

MIDNIGHT

FURY OF SHADOW™



Campaign Book

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INTRODUCTION

fury of Shadow

The lightless clouds exploded as Anaximath burst through them, his titanic pinions slashing through the air. Far, far below, Erethor sprawled like a wounded giant, an infinity of looming green growth. At this altitude the entire landscape was a tapestry, a living map laid out for him to observe at leisure. The dragon's eyes, keener than any hawk, could pick out the fraying edges of the woods, where the giants' lifeblood leaked out in forms both invisible and visible, as dissipating spell energy was siphoned away by the legates, and orcs set waves of unquenchable flame ahead of them to do their deadly work. A cruel laugh broke from Anaximath's lipless fangs, and his bladed tail lashed the slipstream in pleasure.

"Do you see it, little fey?" he growled, turning over the prize he cradled in his talons. The willowy elf, looking like an emaciated scarecrow in the dragon's grasp, whimpered and struggled futilely. Loquarion could no longer feel his arms or legs, so intense was the cold at this altitude, but the wind still beat at him like a flail, grinding his skin raw. The air was thin, and the dragon's voice seemed to come from so far away. Only the iron embrace of claw and scale were unquestionably real.

"See the Erunsil, how they howl and curse their doom, and mock themselves by facing it with hearts of grimness and ice," the dragon laughed, spreading his wings to glide on the cold wind. "They are broken already, their fortresses home to orcs and trolls . . . the snow elves are merely twitching in a death-rattle." Anaximath banked sharply, turning until the horizon was dominated by the glimmering blue of the western oceans. "The Miransil cower behind the other peoples of the woods, praying that their cowardice will not be exposed when battle finally reaches their shores. They send as aid only what they can afford, and beg for acknowledgment from the Witch of Caradul." His tone was dripping with contempt. "The Danisil . . . behind us, of course . . . are little more than savages, fighting alone

as if they faced only the demons of the jungle, not understanding that a thousand orcs may accomplish what a noble demon would cringe from . . ."

The dragon began to dive, shaking Loquarion awake, and the elf beheld the forest of the Caraheen rising slowly towards him. "And your home, little fey . . . being cut apart by a thousand blades, dying slowly." Anaximath's rumbling voice was filled with relish. "Behold, the implements of Erethor's destruction."

They flew.

In the ruins of Erenland, the elf witnessed a hundred thousand orcs crouching in squalor where kings had feasted, sharpening their blades and husbanding their hate. In the North, Loquarion saw the blight ogres tearing apart elven ramparts with their twisted claws. He heard the beating of hammer and anvil below the Highhorns as the Black Blood dwarves forged weapons for their allies, and the Shunned Mother tribe grew great in number and ready in strength. They were led by great orc captains and oruk generals more battlewise than ever before, and awaited only the decree of the Sword before they brought fire and death to the forest. Always, the dragon's gloating tore at Loquarion's heart, stealing from him the last vestiges of hope.

At last, amongst the brooding peaks of the Highhorn Mountains, Anaximath landed. The emaciated wraith of what had once been a proud forest knight rolled from the dragon's talons, trembling, and drew himself to his feet despite the agony. They perched on an onyx platform on a great black tower that thrust from the side of the mountain, looming over Erethor far below. Before Loquarion could do more than look about in wonder, another elf stepped from the tower to greet him. Tall and fair of body and wise of visage, the elf smiled at his kinsman. For a fleeting moment, Loquarion saw the chance for freedom . . . or even just survival.

"You have done well, Anaximath," the elf declared. The knight's cracked lips moved, trying to speak, and the master of the tower's keen eyes took it all in. "You wish

to know who I am? I am called Ardherin." Loquarion's hope swelled and his eyes filled with joy. Ardherin, great hero of the Caransil, was alive!

The Sorcerer of Shadow smiled gently, an obsidian knife sliding from his sleeve as Loquarion dropped to his knees. "Yes, my friend. I was a guardian of our people, beloved of Aradil herself . . . but I have a new master now, a new love."

Loquarion barely felt the flesh of his throat open; instead, a crushing exhaustion seemed to flow through his bones. He barely heard Ardherin murmur, "Rest assured, my friend, your death will nourish the ultimate instrument of the Shadow's victory."

Loquarion saw no more. His eyes clouded over as his lifeblood trickled across the platform and dripped slowly over the edge, glittering like rubies in the dying light. Far below, elven blood stained the soil of Erethor, and it would not be the last.

The War in the West

The vast forest of Erethor is the largest geographical feature in Eredane; it sprawls from the boreal foothills of the Highhorn Mountains in the north, through temperate lands, to the subtropical mangrove swamps and fetid jungles of the south. Within its borders are found woodlands of every kind: snowbound forests of pine and spruce in the Veradeen, bogland woods of the Gamaril delta, moss-bearded old growth forests of the western heartlands, giant sequoia and cedar groves of the broken escarpments and buttes of the eastern woods, and dank, dismal cypress groves of the Druid's Swamp. At the heart of it all are majestic forests dominated by immense *maudrial*—the legendary homewood trees of the Caransil. These are the Caraheen heartlands where the fabled city of Caradul and the Court of the Witch Queen reside in the boughs of the Elder Tree.

In this majestic wilderness live the elfkin, children of the *elthedar* and the last truly free people of Eredane. The wood elves, the Caransil, live in the wild forests of the Caraheen and the Druids' Swamp. The white-haired Erunsil fight a war that has spanned the ages in the Coldest Wood, which they call the Veradeen. In the humid jungles of the Aruun, the dark-skinned Danisil hunt demons, and in turn are stalked by horrors from another time and place. And in the west, in the coastal forests of the Miraleen, the Miransil elves are the least touched by the Shadow's blight, yet they have their own troubles, which lurk in the deep waters beyond their sheltered coves. There are others that also call Erethor home: displaced refugees from human and halfling lands and resistance fighters who use the shelter of the green wood as a base from which to strike at the orcs and legates, the servants of the Shadow who subjugate their lands.

Along the northern and eastern edges of this great forested land, the minions of Izrador gather in unending hordes to bring destruction, and ultimately annihilation,

to the last of the free. Vast orc armies amass near Eisin and the eastern Caraheen under the direction of Grial the Fey-Killer, the appointed general of the Night King Jahzir's offensive against the fey. In the far north, amidst the snow-clad Highhorn Mountains, the Shunned Mother tribe holds sway and calls ogres, trolls, and giant-men to its banner. In the frozen ruins of Bandilrin, the dark hand of the Shadow's Sorcerer, the Night King Ardherin, moves behind the scenes. His plans are like spiders moving in a web-choked cave: stealthily advancing and deadly when they strike. The Priest of the Shadow, the Night King Sunulael, gathers an unprecedented host in the necropolises of Cambrial: orcs, legates, human mercenaries, and legions of the dead, determined to bring the retribution of their dark god to the glades of Erethor. All across Eredane, Izrador's faithful are gathering, preparing for what may be the final offensive against the fey.

How To Use this Book

Fury of Shadow is a DM's companion to the world of MIDNIGHT. Chapters 1 to 3 of this book contain detailed information on the great forests of Erethor north of the Arunath Mountains and east of the River Itheris. They describe the ancient, majestic woods of the Caraheen, home of the wood elves; the frozen forests of the Veradeen, haunted by the snow elves; the mist shrouded Druid's Swamp and the forbidding slopes of the northern Arunath Mountains.

The next three chapters contain information on the antagonists in the Shadow's war: the fey defenders and their allies, and the Shadow's own armies, as well as the history and progress of the conflict itself. Chapter 4, detailing the elfkin people who fight valiantly to save themselves and their home from annihilation, outlines how each elven culture fights against the Shadow, and what the consequences might be if Izrador's forces were to strip them of their unique strengths. Chapter 5 describes the history of the war and outlines the massive offensive that is about to take place and how it might play out. Chapter 6 describes the armies of the Shadow, the increasingly desperate fey defenders, their leaders, tactics used by both the Shadow and the fey, and the politics and rivalries that boil beneath the surface of the Shadow's armies.

The remainder of the book (Chapters 7 to 9) describe numerous encounters, adventure ideas, plot hooks, monsters unique to Erethor, important NPCs and new rules. Adventure suggestions and hooks are also presented throughout the book, as are optional rules that will make adventuring in war-torn Erethor much more challenging and interesting. Further rules suitable for enhancing play in the capricious wilderness of western Eredane can be found in the DMG and FFG's *Wildscape* from the LEGENDS & LAIRS line of sourcebooks.

CHAPTER 1

The Home Wood

Thaumatage Erohiul looked east towards the approaching holocaust with seeming impassivity. Inside, her heart was breaking and her elven soul screamed in outrage. The orcs were burning her forest and seemingly nothing could be done to stop them. The foul spawn of Izrador died by the thousands at their own hands, consumed in the very fire they had unleashed to drive her people out. But still they came from the frigid north, an unstoppable river of filth and vile corruption from the dark god's teat.

Shaking her head to dispel such bitter musings, Erohiul focused on her mission and prepared to gather the arcane forces she would need for the upcoming task. The air was hotter now and the smoke was like a choking fog—the leading edge of the fire was drawing closer; and the Caransil battlemage could almost imagine the dark cavorting forms dancing in the ember storm on its other side.

Burn you bastards! she thought as she began to weave together the final threads of her summons. Speaking quiet words in the oldest dialect of the High Tongue, Erohiul called upon the spirits of the Old Wood, ancient beings whose breath was the zephyr of the woodland glade and whose anger was the storm that toppled trees and blew winter down from the mountains.

Nurellia, Anail, Ostara and Baile; heed me in this darkening hour and remember the ancient compacts of our people. I call upon the Breath of Gaofar and the Voice of Fear, storm wrath and wind fury. Cast back the Shadow-spawn to the pits of the North! Her last words were shouted into the roaring sound of the flames, but in the moments that followed a sudden hush seemed to fall upon the forest—in truth the lull before the storm, for what followed was a keening wind of such ferocity that Erohiul had to clasp the bole of a nearby birch to keep her feet. The shriek of the wind drowned out the cracking of fire devouring tree and bush and gave birth to a new sound: a roaring that was filled with the anger

of trees, and from its unseen mouth an inferno of twisting sheets of flame raged eastward fuelled not by wood, but by orc flesh and bone.

Erohiul fancied she could hear the screaming of Izrador's "chosen" above the howl of the firestorm she had unleashed, and she mourned. Not for the destruction of her woods at orcish hands, but for the monster she had become in response . . . perhaps Izrador would win this war no matter who stood upon the victory field of ash and blood. Far away, thunder rolled, taunting the Caraheen with the promise of rain that would never come, and Erohiul shivered as she imagined it was the sound of the Shadow laughing in the North.

All rules and game statistics in this chapter, including the names and mechanics of hazards, are designated as **Open Game Content**. Setting material, background text, and the names of NPCs are designated as closed content.

The Caraheen

The Great Wood, the Heart of Erethor, the Tree Kingdom, the Domain of the Witch Queen: These are all names for the vast sylvan realm that the elfkin call the Caraheen, meaning "home wood" in their ancient tongue. This trackless place is a collage of breathtaking landscapes: meadows of softly swaying grass and wildflowers in resplendent bloom; pleasant dales with gently wooded slopes filled with bird song; shady copses by bright clear pools; and gently babbling brooks that run through dappled woodland suffused by softly glowing light. In the fall, the wooded hills are aflame with color, and fruits in profusion adorn the vines, brambles, and bushes. But the Caraheen is also a mysterious land of ancient secrets, hidden groves, and misty vales; murky swamps and deep lakes that glitter darkly amongst



fierce crags and broken hills. At once bewitching and frightening, familiar and hauntingly strange, the Home Wood is a land of ancient magics and is home to the oldest people of Eredane, the elfkin of the woods: the noble and mysterious Caransil.

At the heart of the Caraheen lies the fabled tree city of Caradul. Nestled in the misty river valley of the Felthera River's southernmost fork, the capital of the Caransil is guarded by potent magical wards, elfkin soldiers, and fierce beasts. Beyond Caradul, the vast homewood forest of the Heartlands spreads to hills on all sides. In the south, the Heartlands are bordered by the river and the high tors of the Broken Teeth—the shattered remnants of the northern Arunath Mountains that separate the Caraheen from the Miraleen and the dense jungles of the Aruun. To the west, hills and crags are covered by the tangled depths of the Old Moss Wood, which extends to the Itheris River. On the far side of the Itheris, the pleasant meadows and dales of the western Caraheen are home to agrarian halfling refugees, and the woods become less dense as they progress across gently rolling hills to the open woodlands of the coastal plains. These lands are still a relative safe haven from the orcs and goblin, but their time is numbered in the lives of the elfkin defenders in the north and the east.

North of the Heartlands and the Old Moss Wood, the land rises in progressively steeper hills to the rugged fells and foothills of the Veradeen. The mighty Gamaril River cuts a deep gorge through this terrain before emp-

tying into the lowland marshes and boggy forests of the northeastern Caraheen. Between the Gamaril and the Heartland basin, a sinister gorge called the Tanglethorn Deeps creates a natural barrier as impassable to the elfkin as to the forces of the Shadow. With the Green March, which runs to the eastern edge of Erethor, the Tanglethorn Deeps and the mired woods of Gamaril create a formidable bulwark to the north of Caradul and the Heartland forest. The forces of the Shadow have been mired in this treacherous terrain for almost a century, having made little progress beyond the destruction of Althorin and establishing a chain of fortifications along the banks of the Gamaril River. The elfkin bleed the Shadow's armies dry, striking from the deep woods and curling mists of the marsh, but a seemingly endless supply of new troops march from the Northlands to replace those slain by elven arrows or claimed by the forest.

The northern arm of the Felthera River makes its way south from its headwaters in the Green March, through a broad river valley bounded by a high ridge on either side. Beyond the river valley, the land rises eastward in a series of hills and broken escarpments cloaked in cedar woodlands and verdant forests of sequoia before cascading to the plains of Erenland through a forest of giant homewood trees. Here the Shadow's armies have taken their greatest toll on the elven kingdoms, decimating huge swathes of ancient woodland with axe and fire and razing countless Caransil settlements to the ground. The Witch Queen's magic, stout elfkin defend-

Veradeen

d%	Temperature	Storm/Wind
1	Extreme cold	Roll on wind table
2-5	Extreme cold	Snow
6-9	Extreme cold	Heavy Snow
10-13	Extreme cold	Blizzard
14-15	Severe cold	Roll on wind table
16-29	Severe cold	Snow
30-36	Severe cold	Heavy snow
37-42	Severe cold	Blizzard
43-47	Cold	None
48-49	Cold	Roll on wind table
50-62	Cold	Sleet
63-70	Cold	Hail
71-75	Cold	Snow
76-80	Moderate	Roll on wind table

81-100 Moderate None

Caraheen

d%	Temperature	Storm/Wind
1-10	Hot	None
11-28	Hot	Roll on wind table
29	Hot	Rain
30-33	Hot	Thunderstorm
34-49	Moderate	None
50-63	Moderate	Roll on wind table
64	Moderate	Rain (no precipitation)
65-66	Moderate	Thunderstorm
67-75	Cold	None
76-81	Cold	Roll on wind table
82	Cold	Rain
83-87	Cold	Hail
88-92	Cold	Sleet

93-100 Cold Snow

Druid's Swamp

d%	Temperature	Storm/Wind
1-16	Hot	None
17-24	Hot	Roll on wind table
25-29	Hot	Rain
30	Hot	Thunderstorm
31-50	Moderate	None
51-60	Moderate	Roll on wind table
61-64	Moderate	Rain
65-79	Moderate	Thunderstorm
80-84	Cold	None
85-91	Cold	Roll on wind table
92-94	Cold	Rain
95-99	Cold	Sleet
100	Cold	Snow

Wind Table

d%	Wind Strength
1-50	Light
51-75	Moderate
76-90	Strong
91-99	Severe
100	Windstorm

ers, and the vastness of the forest have so far impeded the advance of the Shadow's forces, but in the face of overwhelming numbers the Caransil lines are forced ever back towards Caradul. It is only a matter of time before the final defenses are breached and Izrador's host pours into the river valley with black fire and bloodlust whetted by a century of warfare.

Weather and Seasons

Since Izrador's shadow stretched from the north, the winters in Erethor have grown longer and the summers shorter. Dark storm clouds glower in the sky, quelling the light and casting a gray pall across the arboreal sea. Winds howl and thunder rolls. In the distance, forks of lightning illuminate the sky and cast ephemeral shadows across the land, but seldom do the laden skies unburden their life-giving rain upon the thirsty forest. In the Veradeen, snow, sleet,

and hail are a common occurrence, but it rarely rains. In the bogland woods of the Gamaril and the rugged hills of the northern Caraheen, rain is infrequent, but heavy when it occurs. Farther south and in the eastern Caraheen, the forests have suffered seven long years of drought, with infrequent rains and long dry spells. The start of this unnatural weather was heralded by black rains that lasted for a year, and which the Erunsil claim awoke dark spirits that had long slumbered beneath the earth. To the west and south in the jungles of the Aruun and coastal swamps of the Miraleen, the weather follows almost normal subtropical patterns.

The tables above typify the weather in the indicated region. Rules covering the effect of precipitation, winds, and heat and cold dangers in the game are given in the DMG.

The Heartlands

The heartlands of the Caraheen occupy a broad plain cradled by the twin arms of the Felthera River as they flow from their headwaters in the Green March and the crags of the Broken Teeth. This land was smoothed long ago by the action of glaciers that left rich earth and drifts of boulders in their wake. Across this undulating plain, a forest of towering *maudrial* rises to the sky. The great boles of the homewood trees dwarf all who walk between them, and beneath the broad-spreading canopy of interwoven branches and leaves in a thousand shades of green lies an enchanted kingdom of shifting light and dancing shadows. In this world of eternal twilight, sunbeams pierce the gloaming like lances of emerald and gold but never quite reach the ground. Bird song fills the air and the gentle susurrations of the breeze stir a sea of hart's tongue ferns and glossy acanthus, above whose flower spikes giant butterflies flit with bewitching grace. At night, strange fungi growing on the boles and branches of the homewood trees shed eerie light that suffuses the umbral forestscape with softly glowing purple, red, and blue. Pale moths and clouds of glowing fireflies create shifting constellations beneath the dark cloth of the distant canopy.

The enormous bowl of the Caraheen heartland is ringed by steep-sided hills and broken fells that present an unforgiving and sometimes impassable terrain around the more gentle landscape of the heartland forest. Once past the hill country carved up by the gorges and river valleys of the mighty Felthera and her tributaries, invaders find themselves in a seemingly undefended land, with no difficult terrain to impede their progress. However, the ease of traversing this land is deceptive. The homewood forests are immense, covering more than 230,000 square miles, and within their depths one colossal tree begins to look like another. No landmarks present useful reference points and the head-high ferns are an insubstantial but effective screen, and those who wander unguided through the heartland of the Caraheen quickly find themselves traveling in circles, hopelessly lost. Countless streams meander through this arboreal landscape, crisscrossing the woodland and gathering in shallow pools where the forest's animals come to drink. However, even these provide no meaningful direction for the disoriented traveler, as their courses are so convoluted and interwoven that they only serve to further bewilder and confuse.

The homewood forests are the territory of wild boar and brown bears. They are ruled by their formidable dire brethren, and hunt for delicacies hidden in the rich loam and fish the teeming waters of the streams. The dire boars and bears work closely with the Caransil to defend their territory, acting as scouts and shock troops while the elves fire deadly barrages down onto their enemies from concealed walkways in the trees above. Numerous outposts, villages, towns, and cities, druid-spelled into the immense *maudrial* trees, are con-

cealed in the dense canopy. The elfkin's walkways, formed from the interwoven branches of the great trees, link their settlements and extend in a spreading network that allows the elves to travel unimpeded throughout their forest realm without once having to alight upon the ground. Mightiest of all the Caransil settlements is the fabled city of Caradul, jewel of Erethor, home of the Elder Tree and the seat of power of Aradil the Witch Queen.

Caradul

At the heart of the elven capital stands the mythical first tree of Erethor, the Elder Tree, which is the foundation of Caradul and the symbol of the elven nation. This singular tree holds the Witch Queen's Arbor, the Hall of the Council of the Throne, and a hundred other hidden chambers besides. It is not correct to say that Caradul is built upon the Elder Tree; rather, the great city is woven into its very wood. Caradul and the Elder Tree share a symbiotic relationship, each giving strength and succor to the other. If one should fail, both will fall.

The ancient capital of the wood elves is a maze of winding paths that begin and end in the branches of the Elder Tree and extend into the forests surrounding it. Walking these paths high above the forest floor is a sensation that might be disconcerting if it weren't for the soothing songs that fill the air of the enchanted city. The sweet Ballad of Welcome greets newcomers and outlanders as they enter the city, a bewitching song that informs the visitor of the city's laws and washes away the aches and sorrows of the long road traveled. It bids them rest, but at the same time cautions them not to be lulled into unwary slumber, lest the Shadow take advantage of his foe's inattention. Returning elfkin are greeted by the Ballad of Homecoming, with which they harmonize, joining in the song's second uplifting verse as they enter Caradul's blessed shade.

Somehow the city seems to know when a newcomer steps amongst its many people and communicates this fact to those in authority. One of the queen's own councilors will often take time to interview those who have come from afar, inquiring about the movements of the enemy's forces, of rumors circulating abroad, and the tragedies and victories of those valiant souls who still fight for freedom outside the bountiful realm of Erethor.

Despite the desperate fight that occurs to the east and north, Caradul vibrates with activity and hope: the ringing anvils of Caransil smiths, troops fresh from the trail, and dire beasts returning from the hunt. In the city's plazas and upon her bridges and walkways, the murmuring hum of conversation rises and falls in a song that is every bit as beautiful as the greatest of ballads to the ears of those who hail from streets where the people live in fear and dare not speak above a conspiratorial whisper. Although the Shadow grows in the eaves of the

eastern woods, life and magic still thrum within this free city and its inhabitants are quick to smile or lend a helping hand. There are always chores to be done and those who are of sound health are gently cajoled into moving foodstuffs, acting as messengers, or utilizing their natural skills for the good of the city and the war effort.

Caradul, like all elven settlements, harmonizes with its surroundings, blending seamlessly with the forest. Waste is used to feed the tree with the help of druidic powders and water is supplied through a system of cisterns connecting to the ground water and underground streams of the valley. Fountains and pools throughout the city hold shrines to Nurellia, the spirit of homewood trees and patron to the druids of the Caraheen. Offerings of seeds and berries are often left at these fanes to court the blessing of the gentle woodland spirit. These shrines, like all the buildings in Caradul, are crafted from the living wood of the trees by druid magic. Nurellia is often depicted as a Caransil woman wearing a long hooded cloak that conveniently hides her features, her arms raised in a welcoming gesture.

The elves of Caradul live in homes that are spell-crafted from the very trees, and the boulevards and avenues run along their graceful boughs, connecting splendid plazas, domed by arching branches, and illuminated by the soft glow of fairy torch. The city spreads for miles into the surrounding woodlands, and each new square seems to hold some august epitome of elven culture. Grand institutions such as the Queen's Academy and the Scribe Archives are living links to the past, when learning was far spread throughout the kingdoms of Eredane, and now, in the dark present when knowledge is snuffed like a candle, they are the few guttering flames that keep hope alive.

The Scribe Archives are the finest remaining source of knowledge in all of Eredane. Although the Last Age has seen little new scholarship, as quills are put down for swords and arrows, there is a tremendous volume of knowledge compiled in the archives of Caradul. This collection of wisdom is one of the many treasures of the city, its dusty halls lit by fairy torches that won't spark the old parchments to flame.

The Queen's Academy has been a place of intense learning since its founding in the First Age. The standards of the Witch's School have always been impossibly high, but during the Last Age, its students are pushed even harder, knowing that while they learn their arcane arts, innocent folk are fighting and dying in the forest below. The Academy's students can often be seen walking the paths of Caradul, with furrowed brow and chalk and board, working out arcane equations and rune patterns for their next lesson. The school is set high amongst the branches of the Elder Tree, allowing its students a



Troubled Waters

The major rivers of Erethor are large, fast-moving affairs fed by many streams and tributaries, and contain numerous rapids and waterfalls. The most notorious of Erethor's rapids are a wide, mile-long stretch of deadly rock-strewn white water called the Cataracts. The surging water of these rapids sends swimmers hurtling downstream at 90 feet per round and inflicts 4d4 points of damage each round from collisions with the sharp rocks that jut from the river's surface. With a successful DC 20 Swim check, a character may fight against the current, offsetting her movement against the river's in order to reduce the distance she travels and the damage she might incur. For every 20 feet by which a character reduces his speed by swimming against the current, the damage from a collision is reduced by 1d4.

A character must make an additional DC 20 Swim check at the start of each round, before any other actions are taken, to avoid being dragged under by the powerful water. If the character succeeds at this check, he may act as normal, perhaps using his movement to swim against the current of the river. If the character fails, however, he is swept beneath the surface and must hold his breath or drown (see the Swim skill description in the PHB). The character can take only limited action that round as he struggles beneath the turbulent waters; combat and spell casting are out of the question, but using a magical item, such as a ring or potion, is possible with a DC 15 Swim check. A character cannot use this action to make another Swim check to regain the surface—his initial failure represented his inability to stay above water.

A character being dragged downstream can receive help from others. A would-be rescuer who is adjacent to him and who has not also been swept away, or one who can reach him with a pole, branch, or similar tool, gives him the opportunity to make a DC 10 Strength check as a standard action. If successful, the character is no longer caught beneath the water. If the person who aided the floundering character stands on solid ground, or on a boat or similar position, the character can move to safety.

fine view of the stars, which, according to Caransil arcane lore, hold many secrets of past, present, and future.

In the western trees of Caradul, a grand amphitheater once hosted epic Caransil plays beneath the twinkling light of fairy torch. Now soldiers drill in this place and the dormitories that housed actors and carpenters are used as barracks. Songs and ballads that once emanated from the stage have been replaced by the clash of steel as Caradul prepares her warriors for battle. This is a scene repeated throughout the city, where cultural and public places are turned over to the business of war.

Caradul has a population of 40,000 Caransil, of which over half are trained in blade and bow. More than half this number have been in combat, defending Erethor from the orcish invaders. Caradul's lofty height and the potent glamours of the Witch Queen are the city's primary defenses, but should the capital ever come under siege, the wardens of the city have long considered how the greatest free city of Eredane could be defended. Long years of preparation have gone into the mundane and magical defenses of Caradul, and should the Shadow's forces ever make it through the outer defenses of the valley, the city will be a hard-won prize. The Lord and Lady Councilors of the Council of the Throne coordinate the defense of Caradul and the wider war that rages in the elven kingdom.

The Felthera Valley

Caradul stands upon the northern bank of the lower arm of the Felthera River. To the south, the forested ridge of hills, known as the Broken Teeth, is all that remains of an ancient mountain range reduced to shattered tors during the Sundering. These high crags march like old, broken soldiers from the Old Moss Wood in the west to the Arunath Mountains in the south. Running behind the enchanting city, a line of lower hills separate the river valley from the soaring forests of the Carabeen heartlands.

The misty river valley is the true heart of Erethor, and the Witch Queen's magic guards it with potent wards and enchantments. Quite apart from the Whisper and the glamour that protects Caradul with a shroud of misdirection, the very land, and the river itself, are bound with elemental spirits and strong magics of abjuration. The wooded slopes of the hills that line the valley are home to fearsome spirits whose forms are shifting shadows and glinting light, ancient beings who have been trapped on Aryth for eons and who honor an ancient pact with the Caransil. These strange and often frightening creatures are rarely seen, but their presence is often felt on the shaded paths in the woodlands surrounding Caradul. The waters of the Felthera's southern fork are guarded by a host of water elementals. These are lesser spirits than their elder brethren at the Keep of the Cataracts farther downstream, but when gathered in number, no less potent.

In addition to the spirits and glammers surrounding Caradul and its demesne, the trails that lead into the valley are guarded unceasingly by more solid sentinels: Caransil scouts and wildlanders who move unseen along the elf-roads in the canopy, and intelligent forest animals who report to the elfkin and their queen.

Keep of the Cataracts

Situated upon a promontory above the Felthera, a grove of huge *maudrial* form a living fortress called the Keep of the Cataracts. The citadel is like the shelterwood keeps of the Veradeen, grown in a fused ring by druidic magic with apertures and walkways created farther up to allow defenders to see out and rain death on attackers from above. In the gorge below, a long tumble of boulders forms dangerous rapids that are difficult, but not impossible, to navigate. Elven river runners know the safe route of passage through the white water and often brave the cataract as they travel to and from the heartlands. While welcome traders were once taught the secrets of the rapids, these dark times have brought an end to such open trust. Now, those wishing to go beyond the rapids must have good and demonstrable reason and take on board a Caransil river pilot to guide their craft between the treacherous rocks. However, the true defense of the rapids is the presence of Eaehtyse, an elder water elemental summoned by the druid, Hurial, during the wars of the First Age. The water spirit still defends the cataract against the enemies of the elfkin, and its presence is felt in the unnatural quiet and lack of wildlife along this stretch of the Felthera.

The Keep of the Cataracts is manned by a circle of druids who specialize in water magic, known as the River Sept. They are attended by a phalanx of Caransil soldiers and a corps of elven wildlanders who patrol the surrounding lands keeping track of the enemy's movements. The River Sept was formed to summon Eaehtyse, and the elder elemental has been their charge ever since. Because of its long association with Eaehtyse, the Keep of the Cataracts has become a focus for water magic, and elfkin druids and battlemages often come here to learn from Faylian, chief druid of the River Sept.

