

The stairs loop lazily around the Axial Shaft, eventually terminating in the Promenade (area 2-1). Descending the stairs will end round 1 of the tournament.

Area 1-8 – The Observatory: When the party approaches the door to this area, read the following aloud:

Large iron double doors that are more broad than tall are set into the stone here. Each one bears the image of a different figure.

The door on the right has the image of a lord among solars, with metallic wings and a strangely angular greatsword. Its eyes blaze with fury, but its pose is graceful and expectant, almost as if it is about to spring into a dance. The wings are spread out behind the being's head, and their pinions resemble shafts of light.

The door on the left has the image of a kind of crazed giant wielding an immense spiked battleaxe. The giant's face is twisted by madness, and its body sports all manner of unseemly alterations, such as a crab's claw emerging from its stomach and one leg that resembles a grasshopper's.

The two figures seem to be readying for combat. Beneath them, both doors show a landscape filled with tiny onlookers.

A Knowledge (religion) check or bardic knowledge check DC 24 will identify the being on the right as Teleus the Obedient, a paragon of Law worshipped by few in modern times. A similar check (DC 28) will identify the being on the left as Cadixtat the Severed Chaos, a long-dead demigod. Anyone who either makes both rolls or learns both pieces of information can make a Knowledge (history) or bardic knowledge check DC 18 to know that these two creatures battled when the Dragon Kings were yet new to their reign.

The Murals: When the PCs proceed into the next room, show them **handout G** and continue:

The battle promised on the other side of the iron doors is brought to life in this room. Illuminated by small motes of soft white light that hang motionless in the air, immense, fading murals, stretching from floor to ceiling, capture the intensity of that conflict. In every conceivable terrain and every possible corner of the world, the two entities carved on the outer doors wage war through this room's 60-foot width and 80-foot length.

In every depiction, the crazed creature appears slightly different, sometimes with tentacles, sometimes with an insect's head, but it always wields its axe, the blade of the weapon spinning through a sickening miasma of colors. It fights with a boundless and unquenchable fury.

In contrast, the winged being is always shown as graceful and determined, even humble in a way. Its sword is apparently made of focused light and has a large azure gem set in its pommel. It counters blow after blow from its adversary, never landing a solid strike, but patiently waiting for its opportunity.

In the mural on the far wall, the winged being apparently found its opportunity. The two are shown battling high in the sky over a vast fertile field. The sword of focused light has just struck the right-most hand from the twisted titan, and the hand and giant axe are shown falling earthward as the beast howls with pain.

Secret Panel: This far wall is a giant stone secret panel that can slide into the floor. A Search check DC 20 will discover that pressing in on the painting of the *Focused Sword* as it severs Cadixtat's hand causes the wall to slide into the floor, revealing the area beyond. Note that this counts as a secret door and unusual stonework for elven and dwarven PCs. If the PCs open the door, read on:

Noiselessly, the great mural begins to sink into the floor. When it is flush with the floor, you see a lever mounted atop the wall; it had previously been hidden in a recess in the ceiling. Beyond the mural wall is a hidden area the same width as the room but 20 feet deep and with a ceiling only 10 feet high. This new room is bare and surprisingly roughly carved, much out of synch with the rest of this level.

The entire far wall is an immense sheet of what appears to be flawless glass or clear crystal. The whole area glows faintly with a nauseating display of light, as if all the colors of creation were spilled out of the sun and left to spoil. The source of the light seems to be somewhere beyond the crystal, but from here all you can see through the crystal is a distant, smooth rock wall.

There is a pile of clothing and equipment on the floor near the giant window. It seems to be lying in a puddle of some substance.

Pulling the lever will cause the secret door to rise again. If the PCs move to investigate, continue:

Peering through the strange glass, you see into a circular chamber some 80 feet across. Looking up, you see that the top of the shaft is capped. The whole structure is in the same architectural design as the rest of this Palace.

Looking down, however, is where the real surprise comes. Ten feet below your present location, in the middle of the shaft, is the haft of a gigantic weapon, as if it were buried point-down in the earth far below. No creature you have seen, and few you have ever heard of, could possibly lift a weapon of such magnitude. From your current position you cannot see the bottom of the well, but you can tell that the terrible lights are coming from down there.

A Spot check DC 15 will notice that the ceiling of the Axial Shaft contains several giant gears and thick, taut chains. Using the Key of Yephaiel (Spherevault, area 3-3) in the control platform (The Well of the Axe, area 3-9) will cause these gears to open the top of the shaft.

The glass-like substance providing a view of the Axial Shaft was known to the falsoom as "shaor" (see **Appendix 4**). The sheet of shaor in this room is actually much larger than the PCs can see, so chipping at the stone around the sheet won't loosen it. Players particularly interested in gaining access to the Well of the Axe, as suicidal as that idea is, could easily bypass the sheet through extradimensional travel or teleportation.

Shaor crystal sheet: Thickness 1 ft.; Hardness 20; hp 240; Break DC 30, fast healing 1, vulnerable to acid, cannot repair damage done by acid, treated as a creature by *shatter*.

The equipment belonged to a half-orc thief who tried to carve his way into the shaft with a +1 *adamantine short sword*. He succeeded, was exposed to the Axe, and (since he had min-maxed his ability scores to have a low Charisma) was killed quickly, dissolving into a greasy puddle of half-orc goo. He was surprised by this turn of events, and dropped his weapon into the shaft, although it was turned into something else by the Axe and eventually destroyed. The shaor sheet has since repaired itself.

The thief's remains include a mundane shortbow, twenty masterwork arrows, a pair of *lesser bracers of archery*, *gloves of Dexterity +2*, and a mundane set of thieves' tools. In the half-orc's pouches is a collection of gems worth 45 gold. The orc also carried a fist-sized aquamarine gem worth 350 gold. This gem is actually a pommel jewel needed in the Chapel of the Sword (area 1-12A).

Anyone entering the shaft, or anyone present in this area if the sheet of shaor is breached by any means is subject to the *Axe of Unmaking's* influence (The Well of the Axe, area 3-9).

Area 1-9 – The Oracle (EL 6): When the party approaches the door to this area, read the following aloud:

The door set in the south wall shows a great pillar, radiating light. It is very similar to the one shown in the bas-relief of this hall.

If they enter, continue:

A large crack in this octagonal chamber's ceiling allows in wind and acid rain. In the shower of steaming rain are splinters of wood and half-melted scrolls and scroll tubes.

The room's white walls, roughly twenty feet to a side, are smooth, save for a frieze of carvings near the ceiling ten feet above you. They depict turtle-like humanoids engaged in various activities. On either side of the entrance is a row of hooks; white robes hang on some.

Directly across from the entrance is a great stone pillar, standing in the middle of the chamber and reaching almost to the ceiling. It is covered with symmetrical patterns and geometric carvings mirrored on the floor. The pillar pulses with soft white light.

The geometrical carvings on the floor are standard falsoom artwork and, aside from their unusual aesthetic appeal, are unremarkable.

The shaded area on the map denotes the area where the ceiling has collapsed, allowing the acid rain to enter. The area is rough terrain (creatures move at half speed, +5 to Balance and Tumble DCs, +2 to Move Silently DCs). Creatures exposed to the acid rain of the Waste take 2d4 [5] points of acid damage per round. Any organic object that is exposed to the rain must make a DC 11 Fortitude save or be destroyed.

Cursed Robe: There are six white robes, three on either side of the door. The one to the immediate right of the entrance is a *robe of powerlessness*. [The *wand of identify* only has a 5% chance to correctly register the robe as a cursed item; otherwise it identifies it as a *robe of blending*.] As soon as a character dons it, she takes a -10 penalty to Strength and Intelligence, forgetting spells and magic knowledge accordingly. The robe can be removed easily, but in order to restore mind and body, the character must receive a *remove curse* spell (found in area 1-5) followed by *heal* (found in

area 1-7). Anyone else putting on the robe is subject to the same effects. [During the tournament, parties who were utterly stumped by how to remove the cursed robe were allowed a DC 23 bardic knowledge or Knowledge (arcane) check to know it.]

The Frieze: The carvings near the ceiling depict unrobed falsoom undergoing the ritual to activate the pillar. A character examining the carvings may make a DC 15 Spot check to notice this section. If they succeed, give the players **handout H**. A further DC 15 Knowledge (religion) check determines that the pillar is an oracular object.

The Swarm: Unknown to the players, a swarm of flying scorpions is hiding on the ceiling, using the pillar as cover. Call for Spot checks from the PCs opposed by a Hide result [28] for the swarm. The swarm's starting four squares are marked by S on the map.

When it is seen, or as it attacks, read or paraphrase the following:

Across the ceiling crawls a mass of shiny scorpions, each only a couple of inches long. With a horrible buzzing, beetle-like wings click from their backs and the swarm takes to the air.

The *Axe of Unmaking's* influence has warped much of the wildlife near the Palace and created many breeds that should not exist, such as the species this swarm belongs to. Once the swarm is encountered, a DC 15 Knowledge (nature) check will reveal that these are unnatural scorpions. The scorpions entered this room through the crack in the ceiling, and here they shelter from the weather, leaving to hunt. The scorpions' tails can curve both over and under their bodies, allowing them to sting even while airborne.

Tactics: The scorpion swarm is unintelligent but cunning. When any PC moves within 30 feet of it, or if any PC makes a sudden movement (like running), it charges. Although it is resistant to acid damage, it avoids the acid rain. The swarm attacks as many victims at a time as it can, reshaping itself as necessary. Since the swarm is both unintelligent and takes reduced damage from certain attacks, it is unconcerned with provoking attacks of opportunity when enveloping multiple victims. It pursues fleeing characters as best it can, and fights to the death.

Flying Scorpion Swarm: CR 5; Tiny vermin (swarm); HD 10d8; hp 60; Init +2; Spd. 20 ft., climb 20 ft., fly 30 ft. (poor); AC 14, touch 12, flat-footed 14; Base Atk +7; Grp –; Atk/Full Atk swarm (3d6 [10] plus poison); Space/Reach 10 ft./0 ft.; SA Distraction, poison; SQ acid resistance 5, darkvi-

sion 60 ft., half damage from slashing and piercing, swarm traits, vermin traits; AL N; SV Fort +7, Ref +5, Will +3; Str 12, Dex 14, Con 10, Int –, Wis 10, Cha 1.

Skills and Feats: Climb +10, Hide +18, Spot +4.

SA – Distraction (Ex): Any living creature that begins its turn with a flying scorpion swarm in its space must succeed on a DC 15 Fortitude save or be nauseated for 1 round.

Poison (Ex): Injury, Fort DC 15, 1d6 [3] Dex/1d6 [3] Dex.

The Trap: A magic effect wards the pillar and the 10-foot area around it. Any non-lawful individuals with an Intelligence of at least 3 who enter the area (and fail their Will saves) feel pain shooting through their minds and bodies.

If a creature leaves the trap's area and returns, it attempts a new save, and could suffer the effects again. The effects stack.

Pain Trap: CR 2; magical (faint enchantment); location trigger; automatic reset (instant); affects creatures with Int 3 or more who aren't lawful; DC 22 Will save avoids; 1d6 [3] points of damage plus 1 point of Cha damage; a creature failing the save can speak only in rhyming phrases for the next 5 minutes (and cannot cast spells with verbal components); Search DC 28; Disable Device DC 28; *dispel magic* against caster level 15 suppresses the trap for 5 minutes.

The Rahn'salah: The pillar is an oracular device called the Rahn'salah. It served as a link to the powers of Law with which the falsoom could commune, but as time went on the Rahn'salah became more and more cryptic, eventually only answering in rhyme. The falsoom still went to it for guidance, and a small sect of scholars – the Rahn'mok – developed to interpret the pillar's messages. They kept their interpretations here, as well as other bits of culture. The scrolls (and table) containing their interpretations were destroyed by acid rain years ago, and the bits of writing on the remaining scraps are no longer legible.

The falsoom had a specific ritual they used to call upon the Rahn'salah's powers. This ritual is reflected in part of the frieze around the ceiling (see **hand-out H**) and in area 1-5. An even number of individuals (two or four, for instance) must approach within 10 feet of the pillar (just outside the trap), linking arms. They then kneel on both knees and hands. One member then disengages from the others, approaches the pillar, and places one hand on it.

When a character touches the pillar at the end of the ritual, a few things happen. First, the *Ring, Rod,*

and *Ribbon* glow bright white for 10 minutes as long as they're on the same plane as the pillar. Second, that character gains the benefit of a *foresight* spell for 90 minutes (they cannot be surprised or caught flat-footed and gains a +2 insight bonus to AC and on Reflex saves); the pillar can only grant this ability once/week. Third, the pillar speaks telepathically to whoever touched it in their native language. The subject can recall the pillar's statements with perfect clarity for 24 hours thereafter. The first thing the Rahn'salah says is as follows:

Mortals, I am weak

But for (X) questions, I speak

The character touching the pillar can ask as many questions as the combined Wisdom bonus of all participants in the ritual (minimum two); the answers to several possible questions follow. GMs should fill in the appropriate number in place of **(X)**, above. The Rahn'salah can grant this benefit only once per week.

Since this conversation takes place entirely in one character's head, GMs are encouraged to write out the given answers beforehand and pass the notes to the appropriate player. The Rahn'salah will only answer questions detailed below, giving its "...that great mystery is your own" response to any other questions. Any question answered with that response is not counted against the total the character may ask.

- What are you?

*As time passes and desert rages,
I remain the oracle of the ages*

- What's up with this palace? It's in the middle of nowhere.

*Not for lordship nor for trade
Nor to watch empires fall nor kingdoms grow
The palace protects an ancient blade
The thorn of chaos lies below
It is the secret this place inters
It once was silent, but now it stirs*

- Ancient blade? Hand of chaos? Axe? What are you talking about? What is causing the spread of the Wastes? Why is the weather so weird in the Wastes?

*The axe of Cadixtat, chaos thrall
It clashed with gods before its fall
One by one, its seals fail
Beware its influence and its tone
For values change and hearts impale
It shrivels flesh and ruptures bone
Makes rains that sear the hand*

*And changes soil to barren land
It will rule unless resealed
To face it bear an ancient shield*

- Shield? That sounds good. How can we protect ourselves from this thing?

*To face the Axe there is a key
The rituals number one through three
To stall the fury and stave the blight
Requires a jewel born of light
Then find token two
The oil of a hero true
From false influence you must inure
Use water most sacred and pure*

- Can we destroy this chaos weapon?

*The Axe cannot be broken
But its seals re-awoken
The icons number three
The Ring, the Rod, and the Ribbon be*

- Where are Ring, Rod, and Ribbon?

Ring is opposite this place, kept safe in law's embrace

Rod is guarded well, interred with its maker's shell

Ribbon is deeper yet, held by those who can't forget

- How did the Axe get here?

*Here in ages past
Law and chaos clashed
Battling across the plain's dear face
Order triumphed, great and gallant
The Axe crashed down, and in its place
Law placed a guardian, ever vigilant*

- Who was Cadixtat/the guy with the axe? Who was Teleus/the guy with the sword? Who are the Triad/the three people at the Entrance?

*Across the world, newly-wrought
Triad's law and chaos fought
Opposites in form and thought
No middle ground was ever sought
Cadixtat, titan-born, suckled madness' teat
Tore earth from sky, turned light to sleet
Teleus, order-born, served the Triad well
Championed the war against chaos' swell
They clashed, each matched the other's spite
Till one, hard-won, bested his foe's might*

- A guardian? or A brightguard?

*Full of wisdom, yet unfeeling
Is Yephaiel the Unyielding*

- What other dangers can we expect in this palace? or What's the deal with all these weird creatures?

*Of the Axe you must beware
For it feeds creatures both foul and fair
Twists minds and forms even more
But a brightguard stands at ending's door*

- Where is Duran Oronsgoth?

*The man you seek is long dead
A corruption stands now in his stead
The Axe will judge your will and mien
You may face him in Axecleft Ravine*

- Who made this palace? or Who made you? or What's up with all these carvings and things?

*Servants of law, now long deceased
Dwelt in each hall and room
Their unceasing rule now ceased
All mourn the dead falsoom*

- How did the falsoom die?

*Much like a tree denied the sun
Falsoom withered without patron
Bereft of both hope and will
They lingered and passed and now are still*

- How do you open the big gate in the spike room?

*Crafters of the gate decree
Immense doors need tiny key
Palace walls shut out the sky
While heavens rotate blithely by
Strength you lack to move the door
Water turned 'round shall give you more
At length our gate will yield to thee
And winding stairs you will see*

- What treasures can we find here?

*Resealing the Axe is your greatest need
Your eyes, they cloud with greed*

- Any question the pillar doesn't know:

*As time slips by and prickles bone
That great mystery is your own*

(The pillar may give this response more than once. If so, it may replace the first line with one of the following alternatives:

*As every river wears down stone
As every man is a boy grown
As misheard as every crone
Such secrets are not easily shown)*

The Rahn'salah radiates overwhelming divination magic and sheds shadowy illumination in a 20-foot radius.

Area 1-10A – The Hall of Wave and Stone (EL 8): As the party approaches the door to this area, read or paraphrase the following:

The iron door before you bears several carved symbols. Near the top, the image of a pitcher is tilted over, pouring some liquid onto a large wheel set into the middle of the door. The liquid cascades off the wheel over an image of two large doors near the bottom.

Anyone who has already seen the Last Gate in area 1-7D will recognize it here. If the PCs enter this area, read or paraphrase the following:

A short staircase descends to a vast, ruined hall easily 20 paces wide and three times as long. The arched ceiling looks on the verge of collapse, and in places the burning rain has begun to seep through. The floor seems to be made of sand; you see no flagstones or slabs. The air smells faintly of moisture, like a field after a spring rain.

At the far end is a short staircase, rising to a pair of massive gates that rise from floor to ceiling.

This chamber is an elaborate trap created by the falsoom to thwart intruders daring to violate the Palace. The trap has grown more dangerous with the deterioration of the Palace (see below) and now presents a deadly challenge to the unwary. There is not enough rain to present a threat to the PCs.

The Sand: PCs investigating the sandy floor (either by directly stating the action, or DC 15 Search check) discover that the sand covering the floor is actually 4 feet deep, clearly far more than could be accounted for by any source of sedimentation. In addition, the sand is extremely moist; holes dug deeper than one-foot fill with water after a single round. The reason for the sand becomes quickly apparent once the PCs trigger the room's trap (see below).

The Far Wall: If the PCs cross the hall and inspect the gates, read or paraphrase the following:

Each mighty gate is 30 feet high and crafted out of shaped stone. Each is carved with the likeness of dozens of human-size tortoise creatures, cavorting, dancing, and playing with wild abandon. There is a subtle, sinister air to the figures' celebration and their decadent acts.

The eyes of the figures all bleed water; the brackish liquid seeps down the faces of the statues, collecting in a pool at the base of the steps.

In the center of the two gates, raised 6 feet from the ground, is a single enormous keyhole.

The gates lead to the Cistern (area 1-10B).

The Trap: Any living creature approaching within 5 feet of the keyhole triggers a massive *earthquake* trap that rocks the entire room and can be felt through levels 1 and 2 of the dungeon.

The *earthquake* triggers the following effects:

- The gates crumble; creating a landslide that travels 30 ft. north, in a swath of destruction as wide as the gates. Any creature in the path takes 6d6 [17] points of bludgeoning damage (DC 15 Reflex half) and is pinned beneath the rubble (a separate DC 15 Reflex save avoids being pinned) (see below). This also destroys the wall between this area and 1-10B.
- Any creature standing on the sandy portion of the room must make a DC 15 Reflex save or sink down into the quicksand created by the tremor. The sand instantly refills any empty space, trapping any PCs that sank into the sand.
- The collapse of the wall releases a 20-foot high wave of water, mud, and muck that cascades into the hall. The filthy slime fills the room to a height of 3 feet, sufficient to drown anyone pinned by the rubble. This opens an entry to the Cistern (area 1-10B). Between the rubble, water, and sand, the entire area is now rough terrain.
- Finally, two large water spiders are released from the Cistern (area 1-10B). Angry and frightened, the monstrous creatures attack PCs with frenzied abandon, focusing on free characters first, before moving on to consume trapped PCs. The water spiders' starting positions are marked as X on the map. Note that the water spiders walk on the surface of the water, and are unaffected by the rough terrain.

Pinned beneath Rubble: PCs can free by their comrades trapped by rubble or sand with a DC 15 Strength check, or the victims can free themselves with a DC 20 Strength check. Any creature pinned beneath rubble takes 1d6 [3] points of nonlethal damage per minute while pinned. If a pinned character falls unconscious, he or she must make a DC 15 Constitution check or take 1d6 [5] points of lethal damage each minute thereafter until freed or dead. Note that any spellcasters that are pinned are also underwater and therefore cannot cast spells requiring verbal and/or somatic components.

Earthquake Trap: CR 8; magic device; proximity trigger (alarm); automatic reset; spell effect (*earthquake*, 13th-level cleric, 65-ft. radius, DC 15 or 20 Reflex save, depending on terrain); Search DC 32; Disable Device DC 32.

Opening the Door: If the trap is disabled, the door can be opened with a DC 15 Strength check. If the check is passed, the door slams open and the rush of water escaping the room slams anyone within 10 feet of the door. PCs in the area take are subject to a bull rush attempt by the water. The water is considered a Huge creature with a Strength of 14 for this purpose, so it has a +11 to the bull rush attempt. At the end of the bull rush, PCs must make a DC 12 Balance check or fall prone. Opening the door also releases the monstrous water spiders, who start in the indicated squares or as close as they can get (erring toward the Cistern).

Monstrous Water Spider, Large (2): CR 2; Large vermin; HD 4d8+4; hp 20, 22; Init +3; Spd 30 ft., climb 20 ft.; AC 14, touch 12, flat-footed 11; Base Atk +3; Grp +9; Atk/Full Atk bite +4 melee (1d8+3 plus poison [8]); Space/Reach 10 ft./5 ft.; SA Poison; SQ Darkvision 60 ft., tremorsense 60 ft., vermin traits, water walking; AL N; SV Fort +5, Ref +4, Will +1; Str 15, Dex 17, Con 12, Int -, Wis 10, Cha 2.

Skills and Feats: Climb +10, Hide +3, Spot +4.

SA – Poison (Ex): Fort DC 13, 1d6 [2] Str initial and secondary.

SQ – Tremorsense (Ex): A monstrous water spider can detect and pinpoint any creature or object within 60 feet in contact with water.

Water Walking (Ex): A monstrous water spider has fine hairs and filaments extending from its slender legs that allow it to stride along the surface of a body of water or other, similar fluid without breaking its surface tension. Water spiders treat calm water as normal terrain, rough water as rough terrain, and stormy water as impassable terrain.

Drowning

Any character can hold her breath for a number of rounds equal to twice her Constitution score. After this period of time, the character must make a DC 10 Constitution check every round in order to continue holding her breath. Each round, the DC increases by 1.

When the character finally fails her Constitution check, she begins to drown. In the first round, she falls unconscious (0 hp). In the following round, she drops to -1 hit points and is dying. In the third round, she drowns.

Area 1-10B – The Cistern: If the PCs move to investigate the revealed area, read or paraphrase the following:

This area has a step down into more of the slimy, stinking muck. It seems to be a metal platform inside a larger chamber, 35 feet across and 25 feet deep. Directly ahead of you, a large, algae-covered ramp rises out of the mud. Past the ramp, in a 5-foot gap between it and the wall, you catch glimpses of what looks like a stone tortoise-man, hoisting a bucket of water up and emptying it over the lip of the ramp. The water runs down the slick ramp, adding to the muck at your feet. He does this several times in the scant moments you observe, working tirelessly.

The ceiling, you see, is cracked and sagging in several places.

PCs wading through the 3-foot deep mud and muck find their movement reduced to 1/3 their normal speed.

When the Cistern is mostly empty (like now) it tilts subtly to the east (a DC 20 Search or DC 15 Knowledge (architecture or engineering) check would notice this), which closes the drain in the west corner. When the Cistern is full, the weight of the water tilts it to the west, which opens the drain and allows the water to fall below, turning the water wheel (see area 1-10C).

The drain, however, is choked with a cluster of milky-white spider eggs, each the size of a hen's egg. If this drain is cleared and the water is allowed to what's left of the Cistern, the water wheel will turn, which will activate the lever on the Last Gate (see area 1-7D).

The ramp requires a DC 15 Climb check to ascend. PCs reaching the top of the ramp can peer over the edge into the Waterworks below (area 1-10C).

Area 1-10C – The Waterworks (EL 3): If the PCs peer over the edge of the wall, show the players handout I and read or paraphrase the following:

Peering over the edge, discover a pool of black water 25 feet below you; apparently this room is some kind of well, and the ramp you're on juts out into it. The southern wall of this chamber has two columns of 20 tortoise-man torsos embedded into the wall, part of a macabre, vertical bucket brigade. The bottom torso fills its bucket and passes it to the next higher torso, which passes it to the next and so on, until the last torso, the one you glimpsed earlier, pours the bucket over the edge of the ramp. The sec-

ond column of torsos passes the empty buckets back down to the bottom where the cycle begins again.

The waterworks were designed to provide the power necessary to raise and lower the Last Gate (area 1-7D), but when the ceiling deteriorated due to age and wear, the drain in the Cistern (area 1-10B) became clogged, causing it to remain constantly full (creating the titanic wave that flooded the previous area). The Last Gate cannot be opened until the waterworks functions again. Clearing the spider eggs from the drain in the Cistern (area 1-10B) will unclog the drain, allowing the water wheel to spin again.

The torsos are not intelligent and will not defend themselves if attacked. Composed of stone, each torso has a hardness of 8, 75 hit points, and a Break DC of 35.

PCs climbing over the edge of the ledge and into the wall of torsos are setting themselves up for difficulty. The back wall is slick and covered in algae. PCs can climb on the wall (DC 20), rappel down the back of the ramp, or attempt to leap from torso to torso (Jump DC 15 for each torso passed). Those descending more than 15 feet down the back wall discover a waterwheel suspended beneath the drain. As the buckets are filled, the waterwheel spins, powering the Last Gate (area 1-7D). Small characters can also “ride” a bucket to the bottom.

Falling In: PCs falling 20 feet or less into the murky water take no damage. The next 20 feet do non-lethal damage (1d3 [1] points of damage per 10 ft. increment). Longer falls inflict lethal damage (1d6 [3] per 10 ft. increment).

PCs who deliberately dive into the water take no damage on a successful DC 15 Swim or Tumble check. The DC of the check increases by 5 for every 50 feet of the fall. The pool at the base of the cistern is 50 feet deep.

Waterworks Treasure: A DC 18 Search check of the bottom of the pool will find a satchel bandolier once worn by a careless falsoom who would come to maintain the constructs. The satchel contains two potions of *jump* (CL 1), a divine wand of *magic stone* (CL 1, 5 charges), 10 stones, and a +1 *sling of seeking*.

Area 1-11 – South Hall (EL 6): The two areas marked as South Hall on the map are functionally identical. When the party enters either area, read the following aloud:

This hall is much like the others you have seen, only shorter in length. The large stone bas-reliefs show the turtle-men toiling in workshops to craft various wonders. Weapons, armor, clockwork men, and other, less-recognizable tools are shown in various stages of creation.

Traps: At the locations marked T on the map are pressure plates that will trigger a compacting ceiling trap. Foot-thick stone walls will immediately slam down from the ceiling along the dotted lines, blocking the passage. In this sealed area, the ceiling will slowly descend. If the bypass switches are not triggered within four rounds, the ceiling will crush anyone trapped inside. After the ceiling deals its damage, it returns to its normal position and the walls slide back into the ceiling. At the locations marked B are switch bypasses hidden in the walls that will stop the trap (if it's already engaged) or disarm it (if it hasn't been triggered yet).

Stalling the Ceiling: PCs in the trap may think to use items to stop or stall the ceiling from descending. If this is attempted, the ceiling crushes the item. This is not a sunder attempt but mechanically works similar to a sunder. The ceiling is considered a +2 weapon and deals 5d6 [15] points of damage to the object being used (applying hardness as normal). If this does not destroy the object, the ceiling does not descend that round.

GMs can decide what items are appropriate to stop or stall the ceiling's descent (probably not a dart or a longbow, for example), but the most obvious choices are reach weapons and heavy shields. A two-handed, hafted weapon has a hardness of 5 and 10 hp. A heavy wooden shield has a hardness of 5 and 15 hp, while a heavy steel shield has a hardness of 10 and 20 hp. Remember that each +1 of enhancement bonus adds +2 to hardness and +10 to hp.

Compacting Ceiling Trap: CR 6; location trigger; automatic reset; hidden switch bypass (Search DC 22); ceiling slowly compacts (10d6 [30], crush); multiple targets (all targets in 10-ft. by 10-ft. area); never miss; onset delay (4 rounds); Search DC 25; Disable Device DC 22.

The walls that slam down do not have any handholds or surfaces to grip; they cannot be lifted. Here are the stats for the walls and the descending ceiling:

Interior wall, worked stone: Thickness 1 ft.; Hardness 8; hp 180; Break DC 50.

Area 1-12A – Chapel of the Sword (EL 7): When the party approaches a door to this area, read or paraphrase the following:

This iron door is carved to show an immense, strangely-angled greatsword surrounded by eight smaller greatswords. Around the border of the door, several of the turtle-men are kneeling.

When the party enters this area, read or paraphrase the following:

The open door exposes a short hallway that looks across a vaulted hall. Standing silent vigil over this entrance is a tall marble statue of a metal-winged, humanoid figure. He rests his folded hands on the pommel of a point-down greatsword like that shown on the door outside. The blade has prongs where a pommel gem would fit, but it is absent. A statue, twin to this one in every respect (including missing a pommel gem), stands watch over an identical doorway across the hall. You can see from your vantage point that this hall extends both north and south.

When the party moves further into the hall, read aloud:

Three other pairs of matching statues depicting the same being line the north end of the main hall. The nearest pair holds the pommel of its weapon to its breast, with the blade reaching to join with the stone beams of the vaulted ceiling, the middle pair shows the being holding the greatsword nonchalantly point-down, while extending his left hand as if asking for something, while in the farthest pair the blade points to a raised altar at the far end of this holy hall. The swords of the statues at the far end, toward the altar, lack pommel stones, but in the middle four glints marvelous stones hued like clear sky.

The edges of the steps and the altar are crisp and the lines perfect. Atop the altar's pallid surface rests a twinkling cerulean gem.

Light spills from two spheres of pure brilliant blue, floating 10 feet above the floor, one at the tapered point of the north end and the other at the truncated south end of the room. Though the spheres make no move to harm you, strange geometrical figures flash into existence on their surface and then fade slowly away as you eye them.

Gems and Altar: The hall is dedicated to Teleus the Obedient (Knowledge (religion) DC 25 to identify) and his weapon, the *Focused Sword*. At one time, each of the eight statues actually held a piece of the *Focused Sword*'s pommel gem, but now the statues at the entrances and the two closest to the altar are



missing their gems. Three of the four misplaced gems are scattered through the first level of the dungeon (Crystal Corridor, area 1-3; Observatory, area 1-8; Entrance, area 1-1). The fourth gem is on the altar. The gems can be inserted and removed from the statues with no difficulty and any gem will fit into any statue.

Once all gems have been returned to the pommels, read or paraphrase the following:

A brilliant, almost blinding, blue light emanates from each of the aquamarines, and then fades. When your vision clears, you see the outline of a door limned in that same light on the south wall.

Returning all gems disables the *blade barrier* trap (below) for an hour. Putting all gems in place in the pommel jewel (see below) disables it permanently.

The altar is protected by an *order's wrath* trap that will be triggered if anyone of chaotic alignment steps onto the dais. Any creature that triggers the trap or attempts to disable the trap will provoke the shining wardens to attack. The shaded area indicates the area of the trap's blast.

Order's Wrath Trap: CR 5; magic device; proximity trigger (*detect chaos*); automatic reset; spell effect (*order's wrath*, 7th-level cleric, daze and 3d8 [14] to chaotic creatures, no daze and half damage [7] to non-lawful non-chaotic creatures, DC 17 Will

save half damage no daze); Search DC 29; Disable Device DC 29.

The Guards: The glowing orbs are a pair of shining wardens (see **Appendix 3**). Their starting positions are marked with an X on the map. A Knowledge (the planes) check DC 13 will tell the players:

These glowing orbs are shining wardens. Beings of pure law, they are protectors and guardians. They are unwavering in their dedication to their mandate and merciless to those who transgress, and their gaze can pierce even darkest night.

Tactics: The shining wardens immediately use their *detect chaos* spell-like ability whenever any creature enters the chapel. They will attack any creature that disables or triggers either of the traps in the room, removes a gem from a statue, or attacks them. If multiple targets are available, they will fixate on chaotic ones first. They move only if all their targets are out of range, preferring to remain still and full attack. They will not pursue fleeing PCs out of this area under any circumstances, even if someone steals an aquamarine. They don't tend to remember who has been in this area before, so their attitude "re-sets" if someone angers them, leaves, and re-enters.

Advanced Shining Wardens (2): CR 3; Small outsider (extraplanar, lawful, warden); HD 3d8+3; hp 21, 19; Init +4; Spd fly 60 ft. (perfect); AC 15, touch 11, flat-footed 15; Base Atk +3; Grp -5; Atk force ray +4 ranged touch (1d6 [4]); Full Atk 2 force rays +4 ranged touch (1d6 [4]); SA Blaze of vengeance, spell-like abilities; SQ Aura of censure, damage reduction 10/chaotic and magic, darkvision 60 ft., immunity to acid and petrification, *magic circle against chaos*, tongues; AL LN; SV Fort +4 (+8 against poison), Ref +3, Will +3; Str 3, Dex 10, Con 12, Int 4, Wis 10, Cha 10.

Skills and Feats: Diplomacy +8, Intimidate +6, Knowledge (the planes) +3, Listen +3, Sense Motive +6, Spot +3, Survival +0 (+2 on other planes); Improved Initiative, Weapon Focus (ray).

SA – Aura of Censure (Su): A righteous aura surrounds an angry shining warden. Any hostile creature within a 20-foot radius of a shining warden must succeed on a Will save (DC 13) or take a -2 penalty to AC and all Wisdom-based skill and ability checks for 24 hours or until they successfully hit the shining warden that generated the aura. A creature that has resisted or broken the effect cannot be affected by the same shining warden's aura for 24 hours.

Blaze of Vengeance (Su): When a shining warden is slain, it explodes in a tremendous burst of light. All non-wardens within a 40-foot radius burst centered on the shining warden must make a Reflex save (DC 12) or be blinded for 1d4 [2] minutes.

On a successful save, the creature is only dazzled for one round.

Force Ray (Ex): A shining warden's force rays have a range of 30 feet. This attack overcomes damage reduction of any type and the hardness of objects.

Spell-Like Abilities: At will – *alarm*, *detect chaos*, *zone of truth*. Caster level 3rd; *true seeing* (range personal only). Caster level 9th.

Secret Area: If the PCs search the southern area before the gems have been returned to their pommels, the secret door requires a DC 20 Search check to locate and is protected by a *blade barrier* trap. If the trap is triggered, the *barrier* is evoked along the dotted line on the map, through the squares directly in front of the door. Since the door is not yet opened, the PCs must back up to get out of the *blade barrier*.

Blade Barrier Trap: CR 7; magic device; touch trigger (*alarm*); automatic reset; spell effect (*blade barrier*, 11th-level cleric, 11d6 [38] slashing, DC 19 Reflex save half damage); Search DC 31; Disable Device DC 31.

Reduce both the Search and Disable Device DC by four for each gem still in the pommel of a statue; the trap is suppressed for an hour after all eight gems are in place, and is permanently disabled once all eight are placed in the pommel jewel. Each of the whirling blades has the glint of a blue gem in its pommel (a Wisdom check, DC 10, tells the players they are all small versions of the swords carried by the statues).

Area 1-12B – Pommel: When the secret door is opened, read or paraphrase the following:

This round room is taken up nearly in its entirety by a gem. This immense aquamarine, as large as the noblest steed of war, is missing small fragments throughout its fine, multifaceted form. A quick glance indicates that eight pieces would be required to make it whole.

The pommel gems from the eight statues all originally came from this stone. Fitting all eight pieces back into the pommel gem completes one third of the protection ritual (see **Background Story**), triggering the following text:

As the last of the pieces slides into place, a faint light grows within the gem's azure depths. Increasing in size and intensity, the light quickly bursts forth, engulfing all who stand within the limits of its room. Bathed completely in the clean glow, all feelings of disarray and turmoil are quieted and contentment grows with the knowledge that each piece has found its ordained place. More, you feel as if you have drawn the favor and blessing of powers pleased by such order.

Round Two: The Chambers of the Falsoom

This level of the dungeon was where the falsoom lived out most of their lives. They surrounded themselves with sights and sounds pleasurable to them, and cultivated friendships with feisty fey creatures whose free spirits and beauty amused them despite their ideological differences.

Now these chambers are mostly empty. As the *Axe of Unmaking* spreads its influence here, it sows confusion and danger, even physically transposing the Water Garden (area 3-4B) with another cave deep in the earth (Hunting Grounds, area 2-4).

The stonework of this level has been consecrated to maintain its shape despite magical interference. Spells or effects like *stone shape* are unable to mar the Palace, although brute force, artifacts like the *Axe*, and time can wear it down. This level is, on average, 70 feet below the surface of Achsfel Wastes.

Unless another light source (or lack thereof) is mentioned, small stones set high in the walls enchanted with a *daylight* effect illuminate all areas of this level. These stones grow dim and lose their effect if tampered with. Unless otherwise noted, all ceilings are 10 ft. high.

All doors and interior walls on this level use the following stats:

Door, iron: Thickness 2 in.; Hardness 10; hp 60; Break DC 28.

Interior wall, worked stone: Thickness 1 ft.; Hardness 8; hp 180; Break DC 50.

Areas of the Map

Area 2-1 – The Promenade (EL 6): When the round begins, read or paraphrase the following:

The stairs you found behind the immense gate lead down in a lazy arc, spiraling deep into the earth. After a great while, the stairs finally terminate at a landing with a plain stone door.

The door opens into a dark space smelling of deciduous blossoms and needles of pine. At first it appears you have found an evening forest, but you soon realize it is an expansive chamber whose dimensions are shrouded by the gloom. The star-filled but moonless sky, clearly artificial, is a mere fifteen feet above your heads. Verdant life pervades the space, and the floor is a turf of soft moss and green grass extending to the far wall, 30 feet distant. The wall curves slightly, as if rounded.

Just outside the door, a well-trodden path winds

to your left, which is east. After about 15 feet, a wall of tangled brush, rife with sharp thorns, completely blocks the path, spanning from the wall of the shaft you just exited to the “forest’s” wall.

Suddenly, to the west, there is a flash of glimmering green light. It came from amidst a nearby grove of firs before it vanished. Between the trees and your position is a small brook that seems to sprout spontaneously from the far wall and meander north until it meets the wall of the staircase-shaft you just exited, where it turns west and disappears from sight.

Low-light conditions are present in this area as it is “evening” in the Promenade. This means that creatures can see their normal distance, but those without special vision who attempt to attack an enemy suffer a 20% miss chance from concealment. The light stones here are set into the ceiling and change depending on what time of day it is for the Promenade; presently they resemble twinkling stars. Regardless of “actual” time in the game world, six hours after the PCs first enter this area it will be “dawn” here, thereafter running on a 24-hour cycle.

Once used by the falsoom for retreat and recreation, the goddess Ildavir suffused the Promenade with the power of nature. At her behest, verdurous life has flourished here, including two running streams, a small pond, and several trees. These natural gifts endure despite the lack of true sunlight. Additionally, a dryad named Savrynn has lived here since the Palace’s early days, when an acorn blessed by the Giver of Form was gifted to the falsoom and planted in the rich soil of the Promenade. The dryad became the park’s caretaker and a friend to the immortal race.

Savrynn has been forced to protect the Promenade since the decline of the falsoom. In her grief, she has grown more defensive of her home and has compensated for the loss of the falsoom by embracing the virtues of Law they once embodied, infusing Savrynn with discipline and conviction quite uncharacteristic of fey.

Recently, a will-o'-wisp named Iv'x has found his way to the Palace, drawn by the feast of negative emotions. He entered through a secret way in Axecleft Ravine, but eventually found the Promenade to his liking and has settled in, tormenting Savrynn and occasionally killing the Unmade orcs who venture into the area. Unhappy with the intrusion, the dryad has attempted to kill Iv'x, but the

two have come to a stalemate, each unable to rid the Promenade of the other's presence.

Water: The brook is never any wider than three feet across. Both the brook and the "lake" to the north are only about three feet deep.

Thorn Wall: At Savrynn's prompting, the Promenade has grown a permanent 3-foot *wall of thorns* which now divides the chamber in two (areas 2-1A and 2-1B, as noted on the map), sequestering the will-o'-wisp from the rest of her domain. Although Iv'x can shock his way through the barrier, the commotion alerts Savrynn, giving her time to prepare.

The wall can be hacked through with edged weapons at a rate of 1 foot for every 10 minutes. Normal fire cannot harm the barrier, but magical fire burns it away in 10 minutes. Druids can pass through the wall unscathed at no hindrance. The *wall of thorns* itself invariably regenerates the damage done to it at the rate of 1 hp/hour.

All doors in this area open into this area.

Area 2-1A – Iv'x (EL 6): If the PCs move to investigate the shimmering lights, regardless of any dealings they may already have had with Savrynn in area 2-1B, read the following:

"Lay your arms to rest, please, friends," issues a ghostly, whispering voice. A small, green ball of luminescence suddenly appears before you, and it seems to pulse in time to its speech.

Iv'x the will-o'-wisp will not initiate combat, but he will defend himself if necessary. He does not attempt to fool the PCs, instead introducing himself as a "traveler" and addressing them as "friends" uncomfortably often, and eventually making them a simple offer:

"Time itself has finally come to these antiquated halls, friends," the creature whispers, "As is right. Too long has judgment held to this fortress. Unforgiving laws, tradition without reason, cruel mandates from forgotten gods still playing out needlessly! The balance of Chaos needs return here. Tried I have to set right the fulcrum, friends, but I am but one small creature against the stinging darkness of ignorance."

The green light continues to flutter which each syllable of its speech. "I will tell you more about these troubled halls. But first you must stamp out the...thorn in the side of Balance. A dryad of sadistic judgment lies beyond the prickly wall. Silence her for me, and we will speak again!"

Iv'x requires that the PCs kill the dryad in area 2-1B in exchange for information about the Palace. If attacked, he screeches that the Palace is "a slow death trap" and insists that only he knows how to escape it. If the PCs desist, he will promise more information but only if they kill the dryad.

If Iv'x is confronted with claims he is protecting a "canker," he will say:

"I allow a natural process to carry forth, friends. All things wither and fade, to deny it is madness. What the dryad wants is unnatural, friends, surely you see that?"

Savrynn Slain: If the PCs kill Savrynn, the *wall of thorns* will shrivel away altogether, alerting Iv'x that the PCs have succeeded in their task. Within an hour's time, the entropic mud will cover the entire Promenade. When the PCs return to Iv'x, he will offer the following advice:

"Below you is a vortex of madness, friends, I have seen it, and turtle-man's order holds sway there no longer. You are strong, friends, but there is no escape from below...unless...you use the key. Yes, there is a key, friends – a key to this great puzzle box of delicious danger.

"They kept it safe below, in a round room, much smaller than this. I cannot tell you exactly where; things...change...below. Maybe you will win your way inside the Axial Shaft. Use the key there, friends, and this whole palace will open like a great clam, freeing you!"

At the GM's discretion, the will-o'-wisp might very well follow the PCs beyond this chamber, delighting in their injuries and suffering [This does not occur during the tournament]. If they are fairing too well, it may even attack them.

Tactics: If forced into combat, the will-o'-wisp is overconfident in its abilities, relying upon its agility to survive. This means it will only occasionally use its *invisibility* to elude the PCs, delighting in how it frustrates them, and will usually remain about 6 feet off the ground. It will feign retreat after the first round of combat to lure the PCs across the patch of entropic mud. Iv'x is hungry to feed on misery, and will fight to the death.

Entropic Mud: Once merely a soft marsh, the influence of the Axe has created a ruinous canker in its place, which scholars might call entropic mud. Characters approaching the entropic mud at a normal pace are entitled to a DC 16 Survival check to notice the sickly gray of this splotchy, unnatural danger before stepping into it, but charging or running characters don't have a chance.

A square of entropic mud includes all the effects of a shallow bog, requiring 2 squares of movement and increasing the DC of Tumble checks by 2. A character that passes through a square of entropic mud, no matter where they end their movement, is automatically fatigued (no save) for 1 round. Any character that begins their movement in a square of entropic mud is at risk of catching a magical disease called *identity blight*. This disease, which causes victims to forget themselves and their purpose, has an incredibly fast incubation period but also burns out rapidly.

Identity blight: magical disease; infection DC 17; incubation one minute; 2d6 [8] Cha damage*.

*If the damage would lower the character's Charisma score below zero, convert a number of damage points equal to the excess into ability drain. For example, a character with a 6 Charisma who takes 8 points of ability damage suffers 4 points of damage and 2 points of drain. Charisma damage from this disease heals at a rate of 1 point/minute, but drain is permanent.

Iv'x, Will-o'-Wisp: CR 6; Small aberration (air); HD 9d8; hp 40; Init +13; Spd fly 50 ft. (perfect); AC 29, touch 29, flat-footed 20; Base Atk +6; Grp -3; Atk/Full Atk shock +16 melee touch (2d8 electricity [9]); SA –; SQ Darkvision 60 ft., immunity to magic, natural invisibility; AL CE; SV Fort +3, Ref +12, Will +9; Str 1, Dex 29, Con 10, Int 15, Wis 16, Cha 12.

Skills and Feats: Bluff +13, Diplomacy +3, Disguise +1 (+3 acting), Intimidate +3, Listen +17, Search +14, Spot +17, Survival +3 (+5 following tracks); Alertness, Blind-Fight, Dodge, Improved Initiative, Weapon Finesse.

SQ – Immunity to Magic (Ex): A will-o'-wisp is immune to most spells or spell-like abilities that allow spell resistance, except *magic missile* and *maze*.

Natural Invisibility (Ex): A startled or frightened will-o'-wisp can extinguish its glow, effectively becoming *invisible* as the spell.

Will-o'-Wisp's Treasure: A DC 10 Search check will reveal within a pile of fallen pine needles (marked P on the map), Iv'x's personal loot. It includes a cinnamon-colored tourmaline (140 gp), a *necklace of adaptation*, and a small pouch containing what appears to be 12 pp. A character that makes a DC 20 Appraise check or Knowledge (history) check will recognize the coins as hailing from an ancient vanished human civilization. The coins are an alloy of platinum and mithral, and are in fact valued at 200 gp per coin to those who know their true worth.

Area 2-1B – Savrynn (EL 6): If the PCs approach the *wall of thorns* before talking to Iv'x, it will part for them and allow them passage. Otherwise they must breach the wall without Savrynn's assistance (a simple, if time-consuming, task).