The Old Moss Wood

The hills that ring the western edge of the heartlands, curving from the Broken Teeth to the rugged land of the northern Carahen, are cloaked in an old, old forest that wears a mossy beard of age. This old growth wood is a tangle of ancient oaks and hoary beech, ghostly stands of peeling birch and twisting yew trees draped with cobwebs. Fallen trees clothed in lichen continue to grow towards the light, creating strange serpentine forms within the damp gullies and shadowed glades of the Old Moss Wood.

Few trails lead through this rugged land, which is broken by narrow defiles cluttered with rocks and

The fierce water and sharp rocks are not the only danger faced by travelers navigating the Felthera Cataracts. If released by the Sept Brothers, the elder water elemental that guards these waters attacks swimmers and attempts to capsize watercraft. To tip over a vessel, the elemental makes a melee touch attack, followed immediately by a Strength check opposed by the sailor's Survival, Strength, or Profession check (as appropriate). The huge elemental gains a +4 bonus for each size category it has above the target vessel, and a +4 competence bonus by virtue of its ability to attack from below the vessel. If the attack succeeds, the watercraft is flipped over, dumping its cargo and passengers into the water in a square adjacent to the craft. Passengers in the water must make Swim checks as outlined above. Any gear and equipment either floats away with the current or sinks to the bottom of the river as appropriate. A cruel DM might rule that delicate items are smashed upon the rocks. Characters or cargo tied to the craft remain attached to it. There is a 50% chance that the craft ends up overturned, and righting an overturned raft or canoe requires a DC 15 Strength check if the craft and those attempting it are still in the water. Otherwise, the DC is 5.

woody brakes, and suddenly looming cliffs. Water weeps down the green faces of exposed rock, trickling into spreading pools and leaf-choked rills. The ground and rocks are carpeted by thick green moss and hairy lichens that thrive in the damp conditions. On moldering deadwood, fungus grows in profusion and strange beetles scurry within the soft, flaking flesh. Viridescent light suffuses the air and, with the glistening stones, creates an impression of being underwater.

A timeless hush lies heavily upon the Old Moss Wood, where each stone and fallen branch seems fixed in place beneath a weight of green. The only sound is the slow creaking of the trees in winds that are unfelt on the forest floor, and the silence that was peaceful becomes oppressive after a while. When a bird suddenly shrills it is like a clarion call, startling the profusion of life that creeps stealthily through the undergrowth into giving away its presence by rustlings and sudden scurrying.

The Caransil rarely come to this silent, haunted place, where dead trees wrapped in glossy shrouds of ivy litter the forest floor and lean at odd angles against the close boles of their fellows. Their stories tell of the Green Man who dwells in the murky depths of the Old Moss Wood, who guards his wood and his privacy. It is not that the elfkin are afraid of him, merely that they respect his wishes. When asked as to what manner of creature the Green Man is, they smile and reply simply, "He is the Wood."



Northern Carabeen

North of the umbrageous dells of the Old Moss Wood, the uneven terrain continues as the land climbs towards the high country of the Veradeen. Steep fells and sudden cliffs formed by a violent cataclysm long ago create a rugged but beautiful landscape whose valleys are dense with hardwood trees and tangled undergrowth. The slopes and crowns of the hills are dominated by towering spruce and thick stands of aspen and elfpine. Groundwater is plentiful in the northern Carabeen, and countless streams cut back and forth between the hills, feeding deep rock pools and cascading over steep waterfalls. Deer are plentiful all year round and elk and ebo-ta are common when the winter snows drive them south, making for rich pickings for the wolves and dire wolves that hunt these lands. While the dire wolves honor the Dire Pact, they are not the only beasts to stalk the woods. West of the Gamaril River, dread splinter steeds are masters of the tangled forests. These wicked creatures are rumored to lead packs of gloom hounds and shadow mastiffs, and more than one elfkin patrol has fallen foul of these dark beasts, whose hunger for fey flesh is terrifying to behold.

The northern Carabeen is generally known as a wild land, renowned for its quickly changing moods. Winding animal trails lead along the edges of precarious defiles, which give onto shaded groves nes-

tled in the folds of the land. Caransil hunting camps and elfkin tree-villages are often hidden in the canopies of these places, their tree-top walkways providing easier access to these remote sites. Sunlit meadows crowning the tops of the hills play court to elven trade markets where the elfkin gather to exchange rumor and news of the war as often as to trade merchandise. On the borders to the north and east, outposts are hidden in the trees and rocks, manned by grim-faced Caransil scouts and wildlanders who know well the dangers hiding beneath the surface of this peaceful-seeming wood.

When at rest, the mysterious forest glades and breathtaking gorges are perfect woodland idylls, where leaves drift gently on the breeze, catching in shafts of green-tinted sunlight in which pollen and dust sparkle like faerie folk on the wing. The zephyrs and eddies that stir the leaves into whirling columns are said to be the work of the sylvan spirits that dwell in these woods, capricious sprites whose anger can quickly blow into a howling gale. When the forest is roused to anger, the air darkens and the trees take on a sinister cast, their branches lashing in the wind seeming to have conscious volition. The bucolic scene of moments before is transformed into a menacing landscape where branch and root, and sudden, gusting wind, conspire to hurl the forest's enemies into the deep fells and gorges.

The myriad streams and steep cliffs of the

northern Caraheen create a bewildering and difficult terrain that acts with the Green March as a bulwark to separate the northern and southern woods of Erethor. The great Gamaril River flows out of the Veradeen into this hill country, carving a steep-sided gorge through the hills. The only easy route from north to south is by a tree bridge, called the Sky Tree, which spans the Gamaril gorge at its narrowest point. This bridge is formed by a fallen elfpine, druid-shaped to provide stable footing high above the tumbling torrent below. The Caransil guard the Sky Tree from an outpost concealed in the surrounding woodland. The Whisper and scouts who patrol the area can give ample warning of anyone approaching the bridge, and if it came to the worst and the Shadow's minions discovered the Sky Tree, the elves are prepared to destroy it using druid magic to weaken the structure and axes to finish it off. The Caransil engineers believe they can collapse the bridge within two minutes of being forewarned of an approaching force, provided a druid is on hand to assist them. To prepare for this eventuality, a stone sept is permanently based at the outpost overlooking the Gamaril.

The Mist That Kills

The elves call it *Rudará y Anáil*, the Whisper's Breath, the orcs *Usarch Na'thang*, the Mist that Kills. It arises from the forest floor, seeping from beneath the fallen needles and leaves and seemingly out of the boles of the ancient trees, quickly becoming a thick fog in which vision is reduced to a few inches. When the *Rudará y Anáil* gathers around an orc patrol creeping through Erethor, they know their death is close at hand. As the mist grows thick, an eerie light illuminates it and deadened silence falls—followed moments later by the whine of arrows as deadly *io-carah* claim their targets with unerring accuracy. The mist vanishes as quickly as it came, leaving the forest silent and empty but for the bloodied corpses of the orcs. In its wake, dark shadows flit silently amongst the slain—the grim faced *Ka Rudarrig* or Warriors of the Mist, collecting their precious arrows and ensuring that the chosen of Izrador will not rise as Fell.

The *Rudará y Anáil* is a manifestation of the Whisper or perhaps a magic summoned from the elemental consciousness of the Great Wood at the Whisper's behest. The elven warriors who kill within its cold embrace are specially trained to fight without sight, guided by the Whisper's prompting. Together with the eerie mist, they form an efficient killing machine that is the terror of the orcs fighting in Erethor's shadowed reaches. Many an orc has died by his commander's hand for refusing to venture out on a mist-shrouded night. The orc patrols operating in the eaves of the forest are most commonly targeted by the *Ka Rudarrig* and their killing mist, but it is not unheard of for bigger companies, as large as an entire

war band, to be engulfed and slain to an orc by the Mist that Kills.

Kaelorin and Korrig's Cross

The Caransil tree village of Kaelorin lies hidden amongst the boughs of a grove of ancient oaks in the northern Caraheen. A few miles from the wooded vale that shelters Kaelorin is a meadow known as Korrig's Cross. This pleasant glade is surrounded by elfpines that crown a steep hill overlooking the western marshland forests of the Gamaril.

Korrig's Cross is so called because of the ring of menhirs that stand at its center marking the site of a fey crossroads, an ancient passing place to the byways and back roads that were once used to traverse the arboreal vastness of Erethor. These magical paths were abandoned when they became too dangerous, haunted by sinister spirits and fey monsters that preyed upon the unwary traveler. However, in the Last Age, the incursions of orcish raiding parties have made it ever more risky to travel the well-known paths through the forest and, despite the danger, the elfkin have started using the Old Ways once more to transport vital supplies and critical information between their settlements. Korrig's Cross is used as a way meet and trade market by the Caransil of Kaelorin and neighboring settlements and, more recently, as a staging post for raids into the Gamaril river valley, where orcs are thick around their fortifications along the river's banks. Led by a "wayfarer guide," the Caransil warriors use the fey crossroad to enter the back roads and emerge near the orc fortifications in the valley below. Their ability to move quickly across long distances and remain unseen has greatly facilitated the elfkin's attacks and prevented the goblin sniffers from tracking them back to their settlement.

Kaelorin's council is headed by Salorin, an ancient Caransil elf who has long served as a Lord Councilor on the Council of the Throne in Caradul. Salorin has recently returned full time to Kaelorin, arguing that he can do more good on the war front than endlessly debating in the Hall of the Council of the Throne. His fellow councilors within the village include Laerial, commander of the local scouts and wildlanders, and Uaesel, a channeler of significant power. Uaesel was trained at the Queen's Academy and she uses her powers of divination and far sight to monitor the actions of the troops in the Gamaril valley, passing the information on to Laerial and his scouts and Aradil via the Whisper. Uaesel has recently started her own small school of sorcery, a modest affair but with a growing body of students. The Caransil channeler feels her centuries keenly now, and is only too aware that were she to perish in an attack, much of the area's magical defense would fall with her.

Old Ways and Fey Crossroads

Strange paths that the Caransil call the Old Ways follow the thrumming lines of power that crisscross Aryth's face. Before the Sundering it is said the *elthedar* used these byways and back roads to traverse great distances in hours rather than days or weeks. In the Last Age, the elves use them with caution and only when the need is extreme. While the druids can activate the runes of power that open the Old Ways, the lore of their working has long been lost and the elves have learned to their cost that these ancient roads hold as many dangers as the forest paths.

Although the pace of progress seems normal to those traveling by the Old Ways, movement is greatly increased as they pass through lands that are out of step with the rest of Aryth. These ancient paths traverse a strange space that the elves call the "Place Between." The terrain here looks much like the normal woods of Erethor, but a never-ending twilight shrouds the land and the quality of the light is somehow odd. Traveler's along the Old Ways are admonished to never leave the path, for the forests beyond it are loosely tethered in this world and may lead to unexpected and dangerous places. The oldest legends of the Caransil claim that before the Sundering, this faerie realm led to far distant places and even other worlds.

Because the Old Ways move strangely through time and space, chance encounters with other creatures from Eredane are far less likely. These enchanted back roads can only be accessed or exited at certain points, called fey crossroads, and these are only open at specific times, or after a particular ritual has been performed. However, the forests surrounding the Old Ways are populated by their own strange denizens and they often demand a toll from those who would use these magical paths. Sometimes the coin of payment is the traveler's blood. Capricious and malignant entities lie in wait for lone travelers, seeking to devour their flesh or feed on the horror their ghastly appearances evoke. A favorite spot for ambush is at one of the strangely still lakes that lie beside the Old Ways, or at the fey crossroads that give entry and exit to the Place Between. These transit points are always

Gamaril Forest and Marshes

Each year, the Gamaril swells with water from the late spring thaws in the foothills of the Highhorn Mountains. As the river rushes out of the steep-sided valleys of the southern Veradeen carrying its burden of frigid water and broken ice, it broadens and in many places bursts its banks, creating a vast wetland forest that follows the course of the river to the Pellurian Sea. This wooded floodplain sits between the high ground of the southern Veradeen and the hills north of the Heartlands, a vast area of waterlogged trees, brackish pools, and hidden bogs crisscrossed by countless streams and waterways. At the river delta, the land becomes a true marsh of tall reeds and bulrushes where the yearly ice flows have scoured the surrounding land clear of trees.

At the edges of the marshland, copses of huge black willow trees weep into the water, their boughs seeming to bend beneath the weight of sorrow that saddles the land in the Last Age. As the boggy woods become more dense and shaded, silver birch and cottonwoods dominate, their white peeling bark and exposed, writhing roots creating a ghostly landscape that during the spring and summer is suffused by dim greenish light from the lime-green canopy. In the autumn, the foliage turns fiery orange and red, and the daylight is washed ominously with the colors of blood and flame. Farther back from the river, box elder, slippery elms, and sycamore trees creep into the canopy, standing in raised clumps on mounds of black earth surrounded by brackish pools of shallow water that cover deep and treacherous bogs. In the summer arcs, a verdant sub-canopy of stinging nettles, poison ivy, and giant ragweed springs up to create a blanketing screen as tall as an oruk that reduces visibility to a few feet. In the autumn and winter the shrubbery dies back, leaving clearer views between the tangled trunks, but thick drifting mists that seep from the river and the forest floor obscure the winter woods even more than the riotous growth of summer. Adding to the danger of these deceptively open vistas, fallen leaves carpet the ground, hiding a deadly landscape where a misstep quickly leads to the bottom of a pool of freezing water or deep bogs every bit as predatory as the monsters that stalk these mired lands.

The elfkin are familiar with this terrain and move through it with surety, guided by knowledge and their innate bond with the forest. However, the orcs are quickly lost, falling afoul of the prevalent bogs, poisonous plants, and dangerous marshland predators. The lands about the Gamaril are home to plentiful wildlife, both monstrous and mundane. Marsh fowl, herons, and aquatic mammals, such as otters, weasels, and stoats, are commonly seen, and in

the muddy banks of the willow groves a clan of dire weasels makes their home. These huge sleek creatures have joined with the elfkin to pick off orc patrols and have been a great boon to the beleaguered fey. In the coastal waters, sea dragons swim amongst the gray waves of the Pellurian and sometimes enter the river delta to prey upon elf and orc alike. Within the marshy woods, darker creatures roam: some ancient denizens of the forest, others foul abominations summoned by the legates from their black tower at the River's Fangs.

While the Caransil tread lightly along hidden paths and in their narrow war canoes cover great distances with speed, the mud drags at the orc's hobnail boots and the waters are too shallow and the trees too dense for their longboats. The orcs have tried clearing the forest with axe and fire, but the trees are too numerous even for their fecund race, and frequently their detachments of axemen disappear into the misty morass, "taken by the trees." Attempts to burn the forest have also met with miserable failure: The woodland is too wet for fire and the ensuing clouds of smoke resulting from such attempts just make the orcs more vulnerable than ever to elfkin ambushes. Slaves are no use for these tasks, as the elves simply take the opportunity to pick off the orc and goblin guards and liberate the slaves.

To the south, the marshland forest is bounded by the Green March, whose slopes are carpeted by forests of oak that give way farther south to the giant sequoia and cedar groves of the eastern Caraheen. West of the Gamaril, the land rises more gradually to Blackstone Edge, a ridge of slate and granite that bursts suddenly from the ground in a series of broken buttes and cliffs running parallel to the river. The trees increase in size and large cypress and live oaks push the canopy above 100 feet. These crags are pockmarked with caves and strangely smooth tunnels created by some unknown force. The Caransil keep their distance from this place as legends claim that hungry spirits haunt these stones, and the winds that moan forlornly through the odd rock formations and lightless tunnels are said to be their desolate voices calling from beyond time and place. On the other side of Blackstone Edge, the land descends again into a wide low valley that is permanently flooded by rivers and streams from the hills of the northern Caraheen and runoff from the eastern swamps. Huge groves of swamp *maudrial* dominate; their massive exposed roots create arching forms that look like the legs of monstrous spiders squatting in the swamp. These trees continue into the benighted region called the Tanglethorn Deeps. This sinister gorge borders the lowlands to the west, and the sinuous roots of the *maudrial* descend into the ravine, creating a cloistered labyrinth within its depths.

North of the bogland woods, the ground rises sharply in a series of sandstone ridges towards the rugged terrain of the Veradeen. Pine barrens dominate

marked by dolmens, a lone menhir, or circles of standing stones that are covered in trceries of whorls and ominous runes (see Menhirs, Barrows, and Rings of Stone, page 34).

For game purposes, the distance between any two locations in Eredane is effectively quartered when the Old Ways are used to transit between them. The Place Between could even be used by DMs to take their campaigns to remote parts of Eredane or even other parts of Aryth. While random encounters are less likely on these ancient paths, when they occur they are often with strange and dangerous foes. Not all creatures that dwell in the Place Between are evil, and some may help a traveler out of capricious good will; others might demand a service or payment for their aid, or simply to allow the PCs to pass. The entities that inhabit this disquieting place include araneas, belkirs, craft currents, ethereal marauders, ghosts, gray renders, guardian spirits, heepa-heepas, otherworlders (particularly heralds and menders), vassal spirits that fled into the Old Ways to escape astirax predation, water nagas, and yeth hounds.

Trackless Swamps and Twisting Paths

Much of Erethor is a trackless wilderness, dense forests covering rugged hills interspersed with swamps, cliffs, and countless rivers, lakes, and ponds. Large areas of Erethor are marshy and flooded for significant parts of the year and frequent mists and freezing fogs obscure the terrain. The countless streams and rivers that crisscross this vast primeval land offer false hope of meaningful travel and are more likely to lead a traveler into impassable gorges or disappear underground than to carry him to a hoped-for destination. In the swamps and marshes deep bogs threaten to engulf the unwary and travel is difficult owing to the mud and the frequent detours necessitated by dense clumps of trees and pockets of deep water.

However, travel in Erethor isn't simply impeded by the lay of the land: The forest seems to actively hinder the travel of those who would plumb its depths uninvited. Trails move from one hour to the next, and even

whole areas appear to change when a traveler's back is turned, creating an ever-changing landscape that is impossible to navigate or map. Of course, the natives of the forest have no problem in finding their way about; in fact, the trees of Erethor seem to work in harmony with the elfkin to facilitate their movement and deliver them speedily to their destination.

The hazards and movement penalties associated with traversing forest, marsh, hill, and mountain terrain are described in the DMG along with skill check penalties and other special features for that terrain type. However, the particularly intractable nature of Erethor means that the DCs of all Survival checks to determine whether a character becomes lost, successfully sets a new course, or tracks her quarry are increased by 5.

Bottomless Bogs

The marshland forests of the Gamaril, the taiga of the Veradeen's vales, and the Druid's Swamp are littered with bottomless bogs, quicksand, and sucking mud that lurk beneath fallen leaves and pine needles or shallow brackish water, waiting to trap the unwary and pull them into an unmarked grave. A canny woodsman moving at a normal pace spots a mire with a successful Survival check (DC 8), but charging or running characters don't have a chance to spot the hidden bog before blundering up to half their normal movement rate into it. However, their forward momentum is never enough to pull them free of the morass. Characters that lack ranks in the Survival skill may instead make a Wisdom check (DC 12) to notice that something is amiss about the terrain ahead. A character who proceeds cautiously, actively looking for these hazards gains a +4 circumstance bonus on his Survival or Wisdom check.

Characters falling into one of these mires must make a DC 10 Swim check each round simply to maintain their position, or a DC 15 Swim check to move 5 feet in a single direction. If a mired character fails this check by 5 or more, he sinks below the surface and begins to drown when he can no longer hold his breath (see the Swim skill, PHB).

Characters below the surface of a bog

in the thin, sandy soil of this region, tall evergreen sentinels amongst a sea of swaying ferns and brambles whose latticework of brittle forms create collapsing snow mounds during the harsh winters of the North.

The land between the river and the rocky cliffs of the Pellurian coast climbs steeply from the lowland floodplain forests to mixed deciduous woodlands of oak and ash, linden, beech, and maple. Beneath this majestic canopy, saplings of the larger trees compete with glossy-leaved sourwood, red-barked dogwood, and the rose-flowered shadbush, rhododendrons, huckleberries, and an herb layer of perennial forbs that bloom resplendently in the late arcs of spring. The deeper groves of these coastal forests hide elfkin camps and villages from which silent warriors mount sorties against the orcish forces blundering through their sylvan domain. On the rocky coast, steep cliffs fall away to the gray, mist-shrouded waters of the Pellurian Sea. Clinging to the southernmost stretch of this storm-rent coastline, 60 miles north of the Gamaril delta, the shattered ruins and dragon-fire slag of Althorin lie amidst encroaching woodland and fulminating seas.

Tanglethorn Deeps

The first seed was planted in Erethor and the Elder Tree began reaching towards the heavens, to sip the light of the gods. The gods gave the Elder Tree the light for which it thirsted and cried because their children had grown and begun to create for themselves. Each holy teardrop that fell from the heavens became a benign spirit as it struck the good soil of the forest, graceful beings who would aid the gods' children during their time on Aryth.

Only one among the gods did not share in this tearful joy. He spat lightning and hatred on Erethor and it spawned a great gorge on the forest floor that filled with thorns, each a barbed reminder of His spite.

— *The Hatred of the Shadow* by the Order of Truth

In the far off past, some catastrophic event caused the earth to collapse in upon itself, creating a long curving scar 500 miles long and 30 miles wide running along the northern flank of the Green March. This is the Tanglethorn, and within its deeps, strange mesas and rocky spires create a tortured landscape over which giant swamp *maudrial* loom. Growing at the edge of the gorge and on top of the mesas, the broad arching roots of the vast and ancient trees descend into the gloom like flying buttresses of some arboreal castle. Within the Tanglethorn, the roots create a labyrinth of cloisters and pillars, between which brambles as thick as rope grow in spiny profusion. Bristling thorns as large as daggers line the umbral

passageways of this dark and deadly maze, and the bones of creatures that have fallen into its depths litter the damp and fetid ground.

Green stagnant water from the marshes cascades into the gorge and creates a quagmire at the bottom of the pit. The fact that the Tanglethorn hasn't long ago become a stagnant loch gives credence to the claims that the gorge is riddled with holes giving onto a forgotten underworld of twisting passageways and stygian cathedrals. The black lightless rivers lead from these sinister grottos to unplumbed depths beneath the forest. Other tales tell of broken ruins at the center of the Tanglethorn. These ancient stones are half-submerged in the swampy filth and scattered when the ground was sundered, but according to the old Caransil tales, wicked creatures still lurk there, abominations created by a long-forgotten race. Other dangers lurk within the shadowy passageways of the Tanglethorn: The sharp thorns are an ever-present menace, and thick layers of detritus, centuries old, conceal deep mires and sink holes that empty into the caves below. Pale and vicious creatures are said to dwell there, crawling up from their lairs and peering out of the dark cave openings in the loamy walls nestled between the roots. Parts of the Tanglethorn are further ensnared by thick webs and are the hunting grounds of giant spiders that feed upon the pale things that live in the caves, but would as soon welcome fresh meat from the forests above.

Fear in a Rictus Grin

The Tanglethorn Deeps are a desperate place, which few dare to call home. Those that do squat in silent fear and hope the predators will pass them by, or else present themselves with bravado, lest any sign of weakness tempt the other denizens of the Deeps to attack them in the night. Around the edge of the gorge, a few filthy hovels cling to the rare hummocks of dry ground and snaking roots—the hamlets of desperate human refugees who have come to this desolate place to escape the orcs and the atrocities of the Shadow's war. However, these unfortunates have just replaced one life of fear for another. The villages and refugee camps are preyed upon by bandits and the vicious creatures of the Tanglethorn, any one of whom would love to take what the others have for their own.

The desperados that rule with fear on the edge of the dismal gorge are really little different from those they prey upon: a motley band of human refugees who have given into desperation and traded decency and pity for cruelty and callous predation in the hope that they might survive another year. The villagers who suffer under their yolk call these vicious scum "hollow men," for they have scooped out the last vestiges of their conscience and humanity and given into the very evil and brutality that they all

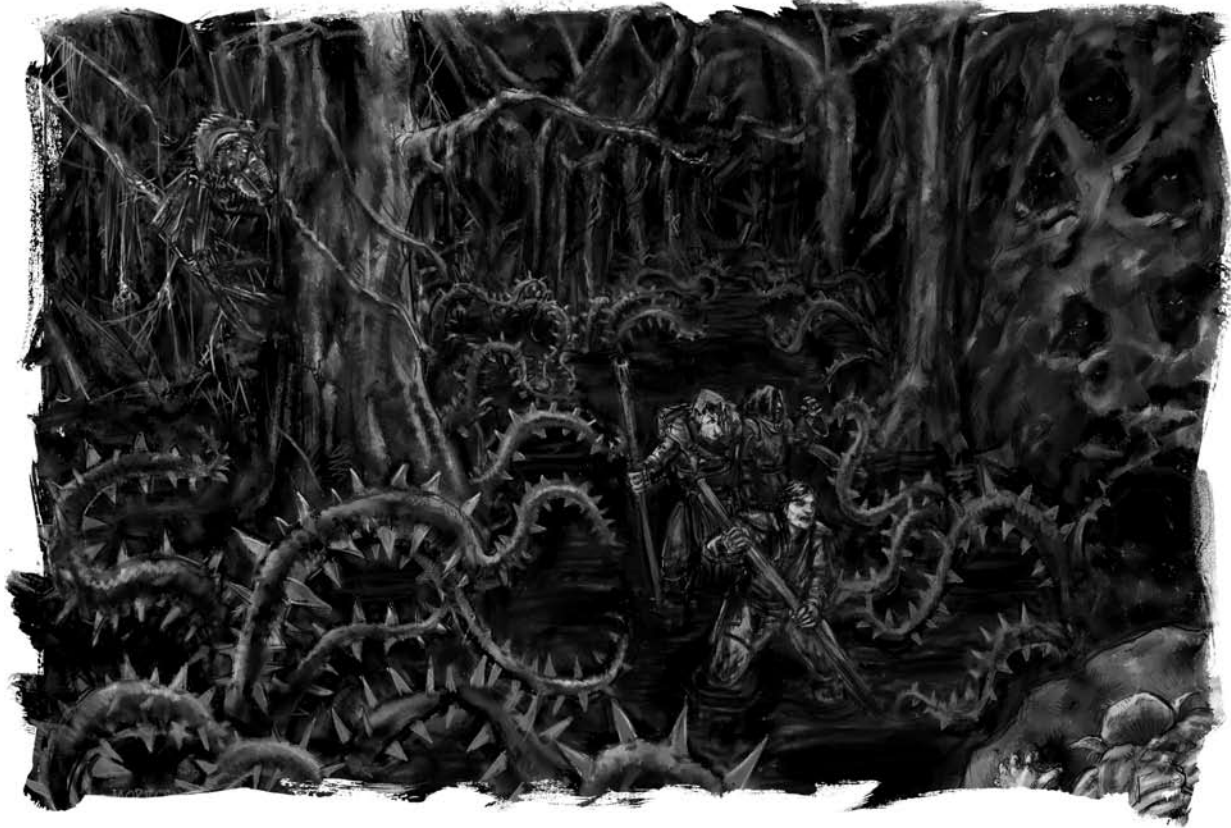
may swim back to the surface with a successful Swim check (DC 15, +1 per consecutive round of being under the surface).

Freeing a character trapped in quicksand can be tricky. A rescuer needs a suitable tool with which to reach the victim, then he must make a DC 15 Strength check to successfully pull the victim towards him, and the victim must make a DC 10 Strength check to hold onto the proffered lifeline. If both checks succeed, the victim is pulled 5 feet closer to safety. If the victim fails his Strength check, he must immediately make a DC 15 Swim check in order to stay above the surface.

fled their homes to escape.

This band of dispossessed deserters and thugs resides in the Hall of the Smiling King, where a maimed man is lord. This haphazard structure is not as majestic as its name suggests, nor is the king's smile a thing of beatific benevolence. The hall is built around a large swamp *maudrial* that grows atop a mesa situated a mile into the gorge. Its gates are reached by a series of rope bridges along which the bandits maintain lookout posts and devious traps. The fort is built from wood, taken by axe and saw from living trees in spite of elven anger. Luckily for the bandits, while they committed their butchery, Belark the Blackheart was mounting a major offensive in the Gamaryl delta and the Erunsil were distracted. Now the hall's remote and difficult location shield it from their wrath, but the elves have long memories and the Hall of the Smiling King is a slight that one day will be repaid.

The Smiling King is a ragged Erendlander with dirty brown hair and murky brown eyes that swirl with malevolence and bitterness. The king's smile comes from a ghastly wound that encompasses most of his lower face, leaving behind a mass of scar tissue and exposed bone. His lips have been reduced to a jagged line of angry red, revealing yellow teeth and purple gums fixed in a rictus grin. The crown of this self-appointed king is a rusty orcish helm, bent with a hammer to seem more regal, and none know or remember his name. The maimed man wears his title like armor, hoping it will cow the inhabitants of Tanglethorn's rim and the pale creatures that dwell in its depths. If the ostentatious title is not enough, the king's bandits have rigged stones to fall on invaders who might lay siege to their keep; why waste precious arrows if falling slate will do their bloody work for them?



The Smiling King leads raids against the refugee villages, easy targets for his brutality, but also orcish patrols and Caransil caravans when he thinks he can get away with it. The cunning bandit's usual ruse is to have a few of his men pose as desperate refugees. When his prey comes closer, lured by pity or the intent to butcher, the remainder of the band spring their attack. The Smiling King leaves no survivors, and the elves chalk up the attacks to the actions of orcs, and the orcs to the dangers of the wood. Only the refugees know the truth, and they are too fearful to act or move.

Hollow Men (28), male Dorn rogue 1/fighter 1: CR 2; hp 11; Init +6; AC 14, touch 12, flatfooted 12; Base Atk +1; Grp +3; Atks +3 melee (1d6, hand axe) or +4 ranged (1d6, short bow); SA +1 racial bonus when fighting in groups of five or more Dorns; sneak attack +1d6; SQ Cold resistance 5, trapfinding; AL CE; SV Fort +4, Ref +4, Will +0; Str 14, Dex 15, Con 13, Cha 8; *Skills:* Climb +6, Hide +7, Intimidate +3, Jump +6, Listen +4, Move Silently +6, Spot +4, Survival +4; *Feats:* dodge, improved initiative, weapon focus (short bow); Possessions: Leather armour, hand axe, shot bow, arrows (10).

Toril, The Smiling King, male Erenlander fighter 4/rogue 3: CR 7; Medium Humanoid (5 ft. 11 in. tall); HD 4d10+6d8; hp 38; Init +6; Spd 30 ft. (6 squares); AC 16, touch 13, flatfooted 13; Base Atk +6; Grp +7; Atks +8/+2 melee (1d12+3, vardatch) or

+12/+7 ranged (1d8, masterwork longbow and masterwork arrows); SA Sneak attack +2d6; SQ Erenlander traits, evasion, trapfinding, trap sense +1; AL CN; SV Fort +5, Ref +7, Will +3; Str 12, Dex 16, Con 11, Int 10, Wis 12, Cha 14.

Skills: Climb +5, Craft (carpentry) +4, Gather Information +7, Hide +7, Intimidate +10, Jump +4, Knowledge (Veradeen) +3, Listen +7, Move Silently +7, Sense Motive +4, Spot +1, Survival +2.

Feats: Dodge, Improved Initiative, Point Blank Shot, Rapid Shot, Weapon Focus (longbow), Weapon Focus (vardatch), Weapon Specialisation (vardatch).

Languages: Black Tongue, Erenlander, Norther.

Possessions: Hobnailed orcish boots, vardatch, boiled leather armour, masterwork Caransil longbow, masterwork Caransil arrows (15), tattered *cloak of elvenkind*.

Appearance and Personality: The Smiling King's ruined face is the result of torture at the hands of the Shadow's legates. He had been Toril, the captain of a mercenary band that enforced law in the broken towns of the eastern Eris Aman hard on the shore of the Pellurian Sea. After a dalliance with a Dornish maid, he was arrested and accused of collaboration with the insurgents—it transpired that the girl was working with a local resistance group and the legate suspected Toril of being involved. After four days of torture, the Erenlander was ready to confess

to anything the legate accused him of and faced a horrible death. Fortunately for Toril, an attack by the rebels wiped out the garrison and the legate was put to death. The maimed man was freed and the insurgents did their best to heal him. When he had recovered, sound of body, but hideously maimed, the rebel leader absolved him of his past crimes, claiming his suffering had been atonement enough, and offered him a place amongst their number. Grief-stricken by his mutilation and enraged at his fate, Toril spurned their offer and fled into the west to hide his shattered visage amongst the trees of Erethor.

The Smiling King now wants nothing more than to forget the past and rebuild his life in the shadowed depths of Erethor. The perceived injustice of his treatment continues to eat at him, growing like a festering boil inside his mind. He assuages his own suffering by inflicting pain on others, but at the same time realizes the irony of his actions and feels remorse. Unfortunately, he pushes such feelings into the blackest recesses of his mind and continues his brutalization of the villagers who eke out their lives on the edge of the Tanglethorn Deep.

Mixed Race Human Refugees: Aril (2), Com4 (7), Com2 (12), Com1 (68), Exp5 (3), Exp3 (6), Exp2 (12), Exp1 (24).

The Grimlock Cathedrals

The bandits of the Smiling King are not the only threat the poor souls on the edge of the Tanglethorn have to fear. The walls of the ravine are punctured with black holes, root-shrouded cave mouths that give onto twisting passageways, and yawning caverns whose reaches have never seen the light. Not far from the Hall of the Smiling King, a savage, forgotten race dwells in one section of these dank, lightless spaces. The grimlocks are blind, pale creatures that call the caves their home. They wield axes made of sharpened stone and capture their prisoners by throwing nets created from thorns tied together with animal sinew.

Standing in echoing silence at the heart of the grimlocks' domain are a number of cathedral-like chambers, whose walls and arching columns were shaped by forgotten hands. The names and identities of those ancient architects have been lost to the ages, but their legacy lives on under rivulets of liquid rock hardened by years into mounding tears of stone. The grimlocks, led by a twisted priest, worship the statues left behind, now so worn that it is difficult to discern them from the stalactites and stalagmites that surround them. The lightless cathedrals stand at the center of a maze of tunnels, like the hollowed-out corpses of monstrous spiders. The grimlocks' tunnels vary in size and shape, twisting in serpentine paths formed over the ages by the inexorable action of water, and connect to the other cave systems that riddle the walls of the canyon and delve far beneath the ground.

The grimlocks rarely leave the gorge, although a number of their tunnels lead to the top of the cliffs and the surrounding forests. However, on strangely ordained dark and starless nights, they spill from their cavernous cathedrals, stone axes in hand, and raid the surrounding villages for victims to sacrifice to their stony gods. Strangely, though they are savage and wild and offer only violence to the followers of the Smiling King and those who resist them on their raids, they take only the weak and infirm back to their tunnels.

Grimlocks (62): hp 11; see MM.

Grimlock Scouts (10), male grimlock wildlander 1: CR 3; hp 23; Init +3; AC 17, touch 13, flatfooted 14; Base Atk +3; Grp +6; Atks +6 melee (1d6+3, hand axe) or ranged (1d6+3, javelin); SQ Blindsight 40 ft., grimlock immunities, natural armour, scent, wildlander traits: wolf ears; AL NE; SV Fort +5, Ref +6, Will +3; Str 17, Dex 16, Con 17, Cha 4; *Skills:* Climb +5, Hide +7, Jump +3, Listen +4, Move Silently +9, Spot +2, Survival +6; *Feats:* Alertness, Track; *Possessions:* Stone hand axe, flint-tipped javelins (2).

Grimlock War Leaders (3), male grimlock fighter 4: CR 6; hp 49; Init +1; AC 15, touch 11, flatfooted 14; Base Atk +6; Grp +11; Atks +12/+7 melee (1d8+7, battleaxe); SQ Blindsight 40 ft., grimlock traits, natural armour, scent; AL NE; SV Fort +7, Ref +5, Will +4; Str 20, Dex 12, Con 16, Int 8, Wis 11, Cha 8; *Skills:* Climb +10, Hide +4, Intimidate +8, Jump +7, Listen +2, Move Silently +1, Spot +2; *Feats:* Alertness, Cleave, Combat Reflexes, Power Attack, Weapon Focus (battleaxe), Weapon Specialization (battleaxe); *Possessions:* Stone battleaxe.

The High Priest of the Grimlock Cathedrals, male grimlock channeler 4/fighter 2: CR 8; Medium Humanoid (5 ft. 6 in. tall); HD 2d8+4d6+2d10+16; hp 50; Init +5; Spd 30 ft. (6 squares); AC 15, touch 11, flatfooted 14; Base Atk +7; Grp +10; Atks +10 melee (1d6+4, quarterstaff) or +11 melee (1d4+4, +1 dagger); SQ Art of magic, blindsight 40 ft., force of personality, grimlock traits, magecraft, natural armor, scent, summon familiar; AL NE; SV Fort +6, Ref +5, Will +7; Str 16, Dex 12, Con 14, Int 12, Wis 11, Cha 18.

Skills: Bluff +10, Climb +7, Concentration +10, Craft (stone working) +5, Hide +6, Intimidate +8, Jump +5, Knowledge (grimlock ritual) +3, Listen +4, Move Silently +1, Sense Motive +2, Spellcraft +8, Spot +3.

Feats: Craft Wondrous Item, Improved Initiative, Power Attack, Spellcasting (Enchantment), Spellcasting (Illusion), Spellcasting (Transmutation), Spellcasting (Universal), Spell Focus (Enchantment), Spell Focus (Illusion).

Languages: Black Tongue, Erendlander Pidgin, Grimlock.

Spells Known (8 points of spell energy/day; base DC 14 + spell level): 0—*dancing lights**, *daze**, *ghost sound**, *lullaby**, *mage hand*, *prestidigitation*; 1st—*charm person**, *enlarge person*, *hypnotism**, *magic weapon*, *silent image**, *ventriloquism**; 2nd—*alter self*, *blur**, *calm emotions**, *enthral**, *invisibility**, *magic*

mouth, misdirection*, soften earth and stone, spider climb, whispering wind.*

Possessions: Robe of stinking furs, quarterstaff topped by a stone carved to resemble the stony gods, +1 sacrificial dagger, bat familiar.

Appearance and Personality: Small carvings of the statues the grimlocks worship as gods are braided into the High Priest's hair. He stands taller than his brethren, ruling by both might and spell. His skin is particularly pale, with bulging, twisting blue veins that form a grotesque tracery over his sinewy body.

The High Priest rules the cathedral community with a strong hand and any who would speak out against his commands are found desiccating in the spiders' thorny webs or drowned in one of the Deep's many pools. The grimlocks obey him without question, fearing his power and the cold, terrible rage of the stony gods. When the tribe grows restless, the High Priest sends them to raid the surface-dwellers' villages, claiming that the stony gods grow hungry for blood. The cunning priest is careful to instruct his minions not to take too much and only those who cannot replenish the refugees' numbers. It would be foolish indeed to overwork this resource and lose a convenient outlet for his people's aggression and a stock of sacrifices for his priestly ruse.

The arrival of the Smiling King has caused the High Priest some concern. The bandits also prey upon the refugees, and are not as farsighted as he or as discriminating in what they take. He has thought of ordering a wholesale attack upon the Hall of the Smiling King, but the grimlocks hold a superstitious awe of any with the title of king or priest. The High Priest is canny enough to realize that to challenge this belief would be to weaken the unassailable nature of his own position. Nonetheless, the problem of the Smiling King and his murderous brigands remains. So far, the High Priest has played a cautious game, seeking for ways to discredit the bandit's claim to his crown and in the meanwhile trying to persuade his warriors that the king's men are fair game.

The Thorn Webs

Monstrous arachnids hunt in the Deeps, having claimed wide sections of the briar-tangled gorge with their webs years ago. Just as the grimlocks prey upon the human refugees and bandits, so the giant chitinous spiders of the Tanglethorn prey upon the grimlocks. While those blind savages are their most frequent food source, the spiders are happy to eat any warm-blooded creature. In the breeding season, as the females prepare to lay their eggs, the male spiders become particularly active, scuttling out of their domain to make aggressive forays into the grimlock cathedrals, the refugee camps, and even against the Hall of the Smiling King.

The spiders' lair ensnares large tracts of the Tanglethorn Deep, the webs becoming thicker as the

center of their domain is approached. The cunning spiders spin thorns into their filamentous snares, so that they cut and stab as well as entangle those who brush them. Arcane objects lost in ages past, messengers' desiccated bones still clutching their long forgotten mis-sives, and many other oddities adorn these sticky traps.

Deep in this nightmare terrain, a huge cave mouth is shrouded by thick webs and funnels of sticky strands. Within the black interior, every available surface of the caves is coated in the same white substance, some fibers being as thick as rope. These are the breeding grounds of Tanglethorn's spiders, and in lightless caves sacks of pulsating eggs hang in nets of sticky web. At the center of this lair is an arachnid of colossal size, a bloated queen too large to venture from her throne, attended by an army of spiders who bring her morsels wrapped in silk.

Monstrous Spiders: Tiny to Huge monstrous spiders; see MM.

The Spider Queen: Colossal monstrous spider; 208 hp; see MM.

Scattered Stones

The sinking ruins that punctuate the mires of the Tanglethorn Deeps are thought to be *elthedar* in origin, but there is no proof of this and the stones are so worn by time and water that, although their age supports such a claim, little other evidence remains. Even the general architecture of the structures is hard to surmise and so provides few clues. But, perhaps there are ruins, yet undiscovered, that are more complete and might shed light on the identity of the builders of these forgotten piles.

South of the refugee villages and the Hall of the Smiling King, there lies one such scattering of ancient stones. It might once have been a mighty city, for the area it covers suggests the original buildings covered a wide expanse, or perhaps the violence of its destruction cast the stones far and wide. Little remains now but crumbling walls, like broken bones, jutting from the swamp and tangling briars that wrap the stones in a choking shroud of thorns. Within this place, the ground sinks towards a central point where the stones gather thickest. The sunken walls of the buildings are like ghosts, a memory of a civilization long lost, and form with the riotous briars a bewildering maze of tunnels and canals where waist-deep water hides broken rock and sudden pits. The drier passageways are clogged with rubble and brambles. The dry ground may be deceiving, as the thin crust of detritus and loamy earth often covers deep and dangerous bogs. Thanks to the thorns and water, progress is slow for those attempting to explore the ruins and confirm the legends of potent relics and nexuses of arcane power left in dereliction by the long-gone civilization. The legends also tell of a fearsome creature that guards the ruins: a horned monster that is half man and half beast that jealously guards the maze from intruders.



The beast that haunts the labyrinthine desolation is no monster, but a man. By some strange quirk of fate, he has taken the guise of a beast that once dwelt in the ruins, and in protecting himself from those that might invade his home, carries on its duty of guardianship. There may be other guardians that dwell farther within the ruins, and in the uncovered mausoleums and caverns that lie below, but what secrets the forgotten masters wished to keep are lost to time, buried beneath the thorns and stagnant pools. The man that has taken the guise of a beast is a Dorn called Skauld and, although he does not know it, he carries out the duties of a long-dead guardian. The original beast was set to guard a power nexus in ages past; the nexus still survives in the deeper ruins, and although Skauld knows that it exists, he is loathe to approach it for fear of the power that dwells within.

Skauld, male Dorn barbarian 6: CR 6; Medium Humanoid (6 ft. 7 in. tall); HD 6d12+18; hp 68; Init +5; Spd 40 ft. (8 squares); AC 16, flat footed 15, touch 11; Base Atk +6; Grp +9; Atks +10/+5 melee (1d10+3/19-20/x2, bastard sword) or +10 melee (1d6+3, short spear) or +9 gore (2d4+3, horns); SA rage 2/day; SQ Cold resistance 5, fast movement, improved uncanny dodge, trap sense +2; AL CN; SV Fort +9, Ref +3, Will +2(+0*); Str 17, Dex 13, Con 16, Int 10(6*), Wis 11(6*), Cha 13.

Skills: Bluff +5, Climb +9, Intimidate +10, Knowledge (nature) +5(+3*), Jump +7, Knowledge (Northlands) 4(2*), Listen 6(4*), Survival +9(7*).

* Skauld's Intelligence and Wisdom are reduced by the influence of the nexus, which muddles his mind; what used to be clear is now confusing, sounds of natural animals seem to be ferocious beasts.

Feats: Improved Bull Rush, Improved Initiative, Power Attack, Sunder.

Languages: Erendlander, Norther.

Possessions: +2 tanned skins (hide armor) worn over filthy clothes, bastard sword, crude spears (4), broken stones with strange carved patterns.

Appearance and Personality: Skauld wears the horned skull and hide of the long-dead beast that once guarded the nexus precinct. The skins cover most of his face and hang loose upon his large frame, suggesting the original creature must have been huge indeed. The Dorn wears the creature's skull as a helm, and its curving tusks give him the appearance of a monstrous beast. Beneath his skins and ragged clothes, Skauld cakes his skin in thick mud, further adding to his bestial appearance.

Skauld was a Dornish clansman who came from the Northlands with his kin to find a better life in the forests of the Caraheen. He had been hunting along the rim of the gorge when he was ambushed by an orc patrol lost in the Gamaril Woods. To escape the savage orcs, Skauld fled into the Tanglethorn Deeps; the dismal gorge provided scant refuge and Skauld barely survived his first night. Over the next few days, he was forced farther and farther into the Tanglethorn, until, tired and

Thorns Like Daggers

The thorns of the arm-thick brambles that choke the passages of the Tanglethorn Deep are the size of daggers and viscously sharp. Progress along the narrow winding trails between these dense thorny thickets is slow, and trying to fight amongst the brambles is a painful proposition. Movement through this terrain costs 4 squares of movement per square traversed, and while in combat, for each square a character moves he suffers a single attack with a +3 melee attack bonus. He does not gain his Dexterity bonus to AC as the thick spines and barbs are impossible to dodge. On a successful hit, the character suffers 1d4 points of nonlethal damage. This terrain type is considered heavy undergrowth for all other purposes as described under Forest Terrain in the DMG.

Slick as Slate

The sunken ravine that makes up the Tanglethorn Deeps cuts across the northern Caraheen like a festering scar. Its walls, formed from black slate and granite bedrock, range from 30 to 100 feet in height and the interior of the ravine is littered with fractured mesas, jagged spires, and piles of broken slate. The enormous swamp *maudrial* grow right up to the edge of this daunting cleft, their roots arching into the mist-obscured depths and their branches forming an almost continuous canopy with the trees that grow on the mesas and bluffs.

Getting in and out of the Tanglethorn Deeps is a harrowing experience: sodden earth clings to the slick slate of the bedrock and between the twisting roots of the swamp *maudrial*, making the roots slippery and treacherous as the soil breaks away in muddy clumps. The slate of the exposed cliff faces is slick with moisture and sharp along its fractured edges. The arching roots of the giant trees provide another route into the Deeps, but a slick coating of damp moss makes this path equally as precarious. A successful Climb check (DC 20) is required to clamber out of or into the gorge. A character ascending or

desperately seeking a place of safety, he discovered the ruined city slowly sinking beneath the swamp. Overcoming his fear, Skauld entered the scattered stones, where he found an ancient tomb. Within, the desiccated corpse of a monstrous beast, its head like that of a boro, lay upon a slab of black stone, strangely preserved through eons and still menacing in its appearance. Skauld took refuge in the creature's tomb, and as he fell into slumber, a forgotten song stole into his head and claimed him for its own. Over time, the song warped his mind and he came to imagine himself as the beast whose tomb he shared. In a fit of madness, he skinned the corpse and began to wear its age-hardened flesh as his own, and in a moment of deluded apotheosis, took its skull as a helm and crown.

Skauld has lived in the ruins for years. All thoughts of leaving the Deeps are gone; this is his home now and he will defend it to the death. He is slowly losing his humanity and becoming more beast than man; Skauld bellows like a maddened monster before entering battle, hoping to scare his enemies. Those who continue to approach are attacked at range with his short spears. He will try to retreat into the labyrinth, luring intruders toward the bogs and potentially deadly rock-falls. If cornered, he will rage and attack with his bastard sword, if he remembers his humanity, or his horns, if he believes he is truly the beast of the sinking tomb.

The Labyrinth Shrine

Less than a thousand yards from Skauld's lair in the sinking tomb of the boro-headed beast, a hole in the ground gives access to an ancient building buried beneath earth and fallen stone. This domed structure has, remarkably, stood the test of time, and but for the single hole to the surface even the grand dome is intact. The same swirls and whorls found on many of Erethor's monoliths are carved into the dark stone of the chamber that lies within, and as the eyes become accustomed to the unnatural gloom that haunts the chamber, the patterns on the floor seem to shift and move, stirring primordial memories and fears from the deepest recesses of the mind. Fear is a tangible presence in this place, souring the dank and musty air, and strange sounds—whispers and dark laughter—haunt the shadows that seem too thick at the edges of the room.

A single obelisk of black stone stands at the center of the circular chamber, unmarked and unadorned on any of its four tapering surfaces. Death and madness radiate from this disturbing pillar, which stands solemn witness to the passing of time and alone remembers the unknown beings that once cavorted wildly about it during their blasphemous rites. The Labyrinth Shrine radiates fear and madness, an insidious force that begins to seep into the mind within a mile of its dark obelisk.

Fear and Madness (CR 4): Will save DC 10; 1 day interval; -1 modifier/interval; failure indicates that the character develops a paranoia, obsession, or schizophrenia; Special: when the shrine is entered, a second

Will save (DC 15) is required to resist the waves of madness that emanate from the chamber; touching the obelisk requires a third Will save (DC 20) to resist the madness. The affliction is quite subtle, taking days or weeks to manifest, during which time the character begins to act oddly, developing the characteristics that will ultimately become a full blown insanity. The exact game effects are left to the discretion of the DM, but one example might be a reduction in Wisdom and or Intelligence as per the *touch of idiocy* spell, or *confusion* as per the spell of the same name. Such effects would be permanent. A *remove disease* or *remove curse* spell, however, can be used to cure the afflicted character.

LABYRINTH SHRINE

Spell Energy: 75

Feats Allowed: Craft Greater Spell Talisman, Craft Wondrous Item, Create Staff, Forge Ring

Affinity: Illusion 4, Necromancy 4

Recovery: 10

The Eastern Woods

From the deep wooded basin of the Caraheen heartlands, the forest ascends to a long ridge overlooking the broad river valley of the Felthera's northern arm. The wet meadows and grassy hummocks of the river terrace extend through willow groves on the far side to steep hills claimed by woods of elm and ash. Beyond, a landscape of sharp cliffs and deep valleys dominated by cedars and huge sequoia marks the beginning of the Eastern Woods of the Caraheen.

Bordered in the north by the densely wooded slopes of the Green March and in the south by the mist-shrouded groves of the Druid's Swamp, the Eastern Woods is a land of giant trees, broken escarpments, and tangled wildwoods where twilight reigns eternal. From the ridges of the Felthera Hills, oak and maple woods descend into meadowlands of tall grasses and dense thickets of rhododendrons, overshadowed by enormous spreading cedars. These woodland meadows are divided by strange, wind-carved rock formations and looming buttes whose thin soil sprouts ghostly crowns of silver birch and twisting rowan. Past this haunting terrain, the land becomes more folded, and hills march north and east, their steep-sided valleys populated by silent groves of towering sequoia. Below the lofty redwoods, wiry grass and stag's horn ferns grow in patchy clumps. The ground is springy underfoot from a thick layer of fallen pine needles, dry bracken, and fallen branches. Sound seems to be deadened amongst these giant trees, as though their very presence swallows it up.

A great escarpment marks the end of the hill country and the forest drops away towards the plains of the Westlands. Groves of *maudrial* sweep majestically towards Erenland, sheltering an under-canopy of younger homewoods and smaller species beneath their emerald shadow. Below the heads of the giants and their

descending the slate cliffs, and who succeeds in his Climb check, must make a Reflex save (DC 10) or suffer 1d4 points of damage from the cuts and lacerations inflicted by the sharp slate. The ground at the bottom of the gorge is soft and marshy (consider distance fallen to be 10 ft less than it actually is when calculating damage taken from a fall), but the likelihood is that the unfortunate climber will fall into the middle of the briars that tangle the bottom of the Deeps.

children, a third layer grows: dense bushes, drifts of ferns, and rods of purple-headed foxgloves, brambles and tangling vines that climb into the highest branches of the tallest trees. In the spring and summer of bygone years, these woods were filled with the fragrance of countless different flowers and the drowsy buzzing of their attendant insects. Now the air is tainted by a constant pall of wood smoke, which drifts in thick clouds through the forest—a pungent and stinging reminder of the fires that rage ever closer on the eastern border.

The anger of the forest at the wanton destruction of its trees is keenly felt in the Eastern Woods. Where once bright sunlight filtered through the canopy in scintillating beams of emerald and gold, the forest is now shrouded by shifting shadows that are never quite dispelled even on the brightest days. A dark foreboding gloom has settled in the wood, which has little to do with the black clouds that hang above the forest, promising but rarely delivering rain. The air is thick with oppression, and in the gnarled bark of the trees it is easy to imagine twisted faces glaring angrily at passers-by. During the hours of darkness, the gloom becomes a lightless menace in which the fury of the trees is a palpable force. In the darkest parts of the wood, the trees seem to crowd close to the forest trails, looming over travelers menacingly and sometimes offering violence. The wind moans forlornly through their branches, accompanied by creaking and rustling sounds as though unseen creatures scurry nearby. In some areas, the trees have become so enraged by their suffering that they no longer distinguish between friend and foe. Many elfkin have been forced to abandon their ancient homes, as much due to the awakened anger of the woods as to the incursions of the orcs.

The Darkening Wood

To the south and east of the Felthera River, where it curves around the escarpments of the Eastern Woods, the giant *maudrial* give way to a tangled forest of oaks, elms, beech, and larch that the Caransil call the Darkening Wood. The forest's anger seems to gather thickest in this wood, and the orcs are truly afraid to enter its depths; even the elves are loathe to walk its shadowed paths, but must do so to strike at the southern flank of the Shadow's

Oppressive Gloom

The menacing tracts of the Eastern Woods of the Carraheen, the benighted cloisters of the Thanglethorn Deeps, and the watchful murk of the Old Moss Wood are all regions of Erethor where the light struggles to break through the thick overhanging branches and a simmering disquiet chokes the air. By day, the light is little brighter than a moonlit night and the feeble light that breaks through the oppressive canopy seems weak and faltering, thickening the shadows rather than dispelling them.

Gloom: By day, visibility counts as bright illumination to a range of 30 ft. and shadowy illumination to a range of 60 ft. Creatures with low-light vision double these ranges. At night, conditions count as shadowy illumination to a range of 20 ft. In the darkest regions, daytime illumination is half this, and at night, the forest plunges into total darkness.

But more than just being dim, stygian places, some parts of the woods are permeated by a tangible menace, a seething rage that darkens the light and crushes the senses. The air is thick with pollen and dust, as though the forest's anger has coalesced into a choking breath, and the omnipresent branches and foliage seem to loom overhead like a hammer ready to fall. The thick air stifles all sound, making even conversation difficult.

Oppression (CR 1): Will save DC 20; 30 minute interval; -1 penalty/interval; -1 morale penalty to attacks and checks; Special: morale modifiers do not normally stack. However, the penalty caused by this hazard increases over time. The penalty remains until the characters leave the forest or find secure shelter and rest for the night. After two hours of rest, the penalty disappears. All Listen checks made within this area suffer a -4 circumstance penalty. The oppression trait does not affect those animals and creatures still living within these woods; they have learned to adapt to the area, or find the suffocating atmosphere to their liking.

forces gathered along the banks of the Felthera.

The Witch Queen is particularly concerned about a region of the Darkening Wood known as Aelgar's Gulch. This vale of ancient wildwood appears to be the epicenter of a growing blight that spreads into the surrounding forest, an area of deep darkness that Queen Aradil has been

unable to penetrate by either magical or mundane means. The Whisper is strangely silent about this region of the wood, and a party of wildlanders and druids sent to investigate has failed to return. It is not known whether they came to some ill end in Aelgar's Gulch or simply ran afoul of the Shadow's troops moving in the east.

Anger of Trees

The trees of Erethor have finally awakened from their slumbering contemplation to the agony of axe and flame. As the shockwave of their pain ripples through the vast arboreal sea, a dark anger gathers and the forest awakens to defend itself. In the eastern Carraheen, where giant *maudrial* and ancient oak burn in profusion, the anger has become a pain-maddened rage. The trees might strike out at anyone moving within their realm, including the elfkin who fight to defend them. With great sorrow the Caransil have had to abandon large tracts of the eastern wildwoods to their fate because it has become too dangerous to move along their gloom-ridden paths. Farther from the frontline, the trees are less hasty and aid the elfkin and their allies in repulsing the Shadow's forces.

The seemingly immobile plants of the forest strike and scratch and reach out to grab opponents; roots shift and flex to catch the feet and send interlopers stumbling, and brambles and vines ensnare spellcasters and hold them in place. Each round, the forest can take 1d3 standard actions to attempt the following maneuvers: aid another, attack, disarm, grapple, or trip. The forest can only use one action against a given target per round.

Angered Wood (CR 2): Base Atk: +8; Grp: +16; Atks: +12 (1d4+4, lash or scratch); Str 18, Dex 16.

Travelers within Erethor, particularly humans, risk becoming the target of the forest's animosity (treat as a normal random encounter). If characters commit an act of aggression against the forest, such as chopping down trees or lighting a fire, there is a 30% chance that the trees in the area will animate and attack. Orcs and other obvious minions of the Shadow have an 80% chance of being attacked each hour they are within the woods. When a battle occurs within the forest, there is a 20% chance that the forest will animate and join in. Except in the most easterly woods, where they are as fair game as any, the elfkin will always be aided by the angered trees. For non-elves, the DM should use his judgment on who the forest is most likely to aid, or it might attack all parties. The attacks stop when the party's enemies have been defeated or if all antagonists flee more than 500 feet from the scene of the encounter. Remember that if the trees aid the party in an encounter, it will be less difficult and the characters should receive less experience. In such cases, treat the forest as an additional member of the party and give it a share of XP for the encounter as normal. Sometimes, the forest might be

too weak to make a meaningful contribution to an encounter. If the party's level is 5 or more, do not give the forest a share of the experience.

Fields of Ash and Blood

The Caransil trading post of Eisin once stood in the eaves of the Great Wood, where the Felthera River swept broadly onto the highveldt of Southern Erenland. Since the end of the Third Age, the Shadow's foul minions have hacked and burned the forest, cutting a great ragged swathe of destruction that extends 300 miles west from Eisin's walls and 100 miles to either side of the polluted river. The older devastation has been assuaged by the plains, the ash of the burning woods providing fertile ground for the tall grasses and brushwood that dominate the growing grasslands.