When the PCs approach the oak tree, read or paraphrase the following:

A massive oak tree of primeval aspect rises from the grass like a support column; most of its branches brush the ceiling so reminiscent of a moonless night. Several large cocoons resembling tightly-wound ivy hang from the lowest branches like some macabre fruit.

Suddenly a mesmerizing face comes into view with skin the color of mahogany and framed by efflorescent green hair resembling the strands of a willow tree. Soon you can make out a woman's slender shape separate from the massive oak she stood behind, her body robed modestly in a mantle of silks and woven leaves. "Greetings," she says sharply, "What are the outlanders' intentions?"

Savrynn will address the PC with the highest Charisma score (preferably an elf), hoping to assess the party's loyalties. After an initial frostiness, if the PCs have been courteous and not proven to be her enemies, her attitude softens and she will ask the PCs for their help, but she continues to refer to them in the third person:

"Will the outlanders assist me? I strive to hold back the emergence of malign influences in this hallowed hall and purvey the natural and ordered, but a canker has begun to spread. I would breath life back into this land, but a creature of strife prevents this. If the outlanders were to destroy this will-o'-wisp, I would be obliged to grant you passage and gift you for your trouble. The deceitful light lies beyond the thorny wall."

If parlance continues, Savrynn will consistently refer to the PCs as "outlanders," but remains courteous. She will answer only general questions about level 2 and its inhabitants, but her knowledge is limited because she's never left this area. In particular she will mention that her friends, the pixies in the Fungal Arboretum (area 2-5G) and the nixies of the Water Garden (area 3-4B), don't visit her anymore. Many creatures have tried to gain access to the Promenade, so she would not think to mention Dyanag and Ylara in area 2-3; in fact she assumes they died. Savrynn promised Yephaiel centuries ago she would never speak of the Axe or the falsoom's purpose – she will hold to that promise unto death.



Savrynn knows nothing of the protection ritual.

If asked about the artifacts of Law, she will say that one of the falsoom was interred with the *Rod of Law* and another took the *Ribbon of Law* down below; she has no idea where the *Ring* could be and she has never seen it.

If asked to provide a map of this area, she will say she cannot, but will offer that she knows her friends were to the west and north and that the falsoom were buried somewhere to the north and east. Tied to her tree, she has never left the Promenade.

If the PCs ask to pass this room, Savrynn will simply reaffirm her offer: kill the intrusive will-o'-wisp in exchange for passage beyond the northeast door, currently blocked by its own 3-foot *wall of thorns*. Lawful to a fault, Savrynn will not negotiate or yield on this offer. If the PCs try to bypass her and attack the door, she will plead with them to desist. If they do not, she will attack them. She deals nonlethal damage until they stop, but will use lethal damage if they attack to kill her. Savrynn fights with the conviction as a guardian of the Palace.

The cocoons hanging from the oak tree are delicately woven "tombs" for some of Savrynn's pixie friends who once frolicked in the Promenade but have succumbed to the orcish intruders from below.

Hidden Bodies: Concealed by the water's edge in the northern half of the room is the burned remains of five Unmade orc intruders (marked O on the map). Savrynn dispatched them easily when they dared to soil the Promenade with their tread. If the PCs think to check the charred bodies of the Unmade orcs, a DC 15 Search check will reveal a tiny black bead set into an earring, actually a *bead of force* that Savrynn overlooked.

lv'x Slain: If the PCs destroy the will-o'-wisp, Savrynn will begin walking toward the entropic mud. When she realizes that the "outlanders" have kept their bargain, she will be overjoyed and will offer them the choice of one item from her treasure trove (see below) and the following advice:

"The Palace of the falsoom has, since the laying of its first stone, been sanctified to Order and the tenets of divine Law. It will punish those who despoil its uncompromising virtues. This is not some treasure box for you to plunder, it is the tomb and testament of a once-great race."

If the party has been particularly courteous to her and shown respect for the Palace, she will also give them a small acorn with these words:

"I miss my friends dearly. If you should see them, give them this to remind them of Savrynn."

Tactics: If the PCs attack Savrynn, she has no qualms about entering melee combat. Knowing she is outnumbered, however, she will withdraw into the copse of birch trees in the area's northern half to prevent from being easily surrounded. Creatures standing in the same square as a tree gain a +2 bonus to Armor Class and a +1 bonus on Reflex saves (these bonuses don't stack with cover bonuses from other sources).

Savrynn, Dryad Mnk3: CR 6; Medium fey; HD 4d6+8 plus 3d8+6; hp 44; Init +5; Spd 40 ft.; AC 22, touch 19, flat-footed 17; Base Atk +4; Grp +6; Atk unarmed strike +10 melee (1d6+2[5]); Full Atk unarmed strike +8/+8 melee (1d6+2 [6]); SA Flurry of blows, spell-like abilities, stunning fist 4/day (DC 17); SQ Damage reduction 5/cold iron, evasion, still mind, tree dependent, wild empathy +13; AL LG; SV Fort +8, Ref +12, Will +11; Str 14, Dex 20, Con 15, Int 16, Wis 18, Cha 20.

Skills and Feats: Concentration +5, Diplomacy +8, Escape Artist +15, Handle Animal +12, Hide +15, Knowledge (nature) +10, Listen +14, Move Silently +15, Ride +14, Spot +13, Survival +10 (+12 in aboveground natural environments), Use Rope +5 (+7 with bindings); Deflect Arrows, Great Fortitude, Stunning Fist, Weapon Finesse, Weapon

Focus (unarmed strike).

Spell-Like Abilities: At will – *entangle* (DC 15), *Speak with Plants*, *Tree Shape*; 3/day – *charm person* (DC 15), *Deep Slumber* (DC 17), *Tree Stride*; 1/day – *suggestion* (DC 17). Caster level 6th.

SQ – Tree Dependent (Su): Savrynn is mystically bound to the enormous oak tree and must never stray more than 300 yards from it. If she dies she will become ill and die within 4d6 [12] hours. Her oak does not radiate magic.

Dryad's Treasure: Nestled behind the larger roots of the oak tree, requiring only a DC 8 Search check to find is Savrynn's treasure trove. If the PCs have accomplished the dryad's request, she will offer only the following descriptions for each item to help them choose which they may have.

A bag of holding (type II) (inside of which Savrynn has kept the other items) – "A sack, to lighten one's burdens."

A minor ring of energy resistance (acid) – "A ring, to shield you from the rains of the Waste."

An amulet of natural armor +2 – "An amulet, to harden skin like the armor of a tree."

A circlet of blasting (minor) – "A circlet, to smite foes with the fire of the sun."

A cloak of resistance +1 – "A cloak, to ward you from many threats to mind and body."

Area 2-2 – Doors (EL 3): As the players approach this area, read or paraphrase the following:

The hallway you're following comes to a four-way intersection. There are three doorways: north, east, and west. The north door is carved to show several turtle-men seated cross-legged, as if meditating. On the door to the west, graceful male and female figures, almost elf-like, frolic in a large pool. Incredibly loud, annoying chirping sounds come from beyond that door. The doorway to the east is empty and severely cracked. The stone door that once stood there has been cast down and split. On its fissured face, seven beasts are arranged in three orderly rows. The passage beyond the doorway is choked with rubble and collapsed stone. Excavating it would take tremendous effort.

The doors that lead to area 2-3 and 2-4 are mirrored in the intersection south of area 2-5. In both cases, all doors open away from the intersection.

The fallen door is a clue to the puzzle in area 3-7B. Like the pillars on the exterior of the palace (area 1-1), the door depicts the order of creation. If the party

examines the door in further detail, read or paraphrase the following:

The seven creatures carved on the door seem to be in a specific order. From left to right, the first row shows a kraken, a sphinx, and a naga. The second row features a wolf, a giant, and a dragon. The third row only has one image: a turtle shell.

During the tournament, this area was blocked off, thusly:

[Clearing Rubble: A DC 10 Knowledge (architecture and engineering) check would reveal that excavating this passageway without special equipment will only cause further cave-ins. A character with stonecunning can add their bonus to this roll. If the PCs persist, each 5-foot square requires ten minutes' work to clear. After the first two squares are cleared, any further excavation triggers a small cave-in, which re-blocks the square.

Collapsing Hall: CR 3; mechanical; event trigger (clearing rubble); automatic reset; multiple targets (all in 10 ft. by 10 ft. area); DC 17 Reflex half; falling rubble (8d8 [28], rubble); Search DC 0; Disable Device DC 0.]

For home games, the stairs can be cleared after an hour's work, which leads to a sub-level of the Palace, the Menagerie (see Further Adventures).

Area 2-3 – Chambers of Retreat (EL 7): As the players approach this area, read or paraphrase the following:

Up ahead the hallway opens into a large courtyard. The ceiling and walls are roughly hewn from the rock, but the floor is worn perfectly smooth with uncountable ages of use. The soft shifting light of a fire dances in the courtyard ahead.

From the hallway, a DC 18 Listen check will hear a quiet and gentle humming. The PCs will not be able to see the open door along the south wall until they actually enter the courtyard.

Twelve doorways, ten of which are empty and hollow, surround this courtyard. A door that seems to have been crafted from large fragments of turtle shell seals one, along the north wall. Just to the right of that closed doorway is a horrific creature. Still holding some vestige of the turtle form of the ancient inhabitants of this palace, this creature's dried and cracked flesh covers most parts of its ghastly body. It is restrained by a long chain and collar that keep it anchored to the north wall. A second turtle

shell door on the south wall is open, releasing the inviting light of a fire. Standing in the open threshold sweeping the floor stands an old crone of monstrous appearance. The form of a venerable woman gives way at her waist to taloned legs whilst from her back sprout leathery wings, dilapidated and holed with age. Spotting you, she ceases her sweeping and her face contorts to a look of animal slaver, slobbering in Common, "What lovely guests do we have here? Come and join me for dinner!"

Development: Although the falsoom did not sleep, they often found it necessary to withdraw into private meditation away from their fellows. The builders of the Palace put these chambers to that purpose. These chambers of retreat were still and tranquil places, but now a pair of crotchety harpies have taken up residence, along with a falsoom ghoul they found and a purple worm hatchling they've raised. These harpies are several centuries old, but the slow-aging effect of the Palace has kept them alive. Even so, they are venerable.

Tactics: The harpy Dyanag (marked D on the map) will immediately drop her broom and begin her captivating song. She will retreat all the way to the south wall of her living quarters. Should she fail to captivate any of the PC's she will then advance and attack the nearest with her claw attacks. She will always attempt to coup de grace any PC made helpless by her pet worm.

Within Dyanag's living quarters is a young purple worm (marked W on the map) that she and Ylara recovered as an egg from the Fungal Arboretum (area 2-5) as they followed its parent's burrow (area 2-5I) into the Palace. It will always prefer to attack a captivated victim. If Dyanag runs into the courtyard to attack, it will emerge and attack the same target as Dyanag. The young worm has grown up with the harpies, and is immune to their captivating song.

The ghoul (marked G on the map) is chained to the wall; it can only move 15 feet from that square. It will attack any creature except for Ylara that is within the reach of its chain, preferring to attack creatures under the influence of Ylara's captivating song. On any round where there is no creature that the ghoul can attack, it will attempt a DC 20 Strength check to pull its chain out of the wall. If it succeeds and breaks free, it will attack the nearest creature (including Ylara).

During the second round of combat, the door to room #2 will open and the harpy Ylara (marked Y on the map) will reveal herself. She angrily screams at Dyanag in Common, *"What's this noise! Ahhhh! Dyanag! You greedy hag! First you steal my pet and*

now this!! You were not going to share, were you!?" On her action in the third round of combat she will begin to sing her captivating song from her doorway. Should she fail to captivate any of the PCs she will advance into the courtyard and attack the nearest with her claw attacks. She will attempt to coup de grace any PC that is paralyzed by her pet ghoul.

Dyanag and Ylara, Venerable Harpies, Rog 2: CR 4; Medium monstrous humanoid; HD 7d8 plus 2d6; hp 50; Init +1; Spd 20 ft., fly 80 ft. (average); AC 12, touch 11, flat-footed 11; Base Atk +8; Grp +7; Atk claw +7 melee (1d4-1 [2]); Full Atk 2 claws +7 melee (1d4-1 [2]); SA Captivating song, sneak attack +1d6 [3]; SQ Darkvision 60 ft., trapfinding, evasion; AL CE; SV Fort +2, Ref +9, Will +5; Str 8, Dex 12, Con 10, Int 9, Wis 13, Cha 21.

Skills and Feats: Bluff +16, Diplomacy +7, Disguise +5 (+7 acting), Hide +5, Intimidate +8, Listen +9, Move Silently +5, Perform (oratory) +9, Spot +5; Dodge, Flyby Attack, Persuasive, Improved Natural Attack (claw).

SA – Captivating Song (Su): All creatures (other than harpies) within a 300-foot spread must succeed on a DC 19 Will save or become captivated. This is a sonic mind-affecting charm effect. A creature that successfully saves cannot be affected again by the same harpy's song for 24 hours. A captivated victim walks toward the harpy, taking the most direct route available. If the path leads into a dangerous area (through flame, off a cliff, or the like), that creature gets a second saving throw. Captivated creatures can take no actions other than to defend themselves. A victim within 5 feet of the harpy stands there and offers no resistance to the monster's attacks. The effect continues for as long as the harpy sings and for 1 round thereafter. A bard's countersong ability allows the captivated creature to attempt a new Will save.

Young Purple Worm: CR 2; Medium magical beast; HD 4d10+4; hp 24; Init +0; Spd. 20 ft., burrow 20 ft., swim 10 ft.; AC 16, touch 10, flat-footed 16; Base Atk +4; Grp +4; Atk sting +5 melee (1d4 [2] plus poison); Full Atk sting +5 melee (1d4 [2] plus poison) and bite +0 melee (1d6 [3]); SA Improved grab, poison, swallow whole; SQ Tremorsense 60 ft.; AL N; SV Fort +5, Ref +4, Will +0; Str 11, Dex 10, Con 12, Int 1, Wis 8, Cha 6.

Skills and Feats: Listen +6, Swim +9; Weapon Focus (bite), Weapon Focus (sting).

SA – Improved Grab (Ex): To use this ability, a young purple worm must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins, it establishes a hold and can attempt to swallow the foe on the following round.

Poison (Ex): Injury, Fortitude DC 13, initial dam-



age 1d4 [2] Str, secondary damage 1d6 [4] Str.

Swallow Whole (Ex): A young purple worm can try to swallow a grabbed opponent of a smaller size than itself by making a successful grapple check. Once inside, the opponent takes 1d6 [2] points of crushing damage plus 2 points of acid damage per round from the worm's gizzard. A swallowed creature can cut its way out by using a light slashing or piercing weapon to deal 18 points of damage to the gizzard (AC 15). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out.

Falloom Ghoul: CR 2; Medium undead; HD 3d12; hp 25; Init +2; Spd 30 ft.; AC 24, touch 12, flat-footed 22; Base Atk +1; Grp +2; Atk bite +2 melee (1d6+1 [4] plus disease plus paralysis); Full Atk bite +2 melee (1d6+1 [4] plus disease plus paralysis) and 2 claws +0 melee (1d3 [3] plus paralysis); SA Ghoul fever, paralysis; SQ Undead traits, darkvision 60 ft, +2 turn resistance; AL CE; SV Fort +1, Ref +3, Will +5; Str 13, Dex 15, Con –, Int 13, Wis 14, Cha 12.

Skills and Feats: Balance +7, Climb +6, Hide +7, Jump +5, Move Silently +7, Spot +8; Multiattack, Ability Focus (Paralysis).

SA – Ghoul Fever (Su): Disease – bite, Fortitude DC 12, incubation period 1 day, damage 1d3 (1) Con and 1d3 (2) Dex.

Paralysis (Ex): Those hit by a ghoul's bite or

claw attack must succeed on a DC 12 Fortitude save or be paralyzed for 1d4+1 [3] rounds. Elves have immunity to this paralysis.

Examining either of the harpies' living spaces after the combat, the party will see:

This small space has been lived in now for many years. What little furniture there is – a bed, a small table with chair – seems to be constructed entirely of bone and bits of turtle shell. The hearth fire, which has no discernible fuel and gives off no warmth, is burning in a large pit hollowed out of the stone floor centuries ago. Above the pit, on the wall juts out the only decorative stonework to be found, a falloom with an outstretched hand and an open, hollow mouth clearly used to fill this stone basin with water.

Each of the other rooms is perfectly empty, but has the same basin and spout feature as the harpies' rooms. The hearth fires are a *continual flame* effect (faint evocation).

The stone secret door in the east wall requires a DC 25 Search check to discover, although anyone noting the area's asymmetry gains a +5 circumstance bonus on the check. The door slides up into the ceiling.

Area 2-4 – The Hunting Grounds (EL 7): The daylight stones in the hallway are sufficient to brightly illuminate the shelves, but beneath them on the floor of the cavern everything is in low-light. As the players approach this area, read or paraphrase the following:

The worked stone of the hallway abruptly ends up ahead. In the pace of one stride it changes from blocks and tile to rough, natural stone, with no transition and no light stones. You can even see how some stones are left in halves as a result. It is most incongruous with everything you've seen in the Palace so far.

If the party can see the entrance, read on:

You are standing on a shelf overlooking a chasm. The chirping noises are almost deafening here, and echo as if there is a great hollow ahead. Again, there is a feeling this is wholly out of place.

Before you is a great creviced abyss. On the far side of the rift, about 50 feet away, you perceive another shelf and the continuation of the passage. A foul wind, cool and damp, blows from the chasm depths.

If the PCs move to inspect the ledge, they will enter the range of the cave fishers. Before they attack, read the following (paraphrasing for the character's visual acuity):

The magical light from the stones does not penetrate the gulf separating the two shelves. In the dim light below you can barely make out several forms moving, perhaps 30 feet down.

Giant cave crickets (indicated on the map with a C), accidental invaders that wandered into the crevasse from adjacent areas in the earth, occupy this area. Three cave fishers have taken positions on remote ledges (indicated on the map with an F) to hunt these crickets, but they will preferentially hunt PCs as soon as the encounter begins. When the PCs survey the chasm floor, read or paraphrase the following text:

The source of the loud chirping noise is a group of giant cave crickets. Each one of these creatures is about the size of a dog, humpbacked in appearance, with large hind legs and slender antennae. They seem eerily aware of you, their bodies motionless except for the twitching of feelers above their eyes.

The chasm floor is difficult terrain. Each square of difficult terrain counts as 2 squares of movement.

Development: Climbing down and up very rough

natural rock surfaces requires a DC 15 Climb check, or a DC 5 Climb check if the party rappels with rope. Note that the PCs will often have cover against the filament attacks of the cave fishers due to intervening crickets, and the fact that the cave fishers will often be casting their filaments into melee (-4 penalty on ranged attack rolls).

All platforms are 30 feet above the cavern floor except the southernmost one; it is 60 feet up.

Tactics: Each round a cricket will remain stationary and chirp. If a PC is within 10 feet of one on its turn, it attacks. Casting a fire spell incites all crickets within 20 feet of the spellcaster to attack the offender.

Cave fishers will attack the nearest PC in range of their filament attacks (60 ft. range). Note that this means PCs are likely to be in range of filament attacks when they first approach the chasm edge. A cave fisher that has caught a PC on the starting ledge will drag him or her over the edge, allowing the character to fall to the chasm floor (normal falling damage applies to the victim). Cave fishers will not attack PCs located on the ledge of a rival cave fisher, nor will the creatures attack PCs already caught in a rival's filament. All of the cave fishers employ the tactic of reeling their victim up to their ledge (to within 10 feet of the lip), then dropping them back to the cavern floor, attempting to bash them into unconsciousness with falling damage before devouring them. If a cave fisher's filament is severed, it will climb down and attack the nearest PC on the chasm floor, using its claw attacks and attempting to carry an unconscious or dead opponent back to its ledge to be devoured.

Previous Victim: One of the pixies from the Fungal Arboretum (area 2-5G) came here to visit with his friends, the nixies, unaware that the Axe had swapped this area with the Water Garden (area 3-4B). The unfortunate pixie was slain by the cave fishers, and his remains are in the square marked X on the map. Digging through the bones will uncover a Small +1 rapier and a copper ring, actually a ring of counterspells (fireball). The ring will resize itself to fit any wearer.

Cave Crickets (8): CR 4; Small vermin; HD 1d8+1; hp 5 each; Init +0; Spd 30 ft.; AC 16, touch 11, flat-footed 16; Base Atk +0; Grp -2; Atk kick +3 melee (1d4+2 [5]); Full Atk 2 kicks +3 melee (1d4+2 [5]); SA Chirp; SQ Darkvision 60 ft., leap, vermin traits; AL N; SV Fort +3, Ref +0, Will +0; Str 14, Dex 10, Con 12, Int –, Wis 10, Cha 7.

Skills and Feats: Jump +12.

SA - Chirp (Ex): Creatures within 20 feet of a chirping cave cricket cannot be heard unless they

scream. Spellcasters in the area must succeed on a DC 12 Concentration check to successfully cast a spell.

Advanced Cave Fishers (3): CR 6; Large vermin; HD 7d8+35; hp 66 each; Init +0; Spd 10 ft., climb 10 ft.; AC 16, touch 9, flat-footed 16; Base Atk +5; Grp +17; Atk filament +4 ranged touch (drag) or claw +12 melee (1d6+8 [11]); Full Atk filament +4 ranged touch (drag) and 2 claws +12 melee (1d6+8 [11]); Space/Reach 10 ft./10 ft. (60 ft. with filament); SA Drag, filament; SQ Darkvision 60 ft., vermin traits; AL N; SV Fort +10 Ref +2 Will +2; Str 26, Dex 10, Con 20, Int –, Wis 10, Cha 4.

Skills and Feats: Climb +16.

SA - Drag (Ex): If a cave fisher hits with its filament attack, the filament latches onto the opponent's body. This deals no damage but drags the stuck opponent 10 feet closer each subsequent round (provoking no attack of opportunity) unless that creature breaks free, which requires a DC 25 Escape Artist check or a DC 21 Strength check. The filament has 10 hit points and can be attacked by making a successful, special sunder attempt with a slashing weapon that does not provoke an attack of opportunity (treat the filament as a one-handed weapon wielded by a Large creature). If the filament is currently attached to a target, the cave fisher takes a –4 penalty on its opposed attack roll to resist the sunder attempt. Severing the filament deals no damage to a cave fisher. An application of liquid with high alcohol content dissolves the adhesive and forces the cave fisher to release its hold (though it may strike again normally with it on its next turn). An application of the *universal solvent* likewise forces a cave fisher to release its grip.

Filament (Ex): The creature can strike up to 60 feet away (no range increment). If the filament is severed, it grows back within 1 hour.

Area 2-5A – Fungal Arboretum: The door to this area has a carving of several winged, elflike creatures dancing around a toadstool. When the party open the door to this area, read or paraphrase the following aloud:

This is an immense cavern lit by the feeble radiance of luminescent lichen attached to the walls and ceiling 20 feet overhead. The cavern is warm and sticky with humidity. An overpowering organic stench assaults your nostrils. In the distance, the sound of burbling water echoes in the otherwise silent scene.

You stand at the top of a large shelf about 40 feet above the cavern floor. The shelf seems to run the entire western wall of this cave, over 70 feet. A set of meandering stone stairs descends

to the cavern floor, which is enshrouded in a thick carpet of mushrooms. A kaleidoscope of colors is represented, from sickly grays, pasty whites, drab browns, and vibrant purples. At the base of the steps is a clear path that leads toward a stone bridge that spans a swift-moving stream.

This cavern is over 300 feet long running west to east. You can barely make out large shapes moving in the distance as the floor rises up into a hill along the eastern wall. Running a gap in the north wall is the blue loop of a small stream. In the center of the looping stream is a small rise; you can see about half of it. Along the south wall you can see what seems to be a large statue of one of the turtle-men, but the path does not go there.

Development: This immense chamber is a fungal arboretum created by the falsoom. Its primary function was as a refuge for quiet contemplation and meditation. However, a few strains of fungus were cultivated as edible delicacies for the falsoom's fey friends. The falsoom created fungal constructs to tend to these labor-intensive gardens, and a few still exist today (area 2-5H).

A large clan of pixies, friends of the falsoom, once inhabited these gardens. They were content to reside here, defending their home against the Unmade orcs and other creatures that would assault the gardens. One fateful day, though, a purple worm penetrated the arboretum. Many pixies died, including the patriarch, who was swallowed by the beast along with his lyre.

Their spirits crushed by this loss, the pixies resolved to depart the Palace, but they would not leave without the magic lyre, a clan treasure. Each attempt to recover it was thwarted by the worm's husk, which would animate and destroy intruders. Today, only four pixies remain, Shaleila, and three of her cousins, Tixit, Taxit, and Nilfrod. They are desperate to leave, and hope the PCs can help (area 2-5G).

The Paths (EL 2+)

The paths loop through the gardens and are represented by dashed lines. The ground here is a soft layer of soil (about an inch thick) over a stone floor. Single file movement on these paths is normal. Since these paths are difficult to discern, all speeds are reduced to half, or else a PC runs the risk of blundering off the path.

If a PC leaves the path, the fungal gardens are considered difficult terrain. In addition, for every 5 feet

traveled, the PC runs the risk of blundering into a patch of fungus that releases a poisonous spore cloud. To avoid this hazard the PC needs to make a DC 13 Dexterity check or DC 10 Survival check. If a spore cloud is released, roll 1d4 [1,4,2,3] and consult the sidebar below for the type of poison that affects the target.

Poison Spore Trap: CR 2; biological; touch trigger; no reset; bypass with Dexterity check (DC 13) or Survival check (DC 10); Variable poison spores (see sidebar), inhaled DC (see sidebar), Damage (see sidebar); Survival DC 10 (to detect); Disable Device DC NA.

Characters with the woodland stride class feature (such as a druid or ranger) may move through the fungal garden without a movement penalty and will not trigger the spore clouds.

Area 2-5B – Babbling Brook (EL 9 or 1):

The path leads to an arched cobble bridge, perhaps 10 feet wide and 20 feet long, lacking a handrail. The bridge spans a small brook churning with swift moving water heading to the north. Considering the ground is quite level here, the water seems to be moving extremely rapidly. This swift movement provides a soothing babbling as the water tumbles over extruded rocks.

Development: The brook is inhabited by 12 small water elementals, tasked with providing flow to the brook, a job the elementals relish! They spend their time racing about the brook's basin (and the lake) like hyperactive kids, even forcing the southern waterfall to flow upwards. While they race about, they constantly babble in Aquan. A PC can hear this babbling with a successful Listen check (DC 10). If the PC can understand Aquan, roll 1d6, and give them a piece of information below. [Just provide the information in the order presented.] Some are nonsense (as marked with an *), but other tidbits are useful information about the Palace. If a PC can't understand Aquan, then he hears nothing but the calming sound of churning water.

1d6 Aquan Babble

- 1 *"If you are not meek, look below the surface for the inscription you seek."*
- 2* *"I hate to fuss, but when do you think our masters will release us?"*
- 3 *"Beyond the water wall, is the protector of us all."*
- 4* *"Algae is yummy, algae is fun! It lays on rocks, and gets its food from the sun!"*
- 5* *"Eat my bubbles, you slow poke. You've got troubles."*
- 6 *"Trust not the faerie folk, lest you be a dope."*

If the PCs enter the water, the water elementals will not attack, per se. However, the PCs have intruded on their fast-paced game. For each round the PCs spend in the water, they suffer a battering as the elementals speed past. This is treated like a trap (see the stat box below). In addition, the PC is swept 20 feet in the direction of the flow per round. A DC 10 Swim check or a DC 13 Strength check is needed to exit the brook. The water elementals will not use their vortex attack because it would interfere with their race; similarly, they will not leave the water to pursue enemies, preferring to get back to their race as soon as possible.

PCs that speak Aquan can convince the playful elementals to let their friends go with a DC 13 Diplomacy check (remember that a Diplomacy check made as a full-round action suffers a -10 penalty), or to let them cross unharmed with a DC 15 Diplomacy check. If a PC fails the check, he or she can wait a few minutes until another batch of elementals swims by and try again. There are four groups of elementals in the brook.

Water Trap: CR 1; biological; touch trigger; automatic reset; Atk +5 melee (1d6+4 (8), each round a PC is in the water, he is subject to one slam attack from a water elemental racing past. Note that the attack and damage has been adjusted to reflect the elementals water mastery ability; Search NA; Disable Device NA.

d4 roll	Type	Fort Save DC	Initial Damage	Secondary Damage
1	Red Speckled Spore	15	1d4 (2) Wis	1d4 (3) Wis
2	Hogsbane	12	1 Con	1d6 Con
3	Blight'shroom	13	1d3 Con	1d4 Con
4	Brown Bloated Puff	16	1d2 Dex	1d6 Dex

Small Water Elementals (12): CR 1; Small elemental (water, extraplanar); HD 2d8+2; hp 14 each; Init +0; Spd 20 ft., swim 90 ft.; AC 17, touch 11, flat-footed 17; Base Attack +1; Grp -1; Atk/Full Atk slam +4 melee (1d6+3 [7]); SA Water mastery, drench, vortex; SQ Darkvision 60 ft., elemental traits; AL N; SV Fort +4, Ref +0, Will +0; Str 14, Dex 10, Con 13, Int 4, Wis 11, Cha 11.

Skills and Feats: Listen +2, Spot +3; Power Attack.

SA - Drench (Ex): The elementals touch puts out torches, campfires, exposed lanterns, and other open flames of non-magical origin if these are of Large size or smaller. The creature can dispel magical fire it touches as *dispel magic* (caster level equals elementals HD).

Water Mastery (Ex): A water elemental gains a +1 bonus on attack and damage rolls if both it and its opponent are touching water. If the opponent or the elemental is touching the ground, the elemental takes a -4 penalty on attack and damage rolls (these modifiers are not included in the statistics block).

Area 2-5C – Garden of Solitude: Climbing the hill to get a view requires leaving the set paths, which can be dangerous unless the party has treated with the pixies in area 2-5G.

At the top of this fungus strewn hillock is a flat clearing, but instead of soil, it is covered with a plush carpet of pale green moss. The view from the top of the hillock is a peaceful glance at the entire fungal arboretum. To the south, a mossy statue is nearly overgrown with mushrooms. In the large garden across the northwest bridge is a raised hillock covered with toadstools, including a mammoth 15-foot tall specimen. Far east is a terraced garden. Large shapes move there, but you can't tell what they are. Due north is a large hill with two waterfalls and a small lake.

A soothing melody dances in your ears, but its source is unseen. A lichen-encrusted statue of an older turtle-man dominates the center of the clearing, apparently a scholar by the scrolls and stylus he carries. A bit of flesh hangs from his scrawny throat like a wattle, and there is a chip missing from his beak.

The soothing music is a permanent *ghost sound*; it has no other effect. The statue depicts Korok the falsoom scholar (area 2-7). An inscription at the base of the statue is written in Falsoom and requires a DC 25 Decipher Script check to understand: “*Scholar of the Rahn’salah, Interpreter of the Oracular Column, resting, yet never at rest*”.

A DC 15 Search check of the statue discovers a *headband of intellect* +2 left at the statue’s feet.

Area 2-5D – The Lakeview Garden: Read or paraphrase the following when the PCs approach:

The trail ends atop a short rise. Short, fat purple toadstools surround a swirling lake. The water races in from the southwest and playfully dances with a mind of its own near the center of the lake before exiting to the southeast.

The falsoom, an amphibious race, would come here to soak and bathe with the invigorating and slightly warm water. Entering the lake has the same effect as falling into the brook (see area 2-5B).

A DC 10 Spot check will notice a submerged statue in the middle of the lake, near the disturbance.

An alabaster statue depicts a trio of water faeries adorned in dresses and breeches composed of water plants frolicking beneath the waves.

The statue is of the nixies from the Water Garden (area 3-4B). The inscription on the base is written in Falsoom, and requires a DC 25 Decipher Script roll to understand: “*Playful water dancers, providers of refreshing laughter*”. PCs cannot read the inscription from the shore.

A DC 15 Search check of the statue will discover that one of the nixies is holding a large pearl, a *pearl of the sirines*. Increase the DC to 25 if the statue is examined from the shore.

Area 2-5E – The Crystal Grotto: Approaching this area requires leaving the set paths, which can be dangerous unless the party has treated with the pixies in area 2-5G. This small 20-foot diameter grotto is hidden behind the waterfall. It can be detected with a DC 15 Spot or Search check; PCs who understood the elemental’s babble in area 2-5B gain a +4 modifier to this check.

Pushing through a sheet of water, you discover a damp grotto, roughly 20 feet in diameter. Luminescent lichen provides illumination that dazzles off the walls studded with natural violet crystals, augmented by the action of the water. The floor is slick stone, and a statue is positioned against the far wall. The statue depicts a graceful but imposing figure covered completely in strange, angular armor. The being has large, metallic wings and wields a two-bladed sword. A small glass vial capped with a cork rests at the statue’s feet.

Few falsoom knew of this chamber or its spectacular beauty. The statue represents Yephaiel the Unyielding (area 3-8). There are two inscriptions on the base of the statue. The first is written in

Falsoom and requires a DC 25 Decipher Script check to understand: *"Appointed by Teleus the Obedient, our last line of defense and constant advisor"*. This inscription has been scratched out with a sharp object, and scrawled beneath it in Sylvan another one reads, *"Perverse and clouded, betrayer and murderer."*

The crystals are natural quartz deposits. Greedy PCs can waste time prying these cheap stones out of the wall. For each 10 minutes of prying, a successful Craft (stonemason) check (DC 10), or Dexterity check (DC 15), yields 1d3 [2] such gems, each worth 10 gp. There are 65 such gems.

The vial, which seems to be filled with a white, gauzy smoke, is a *flask of curses*. [The *wand of identify* will only correctly register the flask as cursed 5% of the time, otherwise it will be identified as a *bottle of air*.] When the *flask* is unstopped, all within 30 feet must make a DC 17 Will save or be cursed, suffering a -2 penalty to attack rolls, saving throws, and skill checks until *remove curse* is cast on them. This item was placed here by the pixies as a show of disrespect to Yephaiel the Mad.

Area 2-5F – The Garden of Reflection: Approaching this garden requires leaving the set paths, which can be dangerous unless the party has treated with the pixies in area 2-5G.

Situated next to the cliff wall is a glistening algae-covered statue of one of the turtle-men: robust and tall, with a strangely handsome, alien face and stern eyes. Several large wooden buckets and odd-shaped tools, most with spade-like heads, are strewn about.

The statue depicts Desed Blightbane from area 2-8. An inscription at the base of the statue is written in Falsoom and requires a DC 25 Decipher Script check to understand: *"Protected us in life, his blessings still shield the faithful today."* Falsoom came here to steel themselves in times of strife, inspired by the example of their hero.

The buckets contain water collected from the river, and the tools are used to prune the fungus and encourage its growth. These implements are used by the fungal constructs, which dropped them in a recent battle against orc invaders from below.

Anyone examining the implements will also find a crude battleaxe clearly not of falsoom design. An Orcish inscription on the blade reads, *"Freedom and blood!"*

Area 2-5G – Pixie Lair (EL 9): As the party approaches this area, read aloud the following:

The trail moves past a massive purple toadstool about 15 feet high. Smaller mushrooms with white stems and orange caps colonize the cap of this huge fungus. Under the lip of this cap appear to be small windows, and a diminutive porch composed of small timbers. Flickering illumination emits from the interior of this strange abode.

Suddenly, the fungal garden is alive with movement as several tiny humanoid forms erupt from hiding places. They appear to be two-foot tall humanoids with wings, wearing drab hunting garb and brandishing bows cocked with tiny arrows. There appears to be at least a score of them, most wearing hoods to conceal their visages.

One of the unhooded figures calls out in Common, "Who are you to trespass here? Not falsoom and not fey, you have no right to be in this garden."

Development: The toadstool has been hollowed out, but it is still quite alive. The pixies that dwell here have a symbiotic relationship with the fungus, and spent years cultivating it while creating interior rooms fashioned as living quarters. Once there were many such symbiotic fungus trees in the garden, but only one is left, the lair of the few remaining fey in the gardens.

Before the appearance of the pixies, Shaleila has cast *mirror image* four times, generating a total of 16 images of her (the hooded pixies). This grants the appearance of 20 pixies, when there is really only four. The encounter begins with Nilfrod parleying with the PCs. He claims to have the means to allow the PCs to walk off the paths without danger and information about the Palace if the party assists the pixies with a task: the recovery of a magic lyre from the Cave of Despair. If the PCs attack, consult **Tactics**, below.

If the PCs agree, or if they show the pixies Savrynn's acorn (area 2-1B), Shaleila will introduce herself (by this time her *mirror images* have expired). She pleads with the PCs to recover her father's lyre from the Cave of Despair. If necessary, she uses a *charm person* spell to convince the party leader to help. She provides directions to the cave, describes the lyre, and offers to sprinkle them with a dust that will make them immune to the fungus of the garden for a day (unfortunately this is ineffective against the fungus inside the purple worm). She doesn't mention the animated purple worm, fearing the PCs would decline the offer to help.

If the PCs reveal Savrynn's acorn, Shaleila will trust them a great deal more. She will warn them of the fungus at the mouth of the cave and reveal that there is another "trap" deep inside the cave. She will also give them a phial of *restorative ointment* to take with them, explaining what it is and how to use it.

If the PCs succeed in recovering the lyre, Shaleila will give the PCs a toadstool that acts as a *heal* spell (CL 11) and, if she hasn't already, gives them the *restorative ointment*. She will also offer the party her wand of *see invisibility*, saying that the pixies used it to play hide and seek.

If the party mentions the Axe, prior to helping the pixies, she will demur, saying it can be discussed later. If they help her, she will offer the party a warning:

"Be not so hasty to judge all that you have seen. Change is an act of creation, and lack of change is stagnation. Our patrons and friends the falsoom were blinded to this truth, and it killed them. Likewise, change without purpose, or with fell purpose, is madness. You have seen proof of that in the Palace, and I wager you will see more."

"The Axe is a tool of change, nothing more, but like any tool, it can be used for ill. We have long suspected that there is a...presence...another intelligence that has been using the Axe for its own purpose. At first we thought it was the orcs, but they are too simple and brutal to be the hidden hand pulling the strings."

"If you survive to confront the Axe, look for the Other. Leave the Axe be, but slay the Other, and you will have walked a path that allows for both change and stability."

The pixie's advice and their wand should be important in the Well of the Axe (area 3-9).

Tactics: If the PCs start a fight with the pixies, Nilfrod begins by casting *irresistible dance* on the character in the heaviest armor before turning *invisible*. The other pixies cast *lesser confusion* [for tournament results, assume the PCs flee for one round, possibly blundering off the path, or in the water]. They follow this up with hallucinatory arrows (with similar effect), reserving *entangle* for pesky spell casters. Meanwhile Shaleila casts *mage armor* from her scroll, following it with a *suggestion*. She plants the suggestion that the PC is on fire, and needs to jump into the water. Next she casts, *hideous laughter*, or *lesser confusion*. If she has any 1st level slots available, she can attempt to use *charm person* on a PC, and then convince him to attack the fungal constructs in area 2-5H. The pix-

ies prefer to let the constructs, the water elementals, or the garden actually harm the PCs since they are so poor at melee combat.

Tixit, Taxit, and Nilfrod, male pixies: Small fey; CR 4 (5 for Nilfrod); HD 1d6; hp 4 each; Init +4; Spd 20 ft., fly 60 ft. (good); AC 16, touch 15, flat-footed 12; Base Attack +0; Grp -6; Atk/Full Atk short sword +5 melee (1d4-2[1]/19-20), or longbow +5 ranged (1d6-2[2]/x3)); SA Spell-like abilities, special arrows; SQ Damage reduction 5/cold iron, greater invisibility, low-light vision, spell resistance 15; AL NG; SV Fort +0, Ref +6, Will +4; Str 7, Dex 18, Con 11, Int 16, Wis 15, Cha 16.

Skills and Feats: Bluff +7, Concentration +4, Escape Artist +8, Hide +8, Listen +8, Move Silently +8, Ride +8, Search +9, Sense Motive +6, Spot +8: Dodge, Weapon Finesse.

SA – Special Arrows (Ex): Pixies sometimes employ special arrows that deal no damage.

Hallucinatory: Any opponent struck by this arrow, regardless of Hit Dice, must succeed on a Fort save (DC 15), or suffer the effects of a hallucination of the GM's choosing. The affected opponent suffers under the affects of a *lesser confusion* spell for 1d4 (3) rounds, spending this time "interacting" with the hallucination.

Spell-Like Abilities: 1/day – *lesser confusion* (DC 14), *dancing lights*, *detect chaos*, *detect good*, *detect evil*, *detect law*, *detect thoughts* (DC 15), *dispel magic*, *entangle* (DC 14), *permanent image* (DC 19; visual and auditory elements only), *polymorph* (self only). Caster level 8th.

Nilfrod can use *irresistible dance* (caster level 8th) once per day.

SQ – Greater Invisibility (Su): A pixie remains invisible even when it attacks. This ability is constant, but the pixie can suppress or resume it as a free action.

Possessions: Short sword, longbow, 5 hallucinatory arrows, 10 arrows.

Shaleila, female pixie Sor4: Small fey; CR 8; HD 1d6 plus 4d4 hp 15 each; Init +10; Spd 20 ft., fly 60 ft. (good); AC 18, touch 17, flat-footed 12; Base Attack +2; Grp -4; Atk/Full Atk short sword +9 melee (1d4-2(1)/19-20), or masterwork longbow +10 ranged (1d6-2(2)/x3); SA Spell-like abilities, special arrows; SQ Damage reduction 5/cold iron, greater invisibility, low-light vision, spell resistance 19; AL NG; SV Fort +1, Ref +9, Will +9; Str 6, Dex 22, Con 10, Int 18, Wis 16, Cha 21.

Skills and Feats: Bluff +15, Concentration +4, Diplomacy +7, Disguise +5 (+7 acting), Escape Artist +8, Hide +14, Intimidate +7, Knowledge (arcana) +10, Listen +7, Move Silently +10, Perform (string) +7, Search +8, Sense Motive +7, Spellcraft

+12, Spot +7; Dodge, Improved Initiative, Weapon Finesse.

SA – Special Arrows (Ex): Pixies sometimes employ special arrows that deal no damage.

Hallucinatory: Any opponent struck by this arrow, regardless of Hit Dice, must succeed on a Fort save (DC 15), or suffer the effects of a hallucination of the GM's choosing. The affected opponent suffers under the affects of a *lesser confusion* spell for 1d4 [3] rounds, spending this time "interacting" with the hallucination.

Spell-Like Abilities: 1/day – *lesser confusion* (DC 16), *dancing lights*, *detect chaos*, *detect good*, *detect evil*, *detect law*, *detect thoughts* (DC 17), *dispel magic*, *entangle* (DC 16), *permanent image* (DC 21; visual and auditory elements only), *polymorph* (self only). Caster level 8th.

Spells Known (6/8/4, DC 15 + spell level): 0 – *daze*, *flare*, *ghost sound*, *mage hand*, *open/close*, *touch of fatigue*; 1st – *charm person*, *color spray*, *silent image*; 2nd – *mirror image*.

SQ – Greater Invisibility (Su): A pixie remains invisible even when it attacks. This ability is constant, but the pixie can suppress or resume it as a free action.

Possessions: Short sword, masterwork longbow, 5 hallucinatory arrows, 10 arrows, scroll (CL 5; *mage armor*, *hideous laughter*, *suggestion*), wand of *see invisibility* (CL 3, 2 charges), phial of *restorative ointment*, toadstool of *heal* (CL 11).

Area 2-5H – The Terrace Garden (EL 7): Approaching this area requires leaving the set paths, which can be dangerous unless the party has treated with the pixies in area 2-5G.

Along the southeast wall is a set of three natural terraces, each about 10 feet higher than the previous and about 10 feet wide. Each layer is choked with creeping forms of fungus and lichens, draped over the shelves in a jumbled mass. These woody rhizomes create abstract forms among the otherwise plain looking fungus.

Several large forms can be seen slowly shambling ahead. They appear to be composed of soil or compost, but the mockeries of their humanoid shapes are covered with patches of fungus. They appear to be toiling about the gardens, some hauling large buckets, while others wield crude tools. One works at the base of the terrace, while two more toil on the level above it. A fourth seems to be pruning on the level above them. All ignore your intrusion.

The purpose of this garden was to stimulate the falsoom's imagination. The falsoom would stare at the fungus/rhizome masses for hours and interpret a

dizzying array of shapes much like a child stares at the clouds. The fungal constructs were instructed to constantly tend to this location in an effort to keep the conjured images fresh.

The stone secret door is heavily overgrown, and requires a DC 30 Search check to find. This door pushes open.

Development: The falsoom originally created three-dozen fungal constructs (marked F on the map) to tend to this arboretum. Over the decades, most of them succumbed to the intrusion of Unmade orcs and other horrors, or the attack of the purple worm (see area 2-5I). Only four are left with the eternal task of keeping the growth in check and keeping the paths free. Therefore, most of the paths have been swallowed by the garden. These benign constructs spend every hour tirelessly grooming the fungal growth. Duties include trimming excessive growth, collecting water from the brook and lake, collecting bat guano for use as fertilizer, and maintaining the paths.

Tactics: The fungal constructs will ignore the PCs on all accounts except two. First, if a PC attacks a fungal construct, starting on the next round it fights back. Second, if the PCs prevent the constructs from performing their duties (in this case tending to the fungal garden), they will attack, also starting on the next round. Each round thereafter there is a 20% chance the remaining constructs will join the fray. [The remaining constructs join the fight three rounds later.] The constructs always attack the closest enemy. The constructs will not pursue a fleeing enemy.

Fungal Constructs (4): Large construct; CR 3; HD 5d10+30; hp 65 each; Init +0; Spd 30 ft.; AC 16, touch 9, flat-footed 16; Base Attack +3; Grp +12; Atk slam +7 melee (1d6+5 [9]/19-20 plus poison spores); Full Atk 2 slams +7 melee (1d6+5 [9]/19-20 plus poison spores); Space/Reach 10 ft./10 ft.; SA Augmented critical, poison spores; SQ Construct traits, Damage reduction 5/–, darkvision 60 ft., low-light vision; AL N; SV Fort +1, Ref +1, Will +1; Str 20, Dex 10, Con –, Int –, Wis 10, Cha 2.

SA – Poison Spores (Ex): On a successful critical hit, in addition to extra damage, the impact of the blow releases a cloud of poisonous spores that affects only the target of the hit. Inhaled, Fort save DC 13, initial damage 1d4 [2] Wis., secondary damage 1d4 [3] Wis.

Area 2-5I – The Cave of Despair (EL 6): Approaching this area requires leaving the set paths, which can be dangerous unless the party has treated with the pixies in area 2-5G. Noticing the entrance to this cave requires a DC 14 Spot check. If the party investigates, read the following:

You see a 10-foot high mound covered with soil, numerous mushrooms and molds. In the mound is a foreboding cave about 5 feet high and perhaps 8 feet wide. The dark interior appears to be covered with an undisturbed carpet of fungus, while lichens and mold cling to the ceiling. The stench of organic death permeates the entrance.