Within this charnel landscape, the blackened bones of arboreal giants are shrouded by vines bearing putrid fruits of sickly purple and glossy black. In attendance are patchy groves of willowy saplings and stunted trees that are bent and deformed by the sorrow that pervades the air. Closer to the forest, where the wounds are rawer, a vast wasteland of ash and charred wood is all that remains of 30,000 square miles of ancient wild-wood. Where springs and brooks once babbled beneath the arching boughs of giant cedars and homewood trees, blood and hissing sap are the only moisture that remains. Charcoal spires break the monotonous gray of the shifting ash lands, where thick smoke from the still-burning forests drifts in roiling clouds across the desolate scene. Sudden maelstroms of choking soot blow before screaming winds that seem to cry the forest's anguish between the black skeletal hulks of the trees.

In this forsaken wasteland, roaming bands of Fell hunt for flesh and scavenge charred meat from the corpses of the truly dead. These grisly bands range from gutted tree-keepers and their numbers are made up of the dead from many races: orcs and elfkin, men and trolls, both sides of the conflict joined in unholy union beyond the veil of death. Other things stalk the perpetual gloom of these fields of ash and blood: evil spirits and tree ghosts twisted by pain and hate, black wraiths that, like the hungry Fell, hunt the forces of the Shadow as readily as the beleaguered defenders of the Tree Kingdom. In the infernal glow of the burning front, death walks cloaked in flame and choking ash and the soldiers of the Shadow are as fearful of the monsters they have unleashed behind and in front as they are of the silent fey who stalk the shadows of the woods with death held taut in their bowstrings. Yet still the orcs' masters drive them to burn the woods, with axe and adze they cut away the thick protective bark of the sequoias and *maudrials*, and use orc pitch and dark fire to set the blaze. On the darkest nights, Zardrix has been seen ravaging the tree line, her breath a tongue of hell-flame that devours wood and orc flesh without discrimination. Indeed, the blazing inferno on the moving edge of the

eastern Caraheen has claimed as many orcish lives as the cursed arrows of the fey, and more often than not, the firestorms that rage uncontrolled blow back upon their instigators. The legates curse and fight to control the winds with dark magic, but for now the elementals of the air dance to the song of the Witch Queen and her valiant people.

Of course, the elfkin have also suffered greatly from the burning of their homes, not least by the psychological and spiritual damage it has wrought. Numerically, the wood fey have far fewer warriors than the orcs to feed to the raging inferno, and each acre of woodland devoured by flame and axe pushes them farther back towards the heart of Erethor and the inevitability of a last stand—a battle they cannot hope to win. The Caransil do what they can to stem the inexorable progress of the fire, and the resilience of the trees and the awakened forest's anger have been great boons in this endeavor. From the shadows and shifting banks of wood smoke, elven archers and death squads cull the orcish fire starters, but for every orc that falls to shaft or blade, another 10 arrive from the breeding pits of the North to replace him. It seems the flow of orc flesh will never end and against this evil tide the elfkin know they cannot ultimately prevail.

Firestorms and Howling Ash

Angry storms whip the ash fields in to swirling clouds of blinding, choking debris that block out what little sun breaks through the glowering skies and turns night into a lightless world of screaming, lashing winds. Visibility (even for creatures with darkvision) within these howling storms is severely reduced and creatures more than 5 feet away gain concealment (attacks by or against them have a 20% miss chance), while those farther than 15 feet away gain total concealment. Characters suffer a -4 circumstance penalty to all Spot and Listen checks while engulfed in the howling ash storm. Even in the absence of these sudden storms, drifting ash and soot reduce visibility to that in a light fog and creatures suffer a -1 circumstance penalty to Spot checks.

Howling Ash Storm (CR 1): Fortitude save DC 20; 1 hour interval; 1d8 damage due to choking; Special: if characters take shelter within a cave, tent, or similar covering, they can avoid this hazard; a screen or covering filters enough of the ash particles that they do not pose a threat. Howling ash storms are driven by severe winds that affect those caught in them as described on the Wind Effect table in the DMG.

Even more dangerous than the black maelstroms of choking ash are the holocausts of flame and smoke that roar out of the burning tree line driven by winds of fury. Within these firestorms, roaring sheets of flame drive burning cinders and black roiling smoke in a twisting cloud of destruction that devours all in its path. In addition to the heat, smoke, and risk of catching on fire presented by the burning forest (use the rules for forest fires



described in the DMG), characters caught at the leading edge of the fire may become engulfed by a firestorm.

Firestorm (CR 9): Reflex save DC 20; 1 round interval; -1 modifier/interval; 4d6 damage; Special: a 30 ft. cube is engulfed by sheets of roaring flame and whirling cinders. The thick black smoke chokes those caught in the blast area as described in the DMG. The firestorm moves at 30 ft. per round and burns out after 1d6 rounds. A character who makes his Reflex save only suffers half damage.

Personalities

Mahogin the Path Singer

Mahogin dresses in the colors of the Caraheen, changing the style of his clothes for the seasons: a crystal snowflake in his hair for winter, flowers woven into his braids for spring, or the bright autumnal leaves for fall. He is known as the finest storyteller among the elfkin. He has told tales to the Witch Queen herself, sitting at the foot of her throne, singing of times that only she is old enough to remember. He has yet to bring a tear to her black eyes, but it is an accolade he strives for.

In these times of strife and sadness, this bard uses his skills to aid the soldiers, wandering amongst his brothers and sisters in their forts and outposts along the

warfronts, and with the warriors as they return to the Elder Tree. He lightens their hearts with songs of the past and the glories of the Caransil. But he also hardens their hearts and strengthens their resolve, telling them what would happen should the Shadow ever break the Witch Queen's glamour. He tells them stories of the anguish to come, and the blood to be spilt as orcs walk under the shade provided by the Elder Tree. Mahogin prepares his people for the worst so that despair will not destroy them if and when it comes to pass.

The Gloomlander

His cloak is the color of the forest's deepest shadow and from his bow he fires rough shafts made from sharpened branches with little fletching. Nonetheless, his knotty arrows always meet their mark, killing orcs and often maiming fey folk, sometimes killing if his warnings are not heeded. With his identity as secret as the whispers on the wind, the human refugees have begun to refer to him as the Gloomlander.

Legends abound concerning an elf who gave in to the gloom that pervades this portion of the forest. Rather than listen to the Whisper, he listens to the wailing, the cries of the dead and tortured shrieks of the burning. The elfkin say that he is Aelgar himself, a wood elf who broke all of his arrows while sitting in council with the Witch Queen when she would not allow him to take a party to rescue his son.

CHAPTER 2

The Coldest Wood

Eythorial lay staring at the thin clouds that drifted across the star-sprinkled night. He hadn't seen the stars in a decade, but it seemed appropriate that they watched him now. He must acquit himself well before such an exalted audience. The snow elf moved his eyes towards the darkened edge of the forest, where a movement had caught his eye. They were coming; he didn't have much time now.

A ragged sound caught his ears, and the ground seemed to shake. It took the Erunsil wildlander some moments to realize that the noise was his labored breathing, and the jerking motion his body twitching in the snow. Raising his head hurt, but he welcomed the pain because he couldn't feel much of anything and knew his injuries must be severe. Looking down he realized why: his legs lay some way distant, in a bright crimson stain upon the snow. Eythorial's vision swam and the elf gritted his teeth and shut his eyes tight against the nausea that gripped him.

"A little longer," he thought, "just a little longer!"

Opening his eyes, the snow elf looked back towards his legs. Nearby, a dark mound came into focus: the massive form of a blight ogre, silver glinting in the moonlight where a knife protruded from its wind-pipe. Eythorial grimaced as a laughing gasp escaped him; a good throw, but too late—the beast had already ripped him in two and flung his body parts to the winds. It gave him some satisfaction that he had killed his assailant though—a small blow against the Shadow, but it would buy his people time.

The crunch of snow intruded upon his thoughts, and moving his eyes Eythorial could see dark shadows looming on the banks of the river on whose frozen surface he lay. Orcs and more of the snorting blight ogres moved towards the bloody scene. Over his ragged panting, the snow elf could hear their guttural tongue but his chilling brain could no longer decipher its meaning. As their shadow engulfed him he caught a few words.

"Hah! The little freak is still alive! Let's pull his entrails out!"

Eythorial closed his eyes, not wanting the orcs' bestial faces to be the last thing he saw, and lifted his hand towards the sky—a defiant gesture that was met with derisive snorts. As the penultimate breath shuddered from his body, Eythorial held the image of his beloved forest in his mind's eye and saw standing in the eaves of that spectral place a woman wreathed in glittering ice with eyes of piercing blue. Xione! Eythorial smiled wryly and offered up an apology to the Mistress of the Frozen Wood for what he was about to do.

Bringing his hand down sharply, the last breath hissed from Eythorial's lungs carrying with it a single word, "Eailin!"

As the hearthstone he clasped touched the ice, it blossomed with the warmth of an Erunsil forge and the thick ice covering the fast-flowing waters of the Tyre melted in a circle that blossomed to the shore.

Eythorial's spirit did not hear the deafening cracking of the ice, or see the heavily armored forms of the orcs and the brutish shapes of the blight ogres thrashing as they sank beneath the freezing cold water. The ghostly figure of Xione stood waiting under the forest's eaves, a faint smile the only warmth about her frozen form. As Eythorial moved closer, the spirit beckoned and he heard a distant whisper grow louder, the roaring of a thousand thousand voices that echoed through the night, welcoming him to their number and promising that his fight against the Shadow had only just begun.

All rules and game statistics in this chapter, including the names and mechanics of hazards, are designated as **Open Game Content**. Setting material, background text, and the names of NPCs are designated as closed content.

The Veradeen

In the far north, the granite and obsidian spires of the Highhorn Mountains thrust toward the brooding firmament like the shattered bones of some ancient beast. Whatever malefic force broke the spine of the mountain range still seems to lurk amongst the permanently snow-capped peaks, a palpable menace that breeds evil within their trackless depths. Between the southern fingers of this ancient range, rugged foothills, steep valleys, and deep gorges carved out by ice and countless frigid streams march southward towards central Erethor beneath a threadbare pelt of boreal forest. This gelid land is home to the Erunsil, the snow elves, who call it Veradeen, meaning the Coldest Wood in their softly spoken dialect of the High Tongue.

The Frozen Wood

Water is a constant in the frigid landscape of the northern and western Veradeen: in the snow that covers most of the land throughout the year, in the icy rushing streams and cascading waterfalls, and in the taiga that mires the lowlands of the valleys. Amongst the marshy coniferous forests, where pine needles and deadwood cover deep treacherous bogs, regions of higher ground have formed from rock falls and centuries of soil and shale washed down from the higher terrain. These stable islands in the surrounding bogland support dense woods of snow oak and shelterwood, protected groves that hide Erunsil tree-villages and provide a vital defense against the roaming war bands of orcs and blight ogres, trolls, and giant-men who range from the cavernous warrens of the Highhorn Mountains and the dark pits beneath Bandilrin's ruins.

The steep sides of the hills are crowded by tall elfpines and blue-needled spruce, a tangle of fallen and huddling trees that lean against one another for support against the onslaught of the howling storms of driving snow. The tops of these hills are often bare rock, scoured of life by the wind and ice, or bearing only stunted copses of gnarled and twisted pines, deformed by the harsh elements and desperately clinging to thin soil and unyielding rock. As the foothills transit into the mountains proper, the land becomes drier but no less icy. The snow rarely melts in frigid fells and snowfields that separate copses of giant ice sequoia and elfpine. At the edges of the open spaces, the wet creeps back in where frozen tarns and deep bogs hug the hollows created by the meeting of the alpine meadows and the steep cliffs and crags. Dark spirits and foul creatures haunt the depths of these still mountain lakes and mired sinkholes, entities twisted by the oppressive weight of the mountains' malignant shadow, and the Erunsil know to tread carefully in these foreboding places.

The Erunsil have suffered more at the hands of the

Shadow than any of the other elfkin. Like pale ghosts they move through their lands, fiercely contesting the incursions of the Shadow's forces, but it is a holding war only and they find it harder each year to maintain their lines. The great living tree keeps of the Fortress Wall once ran in a long line that followed the line of the Highhorn Mountains to join with the Dornish castles in Erenland. Now, fewer than 30 remain; the rest are shattered stumps or great charred circles burnt by dragon fire and orc pitch. Several of the secret groves of icewood trees, from which the snow elves make their unparalleled bows, have been discovered by the legates' demons and destroyed, further reducing the Erunsil's advantages.

In the mountains the orc tribes mass. The Shunned Mother tribe is foremost amongst them, and its warriors represent the bulk of the military might, but other tribes—many non-combatants—have begun to settle in the caves and warrens of the foothills and mountains. The orcs range into the Veradeen, burning the forest during the brief summer arcs and poisoning every shelterwood tree and stream they happen across. The foul creatures slaughter animals the elfkin might eat and hack down the orchard groves they grow in the sheltered woods. Each act is intended to force the Erunsil to abandon their snowbound lands and give the minions of Izrador free reign in the north. The center of this activity is the ancient ruined monastery of Bandilrin, the origin of the Order of Shadow and now the fortress of Ardherin and his sorcerous minions who work day and night to manufacture magical tools for the Shadow's war against the last of the free peoples of Eredane.

The snow elves, however, are not without allies in their wintry kingdom. The great dire bears hunt these lands and even the prodigious blight ogres pause before the ursine fury of these hulking beasts. In the foothills, winter wolves roam in stealthy packs stalking the servants of the Shadow as much to cleanse the stain on their name by the betrayal of the worgs as for food. These beautiful, sapphire-eyed creatures have a canny intelligence that seems to render them resilient to possession by the legates' foul demons.

The forest also conspires against the Shadow's forces; where the Erunsil move lightly across the frigid taiga of the valleys, orc troops become mired in the sucking bogs, their heavy armor and weapons quickly dragging them to their deaths. The brutish strength of the lumbering trolls and giant-men allow them to wade farther than the orcs, but even they are forced to turn back or succumb to the irresistible pull of the deeper bogs. The sylvan spirits of the Veradeen are cold and icy hearted and bear no love for the Shadow's minions. Manifest as howling winds of driving ice shards, the elementals of the air and ice attack orc patrols with screeching fury or create thick mists that lead them into the deepest bogs or elven ambushes. Xione, the Mistress of the Frozen Wood, is the coldest spirit of all and her icy fury is a terror to behold. Whole orc fists have perished in moments before her wrathful breath and ice-rimmed claws. Despite this, the orcs' numbers are legion



and each year the Erunsil grow fewer as their warriors are lost in the protracted conflict. As the numbers of shelterwood fortresses diminish, the snow elves are pushed farther back and have fewer refuges to which they can flee. All in the north know that the Erunsil cannot hold out many years longer and a concerted assault by the Shadow's forces in the Highhorns would surely spell their doom.

Frigid Demesne

The Veradeen is a land of snow and ice, raging blizzards, and numbing cold. Winter has grown as long as the Shadow's reach and deep snow makes the land all but impassable. Spring turns the vales and lowland into a quagmire of icy snow melt and feeds the bogs of Eris Aman where the chill of the grave hangs in the air throughout the year. Even in the summer arcs, the foothills of the Veradeen plummet below freezing at night, and the passes and high slopes of the mountains are perpetually shrouded by winter's cloak. The wind on the exposed ridges and bald tops of the hills scythes through the thickest furs and clothing, driving a deadly chill into a traveler's bones. The wooded vales protect against the worst of the elements, but without a ready source of heat, such as a hearthstone, even the hardiest Dorn or snow elf soon feels the frigid bite of the numbing cold. The Erunsil know that of all the dangers in the mountains, the relentless cold is amongst the most insidious,

sapping strength and vitality from those who wander unprepared through their boreal realm.

Use the rules presented in the DMG for Weather and Cold Dangers; the following variant rules can be used for encounters involving water and ice.

Cold Water: Freezing temperatures add an extra dimension to the hazard of water. Not only must a character hold his breath, but the frigid conditions sap his strength and vitality. Cold water inflicts 1d6 points of nonlethal damage per round to any character submerged in it; a DC 15 Fortitude save halves this damage. A character that falls through ice into cold water must make a DC 20 Will save to maintain his equanimity in face of the shocking cold. On a successful save, he maintains his orientation and can swim back to the gap he fell through. Otherwise, he must make a DC 15 Spot check as a standard action to find his way back to safety.

Wet clothing can be deadly in the cold. Until the soaked character finds warm, dry clothing, he suffers double damage from any cold-related hazards and a -4 circumstance penalty on saves against them. These penalties apply only to hazards, not cold attacks or spells. For purposes of determining the effects of cold dangers, characters in wet clothing consider temperatures to be one step worse than they actually are: moderate temperatures are treated as cold, cold temperatures are treated as severely cold, etc.

Ice: During the deep midwinter, most bodies of water in the Veradeen freeze over. In the Last Age, the

freeze comes as early as the Great Arc of Zimra, beginning 1d12+10 days into the arc, and thaws sometime during Doshram.

It costs 2 squares of movement to enter a square covered by ice, and the DC of Balance and Tumble checks increases by 5. A DC 10 Balance check is required to run or charge across ice. Moving up or down an icy slope is an extremely difficult action, but 4 squares of movement can be spent to enter a square containing sloped ice without having to make a Balance check. Alternatively, the character can expend 2 squares of movement to make a DC 10 Balance check, or 1 square to make a DC 20 check. On a successful check, the character moves as normal. On a failed check, he slides, slips, and falls prone at the slope's base, taking 1d6 points of damage for every 30 feet he slides (but no damage if the distance is less than this).

A northern wildlander or traveler experienced in the ways of the frigid north can spot patches of thin ice as she moves through the wintry terrain (Survival check, DC 20) or by stopping to scan the area (Survival check, DC 10). However, a character is unlikely to spot creatures lurking beneath the ice due to its opacity or covering of snow. Increase a Spot check's DC by 10 to 20 when determining if a character spots a creature or object beneath the ice. Aquatic creatures in cold climes sometimes lurk beneath ice, watching for movement above, and can break through with an attack that deals more damage than the ice's hit points. Ice has hardness 0 and 3 hit points per inch of thickness.

Ice can support 100 lbs. of weight per inch of thickness. A character who weighs less than 50 lbs. above the weight that the ice can support causes it to crack and shatter for one round. If his turn ends on the ice, a spider web of cracks forms in the squares he occupies. If he ends his next action on the cracked ice, it breaks, creating a hole 5 feet larger than the space the character occupies (a Medium character occupying a 5-ft. space would create a hole covering a 10-ft. space). Any character caught in the fracture area, except for the character causing the break, may attempt a DC 15 Reflex save to reach safe ice before it gives way, but the character causing the break is plunged into the icy water beneath it.

Thin ice is particularly dangerous, because the edges of a fractured area tend to crumble under a swimmer's efforts to climb out. To climb out, a swimmer must succeed at a DC 15 Escape Artist check. Frozen rivers are even more dangerous, as characters that fall through the ice may be swept away from the hole by the current and trapped beneath the ice. The distance a character is carried is equal to the speed of the river, where a typical mountain river has a speed of 40 ft. and Swim DC 15. Apply the drowning rules described in the DMG and the cold water rules described above as necessary.

Dahurin

A fortress crafted from a circle of living shelterwood trees stands in the lee of a great hill carved by wind and ice from an unbroken piece of rock. This singular hill is Uriaedór, meaning Watchful Stone in the dialect of the Erunsil. The great mound rises above the frothing confluence of the Syldur and Talura rivers and commands impressive views of the valleys and forested hills for miles around. The fortress is Dahurin, preeminent stronghold and informal capital of the snow elves. Shielded to the north by Uriaedór, the fortress city is guarded on its remaining flanks by fast-flowing, icy-cold water as it sits in the very fork of the two rivers.

Dahurin was once just another citadel on the Fortress Wall, but its highly defensible position at the headwaters of the mighty Itheris River has seen it grow into the largest settlement of the Erunsil. Beyond the protective wall of the keep, inhabited shelterwood trees are connected by walkways and snowbridges that span the rivers and allow the elfkin to come and go above the snow-clad forest floor. Their networks of aerial pathways lead deep into the forests of the Veradean and are critical to the Erunsil's ability to strike at the Shadow's forces and then vanish like snowflakes in a blizzard. Atop Uriaedór stands a stone tower—an unusual structure in Erethor—that the snow elves use to light signal fires that can be seen by the fortresses of Gaduran and Easulin.

More than 5,500 Erunsil dwell in Dahurin, and her council of three are the nominal leaders to whom other Snows, Trees, and Bloods look to in matters that affect all the Erunsil people. Undiamhair is the Snow of Dahurin and the powers of this ancient channeler are renowned throughout the land. The Tree is Otharial, an ancient snow elf who is considered the most patient and wise of all the Erunsil. Omarial is old even for a fey, and her elder sister, Beonoul, is the Witch Queen's oldest and most trusted advisor. The Blood of Dahurin is a legendary general of the snow elves called Coimiral Ap'Nar, the Guardian of the North. Coimiral has led more successful attacks upon the Shadow's forces in the Highhorns than any other Erunsil alive. Youthful by elven standards, Coimiral is the benchmark against which many young Erunsil warriors measure themselves.

Coimiral Ap'nor is responsible for the defence of Dahurin and the upper valleys of the Syldur and Talura rivers, where the Whispering Wood is thick and the Whisper is loud, offering long notice of an enemy's approach. Despite this supernatural sentinel, Coimiral still maintains constant and vigilant patrols in the surrounding forests, grim faced Erunsil who carry legendary icewood bows and wickedly sharp fighting knives and orc slitters. This close to the Highhorn Mountains, the Erunsil keenly feel the weight of evil that dwells within and beneath those ancient bones, and are ever watchful.

Silverthorn



Aigeathir, meaning “silver thorn” in the dialect of the snow elves, is the greatest of the Erunsil citadels on the Fortress Wall. The stronghold was once a sequoia of immense size, standing apart from its brethren on an outcrop of rock some 10,000 feet above the valley floor. At some forgotten point in the past, a mighty magic was worked upon the giant tree that transformed its bark into glistening steel. Over 130 feet in diameter at its base and almost 1,000 feet high, the tree’s lower limbs are missing; all that remains are its distant crown and several boughs radiating higher up the trunk, which serve as lookout posts and archer platforms. The great tapering trunk of Aigeathir gives it the appearance of a gigantic silver thorn thrusting up from the earth into the snow-laden clouds; behind, the brooding, snow-capped peaks of the Highhorn Mountains dwarf the enormous tree and create an ominous backdrop against which the citadel glints defiantly in the rare appearances of the northern sun.

The outcrop on which Aigeathir stands is a highly defensible spot. The only approach, a track barely wide enough for a horse-drawn wagon, winds up the side of the mountain traversing five cunningly wrought bridges over deep defiles and sheer ravines. These bridges can be withdrawn by ancient pulley mechanisms, which, despite their antiquity, are still in perfect working order. The engineering is dwarven, the legacy of the far-distant friendship between the Erunsil and the Highhorn dwarf clans during the First Age. The controls that operate the

pulleys are located in guard posts concealed within the cliffs. Thanks to dwarven stone-cunning, these are all but invisible to cursory inspection: Their arrow-slits appear as natural cracks in the cliff face and their doors are reached by way of tunnels that honeycomb the mountain.

The fortress itself appears to be accessed by heavy iron gates set between two of the tree’s massive roots. This entrance is actually a folly and leads only into a series of killing chambers that trap invading forces in narrow corridors and rooms that allow defenders to fire arrows and pour boiling oil through thick iron grates set in the ceiling. The true entrance to the citadel lies beneath it, via a stair that winds up through the tap root and into the heart of the tree. After the penultimate bridge on the road leading to Aigeathir, a concealed path branches off through the woods into a blind gully. Here a magic-warded dwarfgate gives access, when the word of passing is spoken, to a stone tunnel. This passage runs beneath several guard stations to an iron door in the side of the tap root. At each guard point, arrow slits and murder holes allow defenders to claim a heavy toll from an invading force.

Within Aigeathir, the cambium and sapwood of the ancient tree has been carved around the central pillar of the heartwood to form halls and chambers interconnected by winding corridors and spiraling stairs. The walls of the rooms are grown by druidic magic into typically elegant elfkin carvings, sympathetic with the

Old Bones and Unsleeping Eyes

Certain places in Eredane resonate with ancient dread and the fearful presence of great evil long entombed. The Highhorn Mountains are one such place, the peaks of Arunath another. There is an Erunsil legend that claims the Highhorns reach to the roof of the world where Izrador crouches with his great horned head pressed against the rock, listening to his enemies' movements within the forest. It is said that Izrador can see and hear all that occurs within the mountains' shadow. Other myths tell of the Dark Ones, Izrador's lieutenants amongst the Wael, and how some of their number fell to Aryth with their master and were trapped for eternity beneath the brooding peaks of the North. Within sight of the looming mountains and on the open expanses of their icy snowfields, it is easy to believe these stories are true.

Whatever evil lurks at the top of the world or lies trapped in the lightless spaces beneath the earth, its presence is a palpable menace that reaches out to those who walk between the shadowed fingers of the mountains. The Slumbering Bones of the Dark Ones trait applies to certain umbral valleys where the mountains' shadows never retreat.

The menace increases amongst the icy peaks, bearing down oppressively upon those who walk the desolate wilds, slowly wearing away at their sanity and fraying their nerves with its constant, malignant presence. The Unsleeping Eyes of the Horned One trait can be used when characters venture more than 30 miles into the mountain range.

Slumbering Bones of the Dark Ones (CR ½): Will save DC 5; 1 week interval; -1 modifier/interval; 1 temporary damage to Intelligence, Wisdom, and Charisma; Special: only characters with the ability to cast spells are susceptible to this evil presence; all others feel uneasy but suffer no other ill effects. The ability damage can be healed as normal but cannot be cured by mundane or magical means within the mountain range or the shadow of its peaks. Characters who suffer this damage are plagued by terrible dreams and visions of demonic entities lurking

whorls and grain of the wood and depicting happier times when the tree was amongst the most magnificent of Erunsil settlements. Now the fortress serves as a military outpost, being the most important of the northern sentinels. Not only does Aigeathir offer unrivalled views over the surrounding lands, it is also all but impregnable and stands as a bold symbol of defiance, flaunted on the Shadow's doorstep. The orcs have often tried to take Silverthorn, but each time a relatively small force of elven defenders has inflicted terrible casualties on the attacking army, and in the last 50 years, the orcs haven't got farther than the penultimate bridge.

Baealian is the Blood of Aigeathir, and overall commander of the Erunsil forces in the great valley that sits between the eastern claws of the Highhorn Mountains. Baealian is served by many able captains, brave warriors, scouts, and channelers and, in the highest branches of the shining tree, an eyrie of giant eagles and snow falcons. The Blood uses these noble birds to great effect in gathering intelligence on his enemy's movements and carrying messages between his scattered forces.

Baealian's aunt, Onyalia, serves as the Tree in Silverthorn and his sister, Aealia, is the Snow. Aealia carries a heavy burden for one who is, by elfkin standards, still relatively young. But Aealia is an accomplished sorceress, leader of an ice sept and trained at the Order of the Sisters in Senuil. Her task in Aigeathir is to uncover the many secrets that lie within the fortress's curving halls and in the twisting passages amongst its roots. It is not known who crafted this formidable citadel or when its failing wood was transformed to gleaming steel, and this mystery has long puzzled the Erunsil. Some scholars claim that it is the work of the *elthedar* and predates the Sundering, others that an early kingdom of the fey was once ruled from the tower in the Time of Years. Whatever the truth, Silverthorn's towering presence has always shone in the north, and to the fey it has become an important symbol of hope and resistance in the face of overwhelming darkness and despair.

Eastern Veradeen

As the Coldest Wood spreads eastwards towards the high moors of Eris Aman, the land upon which it grows becomes less broken and fractured. The eastern Veradeen is less harsh than the highlands that lie within the shadow of the mountains and the forest grows thicker. Over this rolling terrain carved by a hundred thousand streams, dense pinewoods dominated by elf-pine and spruce are occasionally interspersed with birch and juniper. Thick moss and lichen grow upon the rough bark of the tree boles, giving them a scabrous appearance, like old dragon hide. Through the needles and pinecones and on the fallen branches that litter the forest floor, mushrooms grow in spreading faerie circles and ragged fungi bloom in abundance. In this landscape of

leaning and fallen trees, toppled by the biting winds and the weight of snow, freezing mists drift up from the waters of the snowmelt riverlets that trickle down from the hills. Densely clustered ferns and slippery, moss-coated rocks screen the entrance to narrow gullies created by these waterways. In their damp, shadowed depths, cracks and caves lead to a lightless underworld that extends deep into the mountains.

The Eastern Veradeen is an old land, scarred by conflict and hiding many ancient secrets buried in its soil. Leaning menhirs, dolmens, and rings of standing stones litter the landscape along with long and broad barrow mounds that dominate sudden clearings in the wildest parts of the wood. These monoliths are ancient echoes of a forgotten time, but remain charged with potent magic, etched in the runes and swirling lines that decorate their surfaces and whose use and secrets are long forgotten or poorly understood.

In the summer arcs, huge ferns half again as tall as a Dornish warrior obscure the forest floor and vicious brambles trip the unwary, but offer sweet succulent fruits in late summer as recompense. A surprising variety of creatures dwell in these woods: skittish rabbits and squirrels, small birds that feed on the fruits and pine kernels, as well as deer, boar, and timber wolves. Dire bears and their lesser brethren prowl these lowlands, passing the autumnal arcs before retiring to deep caves for the winter. Less wholesome creatures also stalk the dim wealds of the Eastern Veradeen. Carrion stags lurk along the forest edge, driving their foul herds of rotting Fell into the shelter of the trees when howling winds drive snow, neck-deep, across the desolate heath of Eris Aman. Trolls, blight ogres, and bands of giant-men also wander the forest hunting for prey or moving under orcish command, hunting insurgents, runaway slaves, and the elusive Erunsil.

The snow elves move with silent surety through these boreal woods, their ancestral lands for millennia. The Erunsil hate the Shadow and his minions with a deep-rooted passion and spend every last ounce of their strength in resisting the encroachment of his forces. Over the last century, the orcs have made small advances, but these have been bitterly won at great cost in orcish life and are often lost to cunning elfkin ambushes and surprise attacks.

Numerous refugee and resistance groups use the eastern Veradeen as a refuge of sorts, eking out a rudimentary living in the unforgiving woods. The Erunsil keep their distance from the humans, naturally mistrustful and having been betrayed too many times in the past by collaborators and spies. The exceptions to this are the men of Roland Redguard, who have a fortified camp on the western edge of the lowland forest, where the land climbs to the foothills. These brave men and women move through the woods with the elves' blessing and aid, and sometimes men and fey join forces against the Shadow's troops.

beneath the mountains. Each night they go to sleep they must make DC 10 Will saves or suffer a bout of sleepwalking. The PC seeks out an isolated area with exposed stone and carves or scribes strange runes and symbols upon its face, strange, swirling patterns that seem to shift and writhe disturbingly when viewed obliquely in the light of the moon.

If a PC has an ability score reduced to 0 due to this hazard, he becomes an insane thrall of the insidious beings beneath the obsidian bones of the Highhorns. His ability scores return to normal, but he becomes an NPC who wanders the mountains as a hermit. His alignment changes to chaotic evil and he attempts to complete strange rituals, sacrifices, and other tasks to aid his masters' escape. In time, he might gather other foul minions to him in order to complete the task. A *remove curse* spell cast by a 10th-level spellcaster can break the hold of the Dark Ones and restore a PC to normal.

Unsleeping Eyes of the Horned One (CR2): Will save DC 10; 4 hour interval; -1 modifier/interval; -1 morale penalty to attacks and checks; Special: the penalties caused by this trait accumulate over time. For example, a PC who fails two saves suffers a -2 morale penalty. Affected characters feel as if some hidden observer watches them, while at night they dream of a dark, impossible shape that calls to them from the north. After each failed save, the character dreams he has moved closer to the darkness, and after four failed saves his waking hours become haunted by sudden whispers and shadows that dart in his peripheral vision. If the PCs leave the area affected by this trait, they can remove the morale penalty after 24 hours.

Legates and other minions of the Shadow are immune to both of these effects, but channelers loyal to Izrador are not. However, they gain a +2 circumstance bonus to their Will save when trying to resist the evil presence of the mountains.



Menhirs, Barrows, and Rings of Stone

Throughout Erethor, but most commonly in the north, ancient stones stand in lonely glades where a sense of hidden power pervades the air. The surrounding woods are strangely hushed; no bird calls or small animal scurries, and it seems as though the very trees are bending to listen to some distant sound beneath the earth. Weathered dolmens arranged in rings crown remote hilltops where the forest never encroaches, and great menhirs stand alone or in drifts amongst long grass that moves before an unfelt wind. These old, old stones are carved with swirling whorls and runes of power whose meaning even the ancient *alethar* do not understand. In long grassy mounds and tumuli, stone lintels frame doors of packed earth or stone; beyond are the graves of the Old Ones, a vague term for a people the younger fey do not truly remember, but to whom they give a respectfully wide berth.

These monoliths and monuments are remnants of a forgotten time, their purpose long forgotten and their powers diminished . . . but not gone. The places that they occupy are strange and often frightening, filled with a sense of watchfulness and foreboding. Many of these stones are potent power nexuses, gathering the flows of arcane energy that course through the earth and can be tapped by those who know their lore. The runes of power that mark their surface shape the earth magic

and bend it to unknown purposes, and the sorcerers of the elves have spent millennia trying to uncover their secrets. The druids of the Caransil and snow witches of the Erunsil are amongst those who study the forgotten stones of the *elthedar*, relearning their secrets and protecting them from the Shadow.

Stones of Power: Depending upon their size, number, and arrangement, the ancient monoliths scattered throughout Eredane are charged with various amounts of arcane power. Certain individuals have the ability to draw upon this power, and most channelers can be taught how to achieve this. In game terms, the appropriate Draw on Earth Power feat (detailed in Chapter 10) is required to draw spell energy from the stones. These artificial power nexuses can recover spell energy, but this is a slow process and takes longer than most naturally occurring nexuses. However, while many of the menhirs and dolmens still thrum with vital power, the druids say that others have been “forgotten” and warn that they should be avoided. The Whisper is quiet in the glades that hold such stones, but the spirits of the Lost gather thickly around the ancient monoliths: for those with the sight to see, a swirling maelstrom of ghostly forms that silently mouth screams and warnings.

The values given are for normal sized stones, approximately eight feet high. Smaller stones have half the available spell energy of normal sized monoliths (minimum of one), and larger stones have up to twice as

Standing Stones

Monolith Type	Spell Energy	Recovery	Area of Dirge Effect
Menhir	1	1 per arc	10 feet diameter circle
Line of Menhirs	4	4 per arc	40 feet diameter circle
Dolmen	8	4 per arc	80 feet diameter circle
Tumulus	16	2 per arc	160 feet diameter circle
Circle of Stones	32	1 per day	320 feet diameter circle

much spell energy. The area of effect of the Dirge of Ancient Stones is similarly affected by the size of the stones that make up the monolith.

The Dirge of Ancient Stones: The area surrounding the haunted stones is affected by a *fear* spell that extends to the distance indicated in the table above. Creatures within the area of effect who fail a DC 14 Will save become panicked for six rounds. A successful save indicates that the creature is shaken for one round.

Skryfell Pike

Legend claims that this high, steep-sided hill at the edge of the lowland forests was the site of a battle between an Erunsil warrior called Skyr and a ravaging horde of Fell driven by a dark necromancer whose name has been forgotten. The necromancer rode a carrion stag, it is said, and the Fell pursued Skyr remorselessly through the pinewood breaks to the bottom of the towering cliffs of Skryfell. The Erunsil hero fought them off for more than half a day, but as the sun began to set, he could feel the chill of death begin to creep into his wounds and claim his strength. With a final push, Skyr threw his foes from him, and turning to the cliff face, began to climb. The spirit of winter, Xione, looks with cold detachment upon the field of battle and the fate of champions but was said to have been impressed by the Erunsil's heroic efforts. In reward for his valor, the glacial queen set Skyr's feet safely on a winding path that led to the summit of the windswept bluff. The Fell tried to follow but were scoured from the cliff by Xione's breath and dashed upon the sharp rocks below. Atop the hill, Skyr found a sheltering wood of elfpine, and at its heart, a pool of clear icy water. Drinking deep, the warrior lay down at its edge and felt peace steal over him as he passed from the Veradeen into the surprisingly warm embrace of the Mistress of the Frozen Wood.

Later, snow elf warriors, hearing of Skyr's fate on the whisper of the winter winds, climbed the bluff and buried his frozen body beneath a cairn of rocks, like the ancients had once done in the Time of Years. It is said that the warrior's spirit guards his cairn and the woods that cling defiantly to the top of Skryfell's Pike. The keening wind that whistles about the hill is thought to be a eulogy, sung by Xione's handmaidens in honor of the

hero's great exploits. A darker version of the tale claims the howling winds are the screaming voices of the Fell who were robbed of their fleshy morsel and doomed by the icy spirit to circle the rock in never-ending vigil.

Whatever spirits might haunt Skryfell Pike, the hill is now the base of operations for humans of flesh and blood: the Dornish resistance fighters known as Roland's Raiders. The forested butte provides excellent views of the surrounding lands, good cover, and although there would be no escape if the hill was surrounded, it is an extremely defensible position. The Raiders' mounts are kept in guarded corrals not far from the hill, and scouts ready to ride to the insurgents' bases elsewhere in the forest and on the plains of Eris Aman stand ready at all times. Likewise, hidden woodsmen watch the approach to the pike's single route of access: a steep ledge, scarcely wide enough to carry a man, which winds around the butte and is all but invisible from below. Archers from above can attack anyone approaching their redoubt and the lashing winds make progress around the ledge slow and dangerous. Strangely, when Roland's men, Erunsil, or those they call friends traverse this route, the winds die down to a gentle murmur and the path seems somehow less treacherous underfoot.

The young Redgard prince is often resident in the tent village that nestles at the center of Skryfell's wood, where he spends time planning attacks on the Shadow's forces with his men. This is also a meeting place, where Roland is visited by Erunsil envoys and scouts, so that they might share intelligence information and trade weapons and supplies. The Erunsil have come to trust the charismatic Dorn and his men, and the snow elf commander, Yelian, has assigned a cadre of snow elf wildlanders to look out for the humans and warn them of approaching enemies. Such is the respect and friendship between the Dornish prince and the Erunsil that Yelian's youngest son, Niall, has pledged his blade to Roland's defense. The stoic snow elf warrior is like the prince's shadow, accompanying him everywhere and always fighting at his side. The young Dorn has owed his life to the sharpness of Niall's pale blue eyes and the swiftness of his fighting knives on more than one occasion.



Autilar

On the eastern edge of the great Vale of Dead Ice, the land rises sharply in a series of foothills and cliffs from the pine forests of the valley floor to the ice-scoured slopes of the Eastern Highhorns. This 200-mile-wide spur of mountains marches in ever higher peaks from Nalford on the plains of Eris Aman to the far north, where the shadow of evil dwells in a land eternally shrouded in snow, ice, and darkness. It is always cold in these wild hills, and when the shrill northern winds are still, a silence hangs heavily upon the air, broken only by the occasional terrifying scream that echoes through the valley—the tortured sound of frozen wood cracking in the cold, or perhaps something far, far worse.

Amongst these haunted, snow-wreathed woods, demons stalk the night and foul monsters roam in murderous bands. The shadow of the mountains falls heavily upon the Vale of Dead Ice, and the silent Erunsil who dwell there are eternally watchful for the nightmare shapes that steal upon their homes.

On the top of a cliff, overlooking the valley, a grove of huge shelterwood trees creates a defiant circle of life that has held against the Shadow for millennia. This is the living tree keep of Autilar, and in its warm green embrace the Erunsil of Clan Snow Fox guard their people's treasures and an ancient trust to defend the southlands from the Shadow in the North.

Whispers of the Past

Autilar is more than just one of the mighty keeps of the Fortress Wall—it has a bolder claim on elven history. This ancient Erunsil settlement was destroyed at the Battle of Autilar as the First Age drew to a close. A mighty horde of ravaging orcs, trolls, and giant-men poured out of the Highhorn Mountains and broke the trees of Autilar, even as the legendary elven druid, Umann-UI, called upon the spirits of the forest to aid his people. Although the druid was killed, his spirit remained, entwined with the very trees he had called upon, and so the Whisper was born. Since that time the Whisper has spread far and wide through Erethor, but the shattered tree of Autilar remains a powerful nexus in the Whispering Wood.

In the centuries that followed, the elven druids nurtured the trees of Autilar, creating a mighty tree fort at whose center stood the split tree of Umann-UI, the greatest of the Umannitich and father to all the sentinel trees that grow in Erethor.

The Umannitich: Colossal Plant; CR 10; HD 20d8+300; hp 390; Init +4; Spd 0 ft.; AC 23, touch 23, flatfooted 23; Atk —; SA Sleep; SQ Aura (300 ft. radius, DC 25), damage reduction 10/—, guardian grove traits, song of spring*, natural armor, whisper alarm; AL N; SV Fort +27, Ref —, Will +12; Str —, Dex —, Con 40, Int 18, Wis 22, Cha 16.

***Song of Springtide (Su):** Beneath the shelter-

ing branches of the Umannitich, a feeling of joy permeates the air, which is as warm as a balmy day in spring no matter the weather conditions beyond the tree's shade. While beneath the tree, all non-evil creatures heal naturally at twice their normal rate and all saving throws to resist disease and poison gain a +2 sacred bonus.

See *Minions of Shadow*, page 36, for further information on guardian groves and sentinel trees.

Deadly Approach

The woods surrounding Autilar are dense, boulder-strewn pine forests that seem eternally wreathed in mist and low-lying cloud. Fey enchantments lie heavily upon this place, a strong magic glamour, similar to the one guarding Caradul, that causes non-elves to become lost amidst the maze of tree boles and drifting fog and move away from the tree keep. To resist the effects of the enchantment, a character must succeed in hourly DC 15 Will saves. Once the trees of Autilar are in sight, the glamour falls away and the mists seem to thin.

There are other dangers on the approach to Autilar. Viciously barbed vigil vines cover the forest floor in the surrounding woods, ready to entangle and lacerate those who blunder into them; thin ice covers the surface of a stream that must be crossed to get to the keep; deep camouflaged pits wait for the unwary, and the potent magic of the Umannitich works on the minds of those who would bring evil to the gates of the Erunsil stronghold.

Vigil Vine (3–6 per bed): 6 hp; see *Minions of Shadow*.

A wide stream, originating farther up the mountain, splits and encircles the tree keep. The water runs to the cliff edge on either side of the grove, where it cascades in half-frozen waterfalls into the valley far below. The surface of the brook is frozen over for most of the year, but the water, warmed by the closeness of Autilar, keeps the ice thin and deadly for those walking on its surface. The ice is half an inch thick (1 hp; hardness 0) and can support up to 50 lbs. of weight. The water below the surface is still freezing cold, despite being warmed enough to keep the ice thin (see *Frigid Demesne*, page 29, for rules on cold water and ice).

The final stretch of ground before the walls of Autilar is a death trap of covered pits whose bottoms are lined with sharpened wooden stakes and glittering spears of ice.

Camouflaged Spiked Pit Trap: CR 3; mechanical; location trigger; manual reset; DC 20 Reflex save avoids; 20 ft. deep (2d6, fall); multiple targets (first target in each of two adjacent 5-ft. squares); pit spikes (Atk +10 melee, 1d4 spikes per target for 1d4+2 each); Search DC 18; Disable Device DC 15.

The Outer Walls

The great tree of Umannitich is surrounded by 11 other shelterwoods, each actually the daughter of the colossal central tree. The Erunsil druids have shaped the

trees with their magic so that the boles of the shelterwoods grow close together, forming a solid wall that rings the keep. At first glance, the outside of the fortress merely looks like a grove of closely planted trees, with interwoven branches and fused trunks, and so dense is the dark green canopy that the elves keeping watch from the branches are all but invisible from the forest floor.

Access to Autilar is gained high above the forest floor on the eastern side of the tree keep via two snow bridges. These are merely branches that link with the surrounding woods and the maze of pathways and similar bridges that allow the Erunsil to move deep into the woods without having to descend to the forest floor, where evil lurks amongst the shadows and snow and their own traps make moving through the woods a deadly proposition. The snow bridges linking the outer walls of Autilar with the surrounding terrain could be destroyed if enemies were ever to find their way onto the paths amongst the treetops, but this would be a desperate measure as the elves would then be trapped within their fortress.

The Erunsil navigate Autilar's walls via the tree branches of the outer ring and druid-grown walkways. The boles of the trees contain hollows that are used as spacious barracks and armories by the keep's defenders.

On the western side of the tree circle, the branches overhang the dizzying drop into the valley below. One particular branch, high up in the canopy, is called Fire's Reach, because it faces to the west and provides breathtaking views of the setting sun. In the distant past, this was a sacred place for the snow elves, where they might spend a spiritual moment watching the sun sink in flaming glory behind the snow-capped peaks of the Highhorn Mountains, glinting off Silverthorn's walls in the northwest. Now, the sun is rarely seen behind the brooding clouds, and the Erunsil keep their gaze fixed to the north, where terrible things move within the shadow of the mountains.

The inner courtyard and keep of Autilar are accessed by ramps and walkways that are grown from the bark of the trees on the inside face of the circle. As they descend in sloping tiers, these ridge-like paths also give access to further rooms shaped within the tree boles. Most of these are used by the keep's soldiers and contain apertures facing out of the ring of trees, through which defenders can fire arrows and hurl spells at an attacking force.

Warriors of the Tree Keep

The tree keep of Autilar, clan hold of the Snow Fox, is manned by stalwart defenders and powerful channelers under the leadership of Blood Onrian and Snow Uilia. The Tree Kesair attends to hearth and home, and with the Danisil herbalist, Iytil, nurses her people's wounds.

The outer tree wall is manned by warriors of the Snow Fox, a simple but lethal militia who are the match of any human standing army. The woods surrounding

the keep and the foothills of the Highhorn Mountains are patrolled by the implacable Snow Fox *uniel*, the deadly Erunsil packs that are wise to the ways of the forest and the winter terrain, using it to their advantage in their ambushes and skirmishes with the orcs and goblinkin. The most skilled of Autilar's woodland warriors have formed a feared company called the Shard. Led by Thurian Silverleaf, these elven raiders haunt the wilderness around Autilar and visit death on all minions of the Shadow they find.

The glacial eyed warrior arcanist, Xial, leads the formidable Autilar Ice Sept, battlemages skilled in the magic of snow and ice. Their spells augment Xione's cold fury and freeze the blood in their enemies' veins. The tree keep is maintained by the Druids of Autilar, led by the High Druid, Nhoral, and these brave channelers often accompany the *uniel* on their raids. The Whisper is clear to the druids, and they use its all-seeing presence to inform the tactics of their warriors.

The elves of Autilar can also call upon the aid of an aerie of giant eagles and a stare of giant winter owls that dwell in the highest branches of the keep's great tree. Members of the Shard and the Ice Sept have been known to use these great birds as steeds. Lastly, in the surrounding forest, hills, and cliffs, a pack of winter wolves and several dire bears call the Erunsil friends and often aid them in their war.

Enchanted Court

A faerie courtyard cast into eternal twilight by the sheltering branches of the Umannitich lies within the protection of the great circle. The sweet smell of winter jasmine and scented pine needles fill the air, which is warmer here out of the cruel winds and heavy snows. The gloaming is suffused by the bewitching glow of fairy torch, which grows in profusion upon the trunks of the trees, and the sound of water splashing over pebbles is like music that seems to harmonize with the half-heard sound of faraway singing. A sense of peace and calm pervades this place, which is at odds with the hungry predators that lurk in the forests beyond and the hateful presence in the mountains.

Two curving ramps descend from the walkways of the outer walls to winding paths that crisscross the enchanted glade. Piles of stones and clear pools of sparkling water form natural sculptures amongst which the Erunsil walk in the quiet moments when they are not engaged in bloody war. Families of elfkin, warriors with their broodmates and their children, often visit this place and speak in hushed and whispered tones so as not to disturb the rare tranquillity of the grove.

As this sheltered glade lies within the shadow of the Umannitich, those within the courtyard gain the beneficial effects of the great tree's song (see Song of Springtide, above).

Autilar Keep

The tree keep of Autilar is contained within the

colossal body of the ancient Umannitich. It consists of five levels of halls, curving corridors and chambers within the tree's bole. These intricate rooms and passageways are crafted from the sapwood and inner bark of the Umannitich, spell-grown into beautiful yet wholly organic forms by druid magic. The druids have ensured that their shapings do not compromise the flow of water and nutrients that the great tree needs to survive, and the thick outer bark is left to protect the keep should the outer wall of the fortress ever be breached.

The keep is accessed by a ramp formed from an outgrowth of bark that curves from the twilight courtyard around the great bole to a doorway set in a wide, deep crease in the side of the tree. The portal is filled with a large set of double doors crafted from black polished wood that glistens like wet marble, and is etched with glowing runes of power. The arcane Erunsil sigils enchant the doors and their surroundings with a permanent *magic circle against evil* spell. The ironwood doors are incredibly strong and when locked their enchantments resist attack and forced entry (120 hp, hardness 10; Break DC 38, Open DC 30; considered to be under the effect of an *arcane lock* spell).

Within the keep, corridors with high arched ceilings curve sinuously around the heartwood of the Umannitich, a solid pillar that runs through the centre of the tree and feels like hardest stone. Arched doorways give onto enchanting rooms etched with splendid murals and strange swirling forms that conjure images of forests and woodlands in spring and the hazy heat of summer. The balmy scent of live wood is ever-present, and the air is softly suffused by an orange glow that is reminiscent of fiery sunsets and the dusk light. The walls are warm to the touch and those sensitive to the Whisper can feel it all around them as thrumming ribbons of power that twist through the wood of the ancient tree. Detecting the Whisper is much easier within the Umannitich, and even outlanders may feel the hidden flow of Whisper magic (Wisdom checks to sense the Whisper gain a +4 circumstance bonus).

On the lowest level of the tree keep, the Winter's Hall is the largest chamber and is where the clan leaders gather to discuss the fate of their community and the war against the Shadow. On the same level, a stair descends to the faerie grottos that lie beneath the great tree, where many of the Erunsil of Autilar make their homes.

Tree, Blood, and Snow

Beyond the second level of Autilar keep, the great bole of the Umannitich splits to form three "towers" that are home to the clan's leaders: the Tree, the Blood, and the Snow. The Erunsil dispense with the complexity of the wood elf court, having just three members of their community guide them where their own conscience and sense cannot prevail. The Tree is the eldest female of the clan and brings with her wisdom learned through years;

the Blood is the most able warrior and leads the war efforts of the Erunsil; and the Snow is the most powerful channeler of the community, guiding the snow elves in all things arcane.

Kesair, the Tree of Autilar, female snow elf aristocrat 2/expert 4/chancellor 6/druid 3: CR 14; Medium Humanoid (4 ft. 2 in. tall); HD 2d8+4d6+6d6+3d8-45; hp 13; Init -2; Spd 30 ft. (6 squares); AC 11, touch 11, flatfooted 11; Base Atk +10; Grp +6; Atk +6/+1 melee (1d6-3, quarterstaff) or +6/+1 melee (1d6-4, fighting knife); SQ Art of magic, improved spellcasting, master of two worlds, nature sense, snow elf traits, summon familiar, venerable, whispering world, woodland stride; AL CG; SV Fort +4, Ref +1, Will +21; Str 3, Dex 6, Con 4, Int 18, Wis 22, Cha 16.

Skills: Bluff +10, Climb +2 (+6 when climbing trees), Concentration +10, Craft (jewelry) +12, Decipher Script +10, Diplomacy +17, Gather Information +16, Heal +18, Hide +3, Intimidate +5, Knowledge (arcana) +14, Knowledge (Erunsil history) +22, Knowledge (nature) +20, Knowledge (Veradeen) +14, Listen +10, Move Silently +2, Profession (herbalist) +12, Search +6, Sense Motive +14, Spell Craft +14, Spot +7, Survival +8.

Feats: Brew Herbal Concoctions, Brew Potion, Craft Spell Talisman, Craft Wondrous Item, Great Spell Focus (Abjuration), Leadership, Magecraft, Spellcasting (Abjuration), Spellcasting (Transmutation), Spellcasting (Universal), Spell Focus (Abjuration).

Spells Known (17 points of spell energy/day; base DC 16 + spell level): 0—*arcane mark, mage hand, mending, open/close, resistance, virtue*; 1st—*alarm***, *endure elements***, *entangle**, *pass without trace**, *shield***, *stone soup*; 2nd—*arcane lock***, *animal messenger**, *bear's endurance**, *bull's strength**, *nature's revelation, obscure object***, *owl's wisdom**, *protection from arrows***, *silver blood, wood shape**; 3rd—*charm repair, dispel magic, keen edge, magic circle against evil***, *nondetection***, *quench**, *snare**; 4th—*lesser globe of invulnerability***, *remove curse, stone shape**; 5th—*atonement**, *fabricate*.

* Indicates a druid spell; spell energy cost reduced by 1.

** Abjuration spell. The base save DC for these spells, where applicable, is 18 + spell level.

Spell-Like Abilities: Once per day: *guidance, purify food and drink*.

Language: Druidic, High Elven, Orcish Pidgin, Patrol Sign.

Possessions: Soft white robes embroidered with silver, white icewood *staff of healing, ring of protection* +3, teardrop-shaped moonstone pendant *spell talisman (quench)*, lock of her broodmate's hair (*true charm*: the character gains the benefit of the *sanctuary* spell during surprise rounds).

Appearance and Personality: Born in 616 TA, the Tree of Autilar is a venerable Erunsil called Kesair, who has led the Snow Fox clan through all of the Last Age. Her strength is fading fast and she tires quickly, yet she

is still reasonably quick when the need arises and her mind is as sharp as ever it was in her youth. The Tree grows weary with the constant ways of war, and since her broodmate was killed in an orc ambush four decades ago, her heart has mourned his loss. Only the defense of her people and the soothing song of Umannitich keeps her going now. Kesair's quarters are simple and unostentatious, their sole decoration being a beautifully woven tapestry that depicts the Ballad of Winter's First Wife.

Onrian, the Blood of Autilar, male snow elf wildlander 8/Erunsil blood 8: CR 16; Medium Humanoid; HD 16d8+16; hp 88; Init +8; Spd 30 ft. (6 squares); AC 18, touch 14, flatfooted 14; Base Atk +16; Grp +17; Atk +24/+19/+14/+9 melee (1d6+5, *snow elf fighting knife* +2), or +22/+17/+12/+7 ranged (1d8+1, icewood composite longbow[+2 Str]); SA Smite 1/day; SQ Danger sense, snow elf traits, wildlander traits: ghost walk, master hunter (orcs), stealthy, tracking; AL CG; SV Fort +13, Ref +8, Will +6; Str 13, Dex 19, Con 12, Int 13, Wis 15, Cha 11.

Skills: Balance +14, Climb +19 (+23 when climbing trees), Handle Animal +1, Heal +7, Hide +25, Jump +11, Knowledge (nature) +11, Knowledge (Veradeen) +15, Listen +14, Move Silently +18, Search +13, Sense Motive +4, Spot +14, Survival +15*

* Survival checks +17 when used to follow tracks.

Feats: Combat Expertise, Dodge, Greater Weapon Focus (fighting knives), Improved Initiative, Leadership, Mobility, Spring Attack, Weapon Finesse, Weapon Focus (fighting knives), Weapon Specialization (fighting knives).

Spell-Like Abilities: Once per day: *guidance, resistance*.

Language: High Elven, Orcish Pidgin, Patrol Sign.

Possessions: +2 *Erunsil fighting knife*, +2 *icewood composite longbow*, +2 *flame arrows (10)*, *masterwork arrows (20)*, +1 *studded leather of cold resistance*, *white cloak of elvenkind* trimmed with fur, *enjar pollen salve (2)*, *ironbark pulp infused oil (1)*.

Appearance and Personality: Autilar's Blood has fought in the forested foothills of the Highhorn Mountains for all of his adult life, and long ago lost count of the foes he has dispatched. Onrian is silent, even for an Erunsil, and exudes a powerful intensity that many find intimidating. Like most of his kin, Onrian hates the Shadow passionately but is also sickened by the bloodshed and constant war his people must endure. As he nears the end of his middle years, the Erunsil wishes for the relative peace of his youth and finds despair an ever more frequent companion.

Uilia, the Snow of Autilar, female snow elf chancellor 10/snow witch 5: CR 15; Medium Humanoid (4 ft. 10 in. tall); HD 10d6+5d8+15; hp 73; Init +1; Spd 30 ft. (6 squares); AC 14, touch 14, flatfooted 13; Base Atk +9; Grp +10; Atk +9/+4 melee (1d6-1, quarterstaff); SQ Art of magic, cloak of snow, force of personality,

improved spellcasting, like snowfall, resistance to cold 10, snow elf traits, summon familiar, way of the snow witch +4; AL CG; SV Fort +8, Ref +5, Will +12; Str 8, Dex 12, Con 12, Int 12, Wis 13, Cha 18(20).

Skills: Climb -1 (+3 when climbing trees), Concentration +16, Diplomacy +6, Handle Animal +6, Heal +9, Knowledge (arcana) +19, Knowledge (history) +14, Knowledge (nature) +16, Knowledge (Veradeen) +11, Spellcraft +21, Survival +16.

Feats: Craft Rune of Power, Draw on Earth Power (minor), Empower Spell, Endurance, Greater Spell Focus (Evocation), Iron Will, Magecraft, Sense Power, Spellcasting (Abjuration), Spellcasting (Enchantment), Spellcasting (Evocation), Spellcasting (Greater Evocation), Spellcasting (Transmutation), Spellcasting (Universal), Spell Focus (Evocation).

Spells: (22 points of spell energy per day; DC 14 + spell level): 0—*dancing lights**, *daze*, *detect magic*, *lullaby*, *ray of frost**, *resistance*; 1st—*alarm*, *chill touch*, *endure elements*, *faerie fire**, *lesser confusion*, *long strider*, *magic missile**, *obscuring mist*, *sleep*; 2nd—*chill metal*, *daze monster*, *enthral*, *gust of wind**, *levitate*, *nature's revelation***, *weather****, *shatter**, *protection from arrows*; 3rd—*call lightning**, *lightning bolt**, *magic circle against evil*, *quench*, *sleet storm*, *suggestion*, *wind wall**; 4th—*air walk*, *freedom of movement*, *lesser geas*, *lesser globe of invulnerability*, *shout**, *icestorm**, *wall of ice**; 5th—*baleful polymorph*, *call lightning storm*, *cone of cold**, *control winds*, *sending**; 6th—*chain lightning**, *contingency**, *freezing sphere**, *mislead*, *wind walk*; 7th—*control weather*, *power word blind*, *spell turning*; 8th—*greater shout**, *polar ray**, *whirlwind**.