Development: The pixies refer to this location as the Cave of Despair. The cave is actually the body of a purple worm that burst into the arboretum decades ago. The beast caused quite a bit of destruction in the arboretum until it was finally killed by a combination of the fungal constructs, the pixies, and the deadly spores it disturbed during the melee. The purple worm husk has rested here ever since, and the remaining fungal constructs just redesigned the garden around and over the body. Part of its body is still lodged in its worm tube, and for a time some creatures used the tube to gain access to the Palace (such as the harpies from area 2-3), but the tube at the cavern wall has since collapsed.

Due to the soil and fungus covering the body and interior, the cave doesn't appear to be a worm body. It requires a DC 27 Spot check to discern the cave's origin, but druids gain a +2 circumstance bonus on this roll.

Entering the "Cave": PCs entering the cave need to be careful not to disturb the fungus patches that cling to the floors, walls and even ceiling of the "cave". The PCs need to tread carefully, much like if they were to leave the path in the arboretum. These spores are only present at the entrance.

Poison Spore Trap: CR 2; biological; touch trigger; no reset; bypass with Dex check (DC 13) or Survival check (DC 10); Poison spores inhaled Fort DC 13, 1d4 Wis [2]/ 1d4 Wis [3]; Survival DC 10 (to detect); Disable Device DC NA.

Aside from the spores, the PCs will have little difficulty traversing the "cave". That is until they reach the lyre (marked L on the map). The lyre is amid a pile of pixie bones and mundane gear (short swords, longbows, etc.) covered with a fine layer of harmless white mold. When a PC touches the lyre, the purple worm husk animates and the entire "cave" begins to shudder. It is important to know each PCs location when the worm is animated. Roll

initiative normally, and consult the text below to run the rest of this encounter.

The interior of the purple worm functions as a trap. Each round on its initiative, it deals constriction damage to any targets inside it. However, due to the age of the husk and its crude animation, its interior is not as effective as a live purple worm, and it lacks acid damage. In addition, if the PCs did not trigger the two spore clouds (see above), the undulating worm husk automatically triggers them. The PCs can flee out the mouth/entrance or they can attempt to cut through the husk.

Purple Worm Husk Interior Trap: CR 5; touch trigger; automatic reset; multiple targets, each round victim suffers 1d8+6 [10] hit points of damage, standing or moving inside the interior of the worm requires a DC 10 Balance check; failure indicates the victim can't move, and failure by more than 4 means the victim falls prone; Search DC NA; Disable Device NA.

Cutting Out: PCs can try to cut their way out of the husk. A PC needs to make a DC 10 Balance check each round. If the PC fails this roll, he loses his action and must stop movement. Missing the roll by more than 4 results in falling prone. The worm husk interior is AC 17, and requires 15 hp of slashing damage to create a hole large enough for a Medium target to escape (or 8 points for a Small target to escape). Unlike a living purple worm, this hole does not reseal.

If all victims escape the interior, the husk collapses into a harmless body.

Worm's Treasure: The lyre is made of ebony wood etched with lapis lazuli and silver strings. The lyre radiates strong conjuration magic, but can only be activated by a creature with the Fey type. By playing the appropriate tune, the magic of the lyre opens a shimmering oval portal about 5 feet in diameter. Fey that pass through this portal are teleported to their desired destination as per a *greater teleport* spell (CL 16). This function can be activated once per week. Non-fey that enter the portal disappear, but reappear at the same location a moment later, as if insufficient information about the chosen destination was used.

If the PCs hack out of the tail section into the worm tunnel, they discover ancient worm droppings (marked D on the map). These droppings contain six uncut gems (each worth 100 gp) and a petrified purple worm egg, worth 3,000 gp but weighing 20 lbs.

In a home campaign, this worm tunnel can lead to additional encounter areas. [In the tournament, it ends in a cave-in.]

Area 2-6 – Shell’s Rest: The door to this area is carved to show a single falsoom body-shell laying next to a broken shield. When the party enters this area, read the following aloud:

This long corridor is dimly lit by pale, tiny magical fires floating in the air. They give off a dim light all the way to the ceiling some 30 feet above you. The dark stone floor and walls are worn and sanded smooth, then polished to a glowing sheen.

Set into recesses spaced evenly every 6 feet or so are the body-shells and bones of long-dead turtle-men. Several are disturbed and bones are scattered on the floor; in some places, the body-shells have been cracked and smashed to pieces. Crude letters in the Orcish tongue are painted on the floor.

Anyone who can read Orc will be able to translate the passage: “Shell-men weak and dead! Raknulz and Heartfeasters strong and live! Dagger will free Axe!”

Finding the stone secret door requires a DC 24 Search check. This door is pulled open. All doors in this area open into this area.

Area 2-7 – Korok’s Tomb (EL 8): When the party approaches the door to this area, read or paraphrase the following:

Before you looms a vast set of iron doors, stretching easily 30 feet to the ceiling above. Each door is heavily embellished with fanciful etchings depicting the tortoise-men in attitudes of prayer, study, and research. They are led by a wizened member of their race, with a thick wattle hanging from his neck and a chip in his beaked mouth. Consulting some scrolls, he seems to be addressing a large pillar of shining light.

When they explore further, continue:

Bells tinkle as the door opens. The chamber beyond is 30 feet wide and 20 feet long, with a ceiling matching the outer corridor. Tiny flickers of pale fire, similar to the hallway outside, float in the air, casting shadowy illumination. Sparse furnishings – a couple chairs and a couple couches – look surprisingly intact and plush. They are arranged against the walls. Strings of seashells and tiny bells hang from the ceiling, extending down to a few inches off the floor. At the room’s far end is an archway. More strands of shells, bells, and colored beads curtain off the way beyond.

As the PCs enter the room, call for DC 10 Listen checks. Any who succeed can hear strange murmuring and chanting coming from beyond the archway.

When the PCs reach the inner chamber, continue with the following.

This chamber is bare save for a bed-sized stone slab and a stone shelf carved into the back wall. The shelf is empty but for the moldering scraps of what were once books and scrolls. Like the outer room, the inner chamber bears strands of beads and seashells hanging from the ceiling.

The animated, desiccated corpse of one of the turtle-men is standing upright behind an open sarcophagus. Although its yawning sockets hold no eyes, it peers directly at you and gestures wildly, invoking whatever magic this race had. Clay statues carved in the likeness of other turtle-men lumber clumsily toward you.

This is the tomb of the falsoom scholar Korok, their foremost thinker and chronicler of their civilization. He led the Rahn’mok in their attempts to reseal the Axe (see **Background**, above) until his death.

Korok (marked K on the map) was one of the last falsoom to die. One of his students, Badab, was killed by a band of Unmade orcs before he could finish embalming his master. Eventually, the Axe of Unmaking’s warping power returned Korok to life as a lich-like entity.

He has been in a state of pseudo-existence for a long time now. The Heartfeaster orcs occasionally gain access to this level and fight him; a couple times he’s let them kill him, but each time he returns to life via a painful and tedious process. Now Korok kills the orcs when they appear. If Korok (or his “corpse”) leaves the chamber, he collapses into dust and over a period of months his body regenerates inside his sarcophagus.

Centuries of isolation combined with horror at his undying condition have unhinged Korok’s mind. He will not leave this room willingly; to his thinking, a tomb is where the dead belong, but also because he doesn’t want the fey to see him as he is now. In moments of lucidity, he created three statues out of clay (marked S on the map) to ease his crushing loneliness: his apprentice Badab, his friend and favored student Gromorg, and his mother Amma. He hung the bells and shells from the ceiling to remind him of earlier times. A DC 25 Knowledge (nature) check reveals that the creatures that produced the shells have been extinct for centuries. A DC 18 Appraise check would place the collection at

2,000 gp to the right buyers. The collection weighs five pounds.

Korok used spells to construct his furniture for the same reason, but decided it didn't do any good. He spends most of his time sitting on the stone slab that was once his bed, holding mad discourse with his statue friends.

Tactics: If the PCs simply enter the room, the door bangs against the hanging bells and alerts Korok. Otherwise, the PCs might surprise him; Move Silently checks take -4 penalties in these rooms.

If he hears intruders, Korok assumes they are Heartfeaster orcs (even if presented with clear evidence to the contrary). He ceases conversing with the statues and casts the following spells on himself, in order, if he has time: *mirror image*, *shield*, *protection from chaos*, and *displacement* (from the scroll). After this, he and his minions move out to confront the PCs. Korok opens with either the *fireball* or *lightning bolt*, depending on how the PCs and statues have positioned themselves. Korok will trust in his training and magic to defend him in combat, and has no qualms about casting defensively while threatened. If he gets surrounded, he'll use *ghoul touch* and *shocking grasp* (in that order), but he prefers to remain at range and blast away with spells or his wand.

He avoids catching his statue friends with blast-radius spells, and reacts as if they were real people. He grimaces when they take damage and shouts out combat tactics (which the PCs are unlikely to understand, since he speaks in Falsoom). If a statue is destroyed, Korok cries out in anguish. The statues will try to gang up on a single PC, usually the one closest to Korok. [Remember that Master Lerenev's adamantine bolts ignore their hardness]

However, after a few knocks on the head, Korok comes to his senses – sort of. After he drops to 35 hit points or fewer, read or paraphrase the following.

The undead creature reels backward; his mouth drops open. He shakes his head and passes a hand in front of his eye sockets before staring at you. Slowly, he raises his arms above his head, and then speaks rapidly in a foreign tongue. His tone indicates regret.

Korok surrenders (even if he's winning). He realizes the PCs aren't orcs and that they might be able to end his cursed existence (see below). The statues cease their attack when Korok does.

Korok, male falsoom pseudo-lich Wiz 6: CR 10; Medium undead; HD 8d12; hp 80; Init +3; Spd. 20 ft., swim 10 ft.; AC 26, touch 9, flat-footed 26; Base



Atk +4; Grp +6; Atk touch +6 melee (1d8+5 [9] negative energy) or *rod of law* +7 melee (1d6+3 plus 2d6 against chaotic creatures); Full Atk touch +6 melee (1d8+5 [9] negative energy) or *rod of law* +7 melee (1d6+3 plus 2d6 against chaotic creatures); SA Spells; SQ amphibious, damage reduction 15/bludgeoning and magic, dark vision, immunity to cold, electricity, and polymorph, lich-like, low-light vision, resistance to acid 5, shell, +4 turn resistance; AL LN; SV Fort +5, Ref +1, Will +9; Str 15, Dex 8, Con –, Int 18, Wis 15, Cha 12.

Skills and Feats: Concentration +18, Craft (stonecarving) +8, Hide +7, Knowledge (arcana) +15, Knowledge (religion) +22, Listen +14, Move Silently +7, Search +12, Sense Motive +10, Spellcraft +17, Spot +14, Swim +10; Alertness, Craft Magic Arms and Armor, Improved Initiative, Improved Natural Armor, Iron Will, Scribe Scroll.

SA – Damaging Touch (Su): Korok deals 1d8+5 points of negative energy damage with a successful touch attack. A successful DC 15 Will save halves this damage.

SQ – Lich-Like (Su): Korok is not a true lich, although he resembles one and has several of their characteristics. He does not have a fear aura or a paralyzing touch as do true liches.

Shell (Ex): If he is not bound, entangled, or otherwise immobilized, Korok may retract into his shell as a standard action. By doing so, he gains a +8

bonus to AC, but he is incapable of movement and counts as being prone.

Spells (4/4/4/3, DC 14 + spell level): 0 – *acid splash* [2], *arcane mark*, *detect magic*, *resistance*; 1st – *magic missile* [three missiles, 3 per missile], *protection from chaos*, *shield*, *shocking grasp* [17]; 2nd – *ghoul touch* [4 rounds] (2), *mirror image*, *scorching ray* [14]; 3rd – *fireball* [21], *lightning bolt* [21], *tongues*.

Possessions: *Rod of Law*, *bracers of armor* +4, *pearl of power* (3rd-level), *wand of magic missile* [three missiles, 3 per missile] (CL 5, 23 charges), *scroll of displacement* (CL 5), *spellbook*.

Languages: Draconic, Falsoom, Giant, Sphinx, Sylvan.

Falsoom Clay Statues (Animated Objects) (3):

CR 2; Medium construct; HD 2d10+20; hp 34 each; Init +0; Spd. 40 ft.; AC 14, touch 10, flat-footed 14; Base Atk +0; Grp +1; Atk/Full Atk slam +2 melee (1d6+1 [4]); SA –; SQ Construct traits, darkvision 60 ft., hardness 5, low-light vision; AL N; SV Fort +0, Ref +0, Will -5; Str 13, Dex 14, Con 10, Int –, Wis 10, Cha 2.

Skills and Feats: None

Development: Korok recognizes the PCs as potential allies. He knows most of the history of this palace, and can interpret the half-gibberish of the Oracle (area 1-9). He tells the PCs anything they wish to know – he speaks Draconic, Falsoom, Giant, Sphinx, and Sylvan. If they cannot speak any languages he knows, he casts *tongues* on himself.

Korok can tell the PCs the information below in response to specific questions. Alternately, if the PCs relate the Rahn'salah's responses to these questions, he can translate them into the answers below. Korok's mind is far-gone, and he has an overpowering motive to get the PCs to permanently destroy him (see below), so he doesn't think to volunteer any information. Note also that he is unaware of the presence of the Hand of Cadixtat in the Palace, and he has no idea where Duran Oronsgoth could be.

- What is that pillar thing upstairs?

"That is the oracle. We call...called...it the Rahn'salah. Once, it connected us to our ancient masters and spoke with conviction; it has since grown cryptic and vexing. I was the leader of the Rahn'mok, the scholars who worked to interpret its messages. Now I am nothing but a failed husk."

- What's up with this palace? It's in the middle of nowhere.

"This palace protects a chaotic relic – an Axe –

that fell in this place in times of legend. It has unimaginable power. The Triad could not or would not destroy the Axe, but they could seal it, to keep its power quiescent. To protect the seals, they created the Palace, and to protect the Palace, they created us. Clearly, the seals weaken...it has been so long. My brethren and I have failed, and the Axe made me into...this."

- What is causing the Wastes to spread? Why is the weather so weird in the Waste?

"An ancient weapon of Chaos that slumbers no longer. The Wastes have ever been a symptom of the wound it dealt to the earth long ago, I believe before your races were made."

"Now that this weapon stirs, the wound, the Wastes, will spread as it works its fancy on the warp and weft of reality."

- Who was Cadixtat/Teleus/the Triad?

"Are your races so deaf to the lore of the world, or has so much time passed that legends have become myth and then forgotten? No matter."

"We falsoom knew in the world's infancy that it was given form by the desire of the Triad, three beings more powerful than gods. Chaos, lead by one I will not name, sought to destroy and corrupt the works of the Triad, and its chief thrall was Cadixtat, a titan whose twisted form could not match the perversity of his mind. The Triad appointed a champion, Teleus the Obedient, first among their servants."

"Teleus and Cadixtat's conflict shook the earth and rent the sky, until that battle brought them...here."

- Ancient blade? Axe? How did the battle between Teleus and Cadixtat end?

"Long ago, a champion of Law, Teleus, dueled a minion of Chaos, Cadixtat, high above these plains...did you not see our great gallery, our works of art above? Teleus severed Cadixtat's hand, and the Axe plunged to the ground. The Triad placed a guardian over it, but the bright-guard will not leave his post no matter the need elsewhere. The seals weaken, and the Axe's influence spreads. As you can see..., " he gestures to himself. "We created a protective ritual – what the Rahn'salah calls a shield – to defend against its power. Not in time. Not in time."

- Shield? That sounds good. How can we protect ourselves from this thing?

"Ah. I... my memory fails, my brain rots to mush and cobwebs. I know that the ritual involved

three steps, and the first occurred in the level above, in the Chapel of the Sword...the pom-mel jewel of the Focused Sword is there, a gift from Teleus. I...the other two steps take place...one near here, I believe, entombed with our greatest warrior. Yes, that's right, but I know not where exactly. The final step is below us, near the Axe itself. Purest water, such as never falls here any more, must be sipped...that is all I remember. If the Axe is as free as it seems, I doubt I could lead you there anymore. Its power is to change." He looks down and picks away a piece of flesh.

"Each of the steps will grant some benefit, and there is no order to their completion."

- Can we destroy this chaos weapon?

"The Axe cannot be destroyed until the powers of Law come again, but all is not lost.

"When my people knew we were fading, the Rahn'mok created a message to leave in three bottles. The Ring, Rod, and Ribbon of Law are the bottles. The message is one word, crafted of such power that it will bind the Axe anew. To have the bottle is to know the word. Speak it from atop the golden platform in the Well of the Axe, and this nightmare will end.

"This is the Rod of Law." He removes a steel baton from his belt and holds it in front of his cracked eye sockets. "I've held it for many years, thinking I might put it to use, but I find I cannot leave even these chambers. Now it is up to you." He makes as if to hand over the rod, then draws it back. "I am afraid I must be selfish, though; I am so very, very tired of this existence." His gesture encompasses the room. "I wish to be done with it. If you can do that for me, I shall give you the Rod." He touches a fingertip briefly to the hole where his nose once was. "Please do not think me cruel or stupid for withholding this. You are my only chance of peace and rest, and I do what I must to ensure it."

- Where are the Ring and Ribbon?

"I died before these things were decided. I do not know where the Ring might be; I think it was kept above. It was discussed giving it to Ordo, our greatest construct. I suppose the Ribbon is below, for the falsoom who took it there to end this madness – Gromorg, my closest friend," he gestures to one of the statues (or its rubble), "must have failed. Where he met his end, I cannot say."

- What's with the images of animals/what does that fallen door mean?

"Ah, you refer to the order of creation! This I remember! The falsoom are old, older perhaps than some of your races, but not the oldest. The Triad saw fit to create others before us, and we honor those creatures and the Triad by showing that we remember our place in creation."

- How do we get below?

"There is a room, a mixture of magic and machinery, that will take you to the bottom of Axecleft Ravine. It should be near here, but the way is hidden...I don't...I don't remember where.

"I can say that the room is trapped. We falsoom are...were...protected, as would be any who share our ideology. If you don't...I guess I can tell you. You have to open a hidden panel on the far wall and pull a lever, but you've only got a few seconds to do it. I don't remember what the trap does, but I know it's not pleasant."

- A guardian?

"Yes; an entity called Yephaiel the Unyielding. He is a brightguard. Once a great and shining creature, even he is not immune to the Axe. It has warped his mind. Yephaiel is mad now. Perhaps even more so than I."

Korok doesn't know anything else about brightguards, but PCs might. A Knowledge (the planes) check reveals the following information:

DC 16 – Brightguards, also known as belliphim, hail from the higher planes of law, but know neither compassion nor cruelty, only obedience to their purpose.

DC 21 – To face a brightguard in battle is to know the censure of a divine judge; all near them quail before their stern gaze.

DC 26 – Slaying a brightguard causes a blinding release of its divine energy.

- What other dangers can we expect in this palace? or What's the deal with all these weird creatures?

"The axe's influence...changes creatures, in unpredictable ways. You see what it did to me. We of the Rahn'mok called these creatures 'Unmade.' In particular, a tribe of orcs, the Heartfeasters, broke into the lower levels long ago. They are now twisted and strong. I've clashed with them several times. Yephaiel the Unyielding, a brightguard, may prove a threat, but I cannot know. But by far the greatest danger is the Axe's influence. Protect yourselves from it, else you'll end up like me."

- Who made this palace? or Who made you? or What's up with all these carvings and things?

"We creatures, called falsoom, were specifically tasked to protect the axe. The artwork and remnants you see are ours. Once we dwelt by the shore of a great sea until the Triad called to us to serve them. They made us better able to be their stewards, and we were placed here...forever, it turned out."

- Why did the falsoom die?

"Most were killed by the invaders below. Still more succumbed to the power of the Axe. Some...we never knew what happened to them. After the Axe re-awoke, we lost hope. The Triad never returned to save us. There were only a handful of us left when I died, and I do not know their fate, although I assume all my people are dead or...changed, like me."

- What treasures can we find here?

"If you pledge on your honor and lives to reseal the Axe, you are most welcome to mine. Other than that, I...I don't know what's left of my people's wonders."

Korok knows (when he's lucid) that it's the Axe that keeps reviving him. He believes that, should he complete the protective rituals, the Axe's power over him will fade and he can finally enter death. When alive, he underwent one part of the ritual (in areas 1-12A and 1-12B), so he needs only the oil from area 2-8.

If the PCs return with the oil from area 2-8 and anoint him, he blesses them before he dies.

Before you touch him with the oil, Korok holds up one shriveled hand. "One moment. I must... I have lived so long. I must come to terms with the abyss." He stands silent, hand upraised for several seconds, and then nods. "I am ready. But before I go, allow me to aid you in some small way."

Korok casts his remaining beneficial spells on the PCs.

"You are welcome to these items, as they cannot serve me where I am going." He removes his bracers and takes a pearl and a wand from a pouch and hands them to you. Then he removes the Rod from his belt, gazes at it for a moment, and then presses it into your hand. "May the Triad guide you, friends." He steps backward and speaks – no, sings – in a foreign tongue, his voice raspy and horrible, yet somehow beautiful. After half a minute or so, the song concludes. He turns to you and bows low

at the waist, then holds that position.

"I believe that is the last time this world will hear the blessing of the falsoom. Now, please, finish this."

As the oil touches Korok's forehead, there is a sound like a sigh, and his body crumbles into dust. The dust swirls up on a current of air and is gone.

Area 2-8 – The Tomb of Desed Blightbane (EL 8):

When the party approaches the door to this area, read the following aloud:

Before you looms a vast set of iron doors, stretching easily 30 feet to the ceiling above. Each door is heavily embellished with fanciful etchings depicting tortoise-men battling hordes of horrendous monsters. The tortoise-men are led by a figure of singular resplendence, a shining paragon wielding a blazing sword and bearing a shield emblazoned with a white sword over a black pyramid.

This is the tomb of the falsoom champion Desed Blightbane, a tireless opponent of Chaos that fell centuries ago battling the Heartfeaster orcs when they first appeared in Axecleft Ravine.

The doors are not locked but are extremely heavy, requiring a DC 25 Strength check to move. In addition, any chaotic creature that touches the door sets off a *bestow curse* trap, centered on the first chaotic creature to touch the door.

Bestow Curse Trap: CR 4; magical device; touch trigger; automatic reset; spell effect (*bestow curse*, 9th level cleric, -4 on attack rolls, saves, and skill checks, DC 15 Will save avoids effect); Search DC 28; Disable Device DC 28.

Once the PCs have opened the door, read or paraphrase the following:

A long, high hall stretches before you, starkly unadorned save for a row of granite pillars lining each wall. The hall is 60 feet deep and 30 feet wide, with a ceiling 30 feet above your heads. At the end of the hall rests a sarcophagus carved of white marble, free of any embellishment save the sigil you noticed earlier, a white sword over a black pyramid. The entire room is bathed in faint white light emanating from four stones set waist-high in a row along the far wall. The shadow of the sarcophagus is long across the room.

The sarcophagus is trapped with a *wall of fire* trap that is triggered whenever a chaotic creature approaches within 5 feet. The *wall of fire* trap cre-

ates a fiery barrier along the dotted line indicated on the map; the heat from the wall is focused toward the sarcophagus.

Wall of Fire Trap: CR 5; magical device; proximity trigger (chaotic creatures approaching within 5 ft.); manual reset; spell effect (*wall of fire*, 8th level wizard, opaque sheet of flame 20 ft. high, 30 ft. wide, 2d4 [4] fire damage within 10 ft, 1d4 [2] within 20 ft, 2d6+8 [15] fire damage to those passing through); Search DC 28; Disable Device DC 28.

In addition, when the *wall of fire* is evoked (or when the lid to the sarcophagus is opened), the secret door in the south slides into the floor, revealing a flawless effigy construct. When the flawless effigy, which is carved to resemble Desed Blightbane, appears, read or paraphrase the following:

In the new alcove stands an alabaster statue, shaped in the likeness of the strange tortoise man depicted on the outer doors. The craftsmanship on the statue is without peer, a flawless representation so perfect it seems almost unnatural. The red glow of the blazing wall plays across it as the statue steps into the room, its head tracking your movements as if looking for something.

Flawless Effigy: CR 6; Medium construct (lawful); HD 6d10+30; hp 75; Init +2; Spd 30 ft.; AC 20, touch 12, flat-footed 18; Base Atk +4; Grp +9; Atk slam +10 melee (1d8+5 [9] plus 2d6 against chaotic creatures); Full Atk 2 slams +10 melee (1d8+5 [9] plus 2d6 against chaotic creatures); SA Axiomatic aura, axiomatic strike; SQ Construct traits, damage reduction 10/chaotic, darkvision 60 ft., detect chaos, fast healing 3, low-light vision, perfect construction, resistance to fire 10 and cold 10; AL LN; SV Fort +2, Ref +4, Will +4; Str 21, Dex 14, Con –, Int 10, Wis 15, Cha 7.

Skills and Feats: Hide +8, Listen +10, Spot +10; Alertness, Power Attack, Weapon Focus (slam).

SA - Axiomatic Aura (Su): The flawless effigy, once revealed, radiates a palpable aura of absolute law within 20 ft. Any neutral (not lawful) creature that enters this aura must succeed at a Fortitude saving throw (DC 13) or be sickened for as long as he remains within the aura. Any chaotic creature that enters the axiomatic aura must succeed at a Fortitude saving throw (DC 13) or be nauseated for as long as he remains within the aura. A creature leaving and then reentering the axiomatic aura must make another Fortitude saving throw to avoid the aura's effects.

Axiomatic Strike (Su): A flawless effigy's slam attack deals an additional 2d6 [7] points of damage to chaotic creatures.

SQ - Detect Chaos (Su): A flawless effigy can automatically detect the presence of chaotic creatures within 60 ft.

Perfect Construction (Ex): A flawless effigy gains bonus hit points as if it were a construct one size category larger.

Tactics: The flawless effigy seeks out the chaotic creature(s) that approached the sarcophagus, which it will assume is on its side of the *wall of fire*. If it does not see any foes on its side of the *wall of fire*, it will cross the *wall* and look for any in the room. It focuses its attacks on chaotic individuals, only attacking non-chaotic creatures if it cannot find a chaotic one. The flawless effigy will pursue chaotic individuals, hunting them down unmercifully and ignoring attacks of opportunity it may provoke in order to catch its quarry.

Treasure of Desed Blightbane: If the PCs survive the trap and defeat the flawless effigy they are free to examine the sarcophagus. The sarcophagus itself is neither trapped nor locked, but removing the heavy lid requires a DC 20 Strength check. Inside rests the remains of Desed Blightblade, amazingly well preserved by the sterile conditions of the tomb. The corpse is covered with large round shield atop which rests a scabbarded longsword of obviously fine craftsmanship. The shield is a masterwork heavy steel shield and is unremarkable save for its near perfect condition, but the sword is the blade Desed wielded in life, *Order's Fury*. A DC 25 bardic knowledge check will allow a player to recognize the sword as belonging to an ancient champion of Law.

Order's Fury is a +1 axiomatic longsword that confers upon its wielder the ability to cast *dispel chaos* once per day as a 9th level caster. Only those of lawful alignment can wield the sword, and it bestows one negative level upon any non-lawful creature that attempts to wield it. The negative level lasts as long as the sword is in hand and disappears when the weapon is no longer wielded.

Strong evocation [lawful]; CL 9th; Craft Magic Arms & Armor; *order's wrath*, *dispel chaos*; creator must be lawful; Price 74,650 gp.

Protection Ritual Oil: In addition to Desed's equipment, the sarcophagus holds a vital secret. Concealed within a hidden compartment (DC 22 Search check) is a large decanter of oil, blessed by the falsoom champion long ago. This is the oil requested by Korok in area 2-7, and anointing a PC with it is one of the three steps to the Protection Ritual (see **The Protection Ritual**, page 9).

Anyone casting *identify* on the oil, which radiates

faint abjuration, will learn it is called *blessed oil of the champion* and that a tiny daub of it applied to the forehead will protect one against chaos for nine days. There is enough oil left to anoint several dozen people, but it is rendered useless if it is taken from the Palace.

When a PC is anointed with the oil, read or paraphrase the following:

As the clear oil touches your forehead, your mind is briefly cleansed of distracting and random thoughts. Whether you view this focus as a blessing or an infringement of your free will is up to your own ethos, but unknown powers seem to approve of your actions, and have offered you their protection against the trials to come.

Area 2-9A – The Shearing Room (EL 7): When the party enters this secret area, read or paraphrase the following:

A long hallway runs straight ahead, with one branch to the east. The walls, floors, and ceiling here are made of smooth sheets of metal. A thin slot or groove, set about three feet from the floor, runs the length of the hallway on both sides.

In the hallway, the three-inch deep grooves are harmless and appear merely decorative. When the party advances into the eastern terminus, however, the groove is actually where two giant stone discs are set atop each other. When the party approaches the eastern terminus, read or paraphrase the following:

The strange cylindrical hallway ends in a circular room, flat on top and bottom like a wheel of cheese. There are no other apparent exits or entrances. The slot continues in an unbroken line around this room as well.

The Trap: This “room” is formed when two hollows from two stone discs align properly, making it an elaborate trap/elevator that provides a number of ways to level 3. Note that only the groove inside the round room is part of the trap.

The trap is triggered when any creature of chaotic alignment crosses the squares marked with the dotted line. Unless the hidden bypass switch is pulled (see below, marked X on the map) within three rounds, a wall springs up from the floor along the dotted line, sealing off the round area. Characters standing in the squares with the dotted line must declare which side of the wall they’re on.

After the wall springs up, the “room’s” top and bot-

tom sections (as delineated by the groove) snap in opposite directions, the top part moving north and the bottom moving south. Anyone over three feet of height may get caught and crushed between the two sections as they spring apart. The two hollows rotate, sliding across each other, until they reach their alternate positions, forming areas 2-9B and 2-9C.

The hidden panel (Search DC 25) is located in the wall directly opposite the entrance about a foot above the groove. Opening it reveals a button shaped like a downward-pointing arrow and a switch. The switch, if pulled, will stop the trap from engaging.

Pressing the button rotates both hollows simultaneously into the elevator shaft (area 2-9C). The “room” will descend safely to area 3-1. [This ends the tournament round immediately.]

If the party successfully engages the elevator, read or paraphrase the following:

With a sudden jolt and the faint working of distant gears, the round area suddenly begins to slide away from the hallway you just left. It travels for a few feet, and then stops suddenly. Unseen clockwork machinery whirs for a second, then the round area begins to descend, traveling in a stately manner deeper into the earth.

This unusual conveyance must have been how the turtle-men reached the bottom of the ravine and the lower levels of the Palace.

Any party members in the hallway outside the shearing trap could, with some work, destroy the wall that springs up. Destroying the wall, however, only reveals the backsides of the great stone discs into which are set the hollows. It would appear to the PCs as a new wall with a groove in it.

Interior wall, worked stone: Thickness 1 ft.; Hardness 8; hp 180; Break DC 50.

Shearing Room Trap: CR 7; mechanical; proximity trigger (*alarm*); automatic reset (after one minute); hidden switch bypass (Search DC 25); multiple targets (all targets over 3 feet tall in the room); never miss; top and bottom of room shear apart (10d6 [30], crush), DC 12 Reflex avoids (must choose to jump to top or duck into bottom – see below); onset delay (3 rounds); Search DC 20; Disable Device DC 35.

“Duck” or “Jump”: Regardless of the success or failure of the Reflex save, all PCs over 3 feet tall must now choose to either “duck” or “jump”. Have

them write their choice down secretly on a piece of paper and hand them in – it is important that they do not know the choices of the other characters because they do not have time to talk about it and decide. This will likely separate the party into two groups.

Each hollow completes another room as it rotates into position. Those who “jump” end up in a giant pit (actually an elevator shaft) that ends on level 3 (area 2-9C). Those who chose to “duck” end up in a new, domed room with an acid bath and a chaos beast (area 2-9B).

Area 2-9B (EL 8): Read or paraphrase the following:

Those of you who duck are carried southward a few feet. Eventually, the hollow in which you huddle comes to rest under a 10-foot dome. The stonework of the dome is badly damaged, and through its cracked and fissured surface you can see another chamber.

A foot-wide stone lip or shelf runs the circumference of this new area, just above where the groove used to be in the other room. Suddenly, little spouts pop into view above the lip. You smell a familiar, acrid scent: acid.

Bathed in Acid: The spouts will spray anyone in the bottom half with the acid of Achsfel Waste (2d4 [5] points of acid damage per round, any organic object that is exposed to the rain must make a DC 11 Fortitude save or be destroyed).

GMs should have everyone roll initiative, and then roll for the spouts (-2 modifier; it's old machinery). On their initiative, the spouts begin to fill the chamber, automatically hitting anyone not on the lip or otherwise off the floor. It requires a DC 5 Climb check or DC 24 Jump check to get onto the lip. On the spouts' next initiative they shut off and the room will be filled with acid beneath the lip. Moving on the narrow lip requires a DC 10 Balance check.

After a minute, the bottom will rapidly drain of acid and then move back to its original position in area 2-9A as it resets. When you announce it's draining, silently count to three. If the PCs don't mention that they're getting back down into the bottom half as soon as it's safe, they must make a DC 10 Reflex save to jump down in time. Any PCs remaining behind are trapped there unless the trap is re-triggered. After the trap resets and the bottom rotates out, the floor will be smooth stone.

Unwelcome Company: There is a small cave around the dome structure that was used by the falsoom as maintenance access. A chaos beast resides there now (marked C on the map). Two

rounds after the PCs arrive, it attacks them through the cracks in the dome (see **Tactics**). Attacking through the cracks will grant both the chaos beast and the party cover (+4 to AC, +2 to Reflex saves).

Characters may decide to hack at the stone or try to slip through to get at the chaos beast or to escape the room. To pass bodily through the cracks requires a DC 22 Escape Artist check. The stone's stats are below (note the reduced break DC and hit points). This cave has a long, downward-sloping tunnel that connects to the elevator shaft in area 2-9C about 30 feet down.

Note that characters with less than 5 ranks in Balance are considered flat-footed while balancing. Also note that if they take damage while balancing, they must make a DC 10 Balance check or fall into the acid. Any character that fails his or her Fortitude save against the chaos beast's corporeal instability attack automatically falls into the acid.

Interior wall, worked stone: Thickness 1 ft.; Hardness 8; hp 90; Break DC 30.

Tactics: The chaos beast has come to regard the sound of the trap working as a dinner bell. It will circle the dome, attacking any party members it can reach. It maintains this tactic even if a PC has made it through the dome and is fighting it from inside the cave. After the chaos beast is reduced to 22 or less hp, it will attempt to retreat down the tunnel. At that point, if any PC blocks its retreat, it will attack them.

If PCs end up stuck in the dome after the trap resets and the chaos beast is above half hp, it will try to squeeze through the cracks to finish them off.

Chaos Beast: CR 7; Medium outsider; HD 8d8+8; hp 44; Init +5; Spd 20 ft.; AC 16, touch 11, flat-footed 15; Base Atk +8; Grp +10; Atk claw +10 melee (1d3+2 plus corporeal instability); Full Atk 2 claws +10 melee (1d3+2 plus corporeal instability); SA Corporeal instability; SQ Darkvision 60 ft., immunity to critical hits and transformation, spell resistance 15; AL CN; SV Fort +7, Ref +7, Will +6; Str 14, Dex 13, Con 13, Int 10, Wis 10, Cha 10.

Skills and Feats: Climb +13, Escape Artist +12, Hide +12, Jump +9, Listen +11, Search +11, Spot +11, Survival +0 (+2 following tracks), Tumble +14, Use Rope +1 (+3 with bindings), Dodge, Improved Initiative, Mobility.

SA – Corporeal Instability (Su): A blow from a chaos beast against a living creature can cause a terrible transformation. The creature must succeed on a DC 15 Fortitude save or become a spongy, amorphous mass. Unless the victim manages to control the effect (see below), its shape melts, flows, writhes, and boils.

An affected creature is unable to hold or use any item. Clothing, armor, rings, and helmets become useless. Large items worn or carried – armor, backpacks, even shirts – hamper more than help, reducing the victim's Dexterity score by 4. Soft or misshapen feet and legs reduce speed to 10 feet or one-quarter normal, whichever is less. Searing pain courses along the nerves, so strong that the victim cannot act coherently. The victim cannot cast spells or use magic items, and it attacks blindly, unable to distinguish friend from foe (-4 penalty on attack rolls and a 50% miss chance, regardless of the attack roll).

Each round the victim spends in an amorphous state causes 1 point of Wisdom drain from mental shock. If the victim's Wisdom score falls to 0, it becomes a chaos beast.

A victim can regain its own shape by taking a standard action to attempt a DC 15 Charisma check (this check DC does not vary for a chaos beast with different Hit Dice or ability scores). A success reestablishes the creature's normal form for 1 minute. On a failure, the victim can still repeat this check each round until successful.

Corporeal instability is not a disease or a curse and so is hard to remove. A *shapechange* or *stone-skin* spell does not cure an afflicted creature but fixes its form for the duration of the spell. A *restoration*, *heal*, or *greater restoration* spell removes the affliction (a separate *restoration* is necessary to restore any drained points of Wisdom).

Area 2-9C: When the top section of the room from area 2-9A stops shifting, the party members who jumped will find themselves above an open pit that leads to area 3-1. Read or paraphrase the following:

The top half of the room shifts northward for a few feet, stopping over a deep pit. As you begin to fall, you notice a thin ridge that runs along the circumference of the pit's mouth; you may be able to grasp it.

Holding On: Characters may make a DC 20 Reflex save in order to cling to the lip of the pit. Remaining on the lip of the pit until the room shifts back is a strenuous task requiring three DC 15 Fortitude saves. Characters with the Endurance feat apply their bonus to these checks.

Characters clinging to the lip may make a DC 13 Strength check or DC 8 Climb check to pull themselves up onto the ledge. If they do, remaining on the ledge requires three DC 10 Balance checks, minus one check for every Fortitude check they've already made (per minute of waiting, only three total checks must be made). Characters who fall may make a DC 10 Reflex save to grab the ledge (DC

reduced because they are aware of the ledge).

Characters who fall down the pit are removed from this round of the tournament; they are not considered "killed" for scoring.

The walls of the pit are perfectly smooth and cannot be climbed. After one minute, the top half slides back to its original position in area 2-9A. In the unlikely event that there is a character clinging to the foot-wide ledge at the top of the pit, it requires a DC 15 Reflex save to slip up into the top of the room as it slides back to its original position. Characters who remain in here at this time will not be able to return to 2-9A unless the trap is once again triggered. Since the hollow has rotated back to its original position, there will not be any space above the lip.

Round Three: Axecleft Ravine

Using *detect magic* in Axecleft Ravine can be a frustrating experience. The walls, floor, and very air are all suffused with the *Axe of Unmaking's* energies; in short, everything radiates overwhelming transmutation. This creates an interference that makes using *detect magic* impossible. Abilities like *detect chaos* are similarly foiled; the entire level detects as overwhelming chaos (21st level). Note this means that any lawful casters of 10th level or less are stunned for one round after attempting to *detect chaos*.

Although this level has been warped from its original state, some of the falloom structures remain. Unless otherwise noted, all ceilings are 10 feet high. Similarly, unless otherwise noted, all doors are as follows:

Door, iron: Thickness 2 in.; Hardness 10; hp 60; Break DC 28.

Unless another light source (or lack thereof) is mentioned, small stones set high in the walls enchanted with a *daylight* effect illuminate all areas of this level. These stones grow dim and lose their effect if tampered with. Unless otherwise noted, all ceilings are 10 ft. high.

The stonework of this level has been consecrated to maintain its shape despite magical interference. Spells or effects like *stone shape* are unable to mar the Palace, although brute force, artifacts like the *Axe*, and time can wear it down.

Creatures that can intuit their depth in the earth, like dwarves, find their senses confused by this level. At times they may feel miles below the surface, at other times they may sense they are on ground level. Before the *Axe* re-awoke, this level was on average 70 feet below level 2, or 140 feet from the surface.

Areas of the Map

Area 3-1A – Point of Entry: As the round begins, read or paraphrase the following:

You have traveled deeper into the earth thanks to a strange, round room that seems to move up and down a large shaft on its own power. Whether this is magic, more of the flawless machinery of the turtle-men, or both, you cannot say. In due time, the room comes to a rest, and with a soft sigh, a stone door slowly slides open in the west wall.

When the party starts to investigate the room, continue:

Looking around, you see a 10-foot-wide corridor that leads due west for about 25 feet before turning sharply south. The walls, ceiling, and

floor are slightly blurry, as if they are not actually there. The air here is damp and hot, almost like the steam that escapes from a stewing pot.

Just outside where you stand, a large lever protrudes from the north wall. It is in the “down” position.

Despite appearances, the floor, etc. are normal and safe to walk on. Pushing the lever up will cause the elevator to ascend to level 2. [For the tournament, parties should be warned that taking the elevator up ends their round.]

When the party approaches the doors to the south, read or paraphrase the following:

You are in a small, strangely shaped hall, 30 feet from east to west at its broadest point and only 30 or so feet from the hallway to the far wall. The heat is stifling, almost choking. Three doors are set into the opposite wall. The one of the left glows red-hot, but the other two seem normal. The stone around the left door is marred and melted slightly. Two statues of the tortoisemen stand guard in this hallway. Both bear small helmets, shields, and longswords in postures of vigil. The one of the left is blackened on the side closest to the heat-marked door.

The statues are entirely unremarkable except that there is a small secret compartment (DC 24 Search) in each one's shield. The secret compartment on the left is empty, but the one on the right contains a potion of *cure serious wounds* (CL 5), a potion of *heroism* (CL 5), and a divine wand of *remove curse* (CL 11, 4 charges remaining). The only threat here is from the east door.

The *Axe* has bent reality to turn the air behind the door into magma. Merely approaching within 5 feet of it causes 1d4 [2] fire damage. Touching it inflicts 2d6 [8] fire damage. The door is stuck, and requires a DC 28 Strength check to burst open (a portable ram or a crowbar would help). If it is opened, it disgorges lava into the room.

Doing cold damage to the door will cause it to crack and stress; each point of cold damage reduces the DC by 8. If the DC ever gets to 0 or less, the door shatters, possibly inflicting damage as above.

Lava: CR 9; hazard; event trigger (opening door); no reset; 20d6 [64] fire damage*; multiple targets (all within shaded area); DC 25 Reflex half; Search DC N/A; Disable Device DC N/A.



*Characters damaged by lava continue to take half that amount (10d6 [21]) for 1d3 [2] rounds afterward. The lava will remain in that spread continuing to harm anyone standing in it or walking through it.

Once opened, the door leads to a short, lava-filled hallway that ends in a melted wall. Each square of the hallway contains lava. Anyone passing through or occupying a square containing standing lava (in the hallway or in this room) takes 2d6 [9] fire damage, and continues to do so for 1d3 [1] rounds afterward.

Area 3-1B: When the party moves into this corridor, read or paraphrase the following:

This narrow corridor travels east to west. Like much of the Palace, it is well lit.

The secret door requires a DC 25 Search check to discover. It slides back and to the left.

Once the party turns the corner marked X on the map, read or paraphrase the following:

The walls, floor, and ceiling of this passageway are cracked: split apart in some places, crushed together in others. It is as if a great force held the passage in both hands and twisted it in opposite directions. The stress of this torsion has caused blocks of stone to jut into the corridor. The light stones present in the other areas are not working here, leaving this area in darkness.

The passageway ends in an unadorned iron door. Beyond it, the GM will insert the appropriate Alignment Encounter (area 3-4A, 3-4B, or 3-4C). Regardless of which encounter the party faces, the door is untrapped, unlocked, and no sound emanates from beyond it.

Area 3-1C: When the party enters this corridor, read the following, paraphrasing depending on from which direction the PCs enter this area:

This unremarkable corridor runs north to south. The southern end has two offset doors, one in the east wall and one in the west. The northern branch ends in a bare wall, but the light stones reveal a mechanism there that is clearly the backside of a secret door.

When the party enters the small passageway connecting this area and area 3-2, read the following, paraphrasing as necessary depending on from which direction they enter:

You have found a very short passageway, a mere 15 feet long and 10 feet wide. The eastern two-thirds of the corridor is a 4-foot-deep pool of sulfurous water. The mechanism for a secret door is plainly visible on the east wall. An iron door is set into the west wall. The floor before the door is set above the level of the water.

Area 3-2 – Falsoom Bath (EL 8): If any character attempts to Listen at one of the two doors into this area, read or paraphrase the following:

You detect a sequence of dull thuds and deep grunts, almost like a fistfight is taking place on the other side of the door. The sounds of punches are broken up by a deep chuckles and a shrill cackle.

As the party enters this area, read or paraphrase the following:

Water seeps from a series of tiny holes set high in the walls of this 50-foot wide, rectangular room, collecting in a deep trough that runs around the room's periphery. The trough widens into a large pool to the south, and a thin bank of steam clings to its surface. Several 5-foottall statues of leaping fish line the walls, rising up from the trench. Rancid water trickles from their mouths. The pools here may once have been fresh and clean, but now are tainted yellowish with sulfur, and small shells and bits of long-dead animals bob in the water. A rotten-egg smell pervades the air.

At the closest part of the pool, over 40 feet away, are three hulking, green-skinned, web-

fingered brutes, each with a longspear strapped to its back. Two of them seem to be taking turns punching each other.

At the far end of the room is a small platform with stairs that descend into the water. A valve wheel and a lever are set into the southern wall. Standing next to the wheel, cowering with delight at the scuffle is the most hideously vile form you have ever had the misfortune to behold. Broken, misaligned teeth jut forth from black, drooping lips set in a face marked equally by blemishes and warts. From this horror's crooked and stooped shoulders hangs the most flimsy of dresses.

Unless the party has been particularly loud, they get the drop on their enemies. Unfortunately for the party, Malinga's horrific appearance (see below) means they must make immediate Fortitude saves. A DC 13 Knowledge (nature) check will identify the large creatures as merrow, an aquatic cousin of the ogre; it requires a similar DC 13 Knowledge (nature) check to identify Malinga as a sea hag.

Development: The falsoom uncovered a thermal spring in Axecleft Ravine and converted the site into a natural bath chamber. It was used until the very last.

Centuries later, it is now home to a sea hag adventuress, Malinga, who has come to the Palace with her three merrow consorts. Malinga made her way to this room and found that she had no real desire to leave. The water here serves her needs and she enjoys hunting the orcs (more for pleasure than food because she doesn't have much of an appetite anymore).

Hot Springs: The water is 4 feet deep all around, with several benches set 2 feet below the water's surface. Although the water is warm, it is not harmful to the characters.

A mechanism beneath the floor powers an ancient heating apparatus once used by the falsoom to disinfect the water. Now, time has taken its toll, and the mechanism is only partly functional.

Near the platform on the far wall are a wheel and a lever. Winding the wheel builds boiling pressure within the fish statues; a safety valve normally closes their spouts during this process, but the lever overrides this valve. Thus, a character can wind the heating wheel (a standard action) to begin the process. On the third round after the wheel is wound, they can pull the lever (a move action), triggering the fish statues to shoot scalding water across the room.

Each statue shoots the water in a straight line (marked by dotted lines). A creature standing in any of the affected squares takes 3d6 [10] points of fire damage, with a DC 13 Reflex save allowed for half damage. In addition, a creature that fails the Reflex save must make a DC 13 Fortitude save or Balance check or fall prone from the force of the blast.

After the statues have fired, the whole process must begin again.

Tactics: Malinga (marked H on the map) stays on the island at the far end. In the first round she operates the wheel to build pressure in the fish statues. While waiting to fire the statues, she casts *sanctuary* and then *bless*. Once the statues are ready to fire, she'll wait until she can catch at least one PC without hitting a merrow, possibly holding an action to do so. In the meantime she'll use her evil eye and her magic dart on any PCs getting close to her.

The merrow (marked M on the map) move out into the room to combat the PCs in melee. They know about the fish statues and avoid the lines of fire, trying to maneuver the PCs into them. Malinga will shout to them in Giant when she's about to fire the statues. The merrow are accustomed to Malinga's presence and are not affected by her horrific appearance. They wield their weapons in both hands. Note that PCs fighting merrow in the water benefit from higher ground (+1 bonus to melee attack rolls). Since the merrow are 10 feet tall and the water is only 4 feet deep, they do not benefit from cover.

If the PCs leave this room, the merrow and Malinga will pursue them until they are killed or the party reaches the spot marked X in area 3-1B. The monsters will not venture down that corridor.

The Dissident's Note: A few turtle shells (from real turtles, not falsoom) float in the water. A DC 18 Search check reveals that one of these (marked X on the map) bears writing on the obverse. In Falsoom, understandable with a DC 25 Decipher Script check, it reads: *"The Rahn'mok are fools. We cannot prevent the corruption. We cannot prevent our extinction. I will not accept this. If you agree with me, let us meet in the Water Garden."*

The Water Garden is area 3-4B. A false result on the skill check results in, *"Fools cannot prevent will. Agree in the Water Garden."*

Hidden Door: The secret door is submerged, but otherwise fairly easy to find. While in the water, it takes a DC 18 Search check to notice it, but from either of the islands it requires a DC 28 Search check.

Malinga, Sea Hag Clr2: CR 5; Medium monstrous humanoid (aquatic); HD 3d8+3 plus 2d8+2 plus 3; hp 34; Init +1; Spd 20 ft., swim 30 ft.; AC 21, touch 11, flat-footed 20; Base Atk +4; Grp +8; Atk claw +8 melee (1d4+4 [7]) or +1 *returning dart* +7 ranged (1d4+5 [8]); Full Atk 2 claws +8 (1d4+4 [7]) or +1 *returning dart* +7 ranged (1d4+5 [8]); SA Command undead 5/day (+2, 2d6+4), command water creature 5/day (+2, 2d6+4), evil eye, horrific appearance, smite 1/day, spells; SQ Amphibious, spell resistance 14, spontaneous casting (*inflict* spells); AL CE; SV Fort +5, Ref +5, Will +8; Str 19, Dex 14, Con 12, Int 10, Wis 14, Cha 14.

Skills and Feats: Concentration +5, Hide +0, Listen +5, Knowledge (arcana) +3, Spot +5, Swim +2; Alertness, Toughness.

SA – Evil Eye (Su): Three times per day, Malinga can cast her dire gaze upon any single creature within 30 feet. The target must make a DC 14 Will save or be dazed (can take no actions, but no AC penalty) for three days, although *remove curse* or *dispel evil* can restore sanity sooner. In addition, an affected creature must succeed on a DC 14 Fortitude save or die from fright. Creatures with immunity to fear effects are not affected by the Malinga's evil eye.

Horrific Appearance (Su): The sight of Malinga is so revolting that anyone (other than another hag) who sets eyes upon her must make a DC 14 Fortitude save or instantly be weakened, taking 2d6 [5] points of Strength damage. This damage cannot reduce a victim's Strength score below 0, but anyone reduced to Strength 0 is helpless. Creatures are affected by this power or that successfully save cannot be affected again by Malinga's horrific appearance for 24 hours.

Smite (Su): Once per day Malinga can make a single melee attack with a +4 bonus on attack rolls and a +2 bonus on damage rolls. The smite must be declared before making the attack.

Spells Prepared (4/3+1, DC 12 +spell level, Domains: Destruction, Water): 0 – *cure minor wounds, detect magic, light, resistance*; 1st – *bless, doom, inflict light wounds**, *sanctuary*. *Domain spell.

Possessions: +1 *glamered banded mail*, +1 *returning dart*.

Merrow (3): CR 3; Large giant; HD 4d8+11; hp 38 each; Init -1; Spd 20 ft., swim 30 ft.; AC 16, touch 8, flat-footed 16; Base Atk +3; Grp +12; Atk/Full Atk longspear +9 melee (2d6+7 [14]/x3); Space/Reach 10 ft./10 ft. (15 ft. with longspear); SQ Darkvision 60 ft., low-light vision; AL CE; SV Fort +6, Ref +0, Will +1; Str 21, Dex 8, Con 15, Int 6, Wis 10, Cha 7.

Skills and Feats: Climb +5, Listen +2, Spot +2, Swim +7; Toughness, Weapon Focus (longspear).

Possessions: Longspear, hide armor.

Area 3-3 – The Spherevault (EL 6): When the party approaches the door to this area, read the following aloud:

The door opens to a long and winding hallway. Harsh voices can be heard traveling down the corridor, raspy growls accompanied by the thunder of weapons pounding on shields. The acoustics in this tight hallway are odd; you clearly hear the creatures making the racket, although it seems they are at the other end of this corridor. The sounds of your own movements, meanwhile, are dampened. Outside your vision, a single voice rises above the din of pounding and rasping barks, chanting in the Orc tongue.

A DC 15 Listen check will determine that there are three creatures beating on shields. If any PC can understand Orc, read on:

“Luk'org has prepared himself for the task. Success promises glory, failure promises death! Take the dagger of the enemy! Release the Axe and the Master!”

The lightstones have been removed in this twisting hallway and in the chamber beyond, but the Spherevault is lit by the goo it contains. When a PC can see into the chamber, read or paraphrase the following:

The corridor ends in an archway that opens into a deep, round room carved from bare rock. The exhortation from below seems to have covered the sound of your approach. You see stairs out of the corner of the archway leading down.

There is a sharp, unpleasant smell wafting into the corridor from this room. The chamber beyond the arch seems to be lit by a source on the floor, somewhere beneath the stairs.

If the party investigates the room, read or paraphrase the following:

Looking down, you can see floor some 40 feet beneath you. In the center of the room stands a bright orb hovering only a few inches above a stone pedestal. The orb itself is translucent, and at its center is suspended a silver dagger with a hilt of gold. Three heavily armored orcs with bulbous growths on their necks gaze in rapture at the orb, each armed with a battleaxe. The foul creatures seem to flicker in and out of your vision. A fourth orc kneels in reverence beside the pedestal. Beside him is a shaman, heavily adorned with bones in his long greasy hair and smeared with ceremonial paint across his face and chest. He holds aloft a tall quar-

terstaff, the length of which is black and inlaid with bone. A monstrous green claw grows from his left hip.

The thundering grows quieter as the shaman gestures for silence.

Development: The PCs have a chance to react in this lull. If they do not immediately initiate conflict, the following text should be read aloud; if battle breaks out, read the following at Luk'org's (the kneeling orc) first initiative action:

The kneeling orc rises to face the pedestal before him and thrusts his hand into the orb, which gives like a pudding, wrapping itself around his wrist. For a split second the room brightens, as if a hundred suns stood in every corner. Then an unseen force consumes him, and before he can scream the dust that once made up his body settles on the floor, coming to rest among his physical possessions.

At this point, if combat is not broken out, have the orcs make Spot checks against the PCs' Hide checks. If they fail, the orcs remain in the room as the shaman preaches about "the rightness of Cadixtat's punishment of the weak" and the "battle to come against the slave of Law." This sermon will last an hour, at the end of which the orcs will exit by the corridor the PCs are hiding.

In case combat breaks out in this 5-foot-wide corridor, ranged attacks will face unusual difficulties. If the target of a ranged attack in the corridor has three Medium creatures between it and the creature making the ranged attack, its cover increases to improved cover (+8 to AC, +4 to Reflex saves).

Tactics: Luk'org, if he is still alive on his first initiative action, will thrust his hand into the Spherevault (read text above). The orc shaman will cast *prayer*, and the orc warriors will move to attack their enemies, trying to keep them from the shaman. A DC 28 Knowledge (religion) or bardic knowledge check will recognize the name Cadixtat as that of a long-dead demigod.

In the second round, the orc shaman will cast *hold person* from his wand on any PC brandishing a ranged weapon or, if there are no PCs so armed, the one closest to him. As the battle progresses, he will either cast *entropic shield* (if the party is sniping) or *divine favor* (if the party is closing) on himself, and if he has time he'll cast *bull's strength* on any orcs still defending him. In all subsequent rounds he will attack the nearest foe with his quarterstaff (two handed) and a secondary claw attack or continue using his wand. The shaman uses his smite law

attack on the first likely PC who is within range. If the party starts to descend the staircase, the shaman will get close so he can use his leaking pustules.

The orc warriors are Raknulz's personal guard and are accustomed to fighting together. In general, they will try to hold the staircase to keep the party from swarming the shaman. If necessary, one will stand in front of the shaman to give him cover. Any orcs not in melee will throw their light hammers (range 20 feet) at PCs on the stairs or the platform. Each orc will use his smite attack on the first PC to strike him in melee. They are immune to the shaman's pustules.

Unmade Orc Shaman*, Clr5: CR 5; Medium aberration (augmented humanoid); HD 2d8+6 plus 5d8+15; hp 53; Init +2; Spd 30 ft.; AC 17, touch 12, flat-footed 15; Base Atk +4; Grp +7; Atk quarterstaff +7 melee (1d6+4 [6]); Full Atk quarterstaff +7 melee (1d6+4 [6]) and claw +3 melee (1d6+1 [7]); SA Extra abnormal appendage, leaking pustules, smite law 1/day, spontaneous casting (*inflict* spells); SQ Darkvision 60 ft., light sensitivity, gift of unmaking; AL CE; SV Fort +7, Ref +3, Will +8; Str 16, Dex 15, Con 16, Int 6, Wis 13, Cha 5.

*The shaman has cast *protection from law* with 6 rounds remaining. This is not reflected in the stats above.

Skills and Feats: Concentration +8, Listen +5, Spot +6; Alertness, Combat Casting, Weapon Focus (claw).

SA – Extra Abnormal Appendages (claw) (Ex): The orc shaman has a secondary natural attack.

Leaking Pustules (Ex): Anyone within 30 feet of the Unmade orc shaman must make a DC 16 Fortitude save or be sickened for 1d10 [4] rounds. In addition, the orc shaman has a +3 bonus to grapple checks to escape a grapple, and a -8 penalty to checks made to initiate or maintain a grapple.

Smite Law (Su): Once per day the Unmade orc shaman can make a normal melee attack to deal 5 points of extra damage against a lawful foe. If the target was not lawful, then the smiting attempt is wasted.

Spells Prepared (5/4+1/2+1/1+1, DC 11 + spell level; Domains: Chaos, Evil): 0 – *guidance* (2), *read magic*, *resistance* (2); 1st – *cause fear*, *divine favor*, *entropic shield*, *protection from law** (cast), *sanctuary* (cast); 2nd – *bull's strength*, *shatter**, *sound burst*; 3rd – *magic circle against law**, *prayer*. *Domain spell.

Possessions: holy symbol (bone piercing through his left palm), studded leather armor, *amulet of natural armor* +1, quarterstaff, divine wand of *hold person* (CL 3, DC 13, 50 charges).

Unmade Orcs, War2 (3): CR 1; Medium aberration (augmented humanoid, Orc); HD 1d8+2 plus 2d8+4; hp 22 each; Init +0; Spd 30 ft.; AC 17, touch 10, flat-footed 17; Base Atk +2; Grp +5; Atk/Full Atk battleaxe +7 melee (1d8+3 [9]/x3) or light hammer +2 ranged (1d4+3 [5]); SA Smite law 1/day; SQ Amok in time, darkvision 60 ft., light sensitivity, gift of unmaking; AL CE; SV Fort +5, Ref +0, Will +0; Str 17, Dex 11, Con 14, Int 8, Wis 7, Cha 4.

Skills and Feats: Intimidate +1; Quick Draw, Weapon Focus (battleaxe).

SA – Smite Law (Su): Once per day an Unmade orc warrior can make a normal melee attack to deal 3 points of extra damage against a lawful foe. If the target was not lawful, then the smiting attempt is wasted.

SQ – Amok in Time (Su): These orcs *blink*, as the spell. Physical attacks have a 50% miss chance (or 20% if the attack can strike incorporeal creatures). Orc attacks have a 20% miss chance. Any individually targeted spell has a 50% chance to fail against the orcs unless the caster can target invisible, ethereal creatures. While blinking, the orcs take only half damage from area attacks (but full damage from those that extend onto the Ethereal Plane). They strike as invisible creatures (with a +2 bonus on attack rolls), denying targets any Dexterity bonus to AC. They move at only three-quarters speed, and force effects and abjurations affect them normally.

Possessions: splint mail, masterwork battleaxe, heavy wooden shield, 3 light hammers.

Luk'org, Unmade Orc, War2: CR NA; Medium aberration (augmented humanoid; HD 1d8+2 plus 2d8+4 plus 3; hp 28; Init +8; Spd 30 ft.; AC 18, touch 14, flat-footed 14; Base Atk +2; Grp +2; Atk/Full Atk unarmed strike +2 melee (1d3 [2] non-lethal); SA Smite law 1/day; SQ Darkvision 60 ft., gift of unmaking, light sensitivity, unmade boon (Dexterity); AL CE; SV Fort +5, Ref +4, Will +0; Str 11, Dex 18, Con 15, Int 8, Wis 7, Cha 2.

*Currently has *sanctuary* (Will DC 12) and *shield of faith* (+2) cast on him.

Skills and Feats: Listen +0, Jump+2, Spot +0; Improved Initiative, Toughness.

Smite Law (Su): Once per day, Luk'org can make a normal melee attack to deal 3 points of extra damage against a lawful foe. If the target was not lawful, then the smiting attempt is wasted.

Possessions: studded leather armor.

The Dagger: Upon closer inspection, the “dagger” is actually a large key. The Spherevault was created by the falsoom to protect the Key of Yephaiel, which can open the Axial Shaft. The Key was given to the falsoom by Yephaiel the Unyielding in case

the Triad or Teleus ever returned, or if there was ever a desperate need to open the Palace.

Note that the Spherevault deals its damage to items as well, so the key cannot be merely swatted out of the globe by someone with a 10-foot pole.

The Spherevault*: CR 5; magic device; touch; automatic reset; spell effect (*disintegrate*, 6th-level wizard, 18d6 [73] to Chaotic creatures, 12d6 [41] to Neutral creatures and items, 6d6 [22] to Lawful creatures, DC 14 Fort Save (half damage); Search DC 10; Disable Device DC 28. Any creature reduced to 0 or fewer hit points by this spell is entirely disintegrated, leaving behind only a trace of fine dust. A disintegrated creature's equipment is unaffected.

*Any creature wearing the *Ring, Rod, or Ribbon of Law* will not trigger this trap.

Area 3-4 – Alignment Encounter (Lawful, Neutral, or Chaotic): The Hand of Cadixtat is by this time aware that the party is in the Palace, and may seek to stop them. It will set a challenge to the party according to its mad design.

Regardless of which Alignment Encounter the party faces, when they use the Exit (marked as such on map) it will lead them to area marked BEGIN by the River of Metal (area 3-5). In the case of Chaos Champion (area 3-4A), the Exit only appears once Duran is killed; in all other cases, it is a normal-appearing door.

Which Encounter?: The GM has to determine the party's overall alignment, expressed as a number. First add two points for each Lawful PC, and then subtract two points for each Chaotic PC. Finally, for each Neutral PC, move the result one point toward zero (either adding or subtracting as necessary). This generates the party's score.

If the score is +2 or greater, the party is Lawful, the Hand recognizes the party as a threat, calls on its champion to crush them, and the next area encountered is Area 3-4A (Chaos Champion).

If the score is between +1 and -1, the party is Neutral, the Hand doesn't care about them one way or another, and the next area encountered is Area 3-4B (The Water Garden).

If the score is -2 or less, the party is Chaotic, the Hand grants them the same passage as it does the orcs, and the next area encountered is Area 3-4C (Upside Down Room).



Area 3-4A – Chaos Champion (Lawful) (EL 6): When the party opens the door to this area, read the following aloud:

Deep shadows fill this 40-foot square room; it seems the material of the obsidian-colored walls swallows light. Six scattered columns reach all the way to the 30-foot ceiling.

A speck of hazy, red light pierces the gloom. It hovers twenty or so feet above you, winking out and reappearing as it weaves between the pillars.

To the non-chaotic members of the party, add the following description:

A high-pitched, deafening buzzing sound permeates the room. You cannot tell where it is coming from. The noise hurts your ears, and you find it hard to concentrate or hear any words your companions speak.

The source of the shadows is nightfall stone (see below). Duran Oronsgoth, the chaos champion (marked X on the map), waits in ambush in the room. He is using the shadows to Hide [tournament result: 23] so he can snipe at the party. The hazy red light is his detached eye (marked E on the map). Both can see through the magical darkness (ignoring the miss % of the shadows), and will have

noticed the PCs entering this area unless they took extraordinary precautions.

If the PCs perform skill checks within the room, here are the results:

Craft (stonemasonry): DC 15 to determine the obsidian stone is like nothing found in nature; DC 20 reveals the room to be of one solid piece of stone, as there are no visible crevices to be found anywhere.

Spellcraft: DC 25 identifies the spell in effect on the obsidian-colored stone as *warp*.

Room Conditions: When the PCs enter the room, they have to deal with the effects of the *warped* room (see **Appendix 4**): *bane* (Will DC 11), *magic circle against law* (CL 6), and the buzzing, which requires all non-chaotic creatures to make a DC 15 Fortitude save or be deafened as long as they are in the affected area. They must re-attempt this save every round they are in the affected area. A high-level (and presently deceased) Heartfeaster shaman set the *warp* spell in place to make the area comfortable for the chaos champion.

Nightfall Stone: The Axe transmuted the quarried marble of this room into a single piece of this obsidian-like mineral. Nightfall stone radiates strong evocation magic and produces an effect identical to

deeper darkness, filling the room with shadows that grant concealment (20% miss chance) even for creatures that can normally see in shadowy light (such as with darkvision and low-light vision). This area is immune to the effects of *daylight* and lower level light spells. See **Appendix 4** for more details.

Floating Orb: The red floating orb is actually the chaos champion's unattached eye. Although they are linked, the eye acts independently of Duran.

The eye has grown around the fabled *Eye of Oronsgoth* (see sidebar), a magical heirloom of the Oronsgoth family. If the eye is defeated, the ruby may be uncovered by cutting it free of the arteries and tissue that envelop it.

Chaos Champion: Duran Oronsgoth, once a stalwart paladin of the Order of the Purifying Flame, was sent into the Wastes to investigate its spread. He managed to climb down to the bottom of Axecleft Ravine, and had set about trying to find a way into the lower level of the Palace, when a starving ankheg, attracted by the smell of fresh meat, attacked him.

Their battle was interrupted by a random burst of transmutative chaos from the Axe. Afterward, the two creatures, man and ankheg, were fused into one being, while the ruby of Oronsgoth was detached and turned into a floating eyeball. The Hand of Cadixtat, amused by this aberration, caused the unfortunate creature to be brought into the Palace by secret ways to serve as a guardian. His mind shattered, Duran now willingly serves chaos.

When the PCs get close enough to see the true nature of the chaos champion or it attacks them in hand-to-hand melee, read or paraphrase the following:

You see a gleaming silver sword dancing in the dark void in front of you. At first the sword seems to turn and swirl about of its own volition, but eventually you see that hands covered in dark gauntlets wield it. Your eyes follow the hands to thick arms and a wide torso, all shielded behind a suit of black plate armor. Then you think: It is a man – a mere man in dark armor with an open helm – that stands before you.

You only think this for a moment, however.

Then the man with the dancing sword sidesteps and pivots, and you shrink back in involuntary surprise. While one half of this two-sided being appears to be a normal-looking warrior, the other is something altogether more horrific: a giant chitinous beast with an ant-like head and six flailing legs.

[Tournament Note: Both Master Lerenev and Ulfsek will recognize Duran when they see him. Duran Oronsgoth served in an old campaign with Ulfsek, and they were once very good friends. Their paths haven't crossed for the last two years as Duran has been serving the order at Northwatch Keep in the Barony of Koranth. Recently, however, the Order sent Duran to check on the spread of the Wastes, which Ulfsek knows. If Ulfsek encounters the chaos champion, he gains +2 circumstance bonus to AC and attack rolls against the chaos champion (but not his eye) because he's familiar with Duran's fighting style.

Master Lerenev should be granted a DC 10 Intelligence check to know to look for the *Eye of Oronsgoth*.

No words from either Ulfsek or Master Lerenev have any effect on Duran; the man he once was is gone.]

Tactics: Though once a paladin who believed in giving a foe a fair fight, the chaos champion now holds no such regard for just combat. For as long as possible, Duran will move around the back of the room, using the columns as cover while he picks off PCs with his crossbow and hiding after each shot. He will drop the crossbow and opt for his longsword when PCs close for melee.

Note that if Duran has already successfully hidden at least 10 feet from his target, he can make one ranged attack, then immediately Hide again. He takes a -20 penalty on his Hide check to conceal himself after the shot [Duran's Hide results, after the penalty, are: 2, -6, 8, 4].

In melee, the ankheg half will try to grapple what appears to be the weakest enemy, and then bite it to death. The human half will defend the ankheg half during this grapple. Meanwhile, the eye will harry the PCs with its *ray of enfeeblement*. If the eye is "killed," both halves of the chaos champion cry out in pain and lose the ability to see through the magical darkness.

Note that the Strength penalty inflicted by *ray of enfeeblement* is neither ability damage nor ability drain. It is completely eradicated by spells such as *lesser restoration*. Also note that it cannot reduce Strength to lower than 1.

Duran fights to the death, fulfilling his new, unasked-for role as guardian of the Hand. His life force keeps the Exit from materializing. Once he and the Eye are destroyed, a door will materialize in the wall directly opposite the Entrance. This is the Exit.

Duran Oronsgoth, Chaos Champion: CR 6; Unique Medium aberration; HD 8d8+24; hp 65; Init +7; Spd 30 ft.; AC 20, touch 13, flat-footed 17; Base Atk +6; Grp +11; Atk bite +11 melee (1d8+5 [10]) or +2 *longsword* +13 melee (1d8+9 [13]/19-20) or masterwork light crossbow +10 ranged (1d8 [6]/19-20); Full Atk bite +11 melee (1d8+5 [10]) and +2 *longsword* +13/+8 melee (1d8+9 [13]/19-20) or masterwork light crossbow +10 ranged (1d8 [6]/19-20); SA Improved grab, spit acid; SQ Darkvision 60 ft., low-light vision, shared being, shared sight, tremorsense 60 ft.; AL CN; SV Fort +5, Ref +5, Will +7; Str 20, Dex 16, Con 16, Int 11, Wis 12, Cha 6.

Skills and Feats: Hide +12, Listen +8, Move Silently +15, Spot +8*; Alertness, Improved Initiative, Stealthy.

SA – Improved Grab (Ex): To use this ability, Duran must hit with his bite attack. He can then attempt to start a grapple as a free action without provoking an attack of opportunity. If the grapple check succeeds, he pulls his victim into his space.

Spit Acid (Ex): 30-ft. line, once every 6 hours; damage 4d4 [9] acid, Reflex DC 17 half.

SQ – Shared Being (Ex): The chaos champion is really two creatures in one form, and this has several effects. The champion cannot be flanked. If the ankheg half is grappling, the champion still threatens squares and can attack normally with his human half, although the human half cannot attack into that same grapple. As a standard action, each side may perform an attack action, although they cannot target the same foe unless that foe is a larger size than the chaos champion.

Shared Sight (Ex): The chaos champion has a link to its detached eye. Duran can see through the eye, gaining any vision-related benefits. *As long as the eye is alive, Duran also gains a +5 circumstance bonus to Spot checks.

Equipment: +2 *longsword*, masterwork light crossbow (10 bolts), *efficient quiver*.

Eye of the Chaos Champion: CR 1; Unique Tiny aberration; HD 2d8+6; hp 15; Init +7; Spd fly 20 ft. (perfect); AC 25, touch 15; flat-footed 22; Base Atk +1; Grp -12; Atk/Full Atk ray +5 ranged touch (1d6+2 [5] Strength penalty); Space/Reach 2-1/2 ft./0 ft.; SA Spell-like abilities; SQ Darkvision 60 ft., piercing sight; AL CN; SV Fort +3, Ref +3, Will +3; Str 1, Dex 16, Con 16, Int 11, Wis 11, Cha 1.

Skills/Feats: Spot +5, Search +7; Alertness.

Spell-Like Abilities: At will – *entropic shield*; 4/day – *ray of enfeeblement*. Caster level 5th.

SQ – Piercing Sight (Su): The Eye can see through magical darkness, regardless of source.

Area 3-4B – The Water Garden (Neutral) (EL 6): The lightstones in this area are not functioning. When the party opens the door to this area, read the following aloud:

The walls of this room are made of simple worked stone. Directly opposite the entrance is a door, 35 feet away. An open pool, covered in a fetid scum that appears to have grown up from long neglect, dominates the room, stretching its entire 50-foot length. Periodically, yellowish bubbles form and burst at its surface. On the far side of this swamp are overgrown weeds, a patch of some violet mold, and a large plant with jaundiced flowers. The petals of this plant give off a sickly light, making this area shadowy and dim.

Through this long forgotten garden, a path of rough stepping stones, which have remained mostly clear of slime throughout the ages, lead to a small, rickety bridge that spans the pool.

Musical Accompaniment: Passing through the archway triggers a *persistent image* of a nymph singing on the far bank. Once it was a decoration and company for the nixies and falsoom; now it is merely a distraction. Read or paraphrase the following aloud:

The Eye of Oronsgoth

The House of Oronsgoth, a family from Arvale City known for its long support of the church of Justicia, grants this fabled ruby to the family's heir (a DC 20 bardic knowledge or Knowledge (nobility) check reveals this fact).

The ruby is perfectly cut, and it has a golden hook embedded in it, where a gold chain once threaded through it, holding the gem close to Duran Oronsgoth's heart.

When worn around the neck (using a necklace/periapt slot), the fist-sized gem improves its owner's vision, granting him a +5 circumstance bonus to Spot checks, like the *eyes of the eagle*. The gem also grants its owner the Diligent feat, providing a +2 bonus to Appraise and Decipher Script checks. Finally, it allows the wearer's sight to pierce magical darkness, such as *deeper darkness*.

Moderate divination; CL 3rd; Craft Wondrous Item, Diligent; *clairaudience/clairvoyance*; Price 3,000 gp, Weight 1 lb.

Suddenly, across the pool appears a figure of sublime beauty, quite out of place with her surroundings. Perfect golden hair falls lustrously over her shoulders, granting her the barest modicum of decency, for she stands shamelessly without a stitch of clothing.

Then, her ruby lips part, and she begins to sing in a haunting but familiar language.

The illusion (marked I on the map) “sings” a very, very old song in Sylvan about the sun’s love for the moon and how rare it is for them to be together. The song lasts for 10 minutes before the illusion ends, resetting the trigger. It requires a DC 17 Will save to disbelieve this illusion.

The Dissident’s Decision: At the location marked X on the map, one of the stones is carved to look like a turtle shell (DC 13 Spot check to notice). Lifting it will reveal some tiny Falsoom script (DC 25 Decipher Script). Translated, it reads:

“We dozen have agreed and so sworn to forsake our pointless extinction and salvage something of our people and lore. To the west is a new forestland where we can begin again, planting our few seeds with those of the wood. With our gifts, we will mingle among the new races in secret.

Korok can keep his false hope – Deved”

[Tournament Notes: This provides Kaila with a bit of knowledge about her home and gives Issele a clue where to find the lost lore of the Falsoom, completing Issele’s side quest.]

Crossing the Pool: The small footbridge is grown over with a thick mossy fungus and has rotted through in several places. Because of the slope, gaps, and slippery slime, crossing the bridge requires a DC 17 Balance check. If anyone falls, the bridge collapses entirely, plunging anyone on it into the pool.

Leaping across the pool is an option, but nowhere is there the 20 feet necessary for a running start, so clearing the 15-foot wide, 10-feet deep pool requires a DC 30 Jump check.

The water is calm, so a DC 10 Swim check will cross it.

On the far side of the pool, visible with a DC 13 Spot check, is a sapphire pendant on a gold chain (1,750 gp). The pendant’s chain has been intertwined with some of the plant life, and it requires a DC 14 Strength check to tear it free.

Danger Below: Three Unmade nixies (marked F

(female) or M (male) on the map) are hiding on the bottom of the pool. They will attack and try to drown any PCs that enter or stand next to the edge of the water. Remember that submerged creatures have total cover relative to creatures on land unless they have freedom of movement (see sidebar).

When the male pixie reveals himself, read the following (paraphrasing for circumstance):

Blue-green, almost rubbery skin, and delicate features with tapered ears mark this creature as one of the fey-kind, such as are found in forest pools or mountain lakes. This male seems to be quite ancient, as his flesh is wrinkled and he has long, fine hairs growing along the length of his arms and back. Speaking a familiar language, he gestures at you.

A DC 13 Spot check will notice the following detail:

The wrinkles all over this creature’s body are in fact small creases, each perhaps an inch long.

A DC 13 Knowledge (nature) check will determine that the long hairs and wrinkles (or creases) are unusual features for a fey. When the female nixies reveal themselves, read or paraphrase the following:

Foul creatures of the pond, amphibious in form with bubbly green skin and matted hair, lunge at you, growling and slurping. Their distorted proportions, overlong limbs and crooked legs, are a mockery of the comely sprites of the springs and pools of the woodlands, yet they retain the nixie’s beautiful, delicate face. These beings are clad only in rags of fungus and moss, and bear no weapons save their malice.

Tactics: This encounter can begin a number of ways. The male nixie, who is monitoring the PCs movement with tremorsense, will lay hidden until one of them gets into the water or touches the other side of the room, at which point he will emerge. If combat has not broken out, he will emerge from the pool and greet the party in all his languages. He will attempt to *charm* a party member who responds in a language he knows, preferring to target females. The nixie will direct *charmed* party members to cross the bridge to retrieve his sapphire pendant (see above). If no one responds, the nixie will use his gaze attack. If combat has already broken out, he will surface and use his gaze attack on any PCs not in the water, then submerge and use his gaze attack on any underwater PCs. Finally, the nixie will employ his dagger on drowning PCs.

The two female nixies will, on their initiative, try to grapple the first PC that enters the water, dragging him or her to the bottom to drown. Once a female

Underwater Combat

For your convenience we've included the rules for underwater combat as found in the DMG.

Ranged Attacks Underwater

Thrown weapons are ineffective underwater, even when launched from land. Attacks with other ranged weapons take a -2 penalty on attack rolls for every 5 feet of water they pass through, in addition to the normal penalties for range.

Attacks from Land

Characters swimming, floating, or treading water on the surface, or wading in water at least chest deep, have improved cover (+8 bonus to AC, +4 bonus on Reflex saves) from opponents on land. Land-bound opponents who have *freedom of movement* effects ignore this cover when making melee attacks against targets in the water. A completely submerged creature has total cover against opponents on land unless those opponents have *freedom of movement* effects. Magical effects are unaffected except for those that require attack rolls (which are treated like any other effects) and fire effects.

Fire

Non-magical fire (including alchemist's fire) does not burn underwater. Spells or spell-like effects with the fire descriptor are ineffective underwater unless the caster makes a Spellcraft check (DC 20 + spell level). If the check succeeds, the spell creates a bubble of steam instead of its usual fiery effect, but otherwise the spell works as described. A supernatural fire effect is ineffective underwater unless its description states otherwise. The surface of a body of water blocks line of effect for any fire spell. If the caster has made a Spellcraft check to make the fire spell usable underwater, the surface still blocks the spell's line of effect.

Swimming Movement and Combat

Condition	Attack/Damage Slash or Bludgeon	Movement	Off Bal.? ⁴
<i>Freedom of movement</i>	normal/normal	normal	No
Has a swim speed	-2/half ¹	normal	No
Successful Swim check	-2/half	quarter or half ²	No
Firm footing ³	-2/half	half	No

- 1 A creature without a *freedom of movement* effect or a swim speed makes grapple checks underwater at a -2 penalty, but deals damage normally when grappling.
- 2 A successful Swim check lets a creature move one-quarter its speed as a move action or one-half its speed as a full-round action.
- 3 Creatures have firm footing when walking along the bottom, braced against a ship's hull, or the like. A creature can only walk along the bottom if it wears or carries enough gear to weigh itself down – at least 16 pounds for Medium creatures, twice that for each size category larger than Medium, and half that for each size category smaller than Medium.
- 4 Creatures flailing about in the water (usually because they failed their Swim checks) have a hard time fighting effectively. An off-balance creature loses its Dexterity bonus to Armor Class, and opponents gain a +2 bonus on attacks against it.

nixie has successfully grappled a PC, the other will join the grapple. To join the grapple they automatically succeed on the touch attack to initiate a grapple, the additional nixie only needs to make an opposed grapple check to grapple the opponent.

Advanced Unmade Nixies, Female (2): CR 2; Medium Aberration (augmented fey, aquatic); HD 3d6+9 plus 3d8+9; hp 42; Init +2; Spd 20 ft., swim 30 ft.; AC 15, touch 12, flat-footed 13; Base Atk +3; Grp +7; Atk/Full Atk unarmed strike +6 melee (1d3 [3]); SA Charm person, smite law 1/day; SQ Amphibious, damage reduction 5/cold iron, darkvision 60 ft, gift of unmaking, low-light vision, spell resistance 16, unclean growth, unmade boon (Strength), unnatural adaptation (fast healing 2), water breathing, wild empathy +1; AL CN; SV Fort +5, Ref +6, Will +7; Str 11, Dex 14, Con 16, Int 12, Wis 13, Cha 12.

Skills and Feats: Appraise +1 (+3 songs), Bluff +6, Craft (songwriting) +6, Diplomacy +5, Escape Artist +7, Handle Animal +6, Hide +7 (+12 in water), Intimidate +3, Listen +6, Perform (sing) +6, Ride +4, Search +6, Sense Motive +7, Spot +6, Survival +1 (+3 following tracks), Swim +8, Use Rope +2 (+4 with bindings); Dodge, Improved Grapple, Improved Unarmed Strike, Weapon Finesse, Weapon Focus (unarmed).

SA – Charm Person (Sp): An Unmade nixie can use *charm person* three times per day as the spell (caster level 4th). Those affected must succeed on a DC 12 Will save or be charmed for 24 hours. These nixies speak Aquan, Draconic, and Sylvan.

Smite Law (Su): Once per day an Unmade nixie can make a normal melee attack to deal 6 points of extra damage against a lawful foe. If the target was not lawful, then the smiting attempt is wasted.

SQ – Unnatural Adaptation (fast healing 2) (Ex): These Unmade nixies have fast healing 2 while at least waist-deep in water.

Advanced Unmade Nixie, Male: CR 3; Small aberration (augmented fey, aquatic); HD 3d6+6 plus 2d8+4; hp 33; Init +3; Spd 20 ft., swim 30 ft.; AC 14, touch 14, flat-footed 11; Base Atk +2; Grp -3; Atk/Full Atk +1 *ghost touch dagger* +7 melee (1d3 [3]); SA Charm Person, smite law 1/day, phantasmagoric gaze; SQ Amphibious, damage reduction 5/cold iron, darkvision 60 ft, foul senses (tremorsense 60 ft.), gift of unmaking, low-light vision, plague of eyes, water breathing, wild empathy +3; AL CN; SV Fort +3, Ref +6, Will +7; Str 8, Dex 16, Con 14, Int 12, Wis 13, Cha 16.

Skills and Feats: Appraise +1 (+3 paintings), Bluff +8, Craft (painting) +6, Diplomacy +7, Escape Artist +8, Hide +12 (+17 in water), Intimidate +5, Listen +6, Perform (sing) +8, Search +14, Sense

Motive +7, Spot +13, Survival +1 (+3 following tracks), Swim +7, Use Rope +3 (+5 with bindings); Ability Focus (*charm person*), Dodge, Weapon Finesse, Weapon Focus (dagger).

SA – Charm Person (Sp): An Unmade nixie can use *charm person* three times per day as the spell (caster level 4th). Those affected must succeed on a DC 16 Will save or be charmed for 24 hours. This nixie speaks Aquan, Draconic, and Sylvan.

Phantasmagoric Gaze (Su): This nixie has a *phantasmal killer gaze* attack with a range of 30 feet. Like most gaze attacks, it can be suppressed at will. When it's active, each non-Unmade creature within range of a gaze attack must attempt a Will save (DC 16) at the beginning of his or her turn.

Any who make the Will save are immune to this nixie's phantasmagoric gaze for 24 hours. If a creature fails the save it must attempt a Fortitude saving throw (DC 14). If the creature makes the save, it takes 3d6 [10] points of damage and is immune to your phantasmagoric gaze for 24 hours. If it fails, it dies from fear. If it is brought back to life, this nixie's phantasmagoric gaze can only affect it once per 24 hours. Phantasmagoric gaze is an illusion and a phantasm, fear, and mind-affecting effect.

Smite Law (Su): Once per day an Unmade nixie can make a normal melee attack to deal 5 points of extra damage against a lawful foe. If the target was not lawful, then the smiting attempt is wasted.

SQ – Plague of Eyes: This nixie has extra eyes in weird places in his body. He cannot be flanked and gains +8 to Spot and Search checks, but his natural armor is 2 points worse and he suffers a -8 penalty on saves vs. pattern effects.

Possessions: +1 *ghost touch dagger*.

Area 3-4C – Upside Down Room (Chaotic) (EL 6):

The lightstones in this area are not functioning. When the PCs opens the door to this area, read or paraphrase the following:

This 30-foot square chamber is littered with smashed statuary, piles of broken furniture, and shattered clay vessels. The wreckage is near total but a few pieces of furniture appear to have been spared.

Your eyes are quickly drawn to the four occupants of this area. A brutish orc clad in ragged armor with horrid, melted features stands across the room near a stone door. Another orc lurks nearby, and as it turns to face you two additional eyes on long stalks emerge from behind its head and wave in your direction; odder still, another multi-legged orc perches on the ceiling like a huge spider, while a blurred and indistinct form seems to stand on the northern wall.

Lanterns that would normally hang from the ceiling are laying on it as if it were the floor.

This area was once a storage area for falsoom art, furniture, and other goods such as fuel oil. The falsoom abandoned the area once the power of the Axe spread to this room.

Four members of the Heartfeaster tribe are scavenging through the rubbish.

Gravity Wells: Refer to **handout J**. The *Axe of Unmaking* has changed how gravity works in this room. Each of the four walls and the ceiling has its own gravity well, as if it were the floor. The Axe is anything but stable, however, and surfaces lose their gravity adjustment at random intervals (establishing normal gravity on those surfaces for one melee round, i.e., individuals standing on the ceiling or vertical surfaces will fall).

Movement in the room is normal, except that individuals may continue movement up walls or across ceilings (while the gravity alteration is in effect) if desired. Treat any movement crossing a plane (from floor to vertical wall, from vertical wall to ceiling, etc.) as a double-cost (2-square) movement for the first square of the new plane. *For example:* a PC with a 6-square (30-foot) movement allowance beginning 3 squares away from a wall could move to the wall and then continue up the wall 2 squares. No one can charge or run if the chosen path entails crossing from one plane to another (unless they have a feat or class feature that allows charging or running in unusual circumstances, like a duelist's acrobatic charge).

The orcs have been in this room before, and they can charge or run from one plane to another.

The GM should roll 1d10 on the table below at the beginning of each round to determine if gravity changes that round [2, 10, 7, 3, 7, 6, 3, 5, 7, 1]. Each disruption only lasts for 1 round.

1d10	Gravity Effect
1-4	(No change)
5	Floor loses gravity
6	North wall loses gravity
7	South wall loses gravity
8	East wall loses gravity
9	West wall loses gravity
10	Ceiling loses gravity

Falling Down: Anyone standing on a surface that loses gravity will fall to the opposite surface (floor falls to ceiling, east wall falls to west wall, etc). Creatures take 1d6 [3] points of falling damage per 10 feet they fall, but a DC 15 Tumble or Jump check can reduce that damage. Creatures with a climb

speed may make a DC 10 Reflex save to cling to the affected surface.

Since the room is square, it should be easy to determine what opposite squares falling characters and objects land in (the map of this room is exploded and squares are labeled in grids). This means individuals occupying the target square are risk of being struck by falling objects (or PCs!). For sake of simplicity, treat every falling object (regardless of what it actually is) as a bludgeoning attack +5 melee (3d6 [11] damage/x2).

Tactics: The Unmade orcs have taken shelter here and are mainly interested in scavenging useful items, and they will murder the PCs to steal weapons, armor, food, and magic items. They fight fearlessly as long as Volghak is alive; if he dies, any survivors try to flee out the door to area 3-4. If worst comes to worst, they fight and give no quarter rather than parley or surrender.

Volghak (marked V on the map) is the informal leader of this group, commanding through brute force and cruelty. This great orc's features are hideous; his face resembles melted wax, with his ears being barely perceptible and his nose appearing as no more than two slits above a jagged-toothed mouth. Volghak's forearms give the impression of having been melted together into a great stump, akin to a massive fist.

Volghak is relatively smart for an orc, and his size and unmakings give him great physical strength. Unfortunately, his mind has been strained by the incredible power of the Axe, and he is beginning to lose touch with reality. Volghak fully expects to one day usurp Raknulz (a grand delusion that will probably come to a quick end the day he attempts it). He does not climb the walls of this room, preferring instead to stay "grounded" and charge enemies (especially any who fall near him).

Surosk (marked S on the map), in contrast, prefers to lurk on the ceiling and uses ranged attacks on intruders, while relying on his increased speed to stay comfortably out of reach. Gartath and Kalrish (marked G and K, respectively) are simple brawlers and will engage the PCs directly, attacking fearlessly and relentlessly. Kalrish will use his *detect law* ability to target victims suitable for *smite law* attacks and will communicate this information to his clan-mates.

Volghak, Unmade orc War6: CR 3; Medium aberration (augmented humanoid); HD 2d8+4 plus 6d8+12 plus 3; hp 55; Init -1; Spd 30 ft.; AC 14, touch 9, flat-footed 14; Base Atk +7; Grp +12; Atk slam +12 melee (1d8+7 [10]); Full Atk slam +12/+7

melee (1d8+7 [10]); SA Club hands, smite law 1/day; SQ Darkvision 60 ft., gift of unmaking, light sensitivity, unnatural adaptation (resilient); AL CE; SV Fort +7, Ref +1, Will +5; Str 20, Dex 9, Con 15, Int 8, Wis 7, Cha 4.

Skills and Feats: Intimidate +8; Improved Natural Attack (slam), Iron Will, Skill Focus (Intimidate), Toughness.

SA – Club Hands (Ex): Volghak's hands have been fused into a single fleshy club. He can strike with this club as if using a weapon, gaining his normal amount of iterative attacks with a full attack action.

Smite Law (Su): Once per day Volghak can make a normal melee attack to deal 8 points of extra damage against a lawful foe. If the target was not lawful, then the smiting attempt is wasted.

SQ – Unnatural Adaptation (Resilient) (Ex): This orc has a +4 bonus to Fortitude and Reflex saves.

Possessions: Sack holding foodstuffs, scarab of feather falling, studded leather armor.

Gartath, Unmade orc War2: CR 2; Medium aberration (augmented humanoid); HD 1d8+2 plus 2d8+4; hp 19; Init +0; Spd 30 ft.; AC 14, touch 10, flat-footed 14; Base Atk +2; Grp +5; Atk/Full Atk falchion +5 melee (2d4+4 [9]/18-20) or light crossbow +2 ranged (1d8 [4]/19-20); SA Smite law 1/day; SQ Darkvision 60 ft., gift of unmaking, light sensitivity, translucent skin; AL CE; SV Fort +5, Ref +0, Will +0; Str 17, Dex 11, Con 14, Int 8, Wis 7, Cha 4.

Skills and Feats: Jump +6; Point Blank Shot, Precise Shot.

SA – Smite Law (Su): Once per day Gartath can make a normal melee attack to deal 3 points of extra damage against a lawful foe. If the target was not lawful, then the smiting attempt is wasted.

SQ – Translucent Skin (Ex): Gartath has partially transparent skin, which grants concealment as the blur spell. A true seeing spell will counter-act the effect.

Possessions: Falchion, light crossbow and (18) quarrels, studded leather armor, wineskin, rucksack holding foodstuffs.

Surosk, Unmade orc War2: CR 2; Medium aberration (augmented humanoid); HD 1d8+2 plus 2d8+4; hp 17; Init +4; Spd 35 ft.; AC 13, touch 10, flat-footed 13; Base Atk +2; Grp +5; Atk/Full Atk heavy mace +5 melee (1d8+3 [7]) or javelin +3 ranged (1d6+3 [8]); SA Smite law 1/day; SQ Darkvision 60 ft., extra normal appendages, gift of unmaking, light sensitivity; AL CE; SV Fort +5, Ref +0, Will +1; Str 17, Dex 11, Con 14, Int 10, Wis 8, Cha 4.

Skills and Feats: Climb +7, Listen +3, Spot +3;

Improved Initiative, Weapon Focus (javelin).

SA – Smite Law (Su): Once per day Surosk can make a normal melee attack to deal 3 points of extra damage against a lawful foe. If the target was not lawful, then the smiting attempt is wasted.

SQ – Extra Normal Appendages (Ex): Surosk has two extra legs that add 5 feet to his base speed..

Possessions: Heavy mace, javelins (6), leather armor, wineskin, rucksack holding foodstuffs.

Kalrish, Unmade orc War2: CR 2; Medium aberration (augmented humanoid); HD 1d8+2 plus 2d8+4 plus 3; hp 22; Init -4; Spd 30 ft.; AC 14, touch 10, flat-footed 14; Base Atk +2; Grp +5; Atk/Full Atk falchion +5 melee (2d4+4 [8]/18-20) or javelin +2 ranged (1d6+3[5]); SA Smite law 1/day; SQ Darkvision 60 ft., foul senses, gift of unmaking, light sensitivity; AL CE; SV Fort +4, Ref +0, Will +1; Str 17, Dex 11, Con 14, Int 8, Wis 8, Cha 4.