* Evocation spell. The base save DC for these spells, where applicable, is 16 + spell level.

** Described in *Against the Shadow*.

*** Described in *Sorcery and Shadow*.

Spell-Like Abilities: Once per day *create water*, *detect magic*.

Language: High Elven, Orcish Pidgin, Patrol Sign.

Possessions: Pale white cloth dress, white *cloak of charisma* +2 with black fur collar, icewood *staff of frost*, moonstone *ring of protection* +3.

Appearance and Personality: The Snow of Autilar is a rare breed indeed; Uilia is a member of the ancient order of snow witches who were exterminated at the end of the Second Age. The order has since been reborn, but still struggles to rediscover the old ways. The snow witch has gathered as much of the lost lore as possible and communes with the oldest spirits of the Whisper to restore that which was lost. However, she increasingly finds her two roles difficult to reconcile. On the one hand she is needed to help protect her people and Autilar, but on the other she needs to travel through the Veradeen searching out those ancient stones of the *elthedar* that have been “forgotten” and recover them before the Shadow’s legates discover them. Uilia is absent for longer and longer periods on her quests, and the Tree

and the Blood feel their people’s concern and wonder whether Clan Snow Fox should choose another Snow.

Uilia tends a shrine to Xione in the highest branches of the Umannitich, reached after a precarious climb through the canopy. The shrine is simply a small platform, formed from a spell-widened bough, where a shard of ice hangs impossibly in the air unattached to any earthbound support. The wind howls through this place in an unending wail, and the temperature is always colder, seemingly untouched by the Umannitich’s warmth. Many of Autilar’s inhabitants, particularly the warriors and their broodmates, come to this fane to make offerings to the Mistress of the Frozen Wood, asking for victory or beseeching a loved-one’s safe return.

Icy Heries

On the fourth level of the keep, a door opens from the Tree’s spire onto a spiraling ramp that leads up into the wind-swept branches of the Umannitich. The air here seems to glitter with the cold, and ice powder coats the tops of the dense needles of the tree’s branches. Amongst these boughs, giant eagles and giant horned snow owls make their nests. These intelligent birds are staunch allies of the Erunsil; the eagles act as steeds for warriors of the Shard, and the unrivalled night-time vision of the owls is invaluable.

Giant Eagles (6): x hp, see MM.

Giant Owls (4): 26 hp, see MM.

Faerie Grotto

The Erunsil long ago learned to utilize all forms of shelter that the earth provided for them, whether it was on the surface or not, and are less inclined to spurn the protection of caves than their southern cousins. Amongst and beneath the enormous roots of Umannitich and his daughters, there is an extensive network of caves and passages that the snow elves moved into more than a millennium ago. Just as in their sylvan homes, the Erunsil have worked with nature’s form to create living spaces that are also beautiful works of art. Fairy torch grows amongst the stalactites and in alcoves, casting its soft illumination within the glittering caves and grottos. Druid magic has shaped the rock to more accommodating forms that do nothing to detract from, and everything to enhance, the natural beauty of the convoluted rock formations. The floors of the caverns are covered by white sand that is warm and soft underfoot and the cold stone walls are hung with warm tapestries that depict the history and legends of the Erunsil.

Over half of Autilar’s population dwell in these bewitching subterranean, and as with the rooms or the ring wall, many of the caverns have been given over to the art of war, which has long been an everyday part of Erunsil life. Armories, barracks, and food stores can all be found amongst the dwellings and communal areas of the snow elves’ home, and the air is as likely to ring with clashing steel as the mellifluous



ous songs of Erunsil mothers.

The air of the caverns beneath Autilar is surprisingly warm, and a soft, warm breeze often moves through the caves. The source of this warmth lies far below the faerie grotto, reached by a long and winding stair. The stair descends past even the deepest of Umannitich's great roots and gives onto a passageway that winds through rock, black and curiously smooth, to a grotto of shifting lights and air that ripples with heat. This is the home of the *Oradhan*, or Fire Heart, which forms the base of the legendary Fireheart Forge. This enchanted smithy has been used by the Erunsil for millennia to craft potent weapons for use against Izrador's ever-present threat, and many notable and famous craftsmen have worked and trained at its renitent anvils. Urdonil, the master swordsmith of the snow elves, learned his trade at this enchanted forge, and it was here that a dark-eyed avatar of the Witch Queen brought Urdonil certain items with which he forged a mighty, but bitter blade. To this day, only the ancient smith and Aradil know that the blade is named Ardherin's Bane.

Urdonil currently resides in Dahurin, and his teacher passed into the Whisper long ago. Care of the Fireheart Forge is now the sacred duty of Obhnin, the sole survivor of Clan White Owl which was wiped out by an orc war band two decades ago.

Fireheart Forge

The *Oradhan* is formed from black and shiny obsidian, shaped by forgotten spells into its present form of two crude hands holding a broad basin. The surface of the rock is etched with glowing runes of power, whose meaning evades even the most knowledgeable among the fey. The secret of *Oradhan* and the Fireheart Forge is that the rock on which it sits, from which it is formed, is the last resting place of an elder fire elemental, summoned before the Sundering and trapped when Aryth was severed from the planes. The slumbering essence of the fiery spirit is infused into a shimmering pocket of magma that radiates heat into the surrounding rocks and which warms the tree keep above. The elemental acts as a conduit through which arcane power seeps from Aryth's molten core and is focused into the bowl of the fireheart. The smiths of the Erunsil place rocks into the wide bowl, and when the power of the *Oradhan* is invoked, these are reduced to a shimmering slag in which even the hardest and most enchanted of metals can be worked.

FIREHEART FORGE

Spell Energy: 40

Feats Allowed: Craft Magical Arms and Armor

Affinity: Fire effects 2

Recovery: 5

Iron Mines

Several miles from the tree keep of Autilar, a rocky bluff cradles a blind canyon flooded with water stained orange with rust. A raised wooden walkway traverses this murky lake to a wide cave mouth set into the cliff face. Within, natural caverns give way to worked passageways that make up the Autilar iron mines. The snow elves get much of the raw materials they require for manufacturing weapons and armor from these mines, and thus guard it vigorously. The approach to the mines is well defended by hidden guard posts, warding enchantments, and devious traps, and the mine has two or three packs garrisoned there at all times. These silent killers spend much of their time patrolling the surrounding forests, searching for signs of the hated orcs.

The working of the mine is overseen by a Dornish man named Aurge, a refugee from the plains of Eris Aman who was rescued from an orc warband. The hulking Dorn claims with a hearty laugh that he didn't need rescuing, that he had been doing quite well on his own: five orcs dead by his hand and only another eight to go. However, his fondness and gratitude to the slender, silent elves is obvious to all and the Dornish warrior has aided the Erunsil in their eternal war with the orcs ever since. In addition to the 15 miners, many of whom are also Dornish refugees, the mine is inhabited by an enormous dire bear who makes its lair in a cave off the main tunnel and who has formed a close bond with the equally hairy Aurge.

Dire Bear (1): 105 hp; see MM.

Autilar (tree keep): Conventional; AL CG; Population 1166; Mixed (Erunsil 92%, Caransil 4%, Dorn 1%, others 1%).

Authority Figures: Tree Kesair, CG female Erunsil Ari2/Exp4/Chn6/Druid 3; Blood Onrian, CG male Erunsil Wld8/Erunsil Blood 8; Snow Uilia, CG Erunsil Chn10/Snow Witch 5.

Important Characters: Aurge, CG male Dorn Bbn2/Ftr3 (Master of the Mines); Eonoria, CG female Caransil Exp12 (Mistress Fletcher); Obhnin, CG male Erunsil Exp11 (Master of the Fireheart Forge); Faonil Softfall, CN male Erunsil Rog3/Wld10 (Master Scout); Iytil, CG female Danisil Exp7/Herbalist 5; Nhoral, NG female Erunsil Chn8/Druid 4 (Chief Druid of Autilar); Thurian Silverleaf, N male Erunsil Wld8/Elven Raider 7 (Leader of the Shard); Xial, CG female Erunsil Chn6/Warrior Arcanist 6 (Commander of the Ice Sept).

Autilar Ice Sept: Chn6/Warrior Arcanist 3 (2), Chn3 (4).

Druids of Autilar: Chn6/Druid 4 (2), Chn5/Druid 2 (4), Chn5/Druid 1 (8)

Snow Fox Packs: Ftr7 (2), Ftr6 (2), Ftr4 (4), Ftr3 (8), Ftr2 (24), Ftr1 (48), Wld7 (1), Wld5 (2), Wld4 (8), Wld3 (10), Wld 2 (36), Wld1 (70).

The Shard: Wld6/Elven Raider 4 (2), Wld6/Elven Raider 2 (4), Wld6/Elven Raider 1 (8), Wld5/Elven Raider 4 (3), Wld5/Elven Raider 2 (4), Wld5/Elven Raider 1 (8).

Others: Bbn5 (1), Bbn3 (2), Bbn2 (4), Bbn1 (8), Chn8 (2), Chn4 (4), Chn1 (8), Def4 (1), Def2 (2), Def1 (4), Ftr2 (4), Ftr1 (8), Rog10 (1), Rog5 (2), Rog3 (4), Rog2 (8), Rog1 (16), Ari4 (1), Ari2 (2), Aril (5), Com10 (1), Com5 (2), Com3 (4), Com2 (8), Com1 (437), Exp10 (2), Exp5 (4), Exp3 (8), Exp2 (16), Exp1 (70). War10 (3), War8 (6), War4 (12), War2 (24), War1 (215). Most of Autilar's experts are smiths, armourers, and fletchers.

Foul Bog of Eris Aman

At the end of the First Age, the Battle of Three Kingdoms saw dwarf, elf, and human join together and break Izrador's host during six days of horrifying bloodshed. As the armies clashed, the skies turned black with arrows and the ground was soaked with the blood of thousands. Howling demons and terrible spirits, summoned from Eredane's darkest corners, raged across and above the battlefield and great and fearsome magic rent earth and sky. As the sixth day drew to a close, a foul north wind began to blow and storm clouds of the darkest magic descended on the battlefield, covering the plain with poison and ice. Even after the Witch Queen's host drove the Shadow's armies from the battlefield, the foul blight lingered over a wide area killing all that lay within its dark embrace. To the great sorrow of the victorious, many of the wounded had to be left on the field to die, for entering the roiling black clouds of corrupted magic was certain death.

As the Shadow's magic infused the battleground, the once fertile plain began to change. The grasses blackened and died and the ground collapsed, causing the battlefield to sink. In the years that followed, the blight spread, corrupting a wide region of Eris Aman in the eaves of the eastern Veradeen. As myriad streams converged from the higher ground, the lowland forest was transformed into a foul and deadly bog.

Deep in the heart of the mire, the broken forms of seven maidens—a sept of battlemages who had survived the legates' spells but had been too weak to escape the poisonous clouds—lingered on the brink of death and were slowly transformed into vile parodies of their once beautiful forms. These elven channelers became the Hags of Eris Aman, and over the centuries they have tended their foul demesne, spreading its hateful influence into the lands around. In the Last Age, the hags are the greatest evil that lurks in the Foul Bog of Eris Aman.

During the short summers of the Northlands, thick fogs shroud this place even when the rare sun shines. The drifting mists conceal pools of black water that wait to suck the unwary into their bottomless depths; hungry monsters lair in the filthy waters, lying in ambush for those foolish or unlucky enough to wander into these bleak fens. Between the water-filled pits, humps of broken ground sprout tufts of wiry black grass like the warts on the faces of the bog hags. Remnants of the foul sorcery used during the Battle of Three Kingdoms still linger and manifest as sudden storms of howling spirits that claw at the living, seeking to strip them of warmth and flesh. In the arcs of winter, snow and treacherous ice hide the deep holes and frozen mud, where unnameable evil lurks in wait. Through the chilling mists, wraiths and wights stalk the bog, seeking companions to join them in their cold embrace.

The men of the north, vile orcs, and the silent Erunsil all avoid the Foul Bog and its haunted mists. The horrors that lurk there are not aligned to either side in the Shadow's war but serve their own dark purpose, driven by the malignant will of the hags. What black plots the witches brew in the cold heart of their dismal domain is not known, but of late the wildlanders have noticed increased activity around the bog. If mortals will not come willingly to the nightmares in the mist, then the nightmares must reach out, for none crave company and warmth more than the cursed and the dead.

Obscuring Mists

In the Gamaril forests, thick drifting mists and sea frets conceal a land of brackish pools and deep bogs; in the north, the icy breath of the Veradeen congeals into chilling fogs that hide frigid taiga, fearsome beasts and deep crevasses. In the southern Carraheen, the cypress groves of the Druid's Swamp are permanently obscured by curling vapors and shifting mists, perfect cover beneath which dangerous predators move unseen. Other mists within the ancient woods are not so passively deadly and seem to work with the forest's inhabitants to surround interlopers and bring them a swift merciless death (see *The Mist that Kills*, page 13).

Within these fogs and mists creatures more than 10 feet away have concealment (attacks by or against them have a 20% chance to miss) and creatures more than 40 feet away have total concealment (100% miss chance). Spot checks to notice hazards such as a mire or quicksand suffer a -2 circumstance penalty up to 40 feet and are impossible to see beyond this distance. Within the muffling embrace of the mist, Listen checks suffer a -2 circumstance penalty as noise is deadened and distorted.

The Fetid Hole

The Fetid Hole is a depression at the center of the Foul Bog that was created by the impact of an extremely powerful spell. The hole crackles with a dark energy and nothing grows within a hundred yards of it—not even the wiry black grass that grows elsewhere in the dismal mire. The leader of the bog hags has placed the bones of her enemies around the hole in grotesque parody of how they died. The pit is surrounded by almost 30 sets of bones, and as they lie within the nexus, the hag can animate them without expending her own spell energy by tapping the necromatic power of the nexus.

FETID HOLE

Spell Energy: 20

Feats Allowed: Craft Staff, Craft Wondrous Item, Forge Ring, Craft Spell talisman.

Affinity: Necromancy, Hate.

Recovery: 0, the spell energy of the nexus can only be restored through the sacrificing of fresh souls. The hags are always seeking to replenish the dark power of the Fetid Hole and send their minions and thralls into the surrounding lands to ambush fey, orc, and human alike to feed to its black depths. Spell energy is recouped at the rate of one point of spell energy per Hit Die of the creature sacrificed to the nexus.

Personalities

Old Man Kurn

When a gate's lock is frozen shut or a portcullis chain is catching, the castellan of Silverthorn gently calls on Old Man Kurn, the last of the embassy of dwarves to dwell in the Coldest Wood. His hands shake, never from cold but from the palsy age has brought. Kurn still has his axe strapped proudly to his back and is determined to die in this keep that his forefathers helped build.

His lucid moments are few and far between, his mind often remembering old bits of craft, lore, and friends long gone. Kurn can often be found wherever there is a clear view to the east, staring at the horizon, as if he could see the Kaladrun Mountains, where he celebrated his name-day before leaving for the woods of the Erunsil. He is fond of travelers and tales from outside the elven lands. Although he speaks High Elven fluently and knows the Patrol Sign as well as any Erunsil scout, he still relishes trading words with a fellow dwarf in his mother tongue, or even singing a loud Dornish ballad in Norther.



The foul Bastard of Eris Aman

It is unknown who the father is, but one of the bog hags who makes Eris Aman her home gave birth to a dashing bastard. The child, now grown, has the haunting beauty of an elfkin, perhaps Caransil with only a touch of green on his lips to give away his Shadow-touched heritage. The hags of the Foul Bog acted as his mothers, doting on him, bringing up a spoiled princeling without pity or conscience. His heart is a fouled thing, having been brought up to revile his own fey heritage and detest those who do battle against Izrador.

The Bastard of Eris Aman was never given a name by his mothers, in fear that names were power and they wished that none should have power over him. His dreams are of the Witch Queen's dark eyes, watching his growth, letting him know that when his heart is healed he may walk the soft paths of Caradul among his own kindred. He can often be found leading human refugees into orc ambush or seducing elfkin into the dark depths of Eris Aman.

Knight of the Cold Ring

The Knight of the Cold Ring is a legend of the Highhorn Mountains, an apparition who seems untouched by the Veradeen's biting chill and barren winters. He calls the strange standing stones of that enchanted landscape his home, suddenly appearing to challenge those who trespass within them. His armor is the color of cold slate and his steed is gray and white like the sky of a winter night. The knight's sword is a long shard of blue-glittering ice and his shield bears a sigil of black standing stones against a field of gray.

If a mortal should accept his challenge, the knight will fight with the fierceness of a winter storm, his blows mighty and ringing like thunder in the hills when he strikes. Should the Knight of the Cold Ring score the first hit, the winds will rise and blow all intruders from the circle, which will disappear in a howling blizzard, lost until some other mortal should stumble upon them. If, however, the mortal should best the knight and land the first blow, the winds die down and the cold warrior will cease his attack, granting the victor one boon. The nature of his beneficence varies from telling of the tale, but it is said that the knight knows all that lies within the winter lands and will answer any one question asked of him before disappearing on the breeze.

CHAPTER 3

Druid's Swamp

Ahlissa moved through the forest canopy with effortless grace, sliding along the smooth limb of a spreading cypress. Below, a thin mist drifted across the watery mire. Close by, the languid swamp was being disturbed by the thrashing progress of a brutish creature of scar-etched muscle and taught sinew. Foolishly dressed in ring mail, the orc clutched a wickedly serrated sword, which it used to strike—pointlessly—at the curtain of moss that dangled in its face. The beast's snorting curses were harsh to Ahlissa's delicate ears, but she understood that the creature was angry—a state that seemed to permanently define the “Chosen of Izrador.” Ahlissa smiled inwardly and ran her tongue across her teeth, anticipating that the orc would probably be angrier still when she detained it.

“Curse Kulos for a fey-loving toad!” Unulf spat fulsomely into the muck and stopped to get his bearings in the green light of the dismal swamp. “Hah!” The orc spat again. Unulf wiped perspiration from his heavily ridged brow. Beneath his bluster, Unulf was terrified. He had heard of the things that lurked in the Druid's Swamp, silent death that came swiftly but lingered forever. Not to mention that Kulos's rage, if he should fail to deliver the message, would be every bit as lethal and probably twice as painful. Unulf swallowed hard at the mental image of his head impaled on the gates of Cambrial.

“Damn! Damn! Damn!” Unulf swore. Where was that cursed spy?

Clenching his meaty fist around the haft of his vardatch, Unulf continued in what he assumed was the right direction and moved within the shadow of the tree in which Ahlissa was hiding.

Slowly, Ahlissa lowered herself behind the orc as it paused once more to peer into the mist, presumably looking for some landmark to guide its way. Purposefully releasing the merest breath, Ahlissa felt a thrill as the orc tensed then spun around in a shower of stagnant swamp water. Faster than thought, Ahlissa struck, feel-

ing the orc's blade pass thunderously beneath her body. As her powerful jaws clasped around the hapless creature's neck, warm blood spurted hot into her mouth and she felt and heard shoulder bone and spine crack with satisfying ease—the foolish beast's armor was no protection against her might. With a languid motion, Ahlissa retreated back into the great tree that was her home, pulling the dying meat with her.

Later, after she had fed, the great snake flicked an inquisitive tongue over the bone case the orc had carried within its shirt. Ornate scrolling decorated the outside and the ends were sealed with carved silver. Ahlissa could smell the enchantment upon it and her cooling blood thrilled with its taste. Ah, she thought, a useful bauble to trade with the elfkin . . . or perhaps the legates will buy it back.

All rules and game statistics in this chapter, including the names and mechanics of hazards, are designated as **Open Game Content**. Setting material, background text, and the names of NPCs are designated as closed content.

The Southern Caraheen

In the mist-wreathed depths of the Druid's Swamp, dark powers stir at the behest of evil masters and the dead awaken from fitful slumber. Beyond the eroded spine of the ancient Arunath Mountains, the temperate swampland transitions into the wet and humid jungles of the Aruun. These mountains once extended all the way to the frigid north, but were brought low in the cataclysms of the Sundering. Old ruins from a forgotten age still litter the broken bones of the mountains and the



elfkin legends tell of ancient forces that still slumber fitfully beneath them. Farther west, the old mountain range curves north, now reduced to a line of fractured hills called the Broken Teeth. On their southern flank the forests of the Caraheen transition into the coastal forests and mangrove swamps of the Miraleen where the sea elves pull their gaze from their beloved ocean to watch the sky beyond the hills with trepidation. The jungles of the Aruun and the swampland forests of Miraleen have yet to be fully drawn into the conflict that rages in the east and north of Erethor. But it can only be a matter of time before these trackless wildernesses are also engulfed by the fury of the Shadow.

Druid's Swamp

East of the Felthera River, a sprawling wetland of stagnant ponds, half-submerged groves of tangled trees, and mist-drenched tracts of bogland forest called the Druid's Swamp mires the land to the plains of Southern Erenland. By the banks of the great river and the tumbling white water tributaries that feed it, a broad river swamp extends from the foothills of the Arunath Mountains to the broken escarpments of the Darkening Wood. Monstrous cypress and tupelo trees dominate in these woods, their strange mounding root protrusions creating an eerie vista of broken teeth that jut from the brackish water between the swollen bases of their boles. The overhanging branches are clothed in thick moss and

draped in abundance with vines and creepers that form a dense curtain of hanging vegetation. Strange-looking plants with leaves and flowers seemingly shaped from wax festoon the tree boles and hang from the branches by wiry tendrils, their exposed roots seemingly taking moisture and nutrients from the very air. The standing water, sometimes several feet deep, is covered by slime above which clouds of biting insects swarm; beneath the murky water, eels, leeches, and venomous snakes swim in writhing profusion. The insects carry debilitating disease and the serpents range from small darting water snakes to huge constrictors that conceal themselves amongst the draping vegetation. Kings amongst these sinuous reptiles are the dire snakes, awakened members of their species whose cunning minds are liquid-quick and unfathomable as the swamp's mist.

As the swamps progress eastward, the river floodplain gives way to boggy wetland formed by peat-filled hollows and mud fields fed by rainwater and groundwater seepage from the river swamp to the west and the rolling hills of Erenland to the east. Tangled groves of black gum, sycamore, and willow preside over deep peaty mires and black-water streams that drain into wide ponds of green stagnant water and wet sucking mud. Within this muck, bladderwort, sundews, and pitcher plants prey upon the clouding insects, and tall rushes, reeds, and swamp ferns create a dense understory. Scattered amongst this primordial landscape, thrusting spires of black porous rock rise from the swamp like

discarded menhirs from ancient times.

These swamps, from the humid regions near the Arunath foothills to the temperate mires under the shadow of the Darkening Wood, are permanently wreathed in drifting vapors rising from the water. Death lurks beneath the surface of the swamp and within the shifting mists: beyond the ubiquitous presence of snakes and stinging insects, huge alligators lurk upon the banks of the rivers and large predatory cats stalk through the verdant canopy. Quicksand poses a dangerous hazard to the unwary traveler and in certain areas the mist is tinged yellow with noxious vapors that seep from the rotting vegetation and bubbling mud pits. Even the plants conspire against those unfamiliar with the terrain: poisonous species grow in profusion beside fragile herbs that are the basis of potent cures; knowledge is everything in the swamp and a wrongly chosen plant could have fatal consequences.

The Druid's Swamp is home to stranger things than the bizarre variety of its natural flora and fauna. Strong magic swirls in the brackish waters, stirred by unfelt currents, and several powerful nexuses of arcane power exist within the swamp. The Fang is a rock that juts from a muddy mire on the forest's eastern edge and is potent with the magic of serpents. The Echo's Gate is a gigantic cypress at the heart of the swamp that cradles the Hamlet of Druid's Swamp in its branches and reverberates with the cadences of the Whisper. The Black Karst is an eerie grotto of darkling pools fed by the sinking streams of the region. And in the east, a malignant marsh spreads like a canker under the influence of a powerful necromantic conflux.

Hamlet of Druid's Swamp and the Academy of the Whisper

At the heart of the foreboding swamplands, far from the ravages of war, a hidden enclave of druids dwell in a place simply called the Hamlet. This elfkin members of this community, mainly Danisil, are some of the most powerful druids of Erethor. The main settlement is built around an enormous cypress tree that hums with power and purpose. In the arms of this tree, called Echo's Gate, the famed Academy of the Whisper trains talented elfkin to become whisper adepts, able to hear and understand the sibilant susurrations of the Whisper.

Echo's Gate is a lord amongst trees, towering above its fellows in the surrounding forest. A sense of peace and purposeful serenity settles like a soothing balm on those who walk beneath the spreading shade of its boughs, and the Whisper is clearer and more distinct. Even those who are normally oblivious to the unending murmurings of the unseen spirits are more likely to become aware of its presence (all DCs for checks to determine if an individual can hear the Whisper are reduced by 5).

The leader of the large community is a Danisil druid called Suruliam; she is also the head of the

Pestilence, Foul Vapors, and Vermin

In the steaming mire of the Druid's Swamp, insects in profusion swarm in the air and crawl on every available surface. They seek out gaps in a warrior's armor and burrow into the flesh beneath, leaving angry red welts or scabby lesions. In the temperate marshes of the Gamaril delta and the cold bogs of Eris Aman, clouds of gnats swarm about any hot-blooded creature, searching for exposed flesh, so thick at times they are like a descending cloud of darkness. Rats burrow into traveler's supplies, ruining food and contaminating potable water. In the swamp, vermin are a constant threat. At best, they are a vexing nuisance. At worst, they can disrupt a character's concentration during a critical moment or act as the vectors of contagious and deadly diseases.

Creatures native to the swamp ignore the vermin trait. Years of living within the marshes have rendered them immune to the pests as they developed thicker hides, immunity, or the capacity to exude odors or chemicals that vermin avoid. The Danisil druids have discovered certain plant extracts that mimic these abilities and when applied effectively negate this terrain trait until they wear off.

Vermin (CR 1/3): Fortitude save DC 15; 1 hour interval; -1 penalty/interval; -1 competence penalty to attacks, checks, and saves; Special: Note that, as a competence penalty, this hazard does not stack with successive failures. Characters can remove this penalty by taking a hot bath and changing their clothes. Any character who fails a save has a 10% chance to lose a day's worth of rations if they are carried in unprotected sacks or backpacks; maggots, worms, and other pests crawl into the food and partially devour it, rendering the rations unfit for consumption. Also, any character who fails a save has a 1% chance of contracting an appropriate disease chosen from the Diseases table in the DMG.

In certain areas of the Druid's Swamp, the festering corpses and rotting plant matter buried within the mud and slime release sickening vapors that bubble and churn the stagnant water and stain the drifting mists a bil-

ious green. In the Foul Bog of Eris Aman, nauseating poisonous gases are unleashed from the peaty bogs, generated by the influence of fell magic and ancient decay. Unwise travelers, or those who lack the skill and experience to navigate a safe passage through the swamp, risk stumbling into the sickly water or noxious mists, exposing themselves and their comrades to the vapors' baneful effects.

Foul Vapors (CR 1/2): Survival or Wisdom check DC 15; 4 hour interval; +0 penalty/interval; Special: On a failed check, the entire party faces exposure to noxious swamp gases. Each character must make a Fortitude save (DC 15) or suffer a -2 competence penalty to attacks and checks for 1d2 hours.

Poisonous Bounty

Erethor is an inhospitable place to those not canny to its ways; harmful plants abound bearing poisonous berries, blooms, and leaves that can inflict their debilitating effects through contact alone. In the jungles of the Aruun and the humid southern swamps, some plants can even spray deadly pollen on creatures that draw too close, killing them so they may feed off the nutrients that drain into the soil as the corpses rot. In the damp temperate woods of the Carraheen and the eastern forests of the cold Veradeen, fungi and mushrooms grow in abundance. Their bright poisonous colors are often a warning to their deadly nature, but some are more insidious, appearing dull and unthreatening and then releasing clouds of intoxicating spores at unsuspecting passersby. In the marshes of the Gamaril and elsewhere, poison ivy drapes the trees, its touch alone sufficient to bring out a burning rash. While the forest is full of beneficial plants and wondrous herbs, for every berry or root that can be used in a poultice or potion, there are a hundred that will poison or maim.

Poisonous Bounty (CR 3): Survival check DC 5/Wisdom check DC 15. On a failed check, a character is exposed to the forest's poisons and must make a Fortitude save (DC 13 for both initial and secondary damage) or suffer 1d4 temporary Con damage, with secondary damage of 1d6 Con.

Academy of the Whisper and is responsible for the training and instruction of all whisper adepts in Aradil's realm. As the most powerful of the whisper adepts, Suruliam is often called to Caradul to attend the meetings of the Council of the Throne where she is a Lady Councilor. In her absence, a Caransil druid called Breoul leads the other druids and oversees the Academy.

The Academy of the Whisper has been responsible for producing some of Erethor's finest whisper adepts. Although certain wild-talents or rogues emerge within the population and choose to walk their own path, most with the calling come to study at the Academy. A whisper adept in the former camp is Craigh Galeck, a tortured soul who struggled to accept his power but who was eventually persuaded by the Witch Queen herself to join the fight against the Shadow. Craigh's ability to see the future is unique amongst the whisper adepts and makes the young Caransil a very valuable asset in Aradil's arsenal. Another whisper adept of note and an ex-student of Suruliam's is Ebeil. This bold Miransil spends much of her time on the Gamaril front, using her abilities to coordinate attacks against the orcs of the Gamaril River fortresses.