Skills and Feats: Swim +5; Power Attack, Toughness.

SA – Smite Law (Su): Once per day Kalrish can make a normal melee attack to deal 3 points of extra damage against a lawful foe. If the target was not lawful, then the smiting attempt is wasted.

SQ – Foul Senses (Ex): Kalrish's eyestalks grant him the use of *detect law* at will, but he suffers a -4 penalty to initiative.

Possessions: Falchion, javelins (2), studded leather armor, wineskin, rucksack holding foodstuffs.

Area 3-5 – The River of Metal (EL 7): The PCs emerge from the Alignment Encounter (either area 3-4A, 3-4B, or 3-4C) at the area marked BEGIN on the bank of a metallic river, a molten runoff from the very substance of the *Axe of Unmaking*. Read or paraphrase the following:

You have found the shore of a strange river. The liquid has a metallic silver quality, slow-moving like mercury. It glides slackly away from an area of great turbulence. Torrents of fire gutter along its surface and sparks fill the air. The walls are incandesced like dazzling white flame, and the sound of a great axe-stroke reverberates in your ears. You see no ceiling, only endless dark for miles above your heads.

Scattered along the shore's edge are four empty corpse-shells, clearly once belonging to the inhabitants of the Palace. The shells are highly decorated with mystical diagrams and runes.

You have the unsettling feeling that you've traveled a very great distance; much farther than you've actually walked.

If the party approaches the shore or shells, read or paraphrase the following:

As you approach, four ghosts manifest, each one assuming the shape of a turtle-man. They are naked, standing before the empty shells they once bore in life. Each hangs his head low.

One of the ghosts is Gromorg, who bore the *Ribbon of Law* during the final expedition to seal the Axe. The ghost of Gromorg initially attempts to communicate in Falsoom, but it can also speak Draconic, Orc, Sylvan, and Giant. The ghosts will flee if attacked, and Gromorg will plead with the PCs to stop, changing languages until he gets to one someone knows.

Gromorg's Plea: If the party speaks to Gromorg, read or paraphrase the following:

The ghost still refuses to look you in the eyes, "We were the Chosen Ones to speak the Word of binding. We have failed in our duty to seal the Axe. We are shamed and shall be forever until our task is finished."

If the party has not yet learned much of the history of the Palace in the Wastes, Gromorg can fill them in, although he is unaware of the existence of the Hand of Cadixtat. Use the dialog given for Korok in area 2-7 as a guide, except that Gromorg's mind is less addled than Korok's, and he remembers where all three parts of the Protection Ritual are located and where all three artifacts are found.

If the PCs agree to use the Word on the Axe, Gromorg tells them about the treasures hidden in the shells, including the *Ribbon of Law*, one of three minor artifacts containing the Word of binding (see **Ring, Rod, and Ribbon**, above). Gromorg will tell the party what each item does.

"In that shell, there, which once was mine, is the Ribbon of Law...a simple thing that contains a word crafted by my master, Korok. You will know the word when you wind it 'round your arm...but putting it on may change your way of thinking...I cannot say..."

"Those two shells contain items that will undo some of what the Axe is capable of inflicting on you, lifting a curse or restoring your flesh from stone."

"Inside the last shell is a box. Speak the word 'albool' and it will turn into a small boat; reverse the word and it will turn back to a box. The boat was crafted to be immune to the River of Metal."

If the party needs to be convinced that sealing the

Axe is the right thing to do, Gromorg will not understand. To him, it is a great lie that Chaos represents freedom. From Gromorg's perspective, those who are driven by the apparently random events of life are slaves to a world of everyday consciousness. Those rare, willful individuals who master the uncertainty of their destiny can swim as freely as a fish in the river of chaos. For Gromorg, true freedom is the reward of discipline, the product of precision, and the goal of stability.

When the PCs are ready to continue, Gromorg will address them a final time if they have agreed to help him. Read or paraphrase the following:

"You are now at the bottom of Axecleft Ravine. This pollution is a conduit to three domains. Your raft can visit each of them, and there is benefit to be gained. The most disciplined among you, the one most alike to Teleus, shall direct the craft with his will."

"To the right is where we used to store the purest water, the last to fall as rain in the Waste. Sip it, and it will protect you from the Axe."

"To the left, Raknulz the Render, chieftain of the Heartfeaster orcs, prepares himself for an assault on Yephaiel. He bears a weapon designed specifically to slay the brightguard, but he will not surrender it to you willingly."

"In the center is the geyser. Take it up and you will be delivered to Yephaiel's bulwark."

"If you best Yephaiel you will win to the Well of the Axe. There is a golden rostrum...ascend its stairs to find an altar with three mandalas. Touch the designs while bearing the artifact whose image floats above it and you will be able to speak the Word of binding. If you bear more than one artifact, then each of you should touch the proper mandala...this will speed the speaking of the Word, which is more than mere consonants and air. We wish you success."

The falsoom then fade from view, leaving you alone on the shore.

Gifts of the Fallen: There is one item inside each of the four falsoom shells; unless the party has been directed by Gromorg, it requires a DC 13 Search check to locate each item: a jar of *stone salve*, a divine wand of *remove curse* (CL 11, 1 charge remaining), a modified *folding boat*, and the *Ribbon of Law*. The wand was taken from the left statue in area 3-1A.

The falsoom, being naturally able to swim, did not understand ship-craft as well as most races, so



their *folding boat* can only take the form of a simple raft. This raft will only function on the River of Metal; it is unsuitable as an actual water-going craft.

Folding boat: Hardness 5, AC 21, resistance to fire 2, 40 hp. Occupies a 10-foot space (4 squares). Weighs 2 lbs as a box.

Piloting the Raft: The PC with the closest alignment to Lawful Neutral is designated as the pilot [for the tournament, the order of precedence is: Lerenev LN, Ulfsek LG, Issele N, Kaila NG, Lánderon CN, Rella CN]. The chosen PC is aware of his or her responsibility and knows how to pilot the raft. This requires the pilot to spend a standard action to make a DC 10 Wisdom check. A successful check indicates that the raft moves 40 feet in the desired direction (moving downriver is no easier than upriver due to the chaotic nature of the flow). Failure means the raft moves 10 feet in a random direction (roll a d8, as for grenade-like weapons). Non-chaotic characters may add their Wisdom modifier to the pilot's next Wisdom check by taking a standard action.

Hazards (CR 2): Due to the intense reflected light of the river, PCs are dazzled (-1 penalty on attack rolls, Search checks, and Spot checks) for the duration of the encounter. The lightning quasi-elemental and fire elemental that lurk in the area are not

affected and receive a +10 circumstance bonus on Hide checks. The deafening sound of the area causes spells with verbal components to miscast 25% of the time.

The liquid that makes up the river is highly poisonous (Contact, Fortitude DC 14, initial and secondary damage 1d4 [1] Dex damage). The surface of the River of Metal is considered rough water, so it requires a DC 15 Swim check to swim in it, but the liquid is also quite dense. This density means that characters are buoyant, receiving a +5 bonus to Swim checks, and do not go under if they fail a Swim check by 5 or more.

While journeying on the river, there are three terrain-based obstacles with special rules:

Flaming squares: Anyone who enters a flaming square suffers 1d6 [5] points of fire damage. The raft is immune due to its hardness and resistance.

Turbulent squares: Entering a turbulent square requires each of the raft occupants to make a DC 10 Balance check or be tossed overboard. The overboard character is placed into a square of the player's choice adjacent to the raft. Turbulent squares are readily apparent to the PCs from any distance. It requires a DC 10 Strength check to get back into the raft.

Whirlpool squares: Entering a whirlpool square ends the movement of the raft (or swimmers) for the turn. Moving the raft away from a whirlpool square requires a DC 15 Wisdom check (instead of the normal DC 10). Swimming in a whirlpool square imposes a -10 circumstance penalty on Swim checks. Each round in which the raft ends its movement in a whirlpool square it takes 1d6 [4] points of damage, ignoring hardness. There is no extra damage applied to swimmers in a whirlpool square.

If the PCs choose to investigate upriver, the river follows an endless course and all squares are considered turbulent squares. When the party reaches the fork, read or paraphrase the following:

Here the river forks into three branches. The first branch deviates to the left; the currents in this direction are streaked with liquid fire. The middle terminates abruptly, and a terrific geyser of liquid rises up from it, like a waterfall plunging hundreds of feet into the air and crashing upon a distant floating platform. The third branch deviates to the right; it is full of bubbling acid, squirming intestines, and the half-digested parts of strange creatures. In the middle of the intersection rises a blazing column of white fire. You detect an evil, alien malevolence in its glowing shape.

The fire-column is really a vengeful Unmade Medium fire elemental, released into the world when the *Axe of Unmaking* struck the earth. It is the main source of the blazing light in the tunnels. If the creature is slain, the dazzling hazard is immediately ended.

Development: One Unmade Small lightning quasi-elemental and one Unmade Medium fire elemental lurk on the river. Both of these creatures were unleashed upon the river when the *Axe of Unmaking* originally fell (these creatures represent the incarnate spark and flame of the axe-stroke). Their starting positions are near point F on the area map. Once the fire elemental is defeated, the PCs are free to go between areas 3-6, 3-8, and 3-7 without further incident (though returning from area 3-8 entails a fall from a height of 200 ft.).

Tactics: The lightning quasi-elemental begins the encounter hidden in a flaming square, as indicated by the map (it has fire resistance 10). This grants the quasi-elemental concealment (20% miss chance). If possible, the quasi-elemental will generate electricity globes before making flyby attacks. Note that a globe will discharge when the raft approaches to within 5 feet, affecting the closest occupant (the raft is immune due to its hardness). Following any attack made by the creature, it uses

its unnatural adaptation (*dimension door*) as a free action to teleport to a nearby flaming square and Hide (+14 on the Hide check, including the circumstance bonus for hiding in a flaming square), renewing the attack the following round. The creature hovers above the river at all times, never going below the surface.

The fire elemental will not attack until the raft reaches the fork (by crossing the barrier of turbulent squares). Note that the river does not pose an impassable barrier to the fire elemental; the creature treads effortlessly upon the surface using its base land speed. The fire elemental will attack PCs at random in an outburst of insane fury.

Neither Unmade elemental will pursue the PCs into any of the other encounter areas unless they are attacked from afar.

Unmade Lightning Quasi-Elemental: CR 5; Small aberration (augmented outsider, air); HD 1d8+1 plus 6d8+6; hp 39; Init +4; Spd fly 60 ft. (perfect); AC 19, touch 15, flat-footed 15; Base Atk +6; Grp +2; Atk/Full Atk slam +11 melee (1d6 electricity [3]); SA Electricity, globe, smite law 1/day; SQ Damage reduction 5/—, darkvision 60 ft., elemental traits, gift of unmaking, immunity to electricity, resistance to fire 10 and acid 10, unnatural adaptation (*dimension door*); AL CE; SV Fort +6, Ref +9, Will +7; Str 10, Dex 18, Con 12, Int 4, Wis 11, Cha 9.

Skills and Feats: Listen +5, Spot +5; Dodge, Flyby Attack, Weapon Finesse.

SA – Electricity (Ex): A lightning quasi-elemental is composed entirely of electricity and deals electricity damage each time it hits. A creature striking the lightning quasi-elemental unarmed, or a creature striking the lightning quasi-elemental with a weapon take this same electricity damage each time an attacks hits. Metallic creatures or creatures using metal weapons take an extra 1d6 [3] points of electricity damage each time one of their attacks hits.

Globe (Ex): As a standard action, a lightning quasi-elemental can discharge 6 globes of electricity once per round. Globes hover 1 foot from the quasi-elemental and move with the creature, occupying the same space. An opponent that moves within 5 feet of a globe discharges it and takes 1d6 [4] points of electricity damage (Reflex save DC 14 for half). Once a globe discharges, it is destroyed and a lightning quasi-elemental cannot recreate it for 4 hours.

Smite law (Su): Once per day an Unmade lightning quasi-elemental can make a normal melee attack to deal 7 points of extra damage against a lawful foe. If the target was not lawful, then the smiting attempt is wasted.

SQ – Unnatural Adaptation (dimension door) (Su): The Unmade lightning quasi-elemental is not vulnerable to water like its normal counterparts. Instead, it can teleport, as *dimension door* (caster level 7th), once per round as a free action. The ability affects only the quasi-elemental, which never appears within a solid object and can act immediately after teleporting.

Unmade Medium Fire Elemental: CR 4; Medium aberration (augmented elemental, fire, extraplanar); HD 1d8+3 plus 4d8+12; hp 40; Init +7; Spd 50 ft.; AC 17, touch 13, flat-footed 14; Base Atk +3; Grp +4; Atk/Full Atk slam +6 melee (1d6+1 [5] plus 1d6 [4] fire); SA Burn, smite law 1/day; SQ Darkvision 60 ft., elemental traits, gift of unmaking, immunity to fire, unnatural adaptation (fast healing 5); AL CE; SV Fort +4, Ref +7, Will +3; Str 12, Dex 17, Con 16, Int 4, Wis 11, Cha 9.

Skills and Feats: Listen +3, Spot +5; Dodge, Improved Initiative, Mobility, Weapon Finesse.

SA – Burn (Ex): A fire elemental's slam attack deals bludgeoning damage plus fire damage from the elemental's flaming body. Those hit by a fire elemental's slam attack also must succeed on a Reflex save (DC 15) or catch on fire. The flame burns for 1d4 [3] rounds, doing 1d6 [4] points of damage per round. A burning creature can take a move action to put out the flame.

Creatures hitting a fire elemental with natural weapons or unarmed attacks take fire damage as though hit by the elemental's attack, and also catch on fire unless they succeed on a Reflex save (DC 15).

Smite Law (Su): Once per day an Unmade Medium fire elemental can make a normal melee attack to deal 5 points of extra damage against a lawful foe. If the target was not lawful, then the smiting attempt is wasted.

SQ – Unnatural Adaptation (fast healing 5) (Su): The Unmade fire elemental is not vulnerable to cold like other fire-based creatures. Instead, it draws endless fuel from the metallic river and gains the benefit of fast healing 5.

Taking the Geyser: If the PCs decide to head to the geyser, read or paraphrase the following:

The raft remains steady despite its fragile appearance. About 200 feet in the air above you, a large platform levitates without any visible suspension. From its underside, you see that a large staircase connects the main platform to a small landing, where this geyser will deposit you. On the other side of the platform, another staircase reaches up to empty space. The geyser repeats its pattern of firing and then falling about every 30 seconds.

They will arrive at Yephaiel's Bulwark, area 3-8. It takes three rounds to ascend the geyser, which is on a 6 round cycle between firing and not firing.

Area 3-6 – Blood of Cadixtat (EL 6): When the party enters this area, read the following:

Your raft follows the River of Metal until it enters a large cavern. An island sits in the middle of the expanse, its only feature a weird cave apparently formed of melted stonework. You recognize the now-familiar architecture of the falsoom – a pillar here, part of a mural there – but it has all been congealed into a sad mound of stone. From the cave's mouth issues a guttering light, as if from a low fire.

You find it disorienting to move around in this area. Distances seem to fluctuate, as if your depth perception were askew.

Warped Space: The Axe has warped the spatial dimensions of this area. Any creature with an Intelligence of 3 or higher must make a DC 16 Will save every hour they are in this area, starting immediately. If they succeed, they may act as normal. If they fail, the distance they are able to move (as measured in squares) is randomized for that hour. The raft the PCs ride is unaffected by this condition, even if the person controlling it is.

Creatures failing the save may move one square plus an appropriate die roll. The appropriate die has as many sides as number of squares the creature moves normally, rounded down to the nearest die. For example, a character with a speed of 30 ft moves 6 squares normally, and therefore would roll 1d6+1 to determine his or her maximum squares of movement this turn. A high level monk with a speed of 55 ft. moves 11 squares normally. This would round down to d10, so the monk's player would roll 1d10+1 to determine the monk's maximum squares of movement this turn. Creatures may only charge or perform other maneuvers if they have sufficient movement to do so.

Creatures may always take a 5-foot adjustment step without penalty.

Ranged attacks and spells are unaffected by this effect.

This is a chaos effect. Note that warped space only applies to squares of movement; other actions that are also move actions (such as drawing a weapon or retrieving stored items) are unaffected.

The roof of the main chamber is 20 feet high. When the party can see into the main chamber, continue:

The rough stone walls of this cavern are

scorched and burned, leaving the rock misshapen and melted. The cavern's size is not easy to judge; a trick of the light adds armies of moving shadows to the uneven and craggy walls. This flickering light comes from a pool in the opposite end of the cavern. You hear it lapping at the shore with the heavy gurgle of a vile sludge.

Crouched by the pool's edge, with his back toward you, is an enormous orc cupping the foul waters, as if drinking. With each gulp of the foul ichor, his form trembles and bulges race beneath his gnarled, viridian skin. His thirst slaked, he grasps the morningstar at his side and with a howl beats his tarnished and battle-dented breastplate as he stretches to his full height of over 11 feet. You see that his throat is blackened and strangely distended.

This is Raknulz the Render, chief of the Heartfeaster clan of orcs. He is preoccupied by what is happening to his body (see below) and doesn't notice the party. They have one round to act before he turns to leave this area, possibly spotting them. The vile fluid is the polluted blood of the demigod Cadixtat, spilled when his hand was severed. The Heartfeasters have gathered all of it they could find here in parody of the falsoom's basin of Purest Water (area 3-7B).

When he notices the party, read below:

Spying the company, he shouts his challenge in sputtered Common, "Who come drink the sacred blood?!? Only Raknulz drink! Raknulz best and chief of orcs! Me thump all want drink blood!"

Development: Raknulz (marked R on map) is preparing himself for an assault against Yephaiel, anticipating that Luk'org will soon bring him the Key of Yephaiel (see area 3-2). Having imbibed a dose of the blood he has received a 3-point drain to his Intelligence and a 3-point bonus to his Dexterity (already included in the statistics, see below). In this hindered state, he takes no time to consider the actual motives of any who have entered his domain; he simply attacks.

The Blood: Any creature occupying or moving through any square partially covered by the pool of blood must make a DC 13 Reflex save or be exposed to it. Any creature that begins its round in a square filled with the blood, or any creature that moves through any such square, is automatically considered exposed. The shaded squares are deep enough that creatures of Large size or smaller can submerge completely (Swim DC 10). A creature can

be exposed to the blood several times in a given round, but can only be affected by the blood once per round (once the first save is failed, ignore further exposures that round).

A creature exposed to the Blood of Cadixtat must make a DC 15 Fortitude save or take 1d4 [2] points of ability drain from one randomly determined ability score and receive a permanent blood bonus to a different, randomly selected ability equal to the damage taken [Wis/Dex, Wis/Int, Int/Con, Cha/Str, Str/Cha, Cha/Wis, Dex/Str, Wis/Dex, Con/Int, Str/Wis]. All blood bonuses stack. Creatures can restore all their ability points to normal with a *remove curse* spell cast by an 11th level caster. This is a chaos effect.

Any creature fully submerged in the blood must make a DC 20 Will save or shift its alignment one step towards chaotic. Chaotic creatures must make a DC 20 Fortitude or die in a bliss of chaotic apothecosis. Both of these are chaos effects.

Tactics: On his initial round, Raknulz will use his change size special quality to become Huge, and then try to move until he can reach the nearest PC. On his first turn after taking damage, Raknulz will rage. Each round he will attack the nearest PC, unless he is raging and there is a PC between him and any part of the pool of blood, in which case he will attempt to bull rush the PC, pushing his target as far as he can into the pool.

If his rage ends before he is dead, or if he drops below 10 hit points, Raknulz will wish to embrace his god and hurl himself into the pool where his body will be rent and sundered by the pure chaos (voluntarily failing his Fortitude save).

Shellcracker: This is a Large +1 *anarchic, lawful outsider bane morningstar*. *Shellcracker* is worth 32,316 gold.

Raknulz the Render, Unmade Orc Brb3: CR 6; Huge aberration (augmented humanoid); HD 3d12+15 plus 3d8+15; hp 74; Init +2; Spd 40 ft.; AC 20, touch 9, flat-footed 20; Base Atk +5; Grp +22; Atk/Full Atk *Shellcracker* +13 melee (3d6+10 [21] plus 2d6 [5] against lawfully-aligned creatures plus 2d6 against lawful outsiders); Space/Reach 15 ft./15 ft.; SA Fetid breath, smite law 1/day; SQ Darkvision 60 ft., fast movement, gift of unmaking, illiteracy, light sensitivity, rage 1/day, trap sense +1, uncanny dodge, unclean growth, unnatural adaptation (change size); AL CE; SV Fort +8, Ref +2, Will +3; Str 28, Dex 12, Con 20, Int 5 (8), Wis 8, Cha 10.

Skills and Feats: Climb +11, Intimidate +6, Jump +15, Listen +1, Spot +0; Ability Focus (fetid breath), Power Attack, Improved Bull Rush.

SA – Fetid Breath (Su): Three times per day Raknulz can breath a 15-foot cone of rancid gas. All living creatures within the cone must make a DC 21 Fortitude save or be dazed for 1d6 [1] rounds. Raknulz can use his breath weapon once every 1d4 [3] rounds.

Rage (Ex): Once per day, Raknulz can enter a state of fierce rage that last for 10 rounds. The following changes are in effect as long as he rages: AC 18 (touch 7, flat-footed 18); hp 86; Atk *Shellcracker* +15 melee (3d6+12 plus 2d6 against lawfully-aligned creatures plus 2d6 against lawful outsiders); SV Fort +10, Will +5; Str 32, Con 24; Climb +13, Jump +17. At the end of his rage, Raknulz is fatigued for the duration of the encounter.

Smite Law (Su): Once per day Raknulz can make a normal melee attack to deal 6 points of extra damage against a lawful foe. If the target was not lawful, then the smiting attempt is wasted.

Possessions: *Shellcracker*, breastplate.

Area 3-7A – Gastro Intestinal Terminal (EL 6): When the party approaches this area, read the following aloud:

Your strange raft touches a horrid shore. The walls, floor, and ceiling of this cylindrical hallway are made from a rubbery, pinkish fleshy substance; a clear, viscous fluid seeps out from small pores found on the walls, floors, and ceiling. The corridor looks like it narrows ahead.

The hallway (starting at X) is made of actual muscle grown over falsoom stonework. The hallway narrows and creates a disturbing swallowing effect when traversed by the characters. Medium sized characters are forced to crawl if they wish to make their way up the hallway. Once a character has passed the point in the hallway where the “muscle contractions” take place, the hallway will initiate a grapple check (DC 25). Failure to beat the corridor’s check will result in characters being squeezed 10 feet per round down the corridor; a successful grapple check allows the character to resist being “swallowed” down the hallway. Players may attempt a DC 30 grapple check to move back up the hallway at half their movement. Characters that use piercing weapons or pitons in an effort to avoid being swallowed receive a +4 circumstance bonus to their grapple check.

When the party enters the chamber, read or paraphrase the following:

The disturbing peristaltic muscle action of the hallway forces you into large, irregular shaped room made up of the same rubbery flesh-like material found in the hallway. A glutinous,

syrupey fluid puddles along the floor and seeps intermittently from small red-rimmed geysers spread throughout the room. At the far end of the room an ulcerous mound of flesh rises like an abscessed pustule from the surrounding flesh of the floor.

Standing astride the mound is a creature that might be an ogre, but its flesh seems porous and glistens unnaturally. Dozens of eyes blink and stare from its hide, at least what of it you can see beneath its armor. A single word in the Orc language is carved into its forehead. The monster greets you with a roar of fury, hoisting a javelin longer than you are tall. This action makes the cruel, barbed spiked chain on his belt rattle.

Development: The Hand of Cadixtat is using the *Axe of Unmaking* to try to grow itself a new body using the structure of the Palace as its bones. Although it hasn’t finished yet, this area is essentially the Hand’s new stomach. The floor here counts as uneven flagstone (see below) for the purpose of movement.

Sitting atop his ulcerous throne is Bullba, an Unmade ogre barbarian who once served the Heartfeaster clan, but contested Raknulz for leadership and lost (although, with his feat, he would be a better leader). Bullba has been exiled here to “feed the master” but he’s figured out if he stays still he won’t be digested, and if he stays quiet the dragon next door won’t kill him. Bullba, however, is bored and itching for a fight. The word in Orc is “fool.”

Shaviss, an Unmade very young black dragon lives in the next room (area 3-7B). He was hatched near here, and, being immune to the acid of the Wastes, rather enjoyed life until he decided to check out the Palace. Entering through a crack at the bottom of Axecleft Ravine, Shaviss was quickly tainted by the Axe. Now it hurts for Shaviss to move (thanks to his scabrous hide) and he wants to get out, but can’t remember how.

Characters who defeat Bullba and/or Shaviss can exit the room through the peristaltic passage to the south or go back the way they came. The walls of this southern hallway are also made of actual muscle, which narrows and creates a disturbing swallowing effect when traversed by the characters. This functions identical to the hallway to Part A, above, but the peristaltic action forces the characters into area 3-7B.

Uneven Flagstone: A DC 10 Balance check is required to run or charge across the surface. Failure means the character can’t move in this round.

Acid Geysers: The geysers that are evenly distributed throughout the room react to pressure near them. If they sense it, they spray a digestive acid. Each 10 feet of movement in this room triggers such an attack. Thus a character that charges 40 feet would be subject to 4 separate acid geyser trap attacks. There are too many geysers to easily disable.

Acid Geyser Trap: CR 2; magic device; proximity trigger (any fleshy creature passing within 5 feet of geyser); automatic reset; Atk +2 ranged touch; (1d4 [1] acid/round for 2 rounds); Search NA; Disable Device NA. Cost: NA.

Enter the Dragon: Two rounds after the PCs begin combat with Bullba, Shaviss the Unmade dragon will come barreling out of the passage to the south. Shaviss is very upset because he was counting his horde and the sounds of the fight made him lose his place. Once Bullba is killed, any PCs who can speak Draconic could easily convince Shaviss to leave them alone, if they promise to leave. Shaviss won't even demand any kind of recompense or a bribe.

When Shaviss appears, read or paraphrase the following:

With a roar, a black dragon the size of a large dog emerges from the southern passage. An unusual specimen of its race, this wyrm has an oversized jaw that oozes dark acid. Painful-looking scabs and lesions mark this wretch's scaly hide. It bellows in frustration, and you feel fear begin to gnaw at your resolve.

Tactics: Bullba (marked B on map) will remain atop his ulcer and throw javelins at the party, hoping to make them close the gap and run through the acid geysers. Faced with a barrage of arrows he will drink his *protection from arrow* potion. Once the party is about to come within range (15 feet) of his +1 *vicious spiked chain*, he will drop the javelins and engage them in melee, hoping to gain attacks of opportunity as the party closes. If Bullba is atop his ulcer, he gains +1 bonus to attack rolls for higher ground.

An intelligent party will recognize the danger of closing for melee combat with Bullba; in the event the party you are refereeing is intelligent, please note that Bullba is not. Bullba will stay atop the ulcer, refusing to change his tactics unless it becomes painfully obvious that the party is not going to close for melee combat.

Shaviss is equally ill tempered and stupid. He will not work cooperatively with Bullba in any way, and if no better targets present themselves, will attack

the ogre. Similarly, he won't hesitate if he can catch the PCs in his breath weapon and Bullba happens to be in the way. Shaviss will enter the area on his initiative during round 2. His starting position is marked X on the map. Shaviss will try to stay at range from the PCs, using his breath attack every chance he gets and alternating that with his bite. If the PCs close, Shaviss will not hesitate to enter melee, striking at adjacent foes with his claws, while biting distant enemies.

Bullba, Unmade Ogre: CR 4; Large aberration (augmented giant); HD 6d8+24; hp 52; Init -1; Spd 40 ft.; AC 12, touch 8, flat-footed 12; Base Atk +4; Grp +13; Atk/Full Atk +1 *javelin* +3 ranged (1d8+6 [10]) or +1 *vicious spiked chain* +9 melee (2d6+7 plus 2d6 [18]) and (1d6 [4] to Bullba); Space/Reach 10 ft./10 ft. (15 ft. with spiked chain); SA Smite law 1/day; SQ Damage reduction 5/-; darkvision 60 ft., gift of unmaking, low-light vision, plague of eyes, spongy hide; AL CE; SV Fort +8, Ref +0, Will +6; Str 21, Dex 8, Con 18, Int 6, Wis 10, Cha 4.

Skills and Feats: Climb +6, Listen +3, Search +6, Spot +12; Exotic Weapon Proficiency (spiked chain), Iron Will, Leadership.

SA – Smite Law (Su): Once per day Bullba can make a normal melee attack to deal 6 points of extra damage against a lawful foe. If the target was not lawful, then the smiting attempt is wasted.

SQ – Plague of Eyes (Ex): Bullba has +8 circumstance bonus to Search and Spot and cannot be flanked.

Spongy Hide (Ex): Bullba's natural armor bonus has been reduced to +0, but he has gained damage reduction 5/-.

Possessions: +1 *hide armor*, +1 *javelin* (6), +1 *vicious spiked chain*, *potion of protection from arrows* (10/magic) (CL 3rd).

Shaviss, Unmade Very Young Black Dragon: CR 4; Small Aberration (Augmented Dragon); HD 7d12+21 plus 2d8+6; hp 77; Init +3; Spd 60 ft., fly 100 ft. (average), swim 60 ft.; AC 19, touch 10, flat-footed 19; Base Atk +8; Grp +6; Atk bite +12 melee (1d6+2); Full Atk bite +12 melee (1d6+2) and 2 claws +9 melee (1d4+1); Space/Reach 5 ft./5 ft. (10 ft. with bite); SA Breath weapon, smite law 1/day; SQ Blindsight 60 ft., darkvision 120 ft., horrid presence, immunity to acid, gift of unmaking, low-light vision, reach beyond reason (bite), water breathing; AL CE; SV Fort +8, Ref +4, Will +8; Str 14, Dex 8, Con 16, Int 8, Wis 11, Cha 5.

Skills and Feats: Hide +13, Knowledge (dungeoneering) +11 Listen +12, Search +9, Spot +12, Survival +0 (+2 following tracks, +2 underground), Swim +10; Alertness, Improved Initiative, Multiattack, Weapon Focus (bite).

SA – *Breath Weapon* (Su): 40-foot line, 4d4 [8] acid damage, DC 17 Reflex half, usable every 1d4 [2] rounds.

Smite Law (Su): Once per day Shaviss can make a normal melee attack to deal 9 points of extra damage against a lawful foe. If the target was not lawful, then the smiting attempt is wasted.

SQ – *Horrid Presence* (Su): Shaviss radiates fear (mind-affecting effect). Any non-Unmade that comes within 30 feet of him must make a DC 17 Will save or be shaken. Shaviss' flesh is scabrous and it hurts when he moves; his Dexterity has been reduced by 2 points.

Reach Beyond Reason (Ex): Shaviss' bite attack has 10-foot reach, but he cannot target enemies adjacent to it with this attack.

Area 3-7B – Purest Water (EL 5): When the party approaches this area, read the following aloud:

Falling through a hole set a few feet higher in the wall than the floor, you arrive in a strange room made almost entirely of a spongy reflexive material. A large work of iron carved to resemble the Palace stands at the far end of this horrid place. It is the only spot in the floor, walls, or ceiling that is not covered in quivering, organic matter. Coins glisten in the northwest corner of this room. About half are stacked neatly, the other half are in a pile.

When the PCs move close enough to examine the basin, give the players **handout K** and read or paraphrase the following:

The piece of metalwork is a scale model of the Palace, as it would be seen from a bird on wing, if any still lived in the Wastes. There is one significant difference, however. The portico where you first took shelter from the acid rain is missing its roof, and in place of the carved support columns are thin metal rods. Several delicately carved stone tubes are laying in a jumble on the roof of the Palace's central shaft. They look as if they would slide on the metal tubes.

There is some writing in what you recognize as Falsoom script on the portico's base.

Development: This area was once one of the holiest places in the Palace. The last real rainwater that ever fell in Achsfel Waste was gathered here and sanctified. Sipping some of this axiomatic water will inure the PCs against chaotic magic and effects (see **The Protection Ritual**). The lid to the basin, however, is sealed shut and won't open unless the model is assembled.

The writing says, "Honor the Triad who created all, each in order, rising up through time." A false result

of the Decipher Script check would return, "Honor creates order's rise."

Shaviss wasn't remotely interested in solving the model, but he did move some pieces around. The coin pile is Shaviss' treasure: a ring of *force shield*, a potion of *cat's grace* (CL 3rd), two red spinels worth 100 gp each, 860 gp, and 2000 sp.

Assembling the Model: The missing portico roof piece is hidden underneath Shaviss' pile of wealth; anyone looking there will find it automatically. The roof piece is especially heavy, weighing 15 lbs. (meaning it cannot be manipulated by *mage hand*). The piece is so unwieldy, and the interlocking pieces so small, it is unlikely it can be put into place using improvised methods (such as tying some rope to it and using a spear to lower it into position on the model).

To complete the model, the tubes must be slid on the rods so they resemble the pillars on the outside, then the roof piece must be set into position. The setting of the roof piece is what triggers either the Model Multi-traps (see below) or opens the model's Axial Shaft.

The stone tubes, seven matched pairs, depict the following creatures: arrogant dragons of every color, leering, sinuous naga, proudly strutting sphinx, natural animals (deer, wolves, birds, and fish), legendary beasts (rocs chasing krakens chasing great worms), powerfully-built titans, and a turtle shell.

The pillars should be assembled to mirror those outside the Palace (see area 1-1), which in turn mirrors the order in which the falsoom believe the Triad created the inhabitants of this world. This order was also reflected on the fallen door in area 2-2. The correct order, from bottom to top, is: legendary beasts, sphinx, naga, natural animals, titans, dragons, and turtle shell. Once the pillars are put together and the portico roof is set into place, the model is complete.

If the players did not examine the pillars or door and do not know the proper order of creation, grant them a DC 25 Knowledge (history) or bardic knowledge check to remember.

A DC 30 Search check of the model will discover that the central shaft can open. It requires a DC 30 Disable Device check to open it, or the players could try to bash it open (treat as an iron door, see below). If the party assembles the model correctly, read or paraphrase the following:

With a loud click, the roof snaps into place on the model. That sound is echoed from the

model's central shaft, and a seam suddenly appears along its upper circumference. With a low creak, the top of the central shaft opens, revealing a pool of inviting, pure water.

If the party assembles the model incorrectly, they trigger one of the Model Multi-traps.

Model Shaft Roof: Thickness 2 in.; Hardness 10; hp 60; Break DC 28.

Model Multi-trap: The multi-traps were designed to frustrate thieves into leaving the model alone with increasingly deadly force. Each time the model is incorrectly assembled, one of the traps is triggered. They are triggered in the order presented below, from top to bottom. Several Unmade who have penetrated this far have been destroyed utterly by the first trap because of the Gift of Unmaking. If the *fireball* trap is triggered, the multi-trap loops back to the ungol dust vapor. The three different traps located in three different squares (marked V, S, F on the map; the *fireball* trap is on the ceiling) require three different Search and Disable Device checks.

Ungol Dust Vapor Trap: CR 5; mechanical; event trigger; automatic reset; gas; multiple targets (all within a 10-ft. cube); never miss; poison (ungol dust, DC 15 Fortitude save resists, 1 Cha/1d6 [3] Cha plus 1 Cha drain); Search DC 20; Disable Device DC 32.

Poison Floor Spikes: CR 5; mechanical; event trigger; automatic reset; Atk +16 melee (1d8+4 [10] plus poison, spike); multiple targets (10 -foot cube); poison (DC 12 Fortitude save resists, 1d4 [2] Str/1d4 [1] Str); Search DC 24; Disable Device DC 24.

Fireball Trap: CR 5; magic device; event trigger; automatic reset; spell effect (*fireball*, 8th-level wizard, 8d6 [25] fire, DC 14 Reflex save for half damage); Search DC 28; Disable Device DC 28.

Area 3-8 – Yephaiel's Bulwark (EL 7): When the party arrives at the top of the geyser, read or paraphrase the following:

The floating landing is cross-shaped, only 30 feet wide and 20 feet long. The floor is made of smooth sheets of marble and layers of granite, very similar to what you saw on the top floor of the Palace.

The crackling of flame pulls your attention to the staircase, however. Without apparent fuel, a brilliant blue flame blazes along the length of the stairs, 10 feet wide and 50 feet long. Although the gold handrails along the stairs should melt from the intense fire, they remain intact, as if it does not affect them.

You cannot see onto the main platform, some 10 feet higher than your position.

Passage Granted: The unusual blue flames burn with the *brilliant energy* property, meaning they are harmless to inorganic matter but will scorch flesh. If a PC rushes headlong into the flames, they take 3d8 [16] points of fire damage per burning square. If they approach or investigate the burning staircase, read or paraphrase the following:

A voice, somber and final, rings out from above: "It is by the will of Yephaiel the Unyielding that this bulwark still stands, defying the moil that would claim it. None come here save to die on my sword. Are you so eager to have your broken bodies cast down to the river of metal?"

After each of Yephaiel's speeches, a 10-foot section of the burning stairs will go out. It will be cool to the touch and safe to tread. If the PCs address Yephaiel, no matter what they say, he will speak on:

"The falsoom failed to grasp the truth. It was never for the gods and their proxies to decide the fate of the Axe, to chart the course of this world. That falls to mortals of power and vision, and here are some to claim that title. Tell me, mortals, what will you do with the Axe?"

If the party explains their intentions at some point, read or paraphrase the following:

"Then I say to you this: your purpose is wasted. Turn aside, mortals; do not dare this. I will not allow your hubris to endanger my vigil and my responsibility."

If the party is rude, persists in advancing up the stairs, or asks him something not covered here, he says:

"There is nothing more to discuss. Come, if you will. I have stood this lonely post since dragons were young, and bested far better than you. Yephaiel will measure your worth, and find you lacking."

After this bit of conversation, he will extinguish the entire lower stair, allowing the party access to the main platform.

Facing the Brightguard: When the PCs reach the main platform, read or paraphrase the following:

This platform is similar to the landing below but much larger in scale. It juts out into the air at strange angles; at its widest point it is 70 feet across, and overall the platform is 40 feet long. Carved into the floor is an intricate design, seeming to fold infinitely into itself.

The stairs at the far end are like those below, rising 40 feet into the air and ending at an immense stone door that, like the rest of this place, floats in mid-air connected to nothing solid. Carved thereupon is one of the recurring images of the Palace: a humble-eyed, metal-winged paragon of Law has just severed the hand of a crazed minion of Chaos with a sword of light. The thrall's hand and his weapon, a great, spiked axe, both fall to earth. The door appears to lead nowhere. Like its twin used to, this staircase burns with blue fire.

Warding the staircase is a large creature similar to the one carved on the door, a being apparently composed of living armor. Despite its bulk, it moves with poise, adopting a defensive stance while twirling a double-bladed sword, one end of which is broad and flat, while the other end is apparently composed of azure flame. Metal wings of gold spread gracefully out from the creature's back, and from its helmed head twin pinpricks of white light glower at you pitilessly.

Once the party reaches this point, Yephaiel seeks only to slay the intruders. Depending on how they answered his questions earlier, he may try harder or even not as hard to kill them.

If they declared that they would seal the Axe away, the brightguard's last vestige of sanity doubts his reasons for attacking them, and he suffers a -2 circumstance penalty to his attack rolls and saving throws for the duration of the battle (or until the PCs say they were lying).

If they declared that they would not seal the Axe but use the Key of Yephaiel to open the Palace, that same vestige fuels his wrath, and he has a +2 circumstance bonus to attack and damage rolls.

If the party does otherwise, then Yephaiel uses the statistics presented below.

Tactics: If the party tries to stay at range from Yephaiel, he will soften them up with his *horn of blasting* [23 sonic damage], although he will not risk using it more than three times [for the tournament, the horn will detonate if blown a fourth time, inflicting 30 points of sonic damage] and prefers to fight in melee. If the PCs advance, he will take 5-foot adjustment steps to meet them, holding actions to pummel the first character that gets within his reach. Yephaiel will not begin his defensive stance until he is at 50% hit points or two or more melee combatants engage him.

When using the *Sword of the Unyielding* (see below), Yephaiel prefers to strike with the *brilliant*

energy blade unless he determines it is ineffective for some reason. He typically adjusts 2 points of the defending blade's enhancement bonus to his AC (the stats below reflect this adjustment) unless it is clear his opponent can't hit him.

Tasked with defending the doorway, he will never move more than 15 feet away from his starting position. If a PC somehow gets past him and starts up the (burning) stairs, he flies into a position to attack them, trying to get on the stairs ahead of the character. The brightguard can extinguish or ignite the flames on any section of the staircase as a free action.

Victory: If the PCs defeat the brightguard, read or paraphrase the following:

Staggering, his wings drooping and his weapon limp in his hands, Yephaiel drops to a knee.

"Now all...falls...to chaos!"

With a loud thump, he falls forward, dead. The cerulean flames on the staircase flicker and fade with him. Then his form soundlessly explodes into a burst of piercing white light.

This is the brightguard's blaze of vengeance ability. After the saving throws, read the below (paraphrasing if the entire party is blinded):

The platform, some 200 feet in the air, begins to quake and rupture. With an immense crack, a large section breaks off and falls into the river of metal. Then the door at the top of the stairs opens...

...and you see a nauseating kaleidoscope of color as the world begins to be unmade. The golden handrails turn into large pythons and rear up, hissing before they turn to steam and drift away. The staircase leading to the door ripples, as if it was made of water, and then begins to fracture. The doors, now fully open, melt away like soft butter in a hot pan, sizzling and popping.

The colors wash over you, and you feel a hard pull, as if something has grabbed your shirt and yanked you forward; and then forward you go, into the gruesome light, the whole platform breaking up beneath you.

The party has been drawn into the Well of the Axe, area 3-9. They remain in combat rounds as the next encounter begins immediately.

Yephaiel the Mad, Advanced Brightguard: CR 7; Large outsider (extraplanar, lawful, warden); HD 8d8+16; hp 68; Init +2; Spd 30 ft., fly 40 ft. (aver-

age); AC 21, touch 15, flat-footed 19; Base Atk +8; Grp +17; Atk *Sword of the Unyielding* (brilliant energy) +13 melee (2d6+8 [14]/19-20) or slam +12 melee (1d6+7 [10]); Full Atk *Sword of the Unyielding* (brilliant energy) +11/+6 melee (2d6+6 [12]/19-20) and *Sword of the Unyielding* (defending) +12 melee (2d6+4 [10]/19-20) or slam +12 melee (1d6+7 [10]); Space/Reach 10 ft./10 ft.; SA Blaze of vengeance, defensive stance 2/day; SQ Aura of censure, damage reduction 5/chaotic and magic, darkvision 60 ft., immune to acid and petrification, low-light vision, *magic circle against chaos*, poison resistance +4, stable, *tongues*, undeterred, warden traits; AL LN; SV Fort +8, Ref +8, Will +10; Str 20, Dex 15, Con 14, Int 10, Wis 14, Cha 10.

Skills and Feats: Diplomacy +4, Forgery +9 (+13 to detect forgery), Intimidate +11, Jump +16, Knowledge (history) +11, Knowledge (the planes) +11, Listen +15, Sense Motive +21, Spot +15, Survival +2 (+4 on other planes); Alertness, Combat Reflexes, Iron Will, Two Weapon Fighting.

SA – Blaze of Vengeance (Su): When a Yephaiel is slain, he explodes in a tremendous burst of light. All non-wardens within a 40-foot radius burst centered on the Yephaiel must make a DC 16 Reflex save or be blinded for 1d4 [1] minutes. On a successful save, the creature is only dazzled for one round.

Defensive Stance (Ex): Twice per day Yephaiel can adopt a defensive stance that lasts for 7 rounds. While in a defensive stance, Yephaiel cannot use skills or abilities that would require him to shift his position, and he cannot move. The following changes are in effect while he is in the defensive stance: AC 25 (touch 19, flat-footed 23); hp 84; Atk *Sword of the Unyielding* (brilliant energy) +14 melee (2d6+10/19-20) or slam +13 melee (1d6+9); Full Atk *Sword of the Unyielding* (brilliant energy) +12/+7 melee (2d6+7 [12]/19-20) and *Sword of the Unyielding* (defending) +13 melee (2d6+5/19-20) or slam +13 melee (1d6+9); SV Fort +10, Ref +10, Will +12; Str 22, Con 18. At the end of his defensive stance, Yephaiel is winded and takes a -2 penalty to Strength for the duration of that encounter. Using the defensive stance takes no time itself, but Yephaiel can only do so during his action.

SQ – Aura of Censure (Su): A righteous aura surrounds Yephaiel. Any hostile creature within a 20-foot radius of the brightguard must succeed on a DC 18 Will save or take a -2 penalty to AC and all Wisdom-based skill and ability checks for 24 hours or until they successfully hit Yephaiel. A creature that has resisted or broken the effect cannot be affected by the same Yephaiel's aura for 24 hours.

Magic Circle against Chaos (Su): As the spell, in constant effect, CL 8th. (not included in above stats).

Stability (Ex): Yephaiel has +4 racial bonus to resist being tripped or to resist a bull rush.

Undeterred (Ex): Yephaiel is immune to charm, compulsion, and fear effects.

Possessions: *Horn of blasting*, *Sword of the Unyielding*.

Yephaiel's Weapon: The *Sword of the Unyielding* is a Large +1 brilliant energy/+4 defending two-bladed sword. It is worth 100,800 gp.

Area 3-9 – The Well of the Axe (EL 10): This area keeps the party in rounds carried over from the last encounter: the transition takes one round. Players should re-roll initiative, and the GM should secretly roll for the Hand.

The players begin positioned how they choose on (or, if there's no room, adjacent to) the marble rubble to the south of the Axe. When the party is ready to continue, read or paraphrase the following:

Scant seconds have gone by since you were drawn into the horrid light, granting you but a moment to take in your surroundings.

This room is like the bottom of a great well, 70 feet in diameter. You are standing on a small pile of marble wreckage that used to be the bulwark of the brightguard, Yephaiel. Across the shaft's floor you can make out two short staircases that lead to a golden platform, 40 feet above you. You can see some manner of altar at the top, but you can't make it out from here.

The floor changes in ripples spreading out from the center of the room. One minute it is flagstone, the next, sandstone shifting to green grass and then ankle-deep snow.

Made for a god, the Axe of Unmaking presides over this anarchy, dwarfing most buildings you've seen. The haft is a rod of dark metal 10-feet in diameter and reaching upward into darkness. An immense spike, the end of which you can barely see protruding above the ever-changing floor, caps the haft. Each of the Axe's miasmic, hypnotizing blades is 25-feet long, leaving a small gap between their razor-sharp edges and the wall of the well. Colors and odd textures ooze and shimmer in the substance of the blades. It is impossible to tell what they were forged from, and it is perhaps better you do not know.

You feel the weapon's power start to gnaw at your sense of self-worth as it strives to unmake you into a design more pleasing to it.

Room Conditions: Since the floor shifts so rapidly,

it is considered rough terrain. The Hand (see below) is well-accustomed to these changes, and is not affected.

The *Axe of Unmaking* is a major artifact, and is unaffected by most mortal magic. Only the Word of binding is efficacious against it.

Added Flavor: [For the tournament, skip this section.] Each round the *Axe* is active, strange things occur. Five rounds of strangeness have been provided. Some have no effect on the party; others may help or hinder them.

Round one: *To your left, a bluebird springs into being, but suddenly its head changes to that of a mastiff and it plummets to the ground.*

Round two: *The mastiff-bluebird sheds its legs and wings and slithers like a snake into a corner.*

Round three: *Suddenly, a torrential downpour of clean, cold rain drenches you.* (If the Hand is invisible at this time, PCs can make a DC 10 Spot check to pinpoint it as the rain hits it and flows off.)

Round four: *The downpour ceases as each raindrop changes to a flitting, brilliant butterfly.* (Visibility is reduced to 5 feet this round: there is no line of sight beyond that. Creatures that rely on non-visual means to “see,” such as through tremorsense, blindsight or blindsense, are unaffected.)

Round five: *Each butterfly noisily explodes, coating you and this chamber with bug viscera.*

Plaything of Chaos: Each PC must roll a DC 15 Will save every round they are exposed to the *Axe*. If they succeed, nothing happens. If they fail, the weapon shreds away part of their identity (inflicting 1d6 [2] points of Charisma drain), opening the door for the *Axe* to work its whim on the PC’s body. This is a chaos effect.

On subsequent rounds, characters that have already failed their Will save must instead make a DC 15 Fortitude save. If they succeed, nothing happens. If they fail, they take 1 point of Charisma drain and the *Axe* changes them. This is a chaos effect. Any character reduced to 0 Charisma by this effect is instantly killed and his or her body is reduced to dust.

Note that anyone who has completed two phases of the Protection Ritual (see **Background**) is immune to these powers. All the effects of the *Axe* are chaos effects, so *protection from chaos* is beneficial to have here.

Rather than apply the Unmade template (see **Appendix 3**) to the characters mid-game, below is

a list of 20 possible outcomes of being affected by the *Axe*. Since the artifact is neither good nor evil, half of these are beneficial (11-20) and half of these are harmful (1-10). Each time a character fails a Fortitude save and loses a point of Charisma, he or she must roll a d20 and consult the chart below. There are no additional saves to avoid these effects. Characters who roll the same effect more than once must re-roll until they get a new effect.

Note that characters that pierce the shaor crystal sheet in the Observatory (area 1-8) must also make these saves or be affected by the *Axe*.

The effects noted by an asterisk (*) can be reversed through application of a *remove curse* spell cast by spellcaster of 11th level or higher. If a result emulates a spell, the caster level is 10.

Roll	Effect of the <i>Axe</i>
1	The character dies instantly, and his body bursts into thousands of ants, each one a different color; equipment is unharmed and falls to the ground. The character can be brought back to life via a <i>resurrection</i> spell cast over at least one of the ants.
2	The character instantly turns to stone.
3*	The character’s fingers turn into tentacles: he drops anything held and cannot wield anything in his hands; he cannot cast spells with somatic components
4*	The character’s feet turn into duck feet. Any non-magical footwear he had is destroyed; magical footwear resizes itself to fit. The character loses 5 feet off his base speed and suffers a -2 penalty to Climb and Tumble checks, but he gains a +4 bonus to Swim checks.
5	One item held in or worn on the character’s hands turns into glass and shatters. If multiple items are being held or worn, randomly determine which item is affected. If nothing is held, there is no effect.
6*	Flesh instantly grows over the character’s mouth, sealing it shut. The character cannot speak, including casting spells with verbal components. If for some reason that character only breathed through his mouth, he begins to suffocate. Four points of damage caused by a piercing or slashing weapon can carve a new “mouth” for the victim, although he will suffer -4 to Bluff, Diplomacy, Gather Information, and verbal Perform checks, as well as 15% arcane

spell failure for any spell with verbal components until this effect is removed (see above).

- 7 All of the character's mundane gear and equipment turns into green light and dissipates
- 8 The character is *confused* for one round; on a roll of 1-10, the victim may act normally
- 9* The character can no longer speak Common (or, if he could not speak Common, he loses his racial/native tongue). Instead, the character spontaneously learn to speak Falsoom.
- 10 The character is affected as if by *reduce person*. If this spell cannot affect the character, nothing happens.
- 11 The character is affected as if by *enlarge person*. If this spell cannot affect the character, nothing happens.
- 12 The character spontaneously learns the Falsoom language. Treat this as a bonus language.
- 13 The next two dice the character rolls automatically display their highest numbers.
- 14* The character's hide toughens, granting him a +1 natural armor.
- 15* The character gains a 5-foot bonus to his base speed. This is considered an enhancement bonus.
- 16* If the character is blinded, he regains sight. If he could see but lacked low-light vision, he gains it. If the character has low-light vision, he gains darkvision out to 60 feet. If the character has darkvision, he gains an additional 30 feet to the range of his darkvision. The irises of the character's eyes now scintillate, like the Axe.
- 17 The character gains the services of a magmin for a year and a day. The magmin appears in a square designated by the character and can act immediately. It can speak any one language the character can speak and is immune to the Axe, but is otherwise entirely typical for its race. The character is not affected by the magmin's fiery aura, but his companions may be. At the end of the term of service, the magmin disappears.
- 18* Once per day (effective immediately), the character may re-roll any one die before its



results are determined, as the granted power of the Luck domain. This is in addition to any other abilities that grant similar effects.

- 19 Any item held in or worn on the character's hands is improved in some way. Mundane items become masterwork, masterwork items, magic shields and weapons gain a +1 enhancement bonus, *gloves of Dexterity* improve their bonus, wands, staves, and some rings are refilled with charges. If no appropriate item is held or worn, nothing occurs. Note that items stored in an extradimensional space (such as in a *glove of storing* or a held *bag of holding*) are not affected. If multiple items can be affected, randomly determine which one is improved.
- 20 The character gains a +2 unmade bonus to any ability score except Charisma (roll randomly) and no longer has to save against the Axe.

The Secret Master: When Teleus severed Cadixtat's hand, the Axe fell to earth. Unknown to almost everyone, however, Cadixtat's hand fell with it. When the Triad sealed the Axe the first time, they also sealed away the severed hand. Over the long centuries of the imprisonment, the Axe, recognizing the hand as being that of its master, enhanced the

chaotic power inherent to the body of Cadixtat. Thus the Hand became sentient.

It longs more than anything to have a new body, and it has a mortal fear of being sealed away again. The Hand is sometimes able to bend the Axe to its will. During these periods, the Hand scrys the Palace and surrounding area, moving creatures in or out of Axecleft Ravine (spurring the increase of mutations in the Waste).

When the Hand finally appears, read or paraphrase the following:

Several times in the Palace you have seen the same image repeated: a thrall of Chaos losing its hand and weapon to a servant of Law. Now you know the true secret of the Palace in the Wastes...the Hand did not die.

Easily the size of a cottage, it scuttles around on three fingers and a thumb like a massive, grotesque spider. Strange membranes quiver in the cracks of its thorny hide, exhaling and inhaling irregularly, as if filling different sets of lungs. Hairs grown long and wispy continuously sweep the area around the Hand, like the antennae of mindless vermin. You hear the gnashing of teeth from its palm, mixed with dreadful sounds that might be words. From its stump trail a few torn veins, sluggishly wagging like the tail of a bored cat, oozing a viscid blood.

Even more horrific are the Hand's fingers. The index finger is coated in a thick slime that keeps crusting over and cracking as the finger propels the Hand around. The ring finger, wearing a giant ring, has sprouted several small hands of its own, each one waving in senseless patterns. Finally, the middle finger, the only one not used for locomotion, has one long, wicked nail, sweeping and curved like a scythe blade.

The blood from the Hand is not concentrated enough to have the effect of the Blood of Cadixtat from area 3-6.

Tactics: The Hand becomes aware of the PCs as soon as they enter the Well. It starts the encounter set and *invisible*. It casts *spider climb* on itself, then backs off to see what effect the Axe will have on the PCs. PCs can make Listen checks to hear the Hand as it moves and casts spells. The DC to hear it casting a spell is 5, and the DC to hear it moving is opposed by the Hand's Move Silently check [11].

The Hand attacks as soon as a PC moves toward the Axe or the spaces around it. It uses its index finger to stick as many PCs in place so it can move in close and bite. If necessary, it will hold actions to

strike PCs when they dart in.

The ring finger will cast *ghoul touch* on the first PC that strikes the Hand. Then the ring finger will try using *chill touch* on the PC that seems to be doing the Hand the most damage. Once *chill touch* is expended, it will start cycling through its other damage-causing spells, from lowest to highest. If a PC gets to the other side of the Axe, it will cast *expedient retreat* and try to catch them.

The middle finger will always try to attack the PC at the furthest extent of its reach unless the ring finger paralyzes someone with *ghoul touch*, in which case it will coup de grace that PC.

If any PC starts to climb the stairs to the golden platform, the Hand will turn *invisible* and try to make its way over to the platform, using *spider climb* as necessary. It will concentrate all its attacks against any PC trying to speak the Word of binding.

The Hand has nowhere to go and nothing to lose. It fights to its destruction.

The Golden Platform: The doorway by which one normally enters the Well – the one the party saw from Yephaiel's Bulwark – is located beneath the platform. After Yephaiel was slain, the Axe teleported everyone into their starting locations in the Well. The party could not see it from their previous vantage point. The doors have melted from their hinges; the empty doorjamb opens out over the River of Metal now, floating in air.

When a character is atop the stairs or can otherwise see the altar, read or paraphrase the following:

The platform is serene, untouched by the madness of the chaos-blade. A slab of gold, it is patterned after the top of a turtle's shell. An altar formed from flawless white marble stands on this platform. It features three intricate designs on its broad surface. Each mandala seems to fold infinitely into itself, much like the one that used to adorn the brightguard's bulwark. Over one floats an image, a figment, of a plain gold ring. Levitating over the second is the likeness of a steel baton or rod. Finally, over the third mandala, the illusion of a pale green ribbon coils in mid-air.

At the base of the altar, carved into the golden platform, is a large keyhole.

Anyone physically standing on the platform is immune to the power of the Axe. In order to speak the Word of binding, a PC who bears one of the three artifacts (*Ring*, *Rod*, or *Ribbon of Law*) must touch the mandala beneath the image of that arti-

fact. This allows the Word to be spoken. The Word is three torturous syllables, each heavy with a slumbering power incomprehensible even to the most learned mortal mind. Speaking a syllable is a full-round action that provokes an attack of opportunity. Anyone who takes damage while speaking the syllable must succeed on a Concentration check to continue speaking. The DC of the check is 10 + damage dealt. If the PC fails the check, he or she must start over from the beginning.

If more than one PC carries an artifact, then they can both speak syllables of the word on each of their turns, speeding along the process. A single PC with more than one artifact, however, can still only speak one syllable at a time.

The Key of Yephaiel (from the Spherevault, area 3-2) fits the keyhole. Otherwise, it requires a DC 40 Open Lock check to pick this lock. If the Key is used, or the lock picked, see below.

If the Hand is Slain: If the party bests the Hand of Cadixtat, read or paraphrase the following:

The abomination staggers to one side, leaking blood and other less-recognizable fluids. The fingers spasm and twitch senselessly as, with a low moan, it lurches and falls flat.

The response from the Axe is immediate. The horrid lights cease their dizzying gyre and grow dim, although they are not snuffed out. The floor stops changing and reverts to the warm, cracked earth of a desert river basin. Most importantly, you feel the Axe's assault on your minds and bodies ebb away. For all its near-limitless power, the Axe of Unmaking is merely a tool, and with no guiding will, it remains inert.

The party is now safe from the Axe's power unless someone physically touches it. Anyone touching the Axe must save as before.

Hand of Cadixtat: CR 7; Unique Huge aberration; HD 10d8+50; hp 96; Init -1; Spd 40 ft., climb 20 ft.; AC 20, touch 7, flat-footed 20; Base Atk +7; Grp +22; Atk middle finger +12 melee (3d6+7 [19]/x4) or bite +12 melee (2d6+7 [8]) or index finger +12 melee touch (adhesion); Full Atk middle finger +12 melee (3d6+7 [19]/x4) and bite +7 melee (2d6+3 [8]) and index finger +7 melee touch (adhesion); Space/Reach 15 ft./10 ft.; SA Close bite, index finger, leaping crush, middle finger, ring finger; SQ Blindsight 40 ft., bizarre physiology, damage reduction 5/cold iron or silver, fingers not legs, independent digits, invisibility, vulnerable to law; AL CE; SV Fort +8, Ref +2, Will +9; Str 25, Dex 8, Con 20, Int 6, Wis 14, Cha 16.

Skills and Feats: Climb +15, Concentration +18; Awesome Blow, Cleave, Improved Bull Rush, Power Attack.

SA – Close Bite (Ex): The Hand's mouth is set into its "palm," and it can only bite creatures adjacent to it or occupying its space.

Index Finger (Ex): The index finger constantly oozes fast-drying adhesive goo that acts much like a tanglefoot bag with the following differences. It requires a Reflex DC 20 to not be stuck to the floor, the goo becomes brittle and falls apart after 1d3 [1] rounds, and a pint of water will completely and instantly dissolve any goo it contacts. Note the index finger is used for locomotion and cannot attack unless the Hand is set. The Hand cannot be stuck in its own adhesive goo.

Leaping Crush (Ex): The Hand will sometimes scuttle up the sides of the Well of the Axe and leap down on victims. It can use this attack against enemies at least two size categories smaller than itself, hitting everyone in the space it can occupy. The Hand takes half of the normal falling damage for using this attack, and all victims beneath the Hand take the entire other half (assign any remainder to the Hand). Anyone who takes damage from this attack must save Reflex DC 14 to avoid being knocked prone beneath the Hand. The Hand is never prone as a result of this attack.

Middle Finger (Ex): The middle finger has a long nail that acts as a Huge scythe. Since it is not being held in two hands, the middle finger does not apply 1.5 its Strength modifier to damage. The middle finger is never used for locomotion.

Ring Finger: The ring finger casts spells as a 5th level sorcerer with some exceptions: it replaces Constitution for Charisma for determining spell DC and for meeting minimum spell level requirements. The ring finger does not earn bonus spells. The ring finger is quasi-sentient from the rest of the Hand and can cast spells during rounds when the middle and index finger engage in melee. It cannot, however, take any actions at all unless the Hand is set since it is used for locomotion.

Spells Known (6/6/4, DC 15 + spell level): 0 – *acid splash* [2], *mage hand*, *prestidigitation*, *ray of frost* [3], *resistance*, *touch of fatigue*; 1st – *chill touch* [3], *expeditious retreat*, *jump*, *shocking grasp* [13], 2nd – *ghoul touch*, *spider climb*.

SQ – Bizarre Physiology (Ex): The Hand's body is not structured like most normal beasts. It is immune to critical hits and precision-based damage (like sneak attacks).

Fingers not Legs (Ex): It takes the Hand a move action (that does not provoke an attack of opportunity) to set itself for a full attack in following rounds as it plants its thumb and pinky and rears its bulk. Moving from this position is also a move action

(that does not provoke an attack of opportunity). The Hand cannot be tripped.

Independent Digits (Ex): Each of the three main fingers (index, middle, and ring) of the Hand of Cadixtat has its own quasi-sentience, much like each head of a hydra. Note that the index and ring fingers are used exclusively for locomotion unless the Hand is set.

The Hand can only be killed by slaying its body, but its three main fingers can be severed individually. To sever a finger, an opponent must make a successful sunder attempt with a slashing weapon (the player should declare where the attack is aimed before making the attack roll). Making a sunder attempt provokes an attack of opportunity unless the foe has the Improved Sunder feat. An opponent can strike at a finger from any position in which he could strike at the body, because they scuttle and whip about in combat. An opponent can ready an action to attempt to sunder a finger that tries to attack him physically or deliver a touch spell. Each of the fingers has 32 hit points. Losing a finger deals 16 points of damage to the Hand. An unnatural reflex seals the stump shut to prevent further blood loss. If the Hand loses a finger used for mobility, reduce its base speed by 10 feet. If it loses both, it cannot move.

Each time a finger is severed, an identical one springs from the stump in 1d4 [2] rounds. Note that severing the ring finger will cause the *ring of invisibility* to fall off. To prevent a severed finger from growing back, at least 5 points of fire or cold damage must be dealt to the stump (a touch attack to hit) before the new fingers appear. A flaming or frost weapon (or similar effect) deals its energy damage to the stump in the same blow in which a head is severed. Fire or cold damage from an area effect may burn multiple stumps in addition to dealing damage to the Hand's body. If the Hand loses all its fingers and all the stumps have been seared, it can only bite at enemies.

The Hand's body can be slain; when the Hand's body is dead, the whole creature dies. Any attack that is not (or cannot be) an attempt to sunder a finger affects the body.

Targeted magical effects cannot sever a finger (and thus must be directed at the body) unless they deal slashing damage and could be used to make sunder attempts.

Invisibility: Cadixtat was wearing a *ring of invisibility* on his right hand when Teleus severed it. The Hand still wears it, and has enough brains to use it. If removed, the ring will shrink to fit its new owner. If any part of the Hand attacks (not just the ring finger), the *invisibility* is dispelled.

Vulnerable to Law: The Hand is particularly vulnerable to lawfully aligned weapons and lawful

spells. It takes an extra 1d8 points of damage from any lawfully aligned weapon or spell and suffers a -2 penalty to resist any lawful spell.

Possessions: *Ring of invisibility.*

Magmin, Axe-Born: CR 3; Small elemental (fire, extraplanar); HD 2d8+2; hp 11; Init +0; Spd 30 ft.; AC 17, touch 11, flat-footed 17; Base Atk +1; Grp -1; Atk/Full Atk Burning touch +4 melee touch (1d8 fire plus combustion) or slam +4 melee (1d3+3 plus combustion); SA Combustion, fiery aura; SQ Axe-born, damage reduction 5/magic, darkvision 60 ft., elemental traits, immunity to fire, melt weapons, vulnerability to cold; AL CN; SV Fort +3, Ref +3, Will +0; Str 15, Dex 11, Con 13, Int 8, Wis 10, Cha 10.

Skills and Feats: Climb +4, Spot +3; Great Fortitude.

SA – Combustion (Ex): Anyone a magmin touches must succeed on a DC 12 Reflex save or take an extra 1d8 points of fire damage as clothes ignite or armor becomes searing hot. The damage continues for another 1d4+2 rounds after the magmin's last successful attack. Magmins can also ignite flammable materials with a touch.

Fiery Aura (Ex): Anyone within 20 ft. of a magmin must succeed on a DC 12 Fortitude save or take 1d6 points of heat damage per round from the intense heat.

SQ – Axe-Born (Ex): This magmin is immune to the *Axe of Unmaking's* power.

Melt Weapons (Ex): Any metal weapon that strikes a magmin must succeed on a DC 12 Fortitude save or melt away into slag.

Wrapping Up

There are several possible endings to the Palace in the Wastes, depending on what decisions the party made during the adventure and what their own predilections are. These endings are grouped into three general categories: the Lawful endings, the Neutral endings, and the Chaotic ending.

The Lawful endings are triggered by the party speaking the Word of binding. The exact ending changes depending on if the party has the Key of Yephaiel or not.

The Chaotic ending is triggered if the party uses the Key of Yephaiel (from area 3-3) (or picks the lock) before sealing the Axe and while the Hand is still alive.

The Neutral endings have the party killing the Hand but not sealing the Axe. The exact ending changes depending on if the party has the Key of Yephaiel or not.

The Lawful Endings: If the party manages to speak the Word, read or paraphrase the following:

As the last tortured syllable of the word leaves your lips, you feel a sudden rush of vitalizing energy.

If the Hand is still alive, read or paraphrase the following paragraph. If not, skip it:

The Hand recoils and rears upright. It flails with its remaining fingers wildly and the palm-mouth champs its teeth in futile despair. Suddenly, the Hand folds as if it were no more than a paper cutout.

The Axe responds by growing dim, almost how a child will look sheepish in the face of a perturbed adult. Before your eyes, it folds impossibly in on itself.

The folding continues; each one reduces size by half until finally only a smallest pinprick remains. Then it collapses upon itself one final time and is gone in a blink of blue light.

There is a moment of perfect stillness, and then the well echoes with the moans and bellows of all the creatures touched by the Axe's twisting power. They have been severed from their source, and the threnody of their death-shrieks is so great it causes the air to stir.

Mixed with these cries is another sound, however. Multitudinous voices fill your ears, each whispering soft words that you do not understand. You don't have to speak the language of the falsoom to know they are expressing their gratitude.

If the party has the Key of Yephaiel, read or paraphrase the following, if not, skip to below:

With the Axe sealed and the Hand slain, you turn your attention to the keyhole. Inserting the Key you carry and

turning it, you begin a great change. The well shudders, indeed, it feels like the entire Palace shakes. From over one hundred feet above your head, you hear a great grinding of metal gears and the turning of a massive crank. Suddenly, the well is bathed in light as the top of the axial shaft slides open, revealing a daylight sky. The golden platform lurches, and the altar slides forward, revealing a hidden lever.

Pulling this lever causes the platform to ascend to the top of the axial shaft, returning you to the light of day.

If the party lacks the Key of Yephaiel, read or paraphrase the following:

With the Axe sealed, the Palace begins to return to its normal configuration. You feel your stomachs lurch in your throat as the Palace is reassembled. Looking out of the open doorway, you see a grand hall filled with smashed marble, the ruins of Yephaiel's bulwark. The river of metal is gone, and so too is the feeling of madness that has haunted your steps at the bottom of Axeleft Ravine. Strangely, for the first time since you arrived, you feel quite hungry, and more than a little sleepy.

In time, you make your way outside the Palace. As you pass through its empty halls you see it as the falsoom intended, and it was once beautiful. With the sealing of the Axe and the exodus of the ghosts of the falsoom, however, any magic that lingered here is also gone. Eventually, you exit the Palace out the very doors by which you entered it so long ago.

Regardless of whether the party used the Key or not, read or paraphrase the following to end the adventure:

A rumble of thunder catches your attention, and, looking up, you see that the storm clouds are still overhead. A drop falls on your upturned face, and you recoil, expecting to feel the burn of acid, but instead you see that it is water. Just a raindrop. More clean rain begins to fall, a deluge like this place hasn't known in ages.

You have solved the mystery of the Palace in the Wastes, and in so doing you've fulfilled the last wish of a dead race. Healing will come slowly to the Wastes, but at long last, after centuries, it can begin.

The Chaotic Ending: If the party uses the Key of Yephaiel or picks the lock on the golden platform before killing the Hand or sealing the Axe, read or paraphrase the following:

The well shudders, indeed, it feels like the entire Palace shakes. From over one hundred feet above your head, you hear a great grinding of metal gears and the turning

of a massive crank. Suddenly, the well is bathed in light as the top of the axial shaft slides open, revealing a daylight sky. The golden platform lurches, and the altar slides forward, revealing a hidden lever.

The shifting, sickly light from the Axe intensifies, and you swear you hear cackling. The scuttling Hand shudders violently, as if overcome by ecstasy. Suddenly, its stump sprouts a pair of wings, one tattered and leathery and the other like that of a dove. Clumsily it lurches into the sky, and then winks out of sight.

The Axe continues to flare out of control, until it is utterly blinding. There is a sound like a thick fabric tearing, and then the light fades. When the spots clear from your eyes, you see that the Axe is gone, the Well empty.

In short order you discover that the lever on the platform causes it to ascend to the top of the axial shaft. Looking out over the Wastes, you see that the storms are growing stronger, and purple lightning dances in the roiling clouds in the distance. Thunder rolls like the pleased chuckle of a loathsome god.

You have solved the mystery of the Palace in the Wastes, and in so doing you've unleashed a mad abomination with a major artifact. The world is about to get a lot more interesting.

The Neutral Endings: If the party uses the Key after slaying the Hand but before sealing the Axe, read or paraphrase the following:

The well shudders, indeed, it feels like the entire Palace shakes. From over one hundred feet above your head, you hear a great grinding of metal gears and the turning of a massive crank. Suddenly, the well is bathed in light as the top of the axial shaft slides open, revealing a daylight sky. The golden platform lurches, and the altar slides forward, revealing a hidden lever.

The Axe flares once more to life, as if sensing the proximity of a new master. The spoilt colors spin and wheel around you, growing in intensity.

The Axe flares out of control until it is utterly blinding. There is a sound like a thick fabric tearing, and then the light fades. When the spots clear from your eyes, you see that the Axe is gone, the Well empty.

Pulling the lever causes the platform to ascend to the top of the axial shaft, returning you to the light of day.

If the party slays the Hand but does not seal the Axe and lacks the Key of Yephaiel, read or paraphrase the following:

With the Axe's master slain, it seeks a new one. For a moment, you feel an intrusion in your mind, a measuring of your value to this weapon of terrible power. When its regard passes you over, you know you have failed to

meet its standards.

Suddenly, the Axe flares once more to life, as if it has found what it sought. The spoilt colors spin and wheel around you, growing in intensity.

The Axe flares out of control until it is utterly blinding. There is a sound like a thick fabric tearing, and then the light fades. When the spots clear from your eyes, you see that the Axe is gone, the Well empty.

With the Axe gone, the Palace begins to return to its normal configuration. You feel your stomachs lurch in your throat as the Palace is reassembled. Looking out of the open doorway, you see a grand hall filled with smashed marble, the ruins of Yephaiel's bulwark. The river of metal is gone, and so too is the feeling of madness that has haunted your steps at the bottom of Axecleft Ravine. Strangely, for the first time since you arrived, you feel quite hungry, and more than a little sleepy.

In time, you make your way outside the Palace. As you pass through its empty halls you see it as the falldoom intended, and it was once beautiful. With the disappearance of the Axe, however, any magic that lingered here is also gone. Eventually, you exit the Palace out the very doors by which you entered it so long ago.

Regardless of how the party exits the Palace, read or paraphrase the following to end the adventure:

Looking out over the Wastes, you see the last of the acidic storm clouds unravel and fade away. In all directions, you see that the Wastes are quiet, as if it were dead...or just waiting.

You have solved the mystery of the Palace in the Wastes, and in so doing you've upheld a belief that both law and chaos should be allowed to exist. To deny one or the other is to deny the fundamental balance of the world, a balance you have restored.

Further Adventures

The *Palace* is presented as it was run during the Third Annual Dungeon Crawl Classics Open Tournament at Gen Con Indy 2006 (with some minor editing changes). For the tournament, certain areas of possible exploration were blocked off to streamline the experience for participating teams.

The GM can customize this adventure to fit in his or her game setting, and may wish to expand the adventure for home play. Some suggestions for doing so are below:

- The collapsed hallway and staircase in area 2-2 originally led to the menagerie of the falsoom, which held several fantastic creatures, many of which are otherwise extinct. If that hallway could be cleared, perhaps they are now running free on a sublevel. Of course, they could also be running free and Unmade by the Axe...
- The purple worm's burrow in area 2-5I wasn't always sealed off. Dyanag and Ylara (the harpies from area 2-3) followed it down to enter the Palace. It could be that the burrow is intact, providing access to the surface or maybe a larger, vermin-filled cavern where the cave fishers and their prey (area 2-4) came from.
- The grimlocks in area 1-1 are just trying to get home, but it could also be that they have a fierce new leader that Sedj wants taken out so he can be chieftain. If the party doesn't mind doing some dirty work, they can make some money on the side.
- If the party ended up with the Chaotic or Neutral endings, Unmade creatures still haunt the Achsfel

Waste. The party could be tasked with rooting out their lairs and exterminating them.

- If the party gets the Chaotic ending, the magic of the Palace still functions. Not having to eat, sleep, or age are some nice features for the headquarters of any NPC, whether it be an archvillain, a mentor, a potentate, or a rival.
- Following the trail of information left by the dissidents (area 3-2 and area 3-4B) could lead the party to discovering the last of the falsoom, who are not dead after all. They could have degenerated into barbarism in the intervening centuries, kept a distant eye on the developing world, or have sealed their civilization off entirely and are as they were when they left the Palace...however the GM prefers.
- If the party got the Lawful ending, the Cult of Cadixtat could mark them as targets for assassination. Similarly, the quiescent forces of Law could stir enough to task the party with other quests. Conversely, if they got the Chaotic (or possibly even Neutral) endings, the Church of Justicia (or any other paladin-type deity) could consider them apostate, possibly sending paladins after the party.
- If the party got the Chaotic ending, the Hand is still around. It could become a recurring, ever-evolving villain for the campaign as it plots in semi-sentience to reunite its sundered body once more. Alternately, if the party veers more toward chaos anyway, it could become a patron of theirs, ordering them to find the rest of its body.

Appendix 1: Pregenerated Characters

Basic Stats

Character	Ulfsek of the Purifying Flame	Master Lerenev	Issele Filiatha	Rella Rubyhair	Landeron Heart-of-Storm	Kaila
Sex	M	M	F	F	M	F
Race	Dwarf	Human	Gray Elf	Halfling	Wood Elf	Human
Class/Level	Ftr 2/Pdn 4	Fighter 6	Clr 3/Evk 3	Rog 4/Brd 2	Brb 1/Rgr 5	Druid 6
CR	6	6	6	6	6	6
Size	Medium	Medium	Medium	Medium	Medium	Medium
Height	4' 1"	6' 3"	5' 1"	2' 8"	5; 4"	5' 10"
Weight	154 lb.	171 lb.	103 lb.	27 lb.	120 lb.	116 lb.
Alignment	LG	LN	N	CN	CN	NG
AC	23	20	16	19	18	15
Touch AC						
Flat-footed AC						
Hit Points	53	46	20	31	58	40
Speed	20 ft.	30 ft.	30 ft.	20 ft.	40 ft.	20 ft.
Initiative	+0	+4	+1	+3	+2	+1
Strength	16	13	8	9	19	14
Dexterity	10	18	12	16	14	12
Constitution	14	12	10	10	14	13
Intelligence	13	10	17	14	8	10
Wisdom	12	10	16	10	14	16
Charisma	12	8	12	16	8	10
Fort Save	+10	+6	+4	+2	+8	+8
Ref Save	+2	+6	+3	+11	+6	+5
Will Save	+5	+2	+9	+5	+3	+10
Armor	+2 <i>full plate</i> +1 <i>heavy steel shield</i>	+1 <i>chain shirt</i> masterwork buckler	Mithral shirt	+1 <i>studded leather</i>	+1 <i>chain shirt</i>	Hide armor
Spells Per Day	1	None	4/3+1/2+1 and 4/4/3	3/1	1	5/4/4/3
Melee Bonus	+9/+4	+7/+2	+2	+4	+10/+5	+6
Ranged Bonus	+6/+1	+10/+5	+4	+8	+8/+3	+5
Damage Mod.	+3	+1	-1	-1	+4	+2
BAB	+6	+6	+3	+4	+6	+4
Grapple	+9	+7	+2	-1	+10	+6



Ulfsek of the Purifying Flame



Master Lerenev



Issele Filiatha

Domains & Spellbooks

Issele	0 – all; 1st – <i>burning hands, detect secret doors, enlarge person, feather fall, magic missile, protection from chaos, shield, true strike</i> ; 2nd – <i>cat's grace, flaming sphere, hideous laughter, scorching ray</i>
Issele	Fire, Knowledge
Rella	0 – <i>detect magic, ghost sound, light, prestidigitation, read magic</i> ; 1st – <i>comprehend languages, cure light wounds</i>

Skills & Feats

Name	Skills	Feats
Ulfsek	Climb +2, Jump -4, Knowledge (religion) +10, Sense Motive +4, Swim -4	Combat Expertise, Improved Disarm, Improved Trip, Iron Will, Weapon Focus (flail)
Lerenev	Intimidate +8, Jump +9, Swim +8	Exotic Weapon Proficiency (heavy repeating crossbow), Point Blank Shot, Precise Shot, Rapid Shot, Ranged Cleave, Weapon Focus (heavy repeating crossbow), Weapon Specialization (heavy repeating crossbow)
Issele	Concentration +12, Decipher Script +12, Knowledge (arcana) +9, Knowledge (history) +6, Knowledge (religion) +9, Knowledge (the planes) +6, Listen +5, Search +5, Spellcraft +14, Spot +5	Great Fortitude, Skill Focus (Concentration), Spell Focus (evocation)
Rella	Appraise +9, Balance +12, Climb +1, Disable Device +13, Escape Artist +14, Hide +7, Jump -3, Knowledge (architecture and engineering) +7, Knowledge (history) +9, Listen +2, Move Silently +5, Open Lock +14, Perform (sing) +7, Search +11 (+13 secret doors), Sleight of Hand +8, Speak Language (Orc), Survival +0 (+2 following tracks), Tumble +12, Use Magic Device +12 (+14 scrolls), Use Rope +3 (+5 with bindings)	Agile, Nimble Fingers, Weapon Finesse
Landeron	Knowledge (dungeoneering) +5, Listen +15, Search +6, Spot +14, Survival +11 (+13 following tracks, +13 underground)	Alertness, Blindfight, Diehard, Endurance, Track, Two-Weapon Fighting
Kaila	Concentration +10, Knowledge (nature) +9, Speak Language (Aquan, Elven), Spot +8, Survival +12, Swim +5	Augment Summoning, Power Attack, Spell Focus (conjuration), Martial Weapon Proficiency (scythe)



Rella Rubyhair



Landeron Heart-of-Storm



Kaila

Weapons & Equipment

Name	Weapons	Magic Items	Other Items
Ulfsek	+1 flail, dagger	Amulet of health +2	Backpack, clay pitcher, crowbar, traveler's outfit, silk rope (50 ft.)
Lerenev	+2 heavy repeating crossbow, dagger, case with 20 cold iron bolts (3), case with 20 adamantine bolts (3)	Potion of cat's grace, potion of cure serious wounds (2)	Belt pouch, explorer's outfit, chalk (2), tindertwigs (3), candles (2), vial of antitoxin
Issele	Shortspear	Hand of the mage, handy haversack, pearl of power (2nd), potion of aid (CL 3), ring of protection +1, ring of the ram, wand of cure moderate wounds (10 charges)	Bell, noble's outfit, holy symbol, spellbook
Rella	+1 frost dagger, daggers (3), sling, 20 sling bullets	Ring of protection +1, elixir of vision, scroll of protection from energy (CL 5), wand of expeditious retreat (5 charges), potion of cure light wounds (CL 1) (2), potion of lesser restoration (CL 3), potion of blur (CL 3), silversheen	Empty flask, explorer's outfit, masterwork thieves' tools, smokestick (2)
Landeron	+1 battleaxe, +1 light mace	Ring of protection +1, gauntlets of ogre power, elixir of fire breath	Hammer and 6 pitons, sack, silk rope (50 ft.), whetstone, winter blanket
Kaila	+1 cold iron scythe, sling, 20 sling bullets	Amulet of natural armor +1, cloak of resistance +2, elemental gem (clear), potion of darkvision (CL 3)	Waterskin, sack, belt pouch

Appendix 2: Tournament Scoring

Round 1

Part 1: Goals

Room	Activity	Points	Positive	Negative
1-1	Examine the carvings on the pillars	200	☐	
(550)	Examine bones with a successful Spot or Heal check	50	☐	
	Finding the aquamarine and scrap of paper (handout B)	100	☐	
	Examine the murals, and decipher depictions of gods	100	☐	
	Locate tracks leading to the secret door	50	☐	
	Locate the eastern secret door	25	☐	
1-2	Grimlocks surprise the PCs	50		☐
(400)	Per Grimlock defeated	25	☐ ☐ ☐ ☐	
	Defeat Sedj	100	☐	
	Using sound or scent based attacks to nullify Blindsight	100	☐	
	Recover Sedj's bracers	50	☐	
	Getting information on areas 1-3 to 1-5 and 1-7 from Grimlocks	50	☐	
	Per Lawful PC that agrees to spare a Grimlock, and then betrays them	50		☐ ☐
1-3	Per Crystal Mephit defeated	25	☐ ☐ ☐ ☐ ☐ ☐	
(600)	Finding the aquamarine	100	☐	
	Per Mural examined (after crystal sheath is destroyed)	25	☐ ☐ ☐ ☐	
	Correctly manipulating the room to reveal the map	250	☐	
	Destroying the prism-lens	100		☐
1-4	Opening the door by tracing a line over pattern	100	☐	
(650)	Locating the scroll	50	☐	
	Locating the oil	50	☐	
	Per PC using improvised weapons to overcome Ordo's DR	50	☐ ☐ ☐ ☐	
	Defeating Ordo	150	☐	
	Recover the <i>Ring of Law</i>	100	☐	
1-5	Repair the cleaning construct	100	☐	
(350)	Recover the scroll	50	☐	
	Recover the potion and obsidian key	100	☐	
	Discover the secret hatch or compartment without construct's assistance	50	☐ ☐	
1-6	Mundane weapons collected	50	☐	
1-7	Per triggering of the spike trap (without the use of a device such as a 10' pole).	100	☐ ☐ ☐ ☐ ☐ ☐	
(850)	Searching the skeleton and recovering its treasure	50	☐	

	Discovering the bronze spike and associated clue	100	☐	
	Solving the disk puzzle	150	☐	
	Using Open Locks skill on obsidian hub	50	☐	
	Opening the Last Gate (after visiting area 1-10)	400	☐	
	Triggering the <i>Order's Wrath</i> trap	100		☐
	Disabling the <i>Order's Wrath</i> trap	100	☐	
1-8	Identifying Teleus the Obedient	50	☐	
(500)	Identifying Cadixtat the Severed Chaos	100	☐	
	Opening the secret panel	25	☐	
	Discovering the gears in the ceiling of the shaft	75	☐	
	Recovering the treasure from the half-orc	50	☐	
	Recovering the aquamarine	100	☐	
	Noticing the haft of the Axe	100		☐
	Per PC exposed to the Axe by penetrating the shaor crystal sheet	100		☐ ☐ ☐ ☐
1-9	Taking damage (or items destroyed) from acid rain	50		☐
(1000)	Putting on the robe	100		☐
	Using the scroll and potion to undo the effects of the robe	100	☐	
	Defeating the flying scorpion swarm	150	☐	
	Enacting the ritual to speak with the Rahn'salah	250	☐	
	Per useful question asked to the Oracle (limit 12)	50	☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐	
1-10	Disabling the <i>earthquake</i> trap	100	☐	
(600)	Per Water Spider defeated	50	☐ ☐	
	Clearing the drain	100	☐	
	Destroying a bucket construct	200		☐
	Locating the water wheel	200	☐	
	Recovering the treasure in the water	100	☐	
1-11	Disabling the collapsing ceiling trap, or locating the bypass switch	100	☐	
(250)	Using the bypass switch after the trap has been triggered, but before it crushes any PCs	50	☐	
	Using an item to stall the ceiling's descent	100	☐	
1-12	Per Shining Warden defeated	100	☐ ☐	
(1100)	Per aquamarine set into a statues pommel (award only once)	50	☐ ☐ ☐ ☐	
	Disable the <i>order's wrath</i> trap	100	☐	
	Triggering the <i>order's wrath</i> trap	100		☐
	Using Disable Device skill to disable the <i>blade barrier</i> trap	100	☐	
	Triggering the <i>blade barrier</i> trap	100		☐
	Completing the Protection Ritual	500	☐	

Part 2: Areas Explored

The team is awarded a base number of points depending on how many encounter areas are completed. Consult the chart to determine how many points the team earns each round. Note: These are not cumulative.

# of Rooms Completed	Points Awarded
1-3	0
4-5	200
6-7	400
8-9	600
10-11	800
12	1000

Part 3: Additional Scoring

Per Piece of Falsoom writing deciphered by spell or skill check (+25)

Putting on the Ring of Law (+250)

Part 4: Deductions

Per PC reduced to 0 hit points (-100)

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Per PC killed (> -9 hit points) (-250)

Per item charge used (-10)

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Per potion or scroll used (-25)

Per “Take 20” on a skill check (-25)

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Final Score Calculation

Subtotal	Subtotal	Subtotal	Subtotal	Total Points
Part 1 – Goals	Part 2 – Areas Explored	Part 3 – Additional Scoring	Part 4 – Deductions	Level 1
	+	+	–	=

Level One: The Symmetrical Halls - Gear

Area	Item	#Taken	Weight	Used/Expended
Area 1-2	heavy pick x2	_____	6	n/a
	club x2	_____	3	n/a
	<i>bracers of armor +1</i>	_____	1	n/a
	scimitar	_____	4	n/a
	light steel shield	_____	6	n/a
Area 1-4	scroll of <i>spiritual weapon</i> (CL 5)	_____	0	_____
	oil of <i>greater magic weapon</i> (+1)	_____	0	_____
	<i>Ring of Law</i>	_____	0	n/a
Area 1-5	scroll of <i>remove curse</i> (CL 5)	_____	0	_____
	potion of <i>bear's endurance</i>	_____	0	_____
Area 1-6	short sword x2	_____	2	n/a
	light mace x2	_____	4	n/a
	longsword x2	_____	4	n/a
	dagger	_____	1	n/a
	longspear x2	_____	9	n/a
	longbow x2	_____	3	n/a
	light crossbow	_____	4	n/a
	sling x2	_____	0	n/a
	40 sling bullets	_____	0.5 (20)	_____
	40 arrows	_____	0.15 (6)	_____
	20 bolts	_____	0.1 (2)	_____
Area 1-7	vial of antitoxin	_____	0	_____
	alchemist's fire	_____	1	_____
	shortspear	_____	3	n/a
	potion of <i>heal</i> (CL 11)	_____	0	_____
	<i>dust of appearance</i>	_____	0	_____
	<i>cloak of charisma +2</i>	_____	2	n/a
	Decipher Script notes	_____	0	n/a
Area 1-8	20 masterwork arrows	_____	0.15 (3)	_____
	shortbow	_____	2	n/a
	thieves tools	_____	1	n/a
	<i>gloves of Dexterity +2</i>	_____	0	n/a
	<i>lesser bracers of archery</i>	_____	1	n/a
Area 1-10	10 sling stones	_____	0.25 (2.5)	_____
	potion of <i>jump</i> (CL 1) x2	_____	0	_____
	wand of <i>magic stone</i> (CL 1, 5 charges)	_____	0	n/a
	+1 <i>sling, seeking</i>	_____	0	_____

Current DC for Decipher Script checks?

Was the Protection Ritual completed on level 1?

Round 2

Part 1: Goals

Room	Activity	Points	Positive	Negative
2-1	Listening to both Savrynn and Iv'x's side of the story	100	☐	
(450)	Defeat Savrynn	50	☐	
	Per PC affected by the entropic mud	50		☐ ☐ ☐ ☐
	Defeat Iv'x	100	☐	
	Recovering Iv'x's treasure	50	☐	
	Finding the <i>bead of force</i>	50	☐	
	Getting Savrynn to bestow an acorn to them	100	☐	
2-2	Examine the fallen door	150	☐	
(150)	Triggering a cave-in	100		☐
	Each additional cave-in triggered beyond the first	250		☐ ☐ ☐
2-3	Per Harpy defeated	100	☐ ☐	
(475)	Using countersong ability to counter captivating song	150	☐	
	Defeat the young purple worm	50	☐	
	Defeat the falsoom ghoul	50	☐	
	Discover the secret door	25	☐	
2-4	Casting a fire spell that incites the cave crickets	100		☐
(850)	Per cave fisher defeated	150	☐ ☐ ☐	
	Per cave cricket defeated	25	☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐	
	Recovering the pixie's treasure	50	☐	
	Severing or using alcohol to escape a filament	50	☐ ☐ ☐	
2-5	Per spore cloud triggered, after the first	50		☐ ☐ ☐ ☐ ☐ ☐
(1375)	Per PC falling into the stream (by any means)	50		☐ ☐ ☐ ☐
	Using Diplomacy checks to get the water elementals aid	50	☐	
	Recover the <i>headband of intellect</i> +2	50	☐	
	Recover the <i>pearl of sirines</i>	100	☐	
	Finding the statue in the crystal grotto	100	☐	
	Wasting time prying quartz deposits	50		☐
	Opening the <i>flask of curses</i>	50		☐
	Finding the crude battleaxe	50	☐	
	Per pixie defeated	50	☐ ☐ ☐	
	Defeat Shaleila	100	☐	

	Parleying with the pixies, and agreeing to recover the lyre	100	☐	
	Per Lawful PC that agrees to help the pixies but does not	50		☐ ☐
	Using the acorn (from area 2-1) to gain the pixies trust	100	☐	
	Finding the stone secret door	25	☐	
	Attacking the fungal constructs (on own accord)	200		☐
	Recover the magic lyre	100	☐	
	Returning the magic lyre to the pixies and getting information	300	☐	
	Cutting out of the worm husk to escape	100	☐	
	Recover the gems and petrified worm egg	50	☐	
2-6	Reading the orcish graffiti	50	☐	
(75)	Finding the secret door	25	☐	
2-7	Per clay statue defeated	100	☐ ☐ ☐	
(1150)	Reducing Korok to 35 hp or less	150	☐	
	Destroying Korok's body (reducing him to 0 hp)	50	☐	
	Parleying with Korok and gaining useful information	200	☐	
	Anointing Korok with the oil from area 2-8	400	☐	
	Per Lawful PC that attacks Korok after talking to him	100		☐ ☐
	Identifying the shells as valuable	50	☐	
2-8	Disable the <i>bestow curse</i> trap	50	☐	
(650)	Disable the <i>wall of fire</i> trap	50	☐	
	Defeat the flawless effigy	150	☐	
	Recover Desed's treasures	100	☐	
	Recover the oil needed for the protection ritual	300	☐	
2-9	Disabling the shearing room trap	100	☐	
(550)	Finding the shearing room trap bypass	100	☐	
	Using the shearing room trap bypass	50	☐	
	Lasting 10 rounds in either 2-9B or 2-9C, and then returning to 2-9A via the trap.	150	☐	
	Defeat the chaos beast	150	☐	
	Per PC afflicted with corporeal instability	50		☐ ☐ ☐ ☐
	Per PC that falls down the shaft in area 2-9C	50		☐ ☐ ☐ ☐

Part 2: Areas Explored

The team is awarded a base number of points depending on how many encounter areas are completed. Consult the chart to determine how many points the team earns each round. Note: These are not cumulative.