The defense of the Hamlet of Druid's Swamp falls to Ossion, a Danisil wildlander of exceptional skill. Ossion knows the paths through the treacherous swamps surrounding the Hamlet better than any living soul and he often ranges far and wide with his scouts, spying on the enemy and making note of their movements. Ossion is also the Hamlet's chief envoy to the dire snakes of Druid's Swamp. Of all the dire animals of Erethor, the snakes are the most unfathomable, and some would say untrustworthy. While the other dire animals honor the Dire Pact, the snakes bend the meaning of the pledge to the limit, often abiding by the letter but not the spirit of their oath. Ossion is only too familiar with the snakes' mercenary ways, having been betrayed by them in the past. However, the pragmatic Danisil considers this an advantage in experience that should not be squandered. For their part, the dire snakes are irritated, even frightened, by the Danisil, and would rather see a more malleable individual take his position.

Dangerous Whispers

From its origins with the druid Umann-UI as he fell defending the Erunsil fortress of Autliar, the Whisper has grown loud and spreads like a mist through the great forest of Erethor. As much a part of elven life as the *maudrial* that house them and the pure clear streams that provide their water, the Whispering Wood is the spiritual home to which all elfkin hope to go when they die. More than a refuge for souls denied access to the heavens by the Veil, the Whispering Wood remains an active part of elven society, and indeed, a vital weapon in the war against the Shadow. The Whisper's contribution to the defense of Erethor over the last century is incalculable; none would disagree that without the Whisper to guide and forewarn them, the elven nations would have

fallen to the Shadow long before now.

However, there are those amongst the elfkin who are concerned about their people's reliance on this otherworldly force, and a few believe that the Whisper is evolving into something else. They believe it has gained a coherent essence greater than the sum of its parts and a directive intelligence that is more than the collective voice of its constituent souls. Some are excited by this prospect, believing that the Whispering Wood will become an even greater ally, bringing new opportunities and weapons with which to fight Izrador's evil. Others are quietly fearful of what the Whisper might become and caution a more considered approach. Most dismiss such ideas as heretical, loudly claiming that the Whisper has done nothing but good for the elven cause. However, it is undeniable that the Witch Queen spends ever-greater time immersed in its sibilant embrace. While the Whisper may not harbor malicious intent, Aradil's growing integration with it may expose her, the greatest of the elfkin's strength, to terrible danger if the dark god or his minions were able to find a way to exploit this bond. Those amongst Aradil's closest advisors who know the true identity of the Sorcerer of Shadow listen to these debates and are doubly fearful. They have no doubt that Ardherin, once numbered amongst the mightiest of Erethor's mages and consort to the Witch Queen, will be bending all of his considerable talent to exploiting such a possibility.

The Whispering Wood and the Whisper is described in further detail in the MIDNIGHT core book, pages 123–124. The whisper adept prestige class is described in *Against the Shadow*, pages 63–64.

Dead Marshes

On the eastern edge of the Druid's Swamp, a region of the forest has been subverted by the Shadow's will. Necromantic energy pours into this sinister fen, a river of darkly tainted magic that corrupts all it touches. Above these Dead Marshes, the Lost swirl in an anguished maelstrom, summoned by a siren-call that is unheard by the living. The spirits of the dead form an invisible, wailing host amongst the glowering storm clouds that has driven all creatures of flesh from the swamp. The absence of insect life and snakes is at first a boon to those intrepid or foolish enough to venture within these blighted wetlands, but before long the absence of sound and movement, other than drifting fog and the occasional sinister splash, becomes oppressive. The chill mists of the Dead Marshes are thicker than anywhere else in the Druid's Swamp and as cold as a winter's night. A sense of foreboding pervades these shrouded fens, pressing in with the mists and filling the dreams of those who dare to rest within them with visions of death and chill graves below the murky waters. Danger is ever present; although the natural predators have fled, the deep bogs remain, and amongst the black and twisted limbs of the stunted trees, less

wholesome entities stalk within the mists.

At the heart of the Dead Marshes, a jagged spire of glistening obsidian rises from the center of a wide clearing of brackish pools. Sickly light emanating from their depths illuminates the drifting mist and creates an eerie and sinister pall within the glade. Hidden paths lead through this quagmire to the tower that appears to have grown from the swamp. Only legates and their trusted guard dare visit the spire and what horrors lie within this charnel house are yet to be discovered by the elfkin who watch with growing concern as the Dead Marshes spreads their malignant influence farther into the Druid's Swamp.

The Obsidian Spire

The Obsidian Spire is like a black dagger that thrusts from the heart of the swampland forests known as the Dead Marshes, as though some chthonic god stabs at the air with murderous force. The jagged tower glistens darkly at the centre of a maze of treacherous paths and grassy humps that navigate deep pools of stagnant water. Below the surface of these brackish mires, a sickening light seeps from the depths, a ghostlight the colour of fresh bile and throbbing with decay. A thick fog drifts above the charnal pits, unbidden by the wind, and diffuses the glade with a sinister pall. The walls of the tower are constructed of long shards of black glassy rock, wickedly pointed and overlapped like the scales of a monstrous beast. There is something reptilian about the Obsidian Spire, and it almost seems alive. From its depths a dull pounding reverberates across the glade like a vast demonic heart; each beat sends ripples through the scum that covers the water of the tainted pools and sends waves of dread into the marsh beyond.

The dark spire at the center of this nightmare glade holds a baleful device from a forgotten age, known as the Cadaverous Eye. This artifact is the center of the necromantic conflux that swirls through the Dead Marshes. Beneath the surface of the tainted pools, the restless dead await warm flesh and the commands of cold masters, while within the spire, jagged chambers lit by corpse-light are home to a group of dark priests and their Fell servants. These legates of the Devout tend the workings of a dark machine powered by five horrors entombed beneath the tower and the vile power of the Cadaverous Eye. Their leader is the lich, Vrolk, known as the Master of the Eye, who is Sunulael's creature, and their work is a dark secret that will send a shock of outrage through the Shadow's ranks when it becomes known.

A Sinister Glade

The stench of death and corruption fills the air of the wide glade that holds the Obsidian Spire—the stink of decaying vegetation and water bloated flesh. From a mile distant, the disquieting sound of a monstrous heart, felt rather than heard, grows ever louder as the spire is



approached. Within the mist-shrouded clearing, all other sound is deadened, weighed down by the heavy fog and oppressive air.

On first sight of the spire through the drifting mists, characters are subject to the effects of a *cause fear* spell (DC 15); creatures of greater than 6 HD are immune to this effect, but feel a sense of great disquiet. Within the glade all Listen checks suffer a -2 circumstance penalty.

The eerie mist is thick enough to provide concealment to creatures moving within it, and becomes denser as the temperature drops at night, providing near total concealment (40% miss chance and $+10$ circumstance bonus to Hide checks). A sickening green light emerging from the depths of the water casts a hellish glow in the haze that is sickening to the living.

Sickening Mists (CR 3): Fortitude save (DC 17) or become nauseated as per the *stinking cloud* spell; 1 round interval.

The ground of the glade is broken and unstable, little more than mounds of earth covered by clumps of black lifeless grass between pools of stagnant water. The paths indicated on the map are considered to be shallow bogs, but are surrounded by deep bogs (see the DMG for details on movement in marsh terrain). Each round of movement through the sinister glade requires a successful DC 8 Dexterity check to avoid falling into the deeper bog. During combat, a DC 12 Dexterity check must be made at the end of a character's action if he

attacked with a melee weapon or moved as part of his action. Failure indicates the character falls into the bog at the beginning of his next action. See *Bottomless Bogs*, page 16, for further information on the consequences of falling into a bog. There is a single route through the mire that is reasonably stable and where the water is only ankle deep.

Sucking bogs and poisonous mists are not the only dangers in this foul glade. The bloated corpses of maelgral spawned in the spire's roots float in the water waiting for fresh meat to blunder into their watery grave. The Fell grab at the ankles of character's walking along the treacherous paths, attempting to pull them into the water and crush them with their dead arms as they sink into the murky depths (trip attack followed by grapple). The maelgral gain a $+2$ circumstance bonus to all grapple attempts underwater as they do not need to hold their breath. The observation that all the maelgral are orcs is the first clue to the dark secret of the Obsidian Spire.

Maelgral Orcs (10-12): Large Humanoid (Undead); CR 1/2; HD 2d12; hp 13; Init $+0$; Spd 30 ft. (6 squares); AC 12, touch 10, flatfooted 12; Base Atk $+1$; Atk $+6$ slam (1d8 $+7$); SQ Natural armor, partial actions only, undead; AL CE; SV Fort $+0$, Ref $+0$, Will $+3$; Str 20, Dex 10, Con $-$ Int 2, Wis 10, Cha 1.

Black Spire

At the center of the glade the glistening tower of the Obsidian Spire rises up from a bed of black rock.

The walls are constructed from shards of the obsidian stone, nine feet in length, and arranged like the scales of a dragon. Narrow windows higher up give out the same sickly glow as the swamp water but no entrance is apparent at the tower's base. The door to the spire is cunningly constructed from two obsidian shards that slide apart to give ingress to the hellish light of the interior. The door is well concealed (Spot DC 30) and incredibly hard; the scales are one foot thick (hardness 9, 250 hp). The opening mechanism is protected by an *arcane lock* spell (Open DC 40, Break DC 38). The runes of power are also well hidden (Spot DC 25) and encode a *knock* spell that can be powered by two points of spell energy or activated with the word *delugial*.

Scaling the spire's walls is greatly facilitated by the jagged shards from which they are made, providing ample foot- and handholds. However, their slick surfaces are treacherous (Climb DC 5) and the sharp edges cut exposed flesh and even slice through cloth and leather (Reflex save (DC 15); 1 round interval; 1d4 damage; Special: three successive failures result in loss of one point of Dexterity due to lacerations on the climber's body. Leather clothing provides protection for two rounds; metal gloves and armor provide complete protection from the sharp stone).

Within the spire, the black rock glistens with beading moisture and the air is hot and fetid, like a rotting womb. The eerie lich-light and a hazy mist cast a sinister pall over the narrow corridors, winding stairs, and uneven chambers of the spire. The oppressive sense of fear is greater inside the tower and in the first round within the structure, each character must make a DC 20 Will save or suffer the effects of a *symbol of fear* spell as though cast by a 12th-level legate.

The chambers of the spire house the rudimentary sleeping quarters of a dozen legates, who are the only living creatures within the tower. These intense, half-insane men and women are of the Devout.

Legates of the Obsidian Spire (12): Female and male Sarcosan legates 4: CR 4; hp 22; Init +0; AC 14; Base Atk +3; Atks +3 melee, +3 ranged; SQ Astirax companion, rebuke undead +2, spells; AL CE; SV Fort +5, Ref +2, Will +6; Con 12, Int 13, Wis 15, Cha 8; Skills: Concentration +8, Knowledge (arcane) +8, Knowledge (religion) +8, Spellcraft +9; Feats: Greater Spell Focus (Necromancy), Magical Aptitude, Spell Focus (Necromancy); Spells: (5/3+1/2+1; base DC 12 + spell level; domains: magic and death): 0—*guidance, inflict minor wounds, purify food and drink, read magic, resistance*; 1st—*cause fear**, *doom***, *entropic shield, hide from undead*; 2nd—*darkness, death knell* ***, *desecrate*; Possessions: black robes, black chain shirt, short sword, dagger.

* Domain spell

** Necromancy spell. The base save DC for these spells, where applicable, is 14 + spell level.

Dark Secrets and Dead Flesh

The Obsidian Spire and the catacombs that lie beneath are at the dark center of a swirling conflux of necromantic energy. Like a black cauldron, they mix the corrupting energies of the Cadaverous Eye and spew forth a host of Fell warriors for Sunulael's army. The dark secret that the legates hide is that amongst the human and elfkin slaves used as the raw materials for this legion, the vast majority of victims transformed in the spawning vats are Jahzir's own orc soldiers. A slave train of drugged and manacled orcs arrives each week under the guard of a soldier legate called Krell and his band of Sarcosan mercenaries.

A typical slave train consists of 20 unfortunates of mixed race and 30 orcs in a drug-induced daze, under guard by Krell and 10 to 12 mercenary warriors, leather-clad and armed with short recurved bows and sharp cedeku.

Sharuun Mercenaries, male Sarcosan fighter 2:

CR 2; hp 13; Init +2; AC 15; Base Atk: +2; Atks +5 melee (1d6+1), +4 ranged (1d6+1); AL NE; SV Fort +5, Ref +3, Will +0; Str 13, Dex 14, Con 12, Cha 6; Skills: Intimidate +3, Listen +2, Ride +9, Spot +4; Feats: Alertness, Mounted Combat, Weapon Finesse, Weapon Focus (cedeku); Possessions: cedeku, composite shortbow [Str +1], arrows (15), studded leather armor.

Krell Azma'han, male Sarcosan rogue 1/legate 5/ fighter 3: CR 9; Medium Humanoid (5 ft. 3 in. tall); HD 1d6+5d8+3d10-9; hp 33; Init +6; Spd 30 ft. (6 squares); AC 15, touch 12, flat-footed 13; Base Atk +7; Grp +7; Atks +8/+2 melee (1d6-1, masterwork cedeku) or +10/+4 ranged (1d4-1, masterwork throwing daggers); SA +1 damage from horseback, rebuke undead, sneak attack +1d6, spells; SQ Astirax companion, Sarcosan traits; AL NE; SV Fort +6, Ref +6, Will +6; Str 8, Dex 14, Con 9, Int 16, Wis 15, Cha 12.

Skills: Balance +4, Bluff +7, Climb +2, Concentration +11, Craft (Poisons) +10, Diplomacy +12, Disguise +3, Gather Information +5, Heal +3, Hide +7, Intimidate +7, Knowledge (religion) +11, Listen +5, Move Silently +7, Ride +5, Search +7, Sense Motive +8, Sleight of Hand +5, Spellcraft +11, Spot +5, Swim +2, Tumble +5

Feats: Combat Casting, Dodge, Greater Spell Focus (Enchantment), Improved Initiative, Mobility, Stealthy, Spell Focus (Enchantment).

Languages: Black Tongue; Read and Write: Colonial, Courtier, Erenlander, Orcish.

Spells Prepared: (5/4+1/3+1/1+1; base DC = 12 + spell level; domains: magic and evil): 0—*detect magic, guidance, inflict minor wounds, light, resistance*; 1st—*bane**, *command**, *divine favour*; *doom, protection from good*; 2nd—*calm emotions**, *darkness, desecrate, enthrall**; 3rd—*cure serious wounds, dispel magic*.

* Enchantment spell. The base save DC for these spells, where applicable, is 14 + spell level.

Possessions: black leather armour +1, masterwork cedeku, masterwork daggers (5), 10 vials** of Blue Whinnis poison (Injury DC 14, 1 Con Primary, uncon-

sciousness Secondary), 10 vials** of Medium Spider venom (Injury DC 14, 1d4 Str Primary and Secondary) 5 vials** of Ghouls' Blood poison (Injury DC 13, Paralysis Primary and Secondary), *ring of chameleon power*.

**One vial equals one dose. A dose effectively coats a single weapon.

Appearance and Personality: As the bastard son of a Sharuun whore, Krell learned early the disdain garnered from his tainted parentage. Frequent were the beatings, the taunting, and the humiliation suffered at the hands of the children around him. For years Krell withstood the torture; his only solace was the blackness of his cramped closet where he spent countless nights huddled alone, crying tears that no one heard. One night, the darkness of his isolation reached out to Krell and took his mind away from the pain. Krell awoke with bloodstained hands, a wicked grin, and the succor of darkness.

Murder became his mother, and by the time Krell turned 13, he had slain 50 people under cover of stars and shadow. It was on his birthday that he received a secret visit from a legate who went by the name of Armule. His activities, it appeared, had not gone unnoticed.

The years passed and Krell became a son of the temple; however, his treacherous and devious nature earned him a long list of enemies. Paranoia hounded his thoughts, and it was the fear of being murdered that eventually drove him from his home in Sharuun. The legate wandered aimlessly, doing the dark god's work, until he came to Cambrial, the City of Death. Krell wallowed in cruelty and indulged his darkest urges. His role in Sunulael's necropolis was to bring fresh meat for the necromancers' trade. Krell proved both willing and able, and took to his work with relish, being neither choosy nor precious about where he obtained the raw ingredients. When the lich legate Vrolok headed into the Druid's Swamp to raise the Obsidian Spire, Krell was the obvious choice to acquire the fresh meat the necromancer would require.

Krell is not a typical soldier legate; his frail physique would indicate he was never fought a battle in his life. Stringy black hair, greasy from weeks without washing, hangs like rotting cords on a gibbet's arm. Bulbous eyes protrude from beneath his thick brow and crooked yellow teeth add ugliness to his vicious grin. A scrupulously groomed goatee is Krells' only concession to personal hygiene, and recently the soldier legate has developed a hacking cough that, more often than not, leaves a bloody residue upon his lips. For this he blames the swamps with bitter angst.

Krell's "shipments" are received by the hulking servants of the spire's legates and led along the safe path through the swamp to the underbelly of the tower. They are kept in terrifying squalor in cramped caves and niches blocked off by iron bars and gates (Break DC 25). The moans and snarls of the prisoners echo through these nightmare caverns, punctuated by the gurgling screams of those "becoming" in the spawning vats.

The orcs fed to the spawning vats to be born anew in dead flesh do not go to their watery fate quietly. To prevent the orcs' violent protestations from disrupting the flow of

ungral emerging from the Obsidian Spire, the legates employ Fell ogres to manhandle the struggling creatures to the side of the spawning pool where a legate slits its throat. The dying orc is thrown into the festering water where the spire's foul sorceries cause them to rise as tethered dead. The strength of the ogres, already prodigious, is enhanced by their undead state and the lumbering beasts have no trouble with the drug-weakened orcs. However, they are slow of arm and dim of wit, and the legates use them only for simple tasks in the bowels of the spire.

Maelgral Ogres (10): Large Giant (Undead); CR 3; HD 8d12; hp 52; Init -2; Spd 30 ft. (6 squares); AC 15, touch 7, flatfooted 15; Atk +10 slam (1d8+9); SQ Natural armor, partial actions only, undead traits; AL CE; SV Fort +2, Ref +0, Will +6; Str 23, Dex 6, Con —, Int 2, Cha 1; *Possessions:* Hide armor.

Restless Repose

In each of five sealed caves beneath the Obsidian Spire, a naked figure lies in frozen agony. Their skin has been flayed into strips that are used to secure them to the cold stone slabs on which they lie. Within the rune-marked skulls of these emaciated forms, the minds of dark legates are bent in unholy unison towards the festering power of the Cadaverous Eye. The five, who are known only as the Sleepers, lend their power to Vrolok who uses it to control the power of the Eye, which pours necromantic energy into the swamps and controls the army of Fell that arise from the spawning vats. The Obsidian Spire is the dark command of Sunulael's undead host, and Vrolok and the Sleepers are its distant generals. If either the Sleepers or the Master of the Eye were to falter, the Fell contingents of Kulos the Exonerated's army would awaken from their mist-shrouded sleep and their hunger would be unbound.

The Sleepers are entombed within lightless caves at the end of tentacle-like tunnels that radiate from the central cave beneath the spire. The entrances to their tombs are bricked up with blocks of obsidian bound by mortar of blood and ground bone (Hardness 8, 90 hp; Break DC 35).

The Sleepers (5): male Erenlander lich legate 7; CR 9; Medium Undead (corporeal); HD 7d12; hp 46; Init -1; Spd 30 ft. (6 squares); AC 14, touch 9, flatfooted 14; Base Atk +5, Grp +6; Atk +6 touch (1d8+5 negative energy plus paralysis); SA Damaging touch, death touch (5d6), fear aura, paralyzing touch, rebuke undead, spells; SQ Damage reduction 15/bludgeoning and magic, lich immunities, natural armor, turn resistance, undead; AL LE; SV Fort +5, Ref +1, Will +11; Str 13, Dex 8, Con -, Int 12, Wis 18, Cha 14.

Skills: Concentration +10, Hide +7, Intimidate +12, Knowledge (arcana) +11, Knowledge (Southern Erenland) +1, Knowledge (religion) +11, Listen +12, Move Silently +7, Search +9, Sense Motive +12, Spellcraft +13, Spot +12.

Feats: Enlarge Spell, Extend Spell, Greater Spell Focus (Necromancy), Iron Will, Spell Focus (Necromancy).

Language: Colonial, Erenlander, Orcish, Trader's Tongue.

Spells Prepared: (6/5+1/4+1/3+1/2+1; base DC = 14 + spell level; domains: death and magic): 0—*detect magic*(2), *guidance*, *inflict minor wound* (2), *resistance*; 1st—*bane*, *cause fear**, *command*, *detect good*, *obscuring mist*, *protection from good*; 2nd—*darkness*, *death knell**, *desecrate*, *hold person*, *inflict moderate wounds*; 3rd—*animate dead**, *blindness/deafness**, *contagion**, *magic vestment*; 4th—*inflict critical wounds*, *poison**.

* Necromancy spell. The base save DC for these spells, where applicable, is 16 + spell level.

Possessions: Phylactery.

Lich Loft

The highest chamber in the Obsidain Spire is awash with the sickening glow that permeates the rest of the tower. The sound of the beating heart is thunderous in this place, and words must be shouted to be heard at all (Listen checks suffer a -6 circumstance penalty). Within the chamber, the Master of the Eye tends the baleful orb known as the Cadaverous Eye. Vrolk is a lich who has served Sunulael faithfully for more than a century and who now plays a crucial role in the Night King's plan to steal the glory of victory from Jahzir and his stooge, Grial the Fey-Killer.

Vrolk, Master of the Eye: 72 hp; see Chapter 8.

The lich rarely leaves the highest chamber of the tower, spending his immortal days crooning over the balefully glowing orb—stroking it, caressing it, oblivious to the thundering boom of the power that throbs within the Eye's swirling depths. Vrolk is unaffected by the Listen check penalty incurred near the eye; he hears only a soft whisper that speaks to him. Always. Because of his long association with the Cadaverous Eye, Vrolk can draw upon its power at will: When within 30 feet of the Eye, the save DCs of Vrolk's spells are increased by two.

Adventure Hooks

Sunulael requires a steady stream of souls to create the undead of his army, and the unscrupulous Krell is only too happy to oblige him. The PCs run afoul of Krell and his men—captured as slaves or abducted from their quarters and drugged. When they come to, they are part of his ghastly slave train headed for the spire. Alternatively, the PCs may be approached by any number of people—concerned kinsmen, a rival leg-ate, or an orc com-m a n d e r — a n d requested to rescue someone from Krell's clutches or put a stop to his vile trade.

The necromantic power of the Cadaverous Eye presents a terrible menace to the fey and provides Kulos with an almost limitless supply of undead soldiers. Suruliam has discerned that the spreading evil creating the Dead Marshes originates from some point within the mist-cloaked morass. The PCs are recruited to infiltrate the Dead Marshes and discover what evil the fey now face. Destroying the Cadaverous Eye, while insanely difficult, would be a mighty blow to the Shadow's plans in the Druid's Swamp and would hamstring, if not destroy, Kulos's army.

The Cadaverous Eye

Noteven Sunulael truly knows the origins of the Cadaverous Eye, but the Shadow's High Priest suspects that it may be of Darghul crafting, as it was in the ruins of one of that disturbing race's cities that his faithful minion, Vrolk, recovered it two decades ago. Unlocking the secrets took long years of study, but now the Shadow's Priest intends to reap the benefits.



Necromantic Conflux

Just as there are nexuses of pure arcane power, so there are evil foci that serve as a magical sink for foul energies and hateful emotions. These places are often swamps and boglands of dismal aspect where the mud and water become infused with necromantic energy and, pregnant with the dark power, give birth to fell abominations and undead monstrosities. In the space of days, hours, or even minutes, any creature that dies within the swamp returns as one of the Fell. Even those already dead can be brought back to a monstrous parody of their former lives if their stiffened corpses are interred within the muck of such swamps.

The source of the vile taint that stains these sites can often be traced to an artifact of great evil, a remnant of vile sorcery, such as an ancient matrix of eldritch stones designed to channel necromantic energy into the swamp, or a traumatic event in the distant past. The Foul Bog of Eris Aman is one such place. At the Battle of Three Kingdoms, men and fey, orcs and monsters died by the thousands and terrible magics were unleashed on both sides. The echoes of that ruinous battle reverberate upon the cursed heath to this day. In the marshes west of Cambrial, Sunulael's legates have installed a dread artifact bequeathed to them by the venomous Night King. This ebon orb is filled with bilious power that seeps into the surrounding mire and has charged it with potent necromantic energy.

Swamp of Graves: dead buried within the swamps animate after 1d4 hours. They rise as skeletons or zombies depending upon their state of decay when interred. Living creatures that die within the swamp of graves rise as Fell within 1d4 minutes. In the Dead Marshes, creatures with three or more class levels animate as wraiths. Their bodies become too weak to carry their powerful souls, which burst forth from the broken corpses and reveal their fouled spirits. In the Foul Bog, any creature with three or more class levels rises as a wight. In all cases the creature's alignment changes to chaotic evil.

The Cadaverous Eye is a sphere of dark volcanic glass, approximately one foot in diameter, and shot through with whorls of red that give it the appearance of a blood-shot eye. When its powers are activated, it glows with a sickening green luminance that causes nausea in the living. Waves of necromantic energy radiate from the device, driven by the pounding of a demonic heart whose thunderous sound causes fear and panic, seeming to promise a horrible death to all who hear it. The energies that swirl within its depths taint and pollute, and the necromantic conflux created seeps into the surrounding land, spreading outward at the rate of one mile per year. It is as yet unknown whether the dread artifact has a limit to the extent of its influence. All life eventually sickens within the necromantic conflux, as the Cadaverous Eye draws vitality to power its dark magics and the undead are empowered (treat all undead created within the Cadaverous Eye's necromantic conflux as being summoned under the influence of the Augmented Summoning feat).

The Cadaverous Eye is dependent on death to empower it and recovers one spell energy per Hit Die of a creature sacrificed to it. The sacrifice may be performed anywhere within the baleful glow of its power, which effectively means anywhere in the Obsidian Spire or its sinister glade.

THE CADAVEROUS EYE

Spell Energy: 40

Feats Allowed: Craft Rod, Craft Spell Talisman, Craft Staff, Craft Wand, Craft Wondrous Item, Forge Ring.

Affinity: Necromancy

Recovery: Special (see description above)

Arunath Mountains

Ancient myths from the Time of Years claim that the weathered stumps of the Arunath Mountains were once the southernmost massif of a vast range that ran from the frozen wastes of the north to the tropical jungles of the south. This great rocky spine was higher and longer than even the mighty Kaladrums, but was destroyed in the cataclysms that followed Izrador's fall from heaven. The dark god's descent pulled a black veil across the sun and cast the world into shadow. Fire rained from the sky, earthquakes broke the land, and the seas rose up to consume the lowlands in an engulfing flood. When Aryth's anguished throes had subsided and the darkness of the exiled god had coalesced in the far frigid north, the land had been changed. Those that survived found the heavens had been sundered from the mortal realm.

Tales of that time claim that Izrador was not the only power to fall to Aryth in the fires of the Sundering. Others amongst his abyssal host plummeted with him, their monstrous forms gouging deep scars in the world's flesh as their burning bodies fell. The demons and dark gods of the Wael are blamed for leveling the great mountains of the west, creating the broken land that is

now covered over by Erethor's arboreal sea. One of these myths, surviving only as a fragmented scroll in the Scribe Archives of Caradul, suggests Izrador's dark lieutenants were not the only ones dragged from the heavens at the climax of the celestial war. The monk scholars of the Order of Truth believe this story refers to a power of light, caught up in the swirling maelstrom of fire that cracked open the sky and sundered Aryth from the celestial realm. However, few amongst the Abandoned give the tale much credence. In the long millennia since the Sundering, no such being has made its presence known or emerged to battle the spreading Shadow in the North.

While the fabled mountain range from before the Time of Years is no more, the echoes of its presence remain in the rugged land of the west. From the Highhorn Mountains in the north, the broken foothills of the Coldest Wood become rugged fells and hills in the Caraheen. The march of this formidable terrain is interrupted by the wide, deep bowl of the Heartlands, before the land rises sharply again to the Broken Teeth and continues in a jagged line to the timeworn peaks of the Arunath Mountains. In this ancient range, the temperate forests of the Caraheen transition to the wet jungles of the Aruun. Innumerable valleys and shadowed ravines scar the old bones of these mountains, hiding dark, quiet places that even the Danisil demon-hunters dare not go.

From the northern slopes of the Arunath, myriad streams tumble in long waterfalls to feed the Druid's Swamp and the River Iathril as it rushes to join the Felthera. Lush subtropical forests clothe the mountainsides amidst their verdant depths. Crumbling ruins that were once cities and strongholds of the mysterious *elthedar* and abandoned temples to the Lost Gods deteriorate in green-wrapped solitude. Beneath the mountains, vast catacombs, dark necropolises, and buried cities are rumored to riddle the rock and join with the lightless karsts beneath the Druid's Swamp. Forgotten beasts, evil spirits, and demons from the Aruun haunt these places, and the elfkin avoid them in fear. However, in recent years the promise of secret lore and powerful magic in the ancient ruins has drawn elfkin, human mercenaries, and legate-led orcs alike. Unfortunately, the fearsome guardians and monstrous abominations that dwell in these ancient places make their exploration a difficult and extremely dangerous task.