# of Rooms Completed	Points Awarded
1-3	0
4-5	200
6	400
7	600
8	800
9	1000

Part 3: Additional Scoring

Per Piece of Falsoom writing deciphered by spell or skill check (+25) ☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐

Holding aloft the Rod of Law (+250) ☐

Using the oil in area 2-8 for the protection ritual (+400) ☐

Part 4: Deductions

Per PC reduced to 0 hit points (-100) ☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐

Per PC killed (> -9 hit points) (-250) ☐☐☐☐☐☐

Per item charge used (-10) ☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐

Per potion or scroll used (-25) ☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐

Per "Take 20" on a skill check (-25) ☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐

Final Score Calculation

Subtotal	Subtotal	Subtotal	Subtotal	Total Points
Part 1 – Goals	Part 2 – Areas Explored	Part 3 – Additional Scoring	Part 4 – Deductions	Level 2
	+	+	–	=

Level Two: Chambers of the Falsoom - Gear

Area	Item	#Taken	Weight	Used/Expended
Area 2-1A	<i>necklace of adaptation</i>	_____	0	n/a
Area 2-1B	<i>bag of holding type II</i>	_____	25	n/a
	<i>minor ring of energy resistance (acid)</i>	_____	0	n/a
	<i>amulet of natural armor +2</i>	_____	0	n/a
	<i>circlet of blasting (minor)</i>	_____	0	n/a
	<i>cloak of resistance +1</i>	_____	1	n/a
	<i>bead of force</i>	_____	0	_____
Area 2-4	Small +1 rapier	_____	1	n/a
	<i>ring of counterspells (fireball)</i>	_____	0	_____
Area 2-5C	<i>headband of intellect +2</i>	_____	0	n/a
Area 2-5D	<i>pearl of the sirines</i>	_____	0	n/a
Area 2-5F	battleaxe	_____	6	n/a
Area 2-5G	Small short sword x4	_____	1	n/a
	Small longbow x3	_____	1.5	n/a
	Small masterwork longbow	_____	1.5	n/a
	40 Small arrows	_____	.075 (3)	_____
	20 Small hallucinatory arrows	_____	.075 (1.5)	_____
	toadstool of <i>heal</i> (CL 11)	_____	0	_____
	phial of <i>restorative ointment</i>	_____	0	_____
	wand of <i>see invisibility</i> (CL 3, 2 charges)	_____	0	_____
	scroll of <i>hideous laughter</i> (CL 5)	_____	0	_____
Area 2-7	scroll of <i>suggestion</i> (CL 5)	_____	0	_____
	<i>bracers of armor +4</i>	_____	1	n/a
	<i>pearl of power 3rd</i>	_____	0	n/a
	wand of <i>magic missile</i> (CL 5, 23 charges)	_____	0	_____
	scroll of <i>spell turning</i>	_____	0	_____
	<i>Rod of Law</i>	_____	2	n/a
Area 2-8	masterwork heavy steel shield	_____	15	n/a
	<i>Order's Wrath: +1 axiomatic</i>	_____	4	n/a
	<i>longsword, dispel chaos 1/day</i>	_____		

Current DC for Decipher Script checks?

Was the Protection Ritual completed on level 1 and/or level 2?

Level 1:

Level 2:

Round 3

Part 1: Goals

Room	Activity	Points	Positive	Negative
3-1	Locate the secret compartment and the magic items inside	100	☐	
(125)	Touch the lava door	50		☐
	Open the lava door	200		☐
	Locate the secret door	25	☐	
3-2	Per merrow defeated	50	☐ ☐ ☐	
(450)	Defeat Malinga	175	☐	
	Recover the dissident's letter	50	☐	
	Locate the secret door	25	☐	
	Recover Malinga's magic items	50	☐	
	Suffer damage from the scorching water, after witnessing its use	100		☐
3-3	Per Unmade orc defeated	50	☐ ☐ ☐	
(650)	Defeat Unmade orc shaman	100	☐	
	Disabling the <i>disintegrate</i> trap	50	☐	
	Wearing the <i>Ring</i> , <i>Rod</i> or <i>Ribbon of Law</i> to avoid the trap	100	☐	
	Recover the Key of Yephael	250	☐	
3-4A	Defeat Duran Orongoth	250	☐	
(500)	Defeat the Eye of Orongoth	100	☐	
	Recover the ruby of Orongoth	150	☐	
3-4B	Per Unmade female nixie defeated	100	☐ ☐	
(500)	Defeat the male Unmade nixie	150	☐	
	Recover the sapphire pendant	50	☐	
	Locate the dissident's decision	100	☐	
3-4C	Use the room's gravity for a tactical advantage in combat	150	☐	
(500)	Defeat Volghak	150	☐	
	Per unmade orc defeated	50	☐ ☐ ☐	
	Recover Volghak's magic scarab	50	☐	
3-5	Speaking with Gromorg's ghost, and receiving useful information	100	☐	
(550)	Recover the <i>Ribbon of Law</i>	150	☐	
	Defeat the unmade lightning quasi-elemental	150	☐	
	Defeat the unmade fire elemental	150	☐	
	For each hazard the PCs interact with on the River of Metal (limit 6)	50		☐ ☐ ☐ ☐ ☐ ☐

3-6	Scouting around the cave to orient themselves	100	☐	
(450)	Attacking Raknulz with surprise	50	☐	
	Defeat Raknulz	200	☐	
	Recover <i>Shellcracker</i>	100	☐	
	Per PC contacting the blood	50		☐☐☐☐
	Per PC submerged in the blood	200		☐☐☐☐
3-7	Defeat Bullba	150	☐	
(1150)	Defeat Shaviss	150	☐	
	After defeating Bullba, convince Shaviss to leave the PCs unharmed (add this to the bonus for defeating the dragon)	100	☐	
	Assembling the model correctly	150	☐	
	Per trap disabled (limit 3)	50	☐☐☐	
	Per trap triggered (no limit)	50		☐☐☐☐ ☐☐☐☐
	Drinking the water of the protection ritual	400	☐	
3-8	Each time Yephaiel address the PCs before the fight (limit 3)	50	☐☐☐	
(450)	Per PC damaged by the flames	50		☐☐☐☐
	Defeat Yephaiel	300	☐	
	Recover the Sword of the Unyielding	100	☐	
3-9	Per PC that completed all three phases of the protection ritual	100	☐☐☐☐	
(1200)	(or have the benefits of protection from chaos)			
	Using the Key of Yephaiel, or picking the lock	500	☐	
	Using the Word of binding on the Axe	500	☐	
	Defeat the Hand of Cadixtat	400	☐	
	Per PC that touches the Axe	100		☐☐☐☐

Part 2: Areas Explored

The team is awarded a base number of points depending on how many encounter areas are completed. Consult the chart to determine how many points the team earns each round. Note: These are not cumulative.

# of Rooms Completed	Points Awarded
1-3	0
4-5	200
6	400
7	600
8	800
9	1000

Part 3: Additional Scoring

Per Piece of Falsoom writing deciphered by spell or skill check (+25)

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Putting on the Ribbon of Law (+250)

□

Part 4: Deductions

Per PC reduced to 0 hit points (-100)

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Per PC killed (> -9 hit points) (-250)

□ □ □ □ □ □

Per item charge used (-10)

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Per potion or scroll used (-25)

□ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □

Per "Take 20" on a skill check (-25)

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Final Score Calculation

Subtotal	Subtotal	Subtotal	Subtotal	Total Points
Part 1 – Goals	Part 2 – Areas Explored	Part 3 – Additional Scoring	Part 4 – Deductions	Level 3
	+	+	–	=

Appendix 3: New Monsters

BRIGHTGUARD

Large Outsider (Extraplanar, Lawful, Warden)

Hit Dice: 6d8+12 (40 hp)

Initiative: +2

Speed: 30 ft. (6 squares), fly 40 ft. (average)

Armor Class: 19 (-1 size, +2 Dex, +6 natural, +2 deflection), touch 13, flat-footed 17

BAB/Grapple: +6/+15

Attack: +1 *two bladed sword* +11 melee (2d6+8/19-20) or slam +10 melee (1d6+7)

Full Attack: +1 *two bladed sword* +9/+4 melee (2d6+6/19-20) and +1 *two bladed sword* +9 melee (2d6+3/19-20) or slam +10 melee (1d6+7)

Space/Reach: 10 ft./10 ft.

Special Attacks: Blaze of vengeance

Special Qualities: Aura of censure, damage reduction 5/chaotic and magic, darkvision 60 ft., defensive stance 2/day, immunity to acid and petrification, low-light vision, magic circle against chaos, poison resistant, stability, tongues, undeterred

Saves: Fort +7, Ref +7, Will +8

Abilities: Str 20, Dex 15, Con 14, Int 10, Wis 13, Cha 10

Skills: Diplomacy +4, Forgery +9*, Intimidate +9, Jump +14, Knowledge (history) +9, Knowledge (the planes) +9, Listen +12, Sense Motive +18, Spot +12, Survival +1 (+3 on other planes)

Feats: Alertness, Combat Reflexes, Iron Will, Two-Weapon Fighting^B

Environment: A lawful neutral-aligned plane

Organization: Solitary, pair, or watch (3-6)

Challenge Rating: 5

Treasure: Double items

Alignment: Always lawful neutral

Advancement: 7-15 HD (Large)

Level Adjustment: –

A giant warrior clad head-to-toe in seamless, strangely angled armor blocks your path. Brandishing its two-bladed sword, a perfect voice warns you to turn aside. Golden, metallic wings unfurl, as if spring-loaded, from its back as the figure gracefully adopts a defensive stance.

Brightguards, also known as belliphim, are the wardens most often tasked with defending a person or an area.



They perform this duty unfailingly until they are dismissed or destroyed.

Combat

Brightguards are adept at using terrain to their advantage in battle, and often find a chokepoint and set themselves in their defensive stance. Under no circumstances, however, will a brightguard abandon its post, even if doing so would render it a tactical advantage.

A brightguard's armor is part of its body; it wears no artificial armor.

Aura of Censure (Su): A righteous aura surrounds an angry brightguard. Any hostile creature within a 20-foot radius of a brightguard must succeed on a DC 16 Will save or take a -2 penalty to AC and all Wisdom-based skill and ability checks for 24 hours or until it successfully hits the brightguard that generated the aura. A creature that has resisted or broken the effect cannot be affected by the same brightguard's aura for 24 hours. This save is Wisdom-based and includes a +2 racial bonus.

Blaze of Vengeance (Su): When a brightguard is slain, it explodes in a tremendous burst of light. All non-war-

dens within a 40-foot radius burst centered on the brightguard must make a DC 15 Reflex save or be blinded for 1d4 minutes. On a successful save, the creature is only dazzled for one round. This save is Constitution-based.

Defensive Stance (Ex): A brightguard may adopt a defensive stance 2/day to gain phenomenal strength and durability, but it cannot move from the spot it is defending. The brightguard gains +2 to Strength, +4 to Constitution, a +2 resistance bonus on all saves, and a +4 dodge bonus to AC. The increase in Constitution modifier increases the brightguard's hit points by 2 points per Hit Die, but these hit points go away at the end of the defensive stance when the Constitution score drops back 4 points. These extra hit points are not lost first the way temporary hit points are. While in a defensive stance, a brightguard cannot use skills or abilities that would require it to shift its position. A defensive stance lasts for a number of rounds equal to 3 + the brightguard's (newly-improved) Constitution modifier. A brightguard may end its defensive stance voluntarily prior to this limit. At the end of the defensive stance, the brightguard is winded and takes a -2 penalty to Strength for the duration of the encounter. Using the defensive stance takes no time in itself, but a brightguard can only do so during its action.

Poison Resistant (Ex): Brightguards receive a +4 racial bonus to saves against poison.

Stability (Ex): Brightguards have a +4 racial bonus to resist being tripped or to resist a bull rush.

Undeterred (Ex): Brightguards are immune to charm, compulsion, and fear effects.

Skills: Brightguards have a +8 racial bonus to Sense Motive checks. *They also receive a +4 bonus to Forgery checks when attempting to detect a forgery.

CRYSTAL MEPHIT

Small Outsider (Earth, Extraplanar)

Hit Dice: 3d8+3 (19 hp)

Initiative: +3

Speed: 30 ft. (6 squares), fly 50 ft. (good)

Armor Class: 18 (+1 size, +3 Dex, +4 natural), touch 14, flat-footed 15

BAB/Grapple: +3/+0

Attack: Claw +7 melee (1d3+1 plus bleeding)

Full Attack: 2 claws +7 melee (1d3+1 plus bleeding)

Space/Reach: 5 ft./5 ft.

Special Attacks: Bleeding wounds, breath weapon, spell-like abilities, summon mephrit

Special Qualities: Darkvision 60 ft., DR 5/magic, fast healing 2, vulnerability to sonic

Saves: Fort +3, Ref +6, Will +3

Abilities: Str 12, Dex 16, Con 10, Int 7, Wis 11, Cha 14

Skills: Bluff +8, Escape Artist +9, Hide +13, Listen +6, Diplomacy +4, Disguise +2 (+4 acting), Move Silently +9, Spot +6, Use Rope +3 (+5 with bindings)

Feats: Blind-Fight, Weapon Finesse

Environment: Elemental Plane of Earth

Organization: Solitary, gang (2-4 mephits of mixed types), or mob (5-12 mephits of mixed types)

Challenge Rating: 3

Treasure: Standard

Alignment: Usually neutral

Advancement: 4-6 HD (Small); 7-9 HD (Medium)

Level Adjustment: +3 (cohort)

The awkward thing loping toward you is a spindly creature of harsh angles and glassy surfaces that catch the light. Its long arms end in sharp talons of jagged crystal, matching the wicked fangs gleaming from its crudely hewn mouth. Deep within its wide face two blackened crystals glare, a burning gaze from where a normal creature's eyes would be.

The heart of each crystal mephrit is a curiously flawed diamond worth 100 gp.

Combat

Bleeding Wounds (Su): Living creatures struck by a crystal mephits claw attacks must make a DC 12 Fortitude save or begin bleeding, losing 1 hit point per round on that target's initiative until the target is treated with a DC 15 Heal check or any type of healing spell. A single target can be affected by up to three bleeding wounds at a time. All bleeding wounds on a target disappear with a successful Heal check or healing spell. A

creature with a natural armor value of +2 or higher is immune to the effect.

Breath Weapon (Su): 10-foot cone of crystal shards, damage 1d6 [4], Reflex DC 12 half. Living creatures that fail their saves are tormented by dozens of tiny cuts and scrapes. This effect imposes a -1 penalty to AC and a -1 penalty on attack rolls for 3 rounds. A crystal mephrit can use its breath weapon every 1d4 rounds. The DC is Constitution based and includes a +1 racial bonus.

Spell-Like Abilities: 1/hour - *color spray* (DC 13, caster level 3rd), *crystal growth* (caster level 6th). *Crystal growth* works like the divine spell *plant growth* except it only affects natural crystal formations and can only affect a 10-foot-radius circle, a 15-foot-radius semicircle, or a 20-foot-radius quarter circle.

Fast Healing (Ex): A crystal mephrit heals only if it is touching a gem or jewel worth at least 50 gp or in contact with any type of crystal of at least Tiny size. Its own heart does not count for purposes of fast healing.

FALSOOM

Medium Humanoid (Aquatic)

Hit Dice: 2d8+2 (11 hp)

Initiative: -1

Speed: 20 ft. (4 squares), swim 10 ft.

Armor Class: 21 (-1 Dex, +12 natural), touch 9, flat-footed 21

BAB/Grapple: +1/+3

Attack: Heavy mace +3 melee (1d8+2)

Full Attack: Heavy mace +3 melee (1d8+2)

Space/Reach: 5 ft./5 ft.

Special Attacks: -

Special Qualities: Amphibious, prolonged life, self-sustaining, shell, low-light vision, acid resistance 5

Saves: Fort +6, Ref -1, Will +3

Abilities: Str 15, Dex 8, Con 13, Int 10, Wis 13, Cha 10

Skills: Concentration +9, Craft (trapmaking) +4, Knowledge (religion) +8, Swim +10

Feats: Great Fortitude, Iron Will^B

Environment: any land or aquatic

Organization: Solitary, band (2-8), or tribe (8-31)

Challenge Rating: 2

Treasure: Standard, no coins

Alignment: Lawful neutral

Advancement: By character class

Level Adjustment: +2

This humanoid resembles a turtle. A fluted shell covered in symmetrical segments protects its pebbly, pale green hide. Its long-fingered, webbed hands end in tiny claws. Sad, soulful eyes look over its beaked face, supported by a telescoping neck.



The falsoom were a race of turtle-men (not too dissimilar to the tortogs of **DragonMech**) that lived on the primeval shores of the world. They were selected by the powers of Law as servants and guards for the Palace in the Wastes. The falsoom were cryptodires, meaning their heads retract straight back into their shells. They are also able to store small items inside their shells for safekeeping. The falsoom had no concept of coinage and no trade partners other than the occasional fey. Amongst themselves they bartered for goods.

The falsoom survived, alone and cut off from the rest of the world, for several centuries, but eventually died out knowing they had both been abandoned by Law and that they had failed in guarding the *Axe of Unmaking*.

In life, the falsoom were thoughtful stewards. They erected the Palace to please both their axiomatic patrons and themselves. Although law-minded, they appreciated art, particularly song and paint, and they relished the company of mischievous fey, whom they viewed as misguided but entertaining children. They were otherwise lonely, and built zoos and several construct friends to appease their solitude. Although they did not eat, they enjoyed the growth of plant life (which they saw grew in patterns and pleased their lawful nature), and had an extensive fungal arboretum.

Combat

Prolonged Life (Ex): The lifespan of the falsoom was

extended by the ancient powers of Law. They reach adulthood at 70 years, middle age at 300 years, they become old at 500 years, and they become venerable at 750 years. After that they have 4d6x10 years to live. As a side effect, they are immune to magical aging.

Self-Sustaining (Ex): The ancient powers of Law released the falsoom from the bonds of hunger, thirst, and sleep so they would be more effective guardians in the desolated waste. Falsoom are also immune to magical *sleep* effects and any effect that would make them feel hunger or thirst. They also receive Iron Will as a bonus feat as a result of this process.

Shell (Ex): A falsoom's body is encased in a hard, armored shell. It is able to retract its limbs, head, and tail into this shell for protection. As a standard action, if it is not bound, entangled, or otherwise immobilized, a falsoom may retract, leaving only its shell exposed and gaining a +8 bonus to AC and immunity to critical hits. A retracted falsoom is also incapable of movement and counts as being prone.

Falsoom as characters

Falsoom possess the following racial traits:

- +4 Strength, -2 Dex, +2 Wis
- Medium size.
- A falsoom's base land speed is 20 ft. Falsoom have a swim speed of 10 ft.
- Low-light vision
- Racial Hit Dice: A falsoom begins with two levels of humanoid, which provide 2d8 HD, +1 BAB, one feat, and base saves of Fort +3, Reflex +0, and Will +0.
- Racial Skills: A falsoom's humanoid levels give it skill points equal to 5*(2+Int modifier, minimum 1). A falsoom's class skills are Concentration, Craft (any one), Knowledge (religion), and Swim. They also have a +4 racial bonus to Concentration, Knowledge (religion) checks. A falsoom has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always take 10 on a Swim check, even if distracted or endangered.
- Racial Feats: A falsoom's humanoid levels give it one feat. Falsoom receive Iron Will as a bonus feat.
- +12 natural armor bonus
- Falsoom are not proficient with any armor and cannot wear armor, regardless of class features. They are proficient with all simple weapons.
- Special Qualities (see above): amphibious, pro-

longed life, self-sustaining, low-light vision

- Automatic Languages: Falsoom. Bonus Languages: Draconic, Giant, Orc, Sphinx, Sylvan
- Favored Class: Monk
- Level adjustment: +2

FLAWLESS EFFIGY

Medium Construct (Lawful)

Hit Dice:	6d10+30 (63 hp)
Initiative:	+2
Speed:	30 ft. (6 squares)
Armor Class:	20 (+2 Dex, +8 natural), touch 12, flatfooted 18
BAB/Grapple:	+4/+9
Attack:	Slam +10 melee (1d8+5)
Full Attack:	2 slams +10 melee (1d8+5)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Axiomatic aura, axiomatic strike
Special Qualities:	Construct traits, damage reduction 10/chaotic, <i>detect chaos</i> , fast healing 3, perfect construction, resistance to fire 10 and cold 10
Saves:	Fort +2, Ref +4, Will +4
Abilities:	Str 21, Dex 14, Con –, Int 10, Wis 15, Cha 7
Skills:	Hide +8, Listen +10, Spot +10
Feats:	Alertness, Power Attack, Weapon Focus (slam)
Environment:	Any
Organization:	Solitary or pair
Challenge Rating:	6
Treasure:	None
Alignment:	Always lawful neutral
Advancement:	7-12 HD (Medium); 13-18 HD (Large)
Level Adjustment:	–

Before you stands an exquisitely carved marble statue depicting a man armored in a baroque breastplate. The workmanship approaches a perfection that is breathtaking to behold yet is strangely alien in its sterile purity.

The flawless effigy is a unique type of construct found in temples dedicated to the worship of Law Absolute. They are used primarily to guard important treasures or to watch over the crypts of heroes who have fallen in the service of law. Most flawless effigies are created in the likeness of a mortal champion of order, although the perfection with which they are made often depicts a more idealized version of the person they are meant to represent.

All flawless effigies are imbued with intellect and self-awareness, which allows them to function at a level far beyond that of most constructs.



A typical flawless effigy stands roughly six and a half feet tall and weighs around 800 pounds. They are usually carved from a solid piece of marble, but occasionally flawless effigies constructed from limestone or even granite may be encountered.

Combat

Flawless effigies are smart enough to use fairly complex tactics in combat, and will attempt to make the most of their surroundings. Most flawless effigies are tasked with guarding a specific site or item, but will not attack intruders perceived to be lawful or neutral creatures if they do not disturb the construct's charge. A flawless effigy will, however, immediately attack chaotic creatures, pursuing them if necessary.

Axiomatic Aura (Su): A flawless effigy radiates a palpable aura of absolute law within 20 ft. Any neutral (not lawful) creature that enters this aura must succeed at a Fortitude saving throw (DC 13) or be sickened for as long as it remains within the aura. Any chaotic creature that enters the axiomatic aura must succeed at a Fortitude saving throw (DC 13) or be nauseated for as long as it remains within the aura. A creature leaving and then reentering the axiomatic aura must make another Fortitude saving throw to avoid the aura's effects.

Axiomatic Strike (Su): A flawless effigy's slam attack deals an additional 2d6 points of damage to chaotic creatures.

Detect Chaos (Su): A flawless effigy can automatically detect the presence of chaotic creatures within 60 ft.

Perfect Construction (Ex): A flawless effigy gains bonus hit points as if it were a construct one size category larger.

Construction

A flawless effigy may only be constructed by a lawful neutral cleric of at least 15th level. The body of the flawless effigy is chiseled from a single block of marble or other suitable hard stone. The stone must be of exceptional quality and costs 4,000 gp. Assembling the body requires a DC 25 Craft (sculpting) check and a DC 25 Craft (stonemasonry) check.

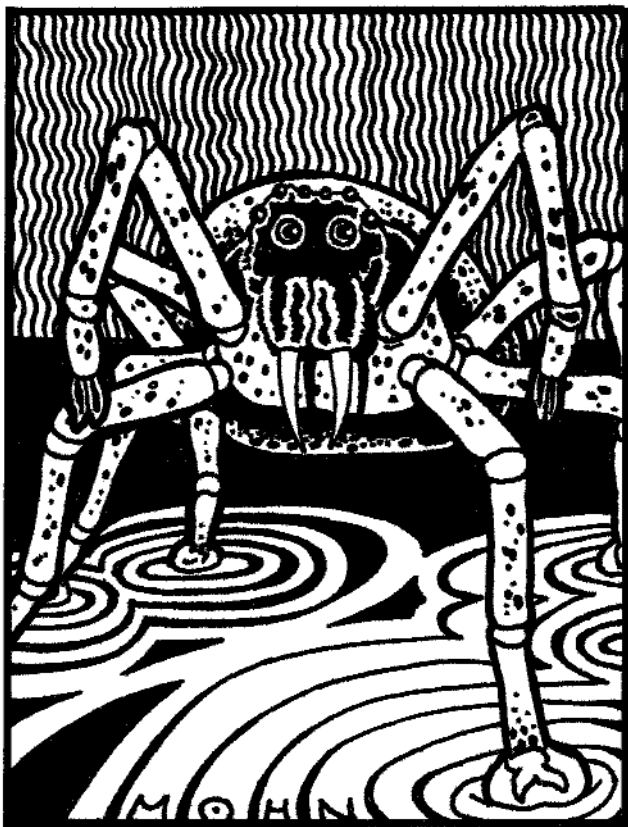
CL 15; Craft Construct; *dispel chaos*, *limited wish* or *miracle*, *shield of law*, caster must be at least 15th level; Price 36,000 gp; Cost 18,000 gp + 1440 XP.

FUNGAL CONSTRUCT

Large Construct

Hit Dice:	5d10+30 (60 hp)
Initiative:	+0
Speed:	30 ft. (6 squares)
Armor Class:	16 (-1 size, +7 natural), touch 9, flat-footed 16
BAB/Grapple:	+3/+12
Attack:	Slam +7 melee (1d6+5/19-20 plus poison spores)
Full Attack:	2 slams +7 melee (1d6+5/19-20 plus poison spores)
Space/Reach:	10 ft. /10 ft.
Special Attacks:	Augmented critical, poison spores
Special Qualities:	Construct traits, damage reduction 5/-, darkvision 60 ft., low-light vision
Saves:	Fort +1, Ref +1, Will +1
Abilities:	Str 20, Dex 10, Con -, Int -, Wis 10, Cha 2
Skills:	—
Feats:	—
Environment:	Underground
Organization:	Solitary, pair, or gang (3-6)
Challenge Rating:	3
Treasure:	None
Alignment:	Always neutral
Advancement:	6-9 HD (Large); 10-18 HD (Huge)
Level Adjustment:	—

This 9-foot tall humanoid-shaped construct appears to be composed of dark organic soil, with a moist appearance. Its surface is covered with patches of profusely growing fungus. As it shambles along, bits of soil are constantly being shed, but are reabsorbed back into the body. Its body reeks of fermenting, rotting organic material. Its head contains sunken depressions where eyes



would be located, and a useless, fungus-enshrouded oversized maw.

Druids living in underground locations create these constructs as a force of manual labor.

Combat

Fungal constructs are not particularly offensive, but if commanded by their creator, or inhibited in performing their last instructions, they will flail at opponents. Although these slams are not that dangerous, the impacts occasionally release spore clouds that affect the target. The fungal construct's loamy body is effective in absorbing weapon blows.

Augmented Critical (Ex): A fungal construct's slam attack threatens a critical on an attack roll of 19-20.

Poison Spores (Ex): On a successful critical hit, in addition to extra damage, the impact of the blow releases a cloud of poisonous spores that affects only the target of the hit. Poison Spores: Inhaled, Fort save DC 13, initial damage 1d4 (2) Wis., secondary damage 1d4 (3) Wis.

Construction

A fungal construct may only be constructed by a druid of at least 13th level. The body of the fungal construct is formed from the remains of a destroyed earth elemental. Rare fungus harvested with a silver sickle during the summer solstice is then used to seed the soil. The con-

struct is then watered with 5 gallons of water from a destroyed water elemental, and *plant growth* and *animate plants* spells are cast on it. The process requires a Profession (farmer) DC 22 check and 2,500 gp in materials.

CL 13; Craft Construct; *plant growth*, *animate plants*, caster must be at least 13th level; Price 16,000 gp; Cost 8,000 gp + 640 XP.

MONSTROUS WATER SPIDER, LARGE

Large Vermin

Hit Dice: 4d8+4 (22 hp)
Initiative: +3 (Dex)
Speed: 40 ft., climb 20 ft.
Armor Class: 14 (-1 Size, +3 Dex, +2 natural), touch 12, flat-footed 11
BAB/Grapple: +3/+9
Attack: Bite +4 melee (1d8+3 plus poison)
Full Attack: Bite +4 melee (1d8+3 plus poison)
Space/Reach: 10 ft./5 ft.
Special Attacks: Poison
Special Qualities: Tremorsense, vermin traits, water walk

Saves: Fort +5, Ref +4, Will +1
Abilities: Str 14, Dex 16, Con 12, Int —, Wis 10, Cha 2

Skills: Climb +10*, Hide +3*, Spot +4*

Feats: —

Environment: Any marsh and underground

Organization: Solitary or colony (2-6)

Challenge Rating: 2

Treasure: 1/10 coins. 50% goods; 50% items

Alignment: Always neutral

Advancement: 5-8 HD (Large); 9-12 HD (Huge)

Level Adjustment: —

The enormous spider glides towards you, skating across the surface of the water on hairy footpads saturated with some foul-smelling oil. The entire beast is covered in dense, coarse hairs, but the most fearsome aspect are the spider's the massive saber-like mandibles, each as long as a fighting knife and glistening with deadly poison.

Glands in the spider's footpads secrete sticky oil that allows them to walk on the surface of water and other liquids. This oil is highly sought after by sailors and alchemists. Though foul smelling, it can be used to waterproof nearly anything. Primitive villagers living near marshes infested with water spiders often sail high-unsinkable skiffs and kayaks. Alchemists and sailors will pay up to 50 gp per footpad, if preserved or sold within a week of death.

Combat

Monstrous water spiders are aggressive predators that use their poisonous bites to subdue or kill prey. At the top of their food chain, the creatures have no instincts for retreat or fear, unflinchingly fighting to the death.

Poison (Ex): A monstrous water spider has a poisonous bite that causes weakness in the limbs (DC 15, Initial and Secondary damage 1d6 Str). Regardless of save, each bite produces dense swelling around dark, puss-filled nodules that burst open within 1d4 hours. The save DC is Constitution based and includes a +2 racial bonus.

Tremorsense (Ex): A monstrous water spider can detect and pinpoint any creature or object within 60 feet in contact with the same body of water as the water spider.

Water Walk (Ex): Monstrous water spiders can tread on most liquids (such as mud, oil, snow, quicksand, and still or running water) as if it were solid ground. The subjects can walk, run, charge, or otherwise move across the surface of calm water as if it were normal ground. A monstrous water spider treats rough water as rough terrain, and stormy water as impassable terrain.

Skills: Monstrous water spiders have a +4 racial bonus on Hide and Spot checks, and a +8 racial bonus on Climb checks. A monstrous spider can always choose to take 10 on Climb checks, even if rushed or threatened.

PURPLE WORM (YOUNG)

Medium Magical Beast

Hit Dice: 3d10+3 (18 hp)
Initiative: +0
Speed: 20 ft. (4 squares), burrow 20 ft., swim 10 ft.
Armor Class: 16 (+6 natural), touch 10, flat-footed 16
BAB/Grapple: +3/+3
Attack: Sting +4 melee (1d4 plus poison)
Full Attack: Sting +4 melee (1d4 plus poison) and bite -1 melee (1d6)
Space/Reach: 5 ft./5 ft.
Special Attacks: Improved grab, poison, swallow whole
Special Qualities: Tremorsense 60 ft.
Saves: Fort +4, Ref +3, Will -1
Abilities: Str 10, Dex 10, Con 12, Int 1, Wis 8, Cha 6
Skills: Listen +5, Swim +9
Feats: Weapon Focus (bite), Weapon Focus (sting)
Environment: Underground
Organization: Solitary or clutch (2-5)

Challenge Rating: 2

Treasure: No coins, 50% goods (stone only), no items

Alignment: Always neutral

Advancement: 4-6 HD (Medium)

Level Adjustment: –

Writhing towards you is a muscular coil with a mouthful of razors on one end and a barbed stinger on the other. Its brown, chitinous skin, still soft with youth, is just starting to harden and take on a characteristic purple hue.

The body of a young purple worm is 1 foot in diameter and 12 feet long, weighing about 1,000 pounds. The creature has a poisonous stinger in its tail.

Combat

In battle, a young purple worm forms into a coil 5 feet in diameter, biting and stinging anything within reach. Unlike adult purple worms, the young worm relies more on its stinger in combat than its bite attack, hoping to incapacitate prey before attempting to devour them.

Improved Grab (Ex): To use this ability, a young purple worm must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can attempt to swallow the foe on the following round.

Poison (Ex): Injury, Fortitude DC 12, initial damage 1d4 Str, secondary damage 1d6 Str. The save DC is Constitution-based.

Swallow Whole (Ex): A young purple worm can try to swallow a grabbed opponent of a smaller size than itself by making a successful grapple check. Once inside, the opponent takes 1d6 points of crushing damage plus 2 points of acid damage per round from the worm's gizzard. A swallowed creature can cut its way out by using a light slashing or piercing weapon to deal 18 points of damage to the gizzard (AC 13). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out. A Medium worm's interior can hold 2 Small, 8 Tiny, or 32 Diminutive or small opponents.

Skills

A young purple worm's has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

SHINING WARDEN

Small Outsider (Extraplanar, Lawful, Warden)

Hit Dice: 1d8 (4 hp)
Initiative: +4
Speed: Fly 60 ft. (perfect) (12 squares)
Armor Class: 15 (+1 size, +4 natural), touch 11, flat-footed 15
BAB/Grapple: +1/-8
Attack: Force ray +2 ranged touch (1d6)
Full Attack: Force ray +2 ranged touch (1d6)
Space/Reach: 5 ft./5 ft.
Special Attacks: Blaze of vengeance, spell-like abilities
Special Qualities: Aura of censure, damage reduction 10/chaotic and magic, darkvision 60 ft., immunity to acid and petrification, low-light vision, magic circle against chaos, poison resistant, tongues
Saves: Fort +2 (+6 against poison), Ref +2, Will +2
Abilities: Str 1, Dex 11, Con 10, Int 6, Wis 11, Cha 10
Skills: Concentration +4, Diplomacy +4, Knowledge (the planes) +2, Listen +4, Sense Motive +4, Spot +4
Feats: Improved Initiative
Environment: A lawful neutral-aligned plane
Organization: Solitary, pair, or watch (3-5)
Challenge Rating: 2
Treasure: None
Alignment: Always lawful neutral
Advancement: 2-5 HD (Small)
Level Adjustment: –

A perfect sphere of blue light floats motionless in the air, somehow exhibiting a feeling of constant vigilance. Sure enough, it responds to your approach by causing geometric forms of light to flash and fade across its surface.

Shining wardens appear as floating balls of blue light that glow about as brightly as a torch. Only their destruction can extinguish the glow, though they can try to hide it.

Combat

A shining warden has little reason to get within melee range. It usually hovers just close enough to bring the enemy within its aura of censure, and then blasts away with its light rays. Shining wardens prefer to concentrate on a single opponent, seeking to reduce enemy numbers quickly.

Aura of Censure (Su): A righteous aura surrounds an angry shining warden. Any hostile creature within a 20-foot radius of a shining warden must succeed on a DC

12 Will save or take a -2 penalty to AC and all Wisdom-based skill and ability checks for 24 hours or until it successfully hits the shining warden that generated the aura. A creature that has resisted or broken the effect cannot be affected by the same shining warden's aura for 24 hours. This save is Wisdom-based and includes a +2 racial bonus.

Blaze of Vengeance (Su): When a shining warden is slain, it explodes in a tremendous burst of light. All non-wardens within a 40-foot radius burst centered on the shining warden must make a DC 10 Reflex save or be blinded for 1d4 minutes. On a successful save, the creature is only dazzled for one round. This save is Constitution-based.

Force Ray (Ex): A shining warden's force rays have a range of 30 feet. This attack overcomes damage reduction of any type and the hardness of all objects.

Poison Resistant (Ex): Shining wardens have a +4 racial bonus to saves against poison.

Spell-Like Abilities: At will – *alarm, detect chaos, zone of truth*. Caster level 3rd. *true seeing* (range personal only). Caster level 9th.

FLYING SCORPION SWARM

Tiny Vermin (Swarm)

Hit Dice: 10d8 (45 hp)
Initiative: +2
Speed: 20 ft. (4 squares), climb 20 ft., fly 30 ft. (poor)
Armor Class: 14 (+2 size, +2 Dex), touch 14, flat-footed 12
BAB/Grapple: +7/–
Attack: Swarm (3d6 plus poison)
Full Attack: Swarm (3d6 plus poison)
Space/Reach: 10 ft./0 ft.
Special Attacks: Distraction, poison
Special Qualities: Acid resistance 5, darkvision 60 ft., half damage from slashing and piercing, swarm traits, vermin traits
Saves: Fort +7, Ref +5, Will +3
Abilities: Str 3, Dex 14, Con 10, Int –, Wis 10, Cha 2
Skills: Climb +10, Hide +18, Spot +4
Feats: –
Environment: Underground
Organization: Solitary, rove (2-5), or colony (7-12)
Challenge Rating: 5
Treasure: None
Alignment: Always neutral
Advancement: None
Level Adjustment: –

Innumerable black scorpions, their right claws disproportionately large, clatter over each other. Horrible bee-

tle-like wings sprout from their backs, and hundreds of them buzz about in the air, their barbed stingers curving under their bodies.

Scorpions don't often gather in swarms, nor do they fly – and most intelligent creatures are glad of it. The influence of the *Axe of Unmaking*, though, brings nightmares to life.

Combat

Flying scorpions are unintelligent. They attack prey, stinging relentlessly, and then feast.

Distraction (Ex): Any living creature that begins its turn with a flying scorpion swarm in its space must succeed on a DC 15 Fortitude save or be nauseated for 1 round. The save DC is Constitution-based.

Poison (Ex): Injury, Fortitude DC 15, initial and secondary damage 1d6 Dex. The save DC is Constitution-based.

Skills

A flying scorpion swarm has a +8 racial modifier to Climb and Hide checks, and a +4 racial modifier to Spot checks.

WARDEN TYPE

Wardens are a cabal of lawful neutral outsiders that dedicate themselves to maintaining order and guarding places of special importance. Although there are several types of wardens, they all share some common traits, below.

Warden Traits: A warden possesses the following traits (unless otherwise noted in a creature's entry).

- Darkvision out to 60 feet and low-light vision.
- *Aura of Censure (Su):* A righteous aura surrounds an angry warden. Any hostile creature within a 20-foot radius of a warden must succeed on a Will save or take a –2 penalty to AC and all Wisdom-based skill and ability checks for 24 hours or until they successfully hit the warden that generated the aura. A creature that has resisted or broken the effect cannot be affected by the same warden's aura for 24 hours. This save is Wisdom-based and includes a +2 racial bonus.
- Immunity to acid and petrification.
- +4 racial bonus on saves against poison.
- *Magic Circle against Chaos (Su):* A magic circle against chaos effect always surrounds a warden (caster level equals the warden's Hit Dice). (The defensive benefits from the circle are not included in a warden's statistics block.)
- *Blaze of Vengeance (Su):* When a warden is slain, it explodes in a tremendous burst of light. All non-

wardens within a 40-foot radius burst centered on the warden must make a Reflex save or be blinded for 1d4 minutes. On a successful save, the creature is only dazzled for one round. This save is Constitution-based.

- *Tongues (Su):* All wardens can speak with any creature that has a language, as though using a *tongues* spell (caster level 14th). This ability is always active.

UNMADE TEMPLATE

Unmade is an acquired template that can be applied to any creature except constructs, oozes, undead, and aberrations.

Creatures in proximity to the *Axe* are “gifted” with an unmaking of their natural form and abilities. These “unmakings” unravel the base creature through the mad power of the *Axe* and turn it into something else.

Size and Type: The creature's type changes to aberration. The creature keeps any subtypes it had, if appropriate. Size may change depending on unmakings.

Hit Dice: The creature gains 1 HD of aberration upon acquiring this template. This gives the base creature 1d8(+Con. modifier, minimum 1) hit points, 2(+Int. modifier, minimum 1) skill points and +2 to its Will save.

Speed: Speed may be affected depending on unmakings.

Armor Class: Natural armor increases by +1, plus an additional +1 per unmaking after the first (max +10).

Attack: As base creature. Certain unmakings may give it further attacks, or replace existing ones.

Space/Reach: As base creature. Certain unmakings may increase space/reach.

Special Attacks: An Unmade creature retains all special attacks of the base creature and may gain more depending on what unmakings it has. All Unmade gain the following special attack:

Smite Law (Su): Once per day the creature may make a special melee attack against a lawful foe. This attack has a bonus to damage equal to the creature's HD (max +20). If the target was not lawful, then the smiting attempt is wasted.

Special Qualities: Unmade creatures retain their special qualities. Certain unmakings may replace or add special qualities. Every Unmade creature has the following special quality:

Gift of Unmaking (Su): The Unmade creature has one unmaking at creation. It gains an additional unmaking for every aberration HD it acquires. Unmade creatures gain HD as normal, but extreme exposure to the *Axe* can also add HD spontaneously. Unmade creatures with no

Charisma score cease to exist; they explode into light, melt into a greasy pudding, or some other spectacular end. This occurs even if some effect other than unmaking reduces their Charisma to 0. A creature that dies in this fashion can only be restored to life through a *limited wish*, *wish*, *miracle*, or *true resurrection*.

Abilities: +2 Constitution, -2 Charisma. For every Unmade HD it gains, the creature gains an additional point of Constitution and loses a point of Charisma.

Skills: An Unmade creature gains skill points as an aberration. Treat skills from the base creature as class skills. If the base creature only advanced through class levels and had no racial skills, its Unmade class skills are Listen and Spot.

Challenge Rating: As base creature +1 per three Unmade HD. Some unmakings increase the CR further.

Alignment: Always chaotic (any)

Advancement: Unmade creatures may gain HD as Unmade aberrations or through class levels.

Level Adjustment: +1 (plus an additional +1 per three Unmade HD)

Sample Unmakings

These are gifts (or curses) bequeathed by the *Axe of Unmaking*. These are samples; GMs are encouraged to make their own. All unmakings are extraordinary abilities unless otherwise stated.

Note that some unmakings increase the CR of the base creature beyond what is listed above.

To represent the truly chaotic nature of the *Axe*, GMs may wish to roll 1d20 to determine which unmaking(s) a creature has. Note that some unmakings may be granted more than once.

Amok in time (Su): You *blink*, as the spell. The organ that produces this effect grows out of the back of your neck, and looks like a large goiter.

Club hands: Your hands (or claws) fuse into one, dense mass. You gain +2 bonus to Strength and suffer -2 penalty to Dexterity. You lose any claw attacks you had and cannot wield weapons, but you gain a slam attack and the Improved Natural Attack (slam) feat for free, doing 1d6 damage at size Medium. In addition, you gain iterative attacks with your club hands if your attack bonus is high enough. If you relied on forepaws for movement, reduce your base speed by 10 ft.

Diminishing: Your size category reduces one step, as the *reduce person* spell. You may take this multiple times.

Extra abnormal appendages: You gain an appendage not normally associated with your kind, like a lion's fore-

leg on a pixie or a tentacle on a hobgoblin. You gain a secondary attack with this limb. The appendages need not grow from your torso; they can spring from anywhere on your body. Although you may gain multiple extra abnormal appendages, each turn you must designate which one you are using.

The type of attacks you can make with your extra appendage are limited to claws, constricts, slams, talons, and tentacles. These attacks do damage as appropriate to your size.

Extra normal appendages: You gain another of whatever kind of appendages you normally have. If you gain a limb used in fighting, you gain an extra secondary attack. If you gain a limb used for movement, you gain 5 feet to your base movement. Although you can gain multiple extra normal appendages, the effects do not stack. A fighting appendage need not grow from your torso (it can spring from anywhere on your body), but a mobility appendage must grow near an appropriate location.

Fetid breath (Su): You gain a breath attack that can take the form of a 30-foot line or a 15-foot cone that may inflict a negative condition. Each negative condition lasts 1d6 rounds. A successful Fortitude save will negate your breath weapon; the DC is Constitution-based. You may use your breath weapon a number of times per day equal to your Constitution modifier, but you must wait 1d4 rounds in between each use before you can use it again. It is a standard action to use your breath weapon.

Line of: blindness, exhaustion, stunned

Cone of: dazed, deafness, fatigue, sickened

This unmaking increases your CR by 1. Your throat swells to an unusual size and takes on an unnatural color when you gain this unmaking. You may not take this unmaking more than once.

Foul senses (Su): You gain extra sensory organs, usually hideous growths in the wrong places. This distracts you terribly, and you suffer a -4 penalty to initiative rolls. You gain one of the following:

Darkvision (or +30 feet to darkvision), low-light vision, blindsight, *deathwatch* (as the spell), tremorsense, or the benefits of any *detect* spell.

You may take this multiple times.

Horrid presence (Su): You radiate fear (mind-affecting effect). Any non-Unmade that comes within 30 feet of you must make a Will save or be shaken. The save DC is Constitution-based. Your flesh is scabrous and is hurts when you move; reduce your Dexterity by 2 points. You may not suppress this unmaking; it is constantly in effect.

Leaking pustules: Your hide blisters and leaks with pus and fluid. You exude a stench in a 30-foot radius, and any non-Unmade within that area must make a Fortitude save or be sickened for 1d10 rounds. Anyone who saves against your leaking pustules is immune for 24 hours, although the leaking pustules of another may affect them. The save DC is Constitution-based.

In addition, you have a +5 circumstance bonus to Escape Artist checks. You have a +3 bonus to grapple checks to escape a grapple but a -8 penalty to checks made to initiate or maintain a grapple.

Mouths of madness: Extra mouths have grown on your skin. They gibber and howl independent of your will. You suffer a -10 penalty to Move Silently and a -4 penalty to Listen checks. You have a -4 penalty to resist Fortitude saves caused by a fog, vapor, or gas. Your slam, constrict, or claw attacks inflict an extra 1d4 points of damage, and if you are grappling someone you automatically deal 2d4 damage as the mouths bite your foe.

Osseous barbs: You must have an endoskeleton to gain this unmaking. Your bones grow sharp spurs that pierce your flesh in several places. You gain +2 natural armor but you cannot wear armor. Instead you are always considered to be wearing spiked armor and spiked gauntlets appropriate to your size, and you gain proficiency with both.

This unmaking affects your ability to use some skills. You suffer a -4 penalty to Escape Artist checks to squeeze through tight spaces and to escape manacles. You also suffer a -4 penalty to Tumble checks, but gain a +4 circumstance bonus to Climb checks.

Phantasmagoric gaze (Su): You gain a *phantasmal killer* gaze attack with a range of 30 feet. Like most gaze attacks, it can be suppressed at will. When it's active, each non-Unmade creature within range of a gaze attack must attempt a Will saving throw to disbelieve the horrors your gaze conjures at the beginning of his or her turn. If you use this gaze attack as an attack action, you may also target Unmade creatures. The Will save is Constitution-based; if you have the plague of eyes unmaking, the DC increases by +2.

Any who make the Will save are immune to your phantasmagoric gaze for 24 hours, although that of another Unmade can affect them. If a creature fails the save it must attempt a Fortitude saving throw. This save is also Constitution-based, but you gain no additional benefit from the plague of eyes unmaking. If the creature makes the save, it takes 3d6 points of damage and is immune to your phantasmagoric gaze for 24 hours. If it fails, it dies. If it is brought back to life, your phantasmagoric gaze can only affect it once per 24 hours. Phantasmagoric gaze is an illusion and a phantasm,

fear, and mind-affecting effect.

This unmaking increases your CR by 2.

Plague of eyes: You have extra eyes in weird places in your body. You cannot be flanked and gain +8 to Spot and Search checks, but your natural armor is 2 points worse and you suffer a -8 penalty on saves vs. pattern effects.

Reach beyond reason: One of your natural attacks gains an additional 5 feet of reach. This can even be applied to bite attacks. Your limbs, jaws, horns, stingers, etc., grow to oversize proportions. You may not attack creatures adjacent to you with your elongated natural attack. You may take this unmaking more than once, and each time it either increases the reach of the attack or applies to a different natural attack. If you increase the reach of an already-elongated natural attack, you also increase the area into which you cannot attack by 5 feet.

Spongy hide: Your flesh becomes sickeningly moist and puffy. Your natural armor drops to +0 and cannot be increased. You gain damage reduction 5/-.

Unclean growth: Your size category increases one step, as the *enlarge person* spell. You may take this multiple times.

Unnatural adaptation: You begin to take on the characteristics of another creature. Lose a special quality (other than Gift of Unmaking) you have (or none, if you have no others) and gain an extraordinary or supernatural special quality of another creature with less CR than you have Hit Dice. This special quality retains its ability descriptor. There should be an appropriately repulsive physical change in appearance as well. You may take this unmaking multiple times.

If you chose to lose a special quality that was a weakness (such as vulnerability to cold) and replace it with something that benefits you, increase your CR by 1.

Unmade boon: Select an ability score other than Constitution or Charisma. Whenever you gain aberration HD, starting with this one, that ability score increases one point. Your Charisma score loses an additional point per aberration HD, starting with this one.

Unmade perseverance: Your body undergoes dramatic changes, but you become stronger as a result. Subtract a number of points from your Charisma score no greater than your HD. Add that same amount as a resistance bonus to each of your saving throws.

Vile longevity (Su): You cease to age and cannot be aged magically. You do not die when your natural span of years elapses. You immediately begin to take a withered, desiccated appearance, and may be mistaken for undead. When your natural span of years passes, you lose 4 points of Charisma.

Appendix 4: New Items, Special Materials, and Diseases

The following three items are minor artifacts of Law created by the falsoom to seal away the *Axe of Unmaking* and to honor the Triad. Each one imparts the falsoom's ancient Word of binding to its wielder; the bearer knows it for as long as he wears or bears the artifact, immediately forgetting it if he takes it off or puts it down. The word of binding cannot effectively be transcribed and then used.

Whenever a PC learns the Word, read or paraphrase the following:

This artifact has planted in your mind a kernel of knowledge...a Word so ancient and powerful that, try as you might, you cannot speak it. Your mind is barely enough to grasp how to utter it.

Putting on (or holding aloft in the case of the *Rod*) any of these items changes the wearer's moral alignment to Lawful, not affecting the ethical alignment (evil, good, neutral). If the wearer was already Lawful, he or she benefits from a *heal* spell. This alignment change or heal effect only occurs the first time anyone grasps or puts on one of these items. Once held aloft or put on, they may not be set down or taken off without the assistance of a *break enchantment* or *remove curse* spell.

Anyone who wears or holds aloft one of these three items gains knowledge of its powers but not how to take the item off or put it down.

The Ring of Law: This ring is a plain golden band. The *Ring* allows its bearer to use *mending* at will and *keen edge* once per hour, both as a 9th level caster. Once per day on command, the *Ring* can create a set of masterwork tools or masterwork instruments related to any Craft or Perform skill in which the wearer has at least 1 rank, causing geometric patterns to flare and fade around the band. After 9 hours, they disappear. They also disappear if anyone but the wearer tries to use them.

Dedicated to Centivus the Shaper, this minor artifact grants the bearer a +4 sacred bonus to any Craft or Perform check as long as it is worn. The *Ring* takes up a ring magic item slot.

Strong conjuration [lawful]; CL 18th.

The Rod of Law: The *Rod* seems to be an unimpressive steel baton. The *Rod* allows its bearer to use *detect chaos* at will and *clairaudience/clairvoyance* once per hour, both as a 9th level caster.. Once per day on command, the rod grows longer and heavier, and geometric patterns flare and fade along its length. It becomes a Medium +1 *axiomatic club*, *light mace*, or *quarterstaff* (bearer's choice) for 9 hours.

Dedicated to Choranus the Seer Father, this minor artifact grants the bearer a +4 sacred bonus on any Knowledge and Sense Motive checks as long as the bearer holds it in a hand.

Strong evocation [lawful]; CL 18th, 2 lbs.

Ribbon of Law: The *Ribbon* appears as an unimpressive strip of pale green cloth. This minor artifact allows its bearer to use *speak with animals* at will and *speak with plants* once per hour, both as a 9th level caster. Once per day on command, geometric patterns flare and fade along its length as the *Ribbon* casts a *mount* spell (CL 9th). If anyone other than the bearer attempts to ride the summoned creature, it disappears.

Dedicated to Ildavir the Giver of Form, this minor artifact grants the bearer a +4 sacred bonus on any Handle Animal and Ride checks as long as the bearer wears it. The *Ribbon* with either uses up a headband or bracer magic item slot, depending on how it is worn.

Strong evocation [lawful]; CL 18th.

Entropic Mud: This hazard appears as a sickly grey splotch of soft marshland. It is often used by swamp-dwellers as part of an ambush or a trap. Characters approaching it at a normal pace are entitled to a DC 16 Survival check to notice its unusual appearance before entering, but charging or running characters cannot.

A square of entropic mud includes all the effects of a shallow bog, requiring 2 squares of movement and increasing the DC of Tumble checks by 2. Additionally, a character that passes through a square of entropic mud, no matter where they end their movement, is automatically fatigued (no save) for 1 round. Any character that begins their movement in a square of entropic mud is at risk of catching a magical disease called *identity blight* (see below).

Shaor Crystal: In their prime, the falsoom mined a rare, clear crystal from secret places in the Achsfel Wastes. Called by them "shaor," this substance has several advantages over conventional glass and lesser crystals.

This mineral is diamond-hard and incredibly sturdy. Its strange crystalline structure re-grows slowly, effectively giving it the extraordinary ability regeneration 1. Shaor is particularly susceptible to acid, however, and cannot repair damage inflicted by acid. The falsoom used acid, plentiful in the Wastes, to mine shaor and to shape it as they needed.

Shaor crystal has 20 hit points per inch of thickness and hardness 20.

Shaor crystal has regeneration 1, vulnerability to acid,

and cannot repair damage done by acid.

It is treated as a crystalline creature by spells like *shatter*. Like any non-magical object, shaor automatically fails its Fortitude saving throw if it is unattended.

Nightfall Stone: This is a magical, obsidian-like mineral created by the *Axe of Unmaking*. Softer than normal rock, even the smallest chip of nightfall stone supernaturally radiates *darkness*, as the spell. Larger chunks, weighing up to 10 lbs or more, instead radiate *deeper darkness*.

Nightfall stone has 15 hit points per inch of thickness and hardness 6.

Small amounts (less than 10 lbs.) of nightfall stone have the supernatural ability to radiate *darkness*; larger quantities radiate *deeper darkness* instead.

Identity Blight: magical disease; infection DC 17; incubation one minute; 2d6 [8] Cha damage*.

*If the damage would lower the character's Charisma score below zero, convert a number of damage points equal to the excess into ability drain. For example, a character with a 6 Charisma who takes 8 points of ability damage suffers 4 points of damage and 2 points of drain. Charisma damage from this disease heals at a rate of 1 point/minute, but drain is permanent unless healed with spells such as *restoration* and *greater restoration*.

Appendix 5: New Spells

Warp

Evocation [Chaos]

Level: Clr 5
Components: V, S, M
Casting Time: 24 hours
Range: Touch
Area: 40 ft. radius, emanating from the touched point.
Duration: Instantaneous
Saving Throw: See Text
Spell Resistance: See Text

Warp distorts the natural reality of a chosen site, building, or structure, producing three major effects:

- First, a *magic circle against law* guards the site or structure.
- Second, all creatures within the affected area of non-chaotic alignment hear a deafening buzzing in the air. Non-chaotic creatures must make a Fortitude save against this spell or be deafened as long as they are in the *warped* area. This save must be made every round the character is in this area.
- Spell resistance does not apply to this effect.

Finally, you may choose to fix a single spell effect to the *warped* site. The spell effect lasts for one year and functions throughout the entire site, regardless of its normal duration and area of effect. The spell effect applies to all creatures, regardless of alignment, within the confines of the affected area.

Spell effects that may be tied to a warped site include, *bane*, *cause fear*, *darkness*, *deeper darkness*, *invisibility purge*, *silence*. Saving throws and spell resistance might apply to these spells' effects (See the individual spell descriptions for details).

An area can receive only one *warp* spell (and its associated spell effect) at a time.

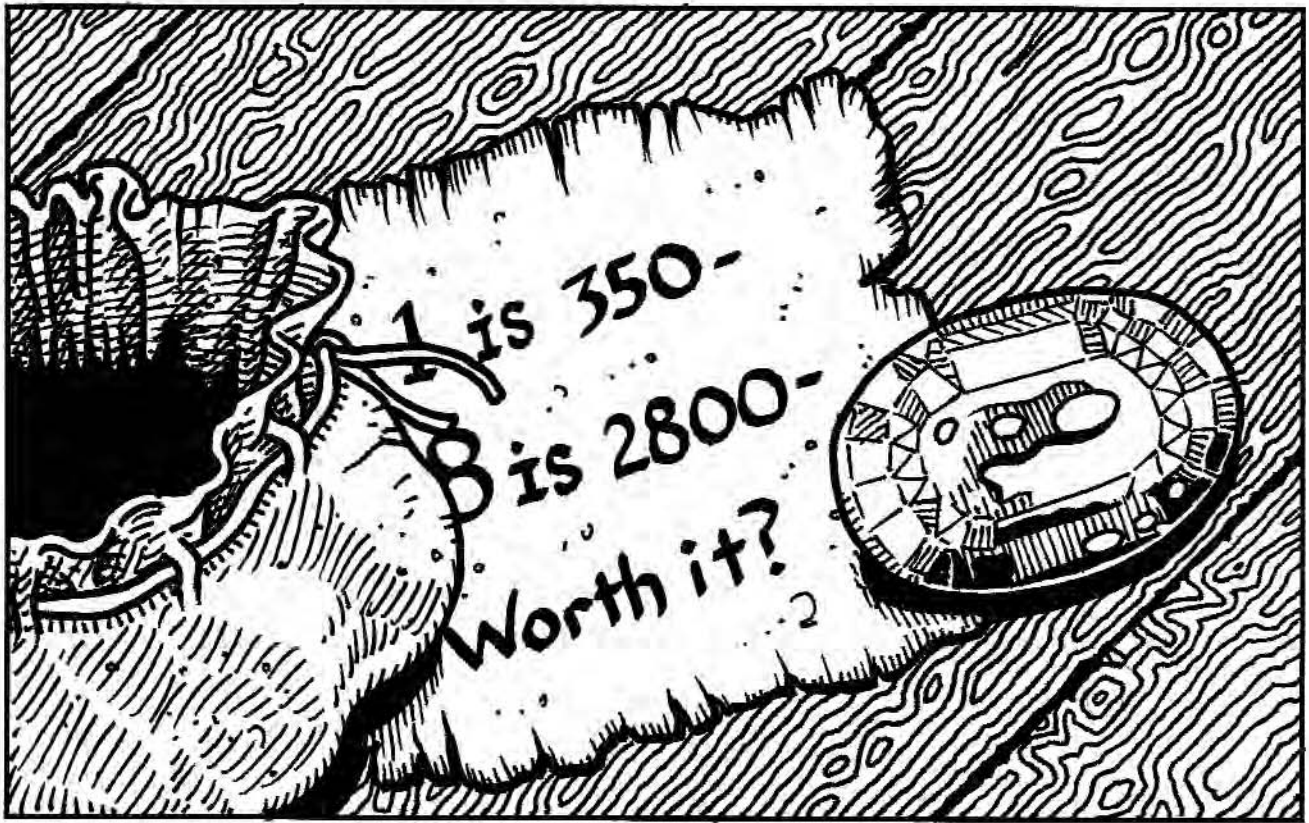
Material Component: The eye of a chaos beast or herbs, oils, and incense worth at least 1,000 gp; and 1,000 gp per level of the spell to be tied to the *warped* area.



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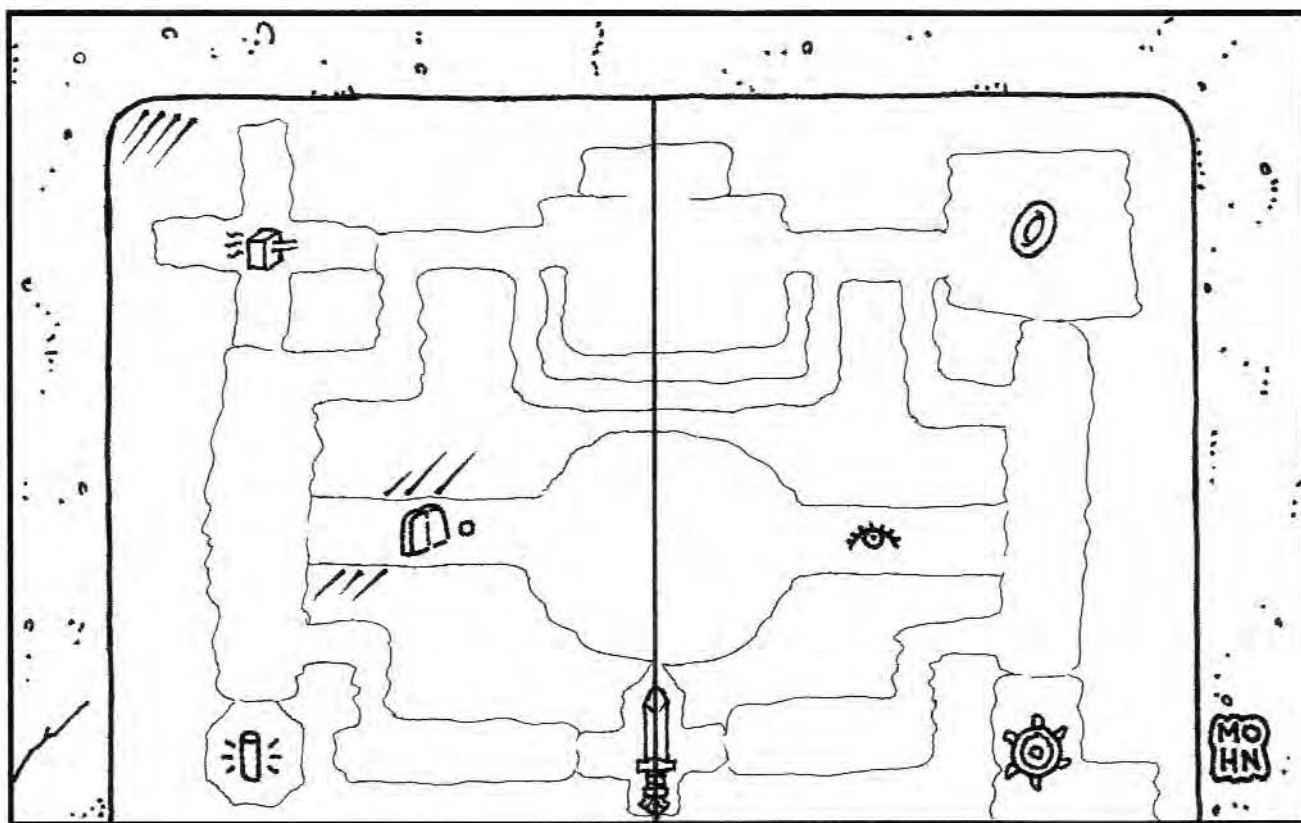




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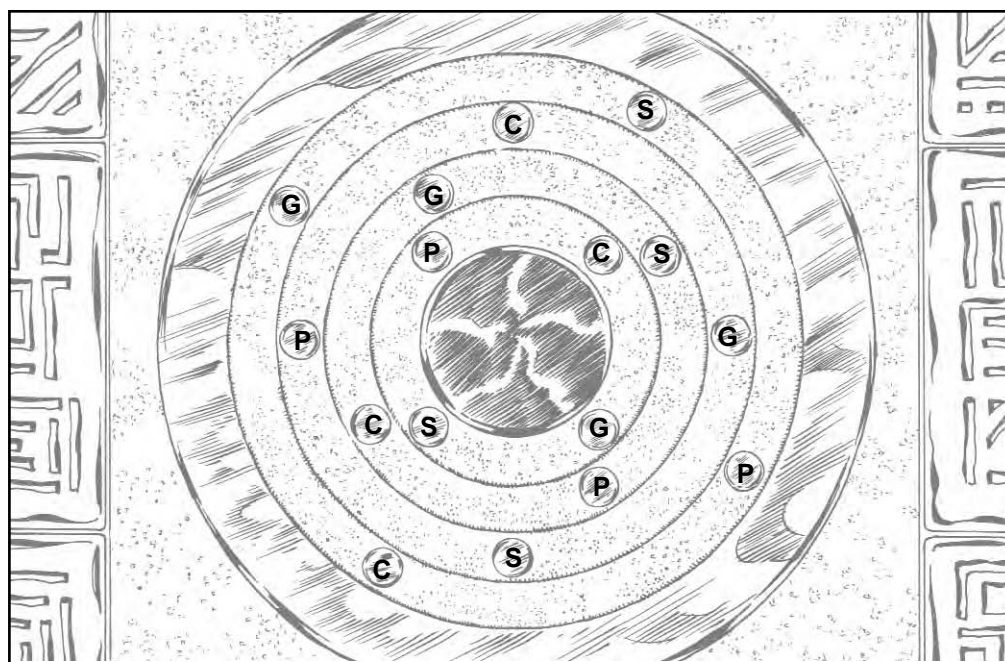
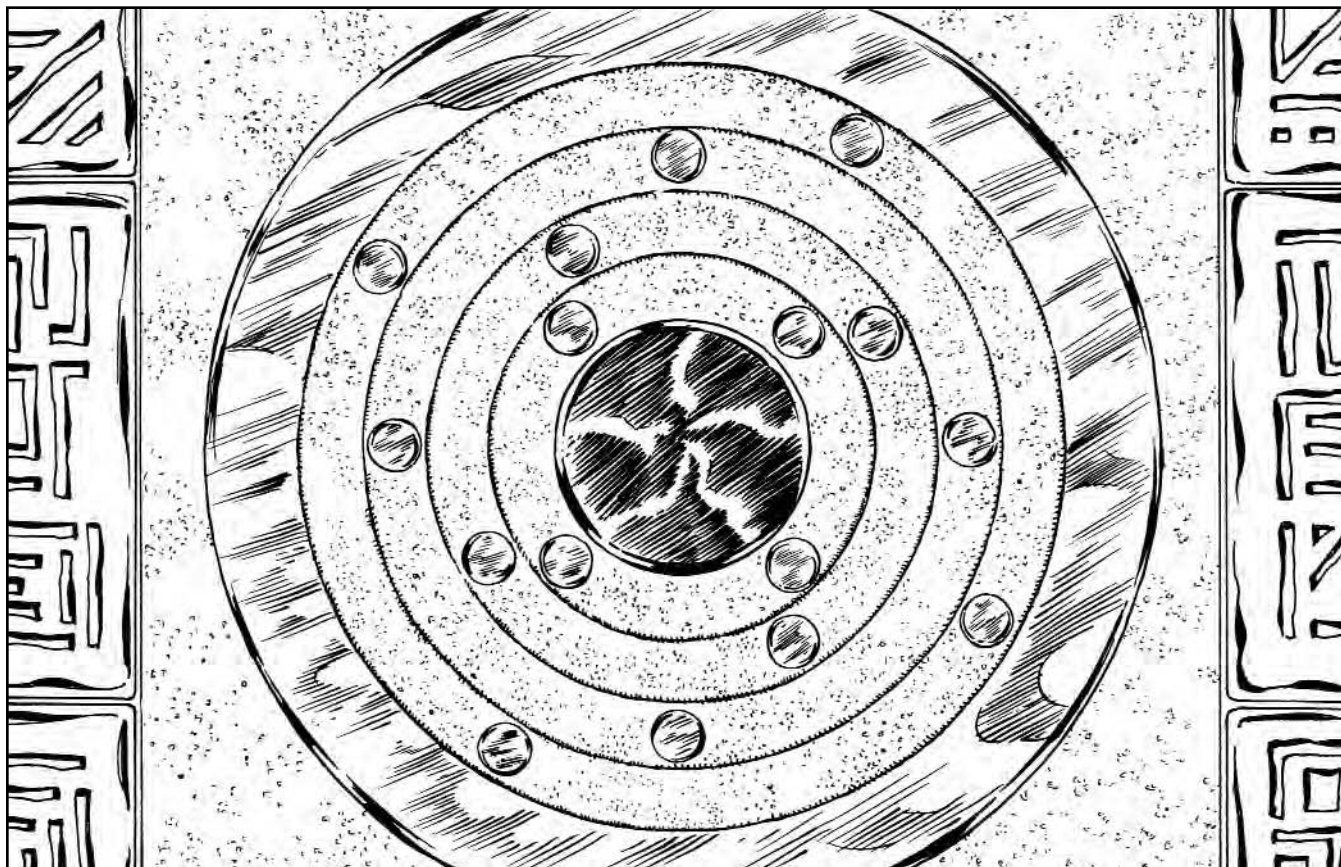
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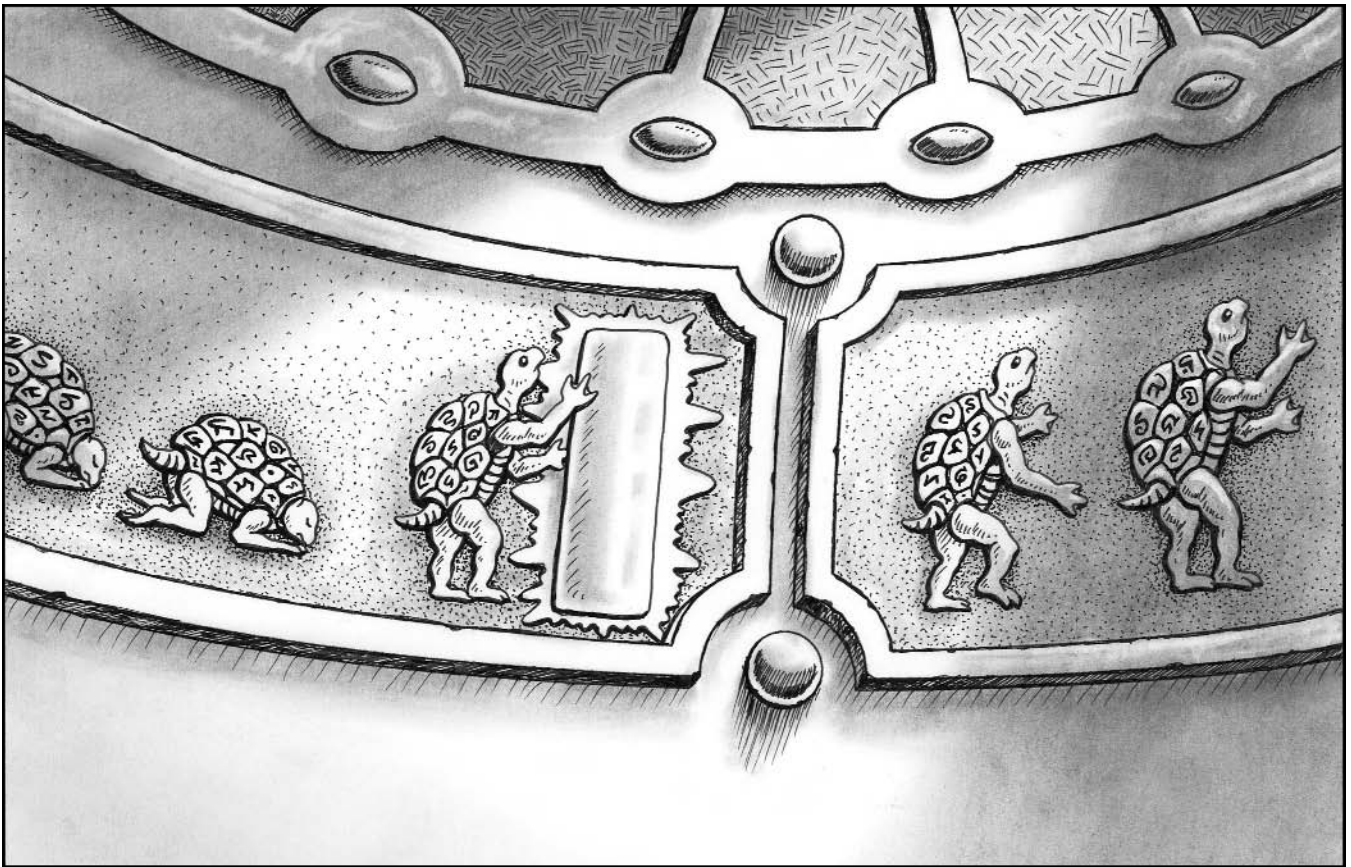
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Players' Handout F

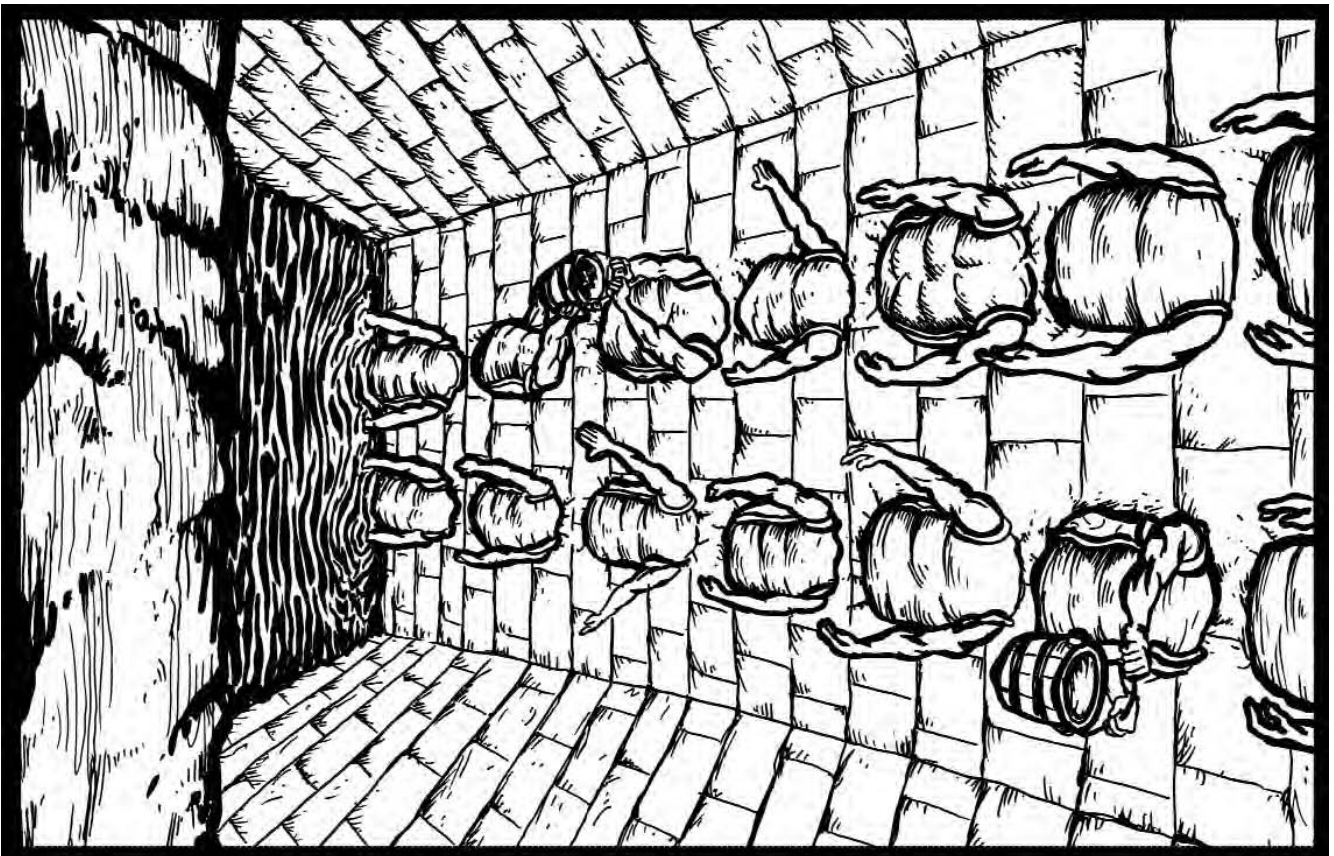
This set of concentric rings has embedded metal disks. Each ring has a disk of copper, silver, gold and platinum. The handout is provided below as a “blank version” and a “keyed version.” In the keyed version, C=copper, S=silver, G=gold, and P=platinum. It is recommended that the GM photocopy the “blank version” and use colored markers or crayons to color the metal disks according to the key. Note that the disks can sit in any arrangement, but snap into place with an audible click when aligned on the four quarter-turn axis points.

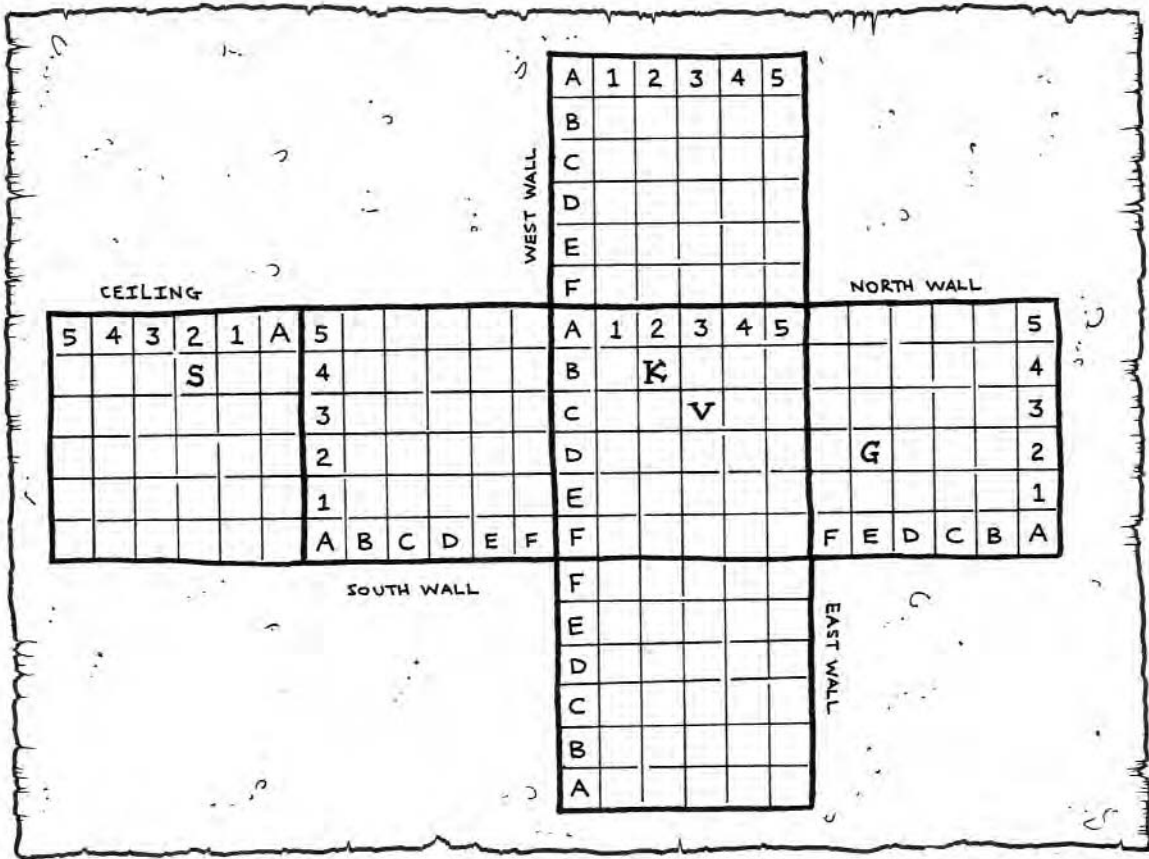




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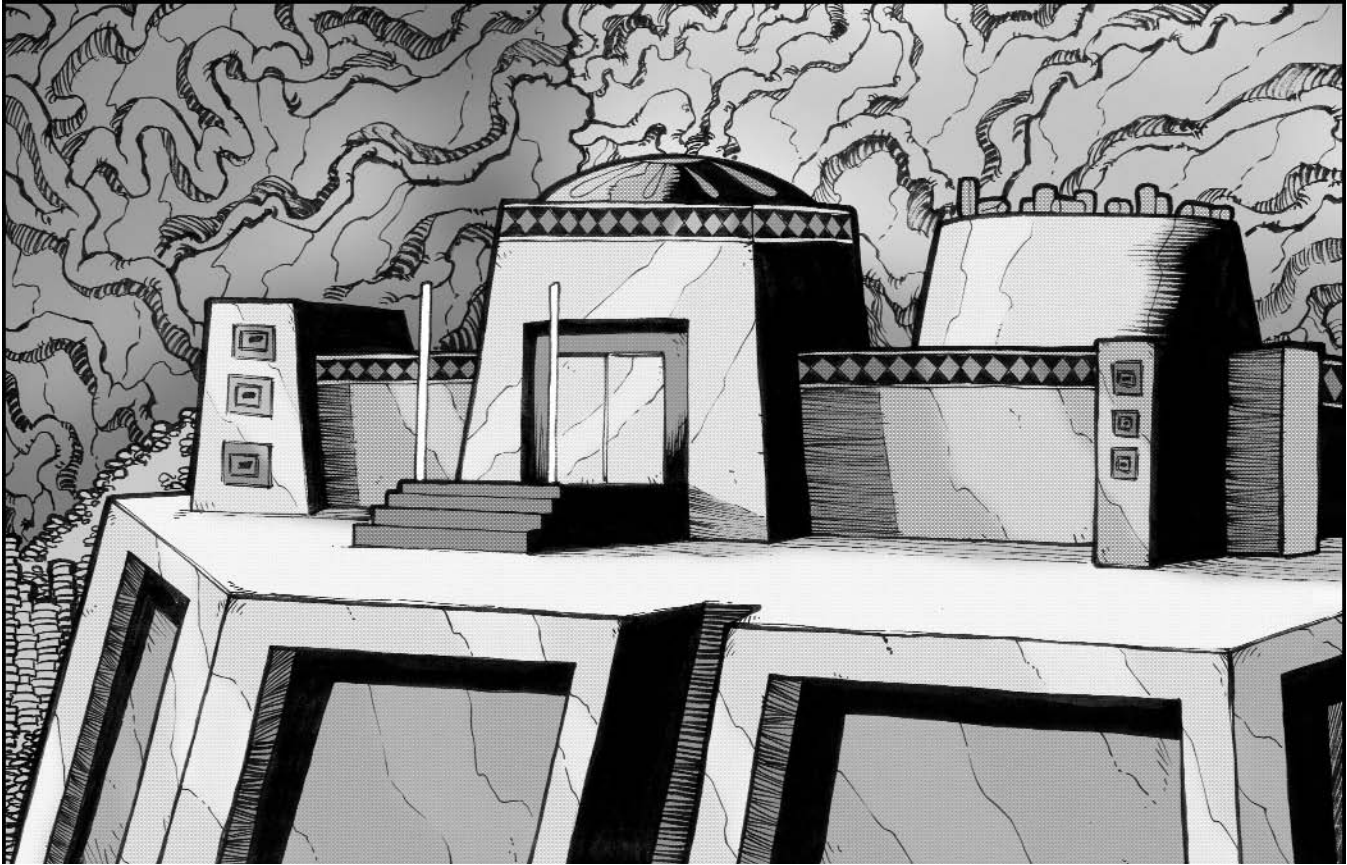
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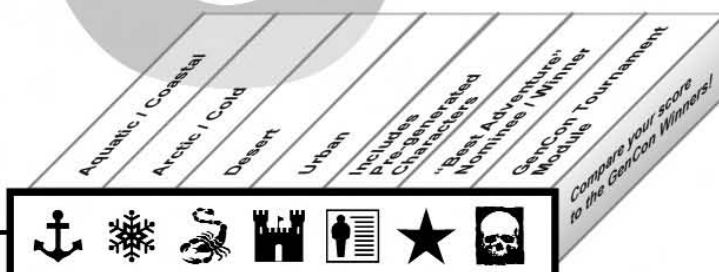


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NOVICE

VETERAN

LEVEL	#	ADVENTURE	Anchor	Snowflake	Scorpion	Castle	Person with list	Star	Skull
0	0	Legends are Made, not Born					✓		
	35A	Halls of the Minotaur					✓		
1	2	Lost Vault of Tsathzar Rho							
	29	The Adventure Begins							
	39	Ruins of Castle Churo							
1-3	1	Idylls of the Rat King						✓	
	24	Legend of the Ripper				✓	✓		
	28	Into the Wilds							
	41	Lost Arrows of Aristemis					✓		
	44	Dreaming Caverns of the Duergar					✓		
1-13	14	Dungeon Interludes							
2	11	The Dragonfiend Pact						✓	
	31	The Transmuter's Last Touch							
2-3	42	Secret of the Stonearm				✓			
3-5	3	The Mysterious Tower							
	36	Talons of the Horned King		✓					
	43	Curse of the Barrens		✓					
4-6	17	Legacy of the Savage Kings					✓		
	26	The Scaly God					✓		
	27	Revenge of the Rat King				✓			
	35B	Thief Lord's Vault				✓			
	37	The Slithering Overlord							
5-7	7	Secret of Smuggler's Cove	✓						
	23	The Sunken Ziggurat							
6-8	10	The Sunless Garden							
	16	Curse of the Emerald Cobra					✓		
	20	Shadows in Freeport				✓	✓	✓	
	34	Cage of Delirium				✓			
7-8	5	Aerie of the Crow God						✓	
7-9	8	Mysteries of the Drow					✓		
	19	The Volcano Caves					✓		
	38	Escape from the Forest of Lanterns							
	40	Devil in the Mists	✓				✓		
8-10	6	Temple of the Dragon Cult							
9-11	12	The Blackguard's Revenge		✓					
	25	Dread Crypt of Srihoz							
10	30	Vault of the Dragon Kings		✓			✓		✓
10-12	4	Bloody Jack's Gold	✓						
11-13	12.5	The Iron Crypt of the Heretics		✓			✓	✓	
12-13	18	Citadel of the Demon Prince							
12-14	21	Assault on Stormbringer Castle					✓		
14-15	15	Lost Tomb of the Sphinx Queen			✓		✓		
14-16	22	The Stormbringer Juggernaut	✓				✓		
	32	Golden Palace of Zahadran			✓		✓		
15	13	Crypt of the Devil Lich					✓	✓	✓
21-24	33	Belly of the Great Beast					✓		



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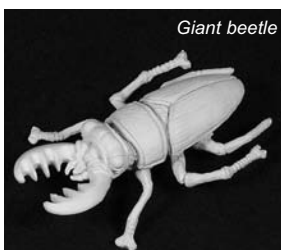
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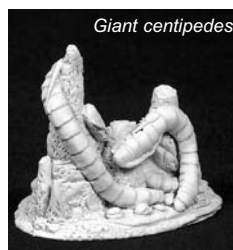
Kobold Sorcerer



Deadly Fungus



Giant beetle



Giant centipedes



Otyugh



Darkmantle



Stirge Swarm

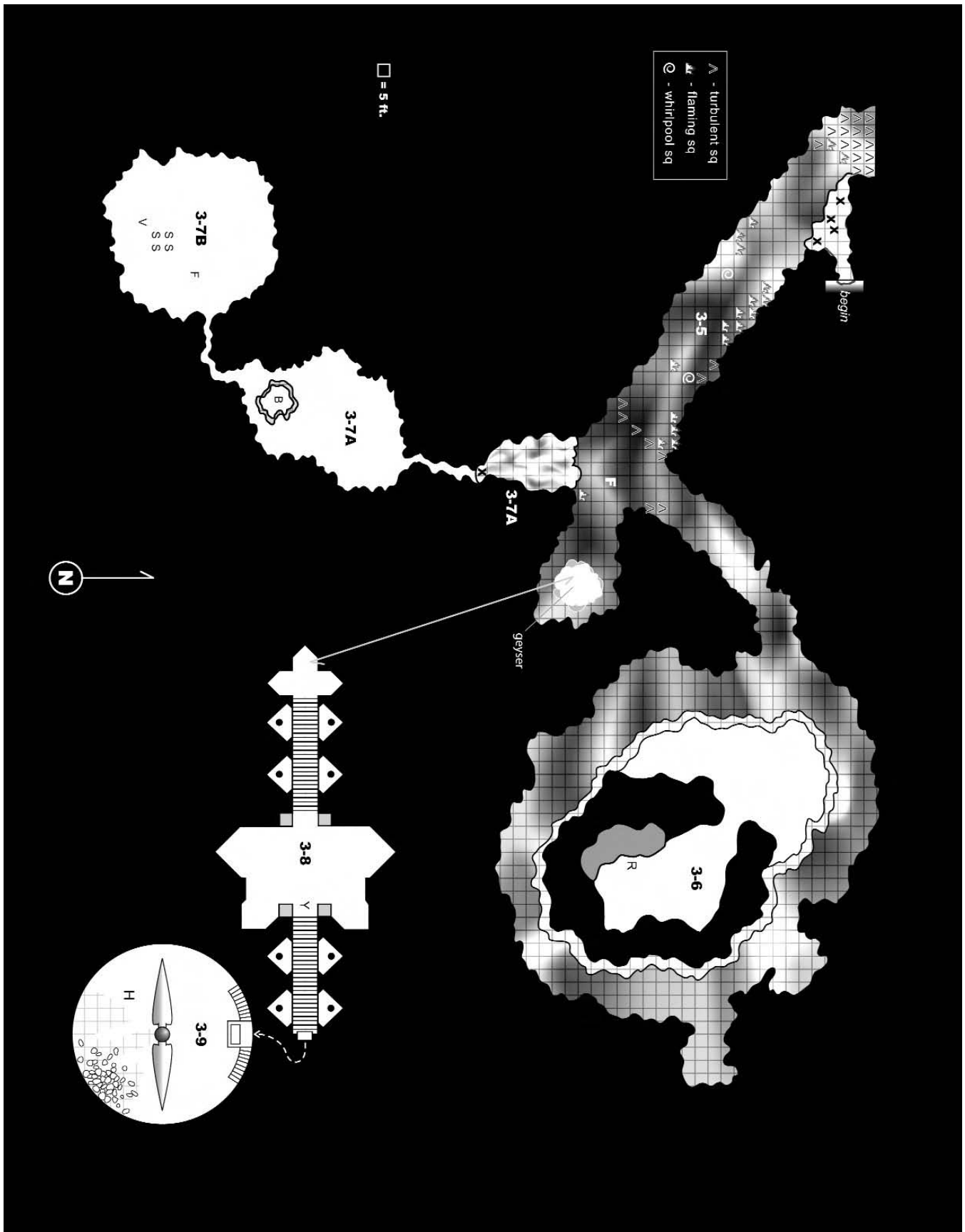


Lizardman Fighter

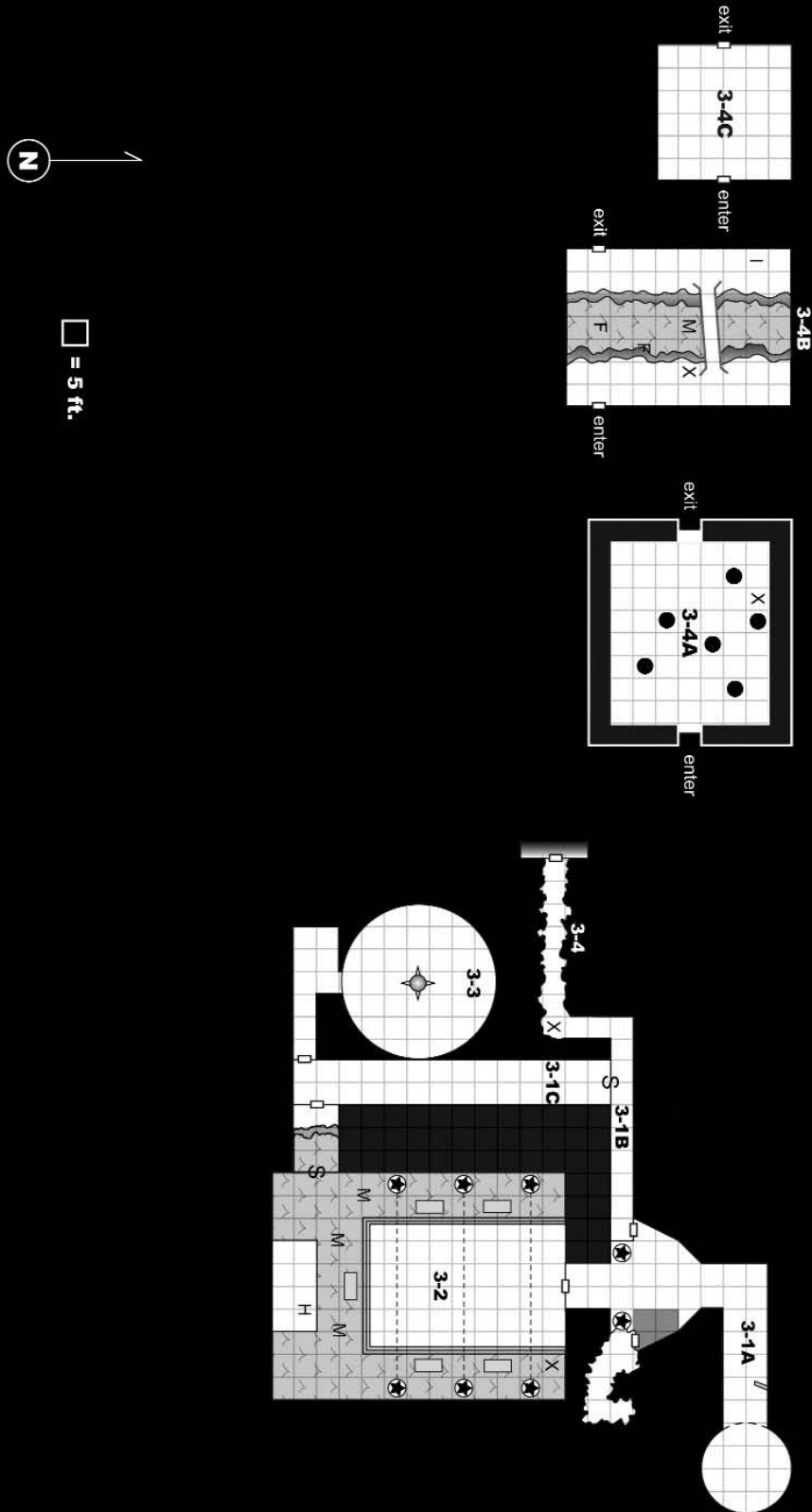


Raging Owlbear

Level 3, map 1



Level 3, map 2





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