Stone Deep

The dwarves have their legends, too. One tells of the Seven Deeps that were ancient strongholds of the *alethar* progenitors of the dwarven race. The locations of these mythical holdfasts is lost in the Last Age, but in one of the rare texts smuggled from Highwall before the Scholar's Tower burned, there are references in Old Dwarven to the *Domhain*, or Stone Deep. In this ancient and musty tome, believed to be a copy of an even older



work, descriptions of the lands surrounding Stone Deep led some to believe that the ancient dwarven stronghold could lie in the northern peaks of the Arunath Mountains.

In one of the back valleys of that ancient range, a crumbling fortress set into the cliff face is a likely contender for Stone Deep. Huge pitted statues more than a hundred feet high flank a brooding threshold that comes to their knees. Their forms are badly worn and pitted by millennia of wind and rain, and it is no longer possible to distinguish the exquisite detail depicted in the dwarven tome. Those pictures illustrate armored warriors that are clearly not human or elven, but neither are they dwarven. However, the armor and weapons they carry is of a design similar to that used by the dwarves in the First Age.

Beyond the dark portal, much of the upper halls have collapsed, blocking off the route to any levels that might lie below. It is not known if a clear way still exists and even the upper halls are scarcely detailed in the records. It seems that the foul and brooding presence that emanates from the black maw of the gate was present even at the time when the unknown scholar penned his account. Only the strangely disturbing carvings of the first few halls are noted, and the rest of the scribe's work is merely speculation about what might lie farther in and upon the nature of the builders of this unsettling place.

Danisil wildlanders, who sometimes journey through the mountains to reach their brethren in the Druid's Swamp, note that the valley leading to the moldering fortress is strangely quiet and empty of life. Those who have slept at its entrance say their dreams were troubled and they left feeling unrested and fearful of what lay at the far side of the canyon beyond the worn sentinels and the black hole of Domhain's gate.

Personalities

Dustel Terk

This wood elf seems to walk as if there was a great weight on him. His eyes are deep-set in his head and even his breath is labored. Every time his gaze wanders across a vista or to the horizon, it is as if he can see the ravages of history. This is simply because he can.

Dustel attempted to be one of the High Court's scribes but failed several crucial final tests. After recovering from the failure, he became a druid, and later, a whisper adept. The Whisper chose to show him not the future, or even the present, but the past. The trees breathe their history to him. The secrets of the ages are Dustel's to see with every step through the forest. He knows where a Caransil breathed her last breath, falling under the piercing wounds of orc

arrows. He sees the glories of past ages and their tragedies. These epic histories are evident in his face, which is also shadowed and rife with emotion.

The Arunath Giant

He is only a bit taller than a man, and some Dornish men are taller than him. His face, hands, and shoulders all seem to be squared. His teeth have the appearance of stone and his eyes are the color of faded grass on the hills he calls home. The Arunath Giant claims to be a son of the hills themselves and that he acquired a human stature as the years ground down his parents.

A circle of standing stones from the First Age are his home and he carries no evident weapons. The self-proclaimed giant claims to be ages old and will occasionally help insurgents or elfkin who are lost in the hills he claims as kin. His wrath when fighting the Shadow, bludgeoning orcs to death with his great square hands, is legendary.

White Mother's Son

Once he was an orc of the Blood Mother tribe. After his band was ambushed by Caransil, he was separated from his brothers in the tribe and wandered until he came to the Stone Keep. Away from the legates and chiefs for the first time, the orc found himself enjoying the quiet. It was during these first days on his own in the hills outside of Erethor that he had his first visions.

He claims to have seen a lost god he calls the White Mother. Some elfkin think the orc is insane, having been alone in the hills for a decade or more. They leave him to himself and he manages to survive on his own in the barren hills. If he meets other orcs he is wary, but sometimes he will find an orc alone, separated as he was, and he will preach to him, telling him that there is another way.

CHAPTER 4

The Last of the Free

It was the birth of the First Age, when the younger fey would take over from the elder. The Three Ages of their reign over Eredane would be spent combating Izrador, driving back the Shadow in the North.

Even as the First Age was being born, All-Mother Fionial was already an ancient and wise crone. She knew that in the ages to come she would not be remembered as a person but as a metaphor for all mothers, a living symbol of all things maternal. Her life would become an allegory to instruct those who gave birth on how to nourish, love, and eventually let go of their cherished young. These thoughts both pleased and terrified her.

Her progeny were adults, but they came to her on that day scared as children after a nightmare.

Fionial's child who was known as the winter's bride asked, "Why has an evil god put his foul mark on the north?"

The All-Mother responded, "The evil you speak of is only acting according to his nature. Expect only pain and treachery from him at all times and his spite will never again surprise you."

The All-Mother's forest babe, who crafted paths in the branches of the Elder Tree asked, "How could the gods allow the fallen one to walk Eredane?"

The All-Mother responded, "The gods wish to test us, child. Do you think even this god's fall from the heavens is beyond their plan?"

Her child who went to the jungles to the south, saying they were his people's birthplace and homeland asked, "Why do the demons that once only warred with one another now hunt our people?"

The All-Mother responded, "It is the way of the Shadow to turn love to hate, to turn bad to worse, and turn light to darkness."

The youngest of her children, who sailed the seas with wind and sail asked, "Where can I sail so that this Shadow will never destroy me, never turn my love to hate or my light to darkness?"

The All-Mother responded, "If there is a land that doesn't know shadow while it knows light, and has love without its brother, hate, I have never seen it in all of my years."

Her children found no peace in her answers and argued among one another, struggling to find wisdom in her responses. While the sound of their tumult rose all around her, Fionial gave up the flesh without pain, passing away with a serene smile on her face.

— *Words of our Mother*, by Queen Aradil

All rules and game statistics in this chapter, including the names and mechanics of hazards, are designated as **Open Game Content**. Setting material, background text, and the names of NPCs are designated as closed content.

Erethor's Children

The elfkin of Erethor all fight Izrador's servants. Their wars are all as varied as their customs. Their reactions to the evils that have settled over Eredane are a reflection of their cultures. They use their assets as best they know how, fighting against the Shadow in the North with all of their strengths. They do battle with the Shadow using every weapon they can muster. They resist the fury of Shadow with determination and grace in the face of total extinction.

The Last Age has been particularly grueling on the fey. Many elders among them vividly remember brighter days. Older fey speak from memory about ages past when Erethor was not lit aflame, when demons did not willfully hunt elfkin, dark sea spirits made no pacts with

The Dreaming Legate

It is said that the Witch Queen cursed him, but none know for sure. At the birth of the Last Age, one of Izrador's legates fell into a deep sleep troubled by fitful dreams. The legate's apprentices and peers considered killing him, taking the spoils of his domain for themselves. But before the legate could be slain, Izrador himself possessed the most aggressive of the treacherous apprentices and demanded the sleeping legate be brought north, to a sturdy keep on the Fortress Wall.

It is in this fortress, and others like it, that the legate still sleeps, untouched by time despite the years gone by. He dreams of ways in which the enemies of Izrador might fall and as he dreams his face is contorted by rage or pitiful fear, vacant smiles and mad cackling, or wracking sobs.

A powerful astirax watches over the dreaming legate, whose name has been lost in this Last Age. Wearing the body of a great horned owl, the demon can see the legate's dreams and scratches a record of them, wetting its beak with blood and pecking the runes on the finest vellum, using its clever beak as a quill.

It is unknown why Izrador keeps the legate in dreaming immortality or what the troubled visions truly mean. The consequences of the Dreaming Legate ever awakening remains a mystery, but great pains are taken to keep his slumber from being interrupted. He is guarded by a ferocious cadre of oruks known as the Nightmare Guard, and every few years these scarred beasts move his slumbering form to a different keep on the Fortress Wall.

Using the Dark Dreams of the Dreaming Legate: The visions of the Dreaming Legate are not canonical: They have yet to occur and may never come to pass, nor if they did should their content as written here be considered an exact account of what will happen. These are a legate's hateful dreams or perhaps a facet of Izrador's troubled mind, spinning possibilities that are the dark god's musings on the complicated riddle Eredane has become.

The dark dreams of the legate are intended to be used as inspirational material that a DM can use as the basis for an adven-

dark gods, and the north was cold but its snow was not so red with fey blood.

The Caransil

The Elder Tree spread its arms to the sun and turned its eyes toward heaven's light. It looked over the saplings of the Caraheen and felt a paternal love for its brethren. When the first king of the Caransil was looking for the place to build his arbor and put his throne, the Elder Tree beckoned him from across Erethor, swaying in the wind like a seductive dancer.

The king said, "You have summoned me, Elder. I am humbled by your singular majesty and only fear that in sitting on a throne near you, my own crown would seem that much less grand."

The Elder Tree responded, "My son, your throne would never look lesser next to me, because I will hold it high to the heavens. Your arbor, your people, and your court will always be the highest in all of Erethor."

The Caransil have watched the Shadow's insidious spread over millennia. To the ephemeral lives of men, it feels as though the world has always been dark and grim, but the long-lived elfkin remember the time before the dark god's hordes poured out of the north and realize just how far the world has fallen.

In the Last Age, the wood elves watch with tear-stained grief as their ancestral home takes the brunt of Izrador's wrath, burnt to cinders, tree by smoldering tree. However, despite the despair that claws at their souls, they take up sword and bow to fight the invaders of their realm. The slow and torturous destruction of their beloved forest has kindled a deep anger in these gentle people, along with the will to defend that which they hold sacred. The Caransil still have much to fight for, and a strong leader to guide them in these times of shadow and fire.

Against the Shadow

All through the green wood, the Caransil rally beneath the banner of the Witch Queen, Aradil, who more than any other in this dark age represents light, hope, and salvation. The wood elves live with the hope that the Witch Queen will lead them to victory against the Shadow and its minions; she is the foundation stone of their strength and the light that guides their way. Although the elves' faith in their queen is well founded, as Aradil is indeed the most powerful fey to ever live, she is still but one individual, and her efforts are necessarily spread thin as she battles the Shadow on many fronts.

The Witch Queen rules the Caransil and all the elven people, but she delegates the day-to-day functions of government to her lord and lady councilors. The councilors themselves, overwhelmed with the business of wartime, in turn delegate some of their

responsibilities to the functionaries, nobles, and courtiers who populate the High Court. Caradul was always a city of political intrigue, often including vicious maneuvering between courtiers. The war against Izrador has united the ancient families, honing their collective cunning to a razor's edge that stands against the Shadow.

The High Court makes many important decisions concerning the war against the Shadow. The councilors make sure the Caransil's tools are used to the greatest effect against Izrador's minions. Placement of troops, choice of leaders in a given region, and the times of deployment are decided in the Witch Queen's Arbor by the elder courtiers of the High Court. These courtiers, the most respected of whom are battle-hardened veterans, see their political struggle as a vital component of the war in Erethor.

The wood elf army is organized into Caransil units known as *maudre* ("glade," in the High Tongue) and subunits within the *maudre*, called the *eretha* (tree). A *maudre* consists of approximately 50,000 soldiers, divided into 50 *eretha*. A *maudre* cannot be mobilized from Caradul without first being under the patronage of a lord or lady councilor. This leads to an Eretha-Lord or Lady playing the game of the High Court, trying to find missions for their troops that will best suit their talents and abilities. Generals are sometimes loathe to send an *eretha* of soldiers back to Caradul, in fear of troops being stuck in the city, caught in the political push and pull of the High Court.

Of the Caransil's 400,000 folk in Erethor, half are battle-ready soldiers who are assigned to one of the four *maudre*. Each *maudre* is named after a season. Four generals, one for each *maudre*, report directly to the High Court, asking for supplies, discussing the movements and missions of their *eretha*, and reporting the enemy's progress towards Caradul. The winter *maudre* is known for going into hopeless situations and emerging with fewer casualties than expected. Autumn is known for its stealth—even other *maudres* have been in battles and not known the autumn *maudre* was on the field. Spring is a *maudre* of reserves, whose brightly colored banners and clear sonorous horns are synonymous with aid and support in times of despair. The summer *maudre* has a reputation for taking the orcs on in direct assaults, releasing their arrows and disappearing into Erethor's ever-changing paths.

The Shadow's fury

The elfkin hold the last free cities in Eredane. Even the dwarves besieged in their mountain holdfasts cannot claim that they live free, having to skulk through darkened caves and passages to avoid the demons and orc patrols. Of the elfkin, the Caransil hold the greatest jewel and most powerful base of operations in the magical city of Caradul. The safety they can offer refugees and the strength of their van-

ture or even an entire campaign. They are drastic events that would change the nature of a MIDNIGHT campaign, particularly for the elfkin race they concern. Perhaps the events unfold as the legate dreams them, or perhaps there are heroic deeds that not even Izrador can foresee. Use these dreams as the Shadow does, to think about the many struggles of Eredane and aid in the planning of his next diabolical scheme.

The Children of Zulion

Within an *eretha*, 13 are chosen to be *maezulin*, Children of Zulion. These special units of saboteurs and scouts have autonomy within their *eretha*. The *maezulin* are charged with warding the larger force against ambush and harrying those who might pursue their brethren. To be chosen to serve as *maezulin* is a great honor, but fatalities amongst their number are high, and these crack units are often wiped out to the last elf as they lay lethal traps for their *eretha*'s pursuers.

The Council's Question

The queen's councilors meet every evening when the first stars light the sky. In the Arbor of the Witch Queen, they are each asked a single question that they are oath bound to answer truly:

"As the night falls and the stars shine, tell your brothers and sisters what you have done in the light of day to fight the Shadow?"

If the councilor cannot give an answer, he must leave his seat upon the Council of the Throne. The Witch Queen is rarely in attendance at these nightly meetings, but seems to have an uncanny ability to be present when a councilor falters and must step down. On these rare, grim occasions, Aradil watches with black, unfathomable eyes as her councilor walks from the Hall of the Council of the Throne. On occasion, the Witch Queen beckons the fallen one and whispers gently in his ear. None but the whisper's intended recipient ever hear what is said.



tage point from the branches of the Elder Tree under the glamor and aegis of the Witch Queen is a tremendous responsibility that they do not take lightly.

The strain of Erethor's slow diminishment, news of Eredane's terrible fate, and the distracted withdrawal of their queen undermines the Caransil's spirit, wearing away at the foundation of their strength. The loss of either the Witch Queen's guidance, the whispering wisdom of the trees, or the stronghold of Caradul would likely break the spirit of the Caransil, but they would not surrender meekly.

Even the least of the wood elves is prepared to fend off an orcish siege to their dying breath. These are a people who have been fighting against Izrador for three ages and are prepared to do battle with him again in this Last Age, no matter the cost.

Should Caradul Fall to Shadow

If Caradul were to fall, the fate of the Caransil would become desperate. The Keep of the Cataracts would become their greatest stronghold. The Keep of the Cataracts' ferocious water elemental, the strength of the fort, would become the cornerstone of Erethor's defense. The elemental has been a successful defender of the rivers, but if the legates in Erethor were able to concentrate only on the elemental defender without the constant stress of ambush sorties coming out of Caradul, the keep's fall and the befouling of the rivers would only be a matter of time.

Without Caradul, the Caransil would also have to live and die on the stealth of their forest villages. A stream of refugees would make their way to the Miraleen to fill the streets of the Miransil's bayside cities. The Whisper would become a last weapon of the Caransil, a tool that has always had a key role in the planning of their military strategies.

Without the Keep of the Cataracts

While Caradul stands strong in Carraheen, its inhabitants depend heavily on the rivers for supplies. If the Keep of the Cataracts fell, while their capital city still stood strong, it would become difficult for Caradul to get their supplies. Even if Caradul remained impregnable and hidden behind the Witch Queen's glamor, without key imports life would become difficult in the wood elves' capital.

Whisperless

Without the Whisper, the forest home of the Caransil would be a different place, like an old friend who is struck mute, without any way to communicate its anger and pain. The elfkin who call Erethor home are so accustomed to the forest's voice in the swaying of every branch and the falling of every raindrop that without it, Erethor would never quite feel like home. It would have a vicious effect on morale, and would all but cripple the elves military campaigns.

Adventure Hooks

The Role of Caradul

The Caransil capital is an excellent starting point for a campaign. Characters from Caradul can begin their adventures well equipped and confident. They may become embroiled in the politics of the city or leave their sylvan homes on business of the High Court. Perhaps they may leave as part of the army with the blessing of a powerful patron. However, once the Elder Tree is out of sight, the burning of Erethor should come as an acrid-smelling shock. The desperation of the world outside the forest will be thrown into stark contrast to the steadfast security of the Witch Queen's city.

Lord and Lady Councilors

MIDNIGHT need not be a game of bloodshed and hopeless struggle. If the group is seeking a change of pace and perspective, a profoundly complicated political struggle can be played out in Caradul's High Court. Currying for the Witch Queen's favor, rooting out Shadow spies, and supporting the troops who are venturing into the grim struggle that waits in the Erethor are all possible directions for a campaign to take. Struggles between the Cult of the Witch, the Whisper Adepts, the Queen's Academy, and the Order of Truth can be intense and every bit as fierce as the fighting in the forest. Of course, these groups are all striving towards eradication of the Shadow, but disagreements concerning the wisest plan of attack, fueled by emotion and the convictions of the righteous, can often turn vicious.

The Past as a Weapon

Caradul is a city with thousands of years of history, legends, and myth infused in its every path. It has birthed heroes who have driven back the Shadow in ages past, and the tales of their exploits contain pertinent lessons that could reveal powerful weapons against Izrador. PCs might spend entire adventures exploring the depths of the Elder Tree, in deep catacombs beneath its roots, where only the Witch Queen has ventured for millennia. Perhaps they explore these hidden passages with her blessing, or perhaps not.

Dark Dreams: The Siege of Caradul

My charge is restless tonight. He chews upon his upper lip until it is raw and bloody and pulls out hair by the fistful. His sheets are once again torn from his bed, and his oruk wards tire of refitting them, cursing at their role as nursemaids for Izrador's sleeping babe. Only my screeching puts them back to their task, and I continue to record the dreams that cause this unrest.

The legate in the dream is young, a huntress leg-

ate with a Sarcosan blade. Her companion demon resides in the body of a great eagle. She has survived for an unnaturally long time in Erethor and the orcs think her presence brings luck and power. After a year and a day in Erethor, the young legate can't sleep. Smoke drifts in the night as she stares down at the canopy of the forest from a hilltop fort. For a moment the mist parts and she sees it: a tree as large as a god and filled with a terrible anger that is directed at her.

The tree challenges her, daring the legate to send her orcs into its roots to lay siege to its inhabitants. The great tree's branches beckon her with a subtle waving caused by no wind.

The legate draws a map and hands it to her superiors. The map moves up the chain of command, causing the greater legates to strangle, stab, and poison one another in a greedy frenzy to be the one to show its contents to the Night Kings. Finally, after thirteen assassinations and counter-assassinations, a cunning legate takes the map to the Shadow's Sorcerer.

Ardherin advises against taking this bait, but the orcs and legates, hungry for blood, find ways to disregard the Night King.

When they realize that the map is in truth a map to the long sought-after Caradul, all of the Shadow's armies laying siege to Erethor are rallied. They move through the forest in a great snaking train, leaving waste, fire, and death in their wake.

As they approach the One Tree, arrows rain down on them, so many that the sun itself is blotted from the sky. Next spells are cast from the elfkin wizards, druids, and adepts. Fire, water, wind, earth, and eldritch energies are unleashed against the screaming hordes until the armies of the Shadow litter the forest floor. Amongst the carnage only one human is left alive: the young legate who drew the map.

The sleeping legate's dream ends as the huntress legate with the Sarcosan blade wanders the elven forest, lost and mad. Those who talk to her hear her tale of a tree the size of a god that beckoned her to visit. She gibbers madly to anyone who will listen about the deific tree. The Caransil allow her to live because the Shadow no longer has a hold on her heart. The legates and orc refer to her in hushed whispers as a cautionary tale.

The Grunsil

In the early days of the First Age, seasons were just learning their place. Winter would not give way to Spring, but wished to be the only season, making Eredane a frozen and barren wasteland. A child of Fional the Mother, among the first children of the elfkin, loved the crystalline glory of Winter but detested its hubris. It refused to give way to Spring and that was selfish and wrong in Erethor, where the green was reborn each year when Winter's white shroud melted away.

Bow on her back and knives in sheathes on her

hips, she hunted Winter as if it were a beast of claw and fang. Winter's winds tossed aside her arrows. She threw a mighty spear, and when the spear did not weaken Winter's hold on the land, she resorted to her knives, forcing the season to retreat to the north.

She followed Winter to the Veradeen, pushing it ever north at knife point. It lashed out against her with vicious icy claws and blinded her with its snowy breath. Hail beat her skull and its howling filled her ears. In the end, she prevented Winter from holding Erethor forever, driving its influence to the frozen lands of the north.

When she returned from the battle, her footsteps were hushed like a winter night, her eyes were crystal blue like the crisp winter sky, and her hair covered her shoulders like a snowy shroud of virgin white. The battle had hardened her heart. Thereafter she held her brothers and sisters at a distance, no longer enjoying their High Court. She packed up her bow and arrows, her spear and her knives, heading north.

Her mother asked her, "Child, why will you trek north? It is a cruel land better reserved for other of our kin."

The child smiled. "Mother, I drove cruel Winter to the north and will go see the place I have sentenced it to live out its days. I battled with the season so long that its cold ways have settled over my heart."

Final the Mother never saw her child again, but she felt a kiss upon her heart every time the first snow settled over Erethor and whispered thanks to her most fierce daughter every time winter ended and spring began in the elven forests.

— The Ballad of the First Wife of Winter

Against the Shadow

The Erunsil fight valiantly, perhaps the only people in Eredane to aggressively take the battle to the Shadow. Their battle-prowess and winter wisdom make them a ferocious enemy in the Veradeen.

A council of three governs each Erunsil settlement. These guiding snow elves are the Tree, the Blood, and the Snow. This council rules each village of the Veradeen wisely and efficiently. There is little room for intrigue or politics in the northwood—decisions that are debated for too long result in death.

The Blood, the best warrior in a given village, has the right to challenge anyone to a duel who all three members of the council agree is stalling a decision. The duels are fought with paired Erunsil daggers to the first touch that cuts. Nevertheless, a Blood who feels the guilty party has cost his people lives will often make that first touch a scarring, crippling, or even a mortal cut. What constitutes a touch is entirely up to the Tree of the village. Duels have ended after several minutes of slow circling with a self-proclaimed loser of the duel putting his knives down and announcing, "Your stance has put your blade on me. You are the victor."

Traditionally, Trees accept a loser's stepping down with a minimum of bloodshed. The Erunsil value the pragmatic economy of saving their knifework for orcs.

Wolves of the Coldest Wood

Erunsil warriors are grouped into *uniel* packs, meaning "wolf" in the Erunsil's dialect of the High Tongue. These *uniel* packs usually number no more than five and are given their duties by each village's Blood. Every pack must report to its Blood abide by her decisions in all things.

Uniel packs can be combined to form mighty armies. If an army is broken or routed, the packs can operate independently. Some cause further damage to the Shadow's armies and others make their way back to a fortress to drive back the Shadow another day.

Their modular army structure has served the Erunsil well and has made the Veradeen a cold tomb for many an orc, troll, and ogre. Snow elves are used to fighting enemies whose numbers are greater and whose force of arms is stronger. They almost never fight an enemy directly, choosing terrain and the time of the battle with the precision of a surgeon.

The Erunsil have a unique relationship with Dornish refugees, aiding their nomadic existence with military aid and food. Some of these war-wise northmen have even been welcomed into the *uniel* as the ultimate honor a snow elf can bestow upon a human.

Pragmatic government, amazing martial skill, and icewood bows are not the only weapons at the Erunsil's command. The Whisper extends throughout much of the boreal forests of the Veradeen, informing the Erunsil of their enemies' movements. The Erunsil have an extensive series of aerial paths through the trees that weave along the branches of the elf-pine trees. From these vantage points the snow elves conduct vicious ambushes striking like lightning and then fading back into the snowbound woods like ghosts.

The Shadow's fury

Without the Caransil

The Erunsil have allowed their cottage craft and ability to provide food for their keeps and villages to wane. The wild forests of the Veradeen offer up little bounty and the snow elves are almost entirely dependent on their cousins in the Carraheen for food and crafts. If the caravans that bring their supplies are captured by orcish raiders, as they often are, Erunsil villages quickly become impoverished and are at risk of starvation.

The Caransil are generous with supplies, loving

their northern elfkin dearly and knowing the valuable effort they make in the Coldest Woods. The Erunsil have no patience for the manners and ostentation of Caradul's High Court but in their hearts they know that their own fate is linked with their cousins to the south. If the arboreal sea should fall to Shadow, the Veradeen would not be long behind.

Should Silverthorn Fall

Silverthorn is the keep upon which all of the Veradeen is precariously balanced. If it were to fall, many of the smaller keeps in the Fortress Wall would be soon to follow. The orcs and giant-men of the north have thrown themselves at Silverthorn's dwarf-made walls but have yet to break it.

Should Shadows Take Root

The Fortress Wall, once manned and repaired by proud snow elf and Dornish warriors, is now a scattered line of broken fortresses. Many of these keeps are in poor repair or are deserted with not enough soldiers to man their walls. Erunsil regularly patrol the keeps, making sure no orcs or giant-men infest their ramparts. If Izrador's soldiers should claim the Veradeen's keeps in the Fortress Wall, the Bloods know that could well be the death knell of the Erunsil in the north.

Adventure Hooks

Supplies

A snow elf, weak from hunger, asks the characters to discover the fate of a caravan of supplies coming from Caradul through northern Erethor. It is an area thick with orcish patrols, local legates knowing that the snow elf villages are dependant on their wood elf cousins for food and supplies. If the characters find the caravan has been ransacked by the Shadow, they have to make difficult decisions as the village was on the verge of total starvation when they left.

War Pack

A snow elf left for dead by a party of orcs is found and saved by the party. She takes them under her wing, fashioning them into a *uniel*. They are taught how to survive in the Veradeen and the art of ambushing pawns of the Shadow.

Dead Keeps of the fortress Wall

There are keeps on the Fortress Wall that have remained uninhabited since the beginning of the Last Age. Undead, demons escaped from the Aruun Jungle, or desperate bandits could inhabit them now, making them perfect places for traditional dungeon crawls.



Dark Dreams: The Breaking of Silverthorn

It is the darkest night of the year and even the winter wolves want nothing to do with the night's bitter winds. The Nightmare Guard are stomping their feet outside, cursing the keep's drafty hallways. The only way I know my legate is alive is from the occasional frosted breath that exhales from his pale lips. Tonight he smiles and shivers as he dreams.

The giant-men have crafted great war machines under the guidance of the Black Blood clan of dwarves. Silverthorn sits like a defiant dagger, poised to attack the Shadow in the North. In the clouds above, Zardrix, the Shadow's own corrupted dragon, swoops under the crisp starlit sky. With a furnace in her belly, the winter chill does not bother the Shadow's Zardrix. As she begins her dive towards Silverthorn below, the giant-men, orcs, and Black Griffins of the North hit the walls of Silverthorn with a palpable crash.

The dwarf-made walls of Silverthorn rebuff the first wave of attackers even as the dragon's tail lashes out against the front gate, straining its iron and wood. The counter-attack of snow elves creeps through underground tunnels to ambush the army above, as Zardrix perches against a wall and breathes an inferno into the keep through an arrow slit.

Her breath doesn't merely spread out into the keep in a cone but twists and turns through the hallways like a living thing. It seeks out key members of the castle's defenses and melts their eyes from their skulls. The fire rages like a tornado holocaust, causing marble to bubble and turn liquid. From far away, Ardherin, the Sorcerer of Shadow, looks into his fetid scrying pool and smiles, pleased with his enchantment of Zardrix's fiery breath.

The underground ambush against the Shadow's army dies, hoping for a supporting charge from within the keep that never comes. Erunsil are butchered, some living only long enough to see the front gate fall to the giant-men's battering rams.

The old dwarf who is the last to live in Silverthorn is taken outside the walls and tortured by all four Night Kings until he tells his traitorous cousins in the Black Blood clan every scrap of lore he knows. The keep is then occupied by the giant-men, who make Silverthorn their capital, changing its name to Shadowthorn.

Not long after, the isolated keeps along the Veradeen fall, one by one, unable to survive without Silverthorn to lean on. The Erunsil become a nomadic people. Those who do not retreat to Caradul are killed to the last.

The Danisil

When the father of all evil spirits and binder of all demons fell from the heavens he had to heal for many

years, sleeping for generations. Upon awakening, he walked from one side of Eredane to the other. As he walked through our land, he took time to visit each evil spirit, hoping to bind them all to his will. Many demons and spirits swore allegiance to this fallen god. Did they become his children after swearing to follow him or were they his children all along? Even our wisest elders do not know.

We left our city, returning to old ways, to offer no target for these evil spirits. We fight this war by killing his children. A father whose seed is wiped from the earth has no power.

— Translated from Danisil bark runes

Against the Shadow

The Danisil are fighting a war unlike any other in Eredane. The demonic threats they face are dispersed, feuding with one another. These demons and evil spirits have been spilling each other's blood in the Aruun Jungle for millennia. The evil spirits fight their millennia-old wars and feuds. An ages-long imprisonment within the Aruun has fermented these conflicts into an intense stew of hatred, as vicious as any in Eredane.

Their villages, tribes, and families are structured to strengthen the Danisil and make the jungle safer for their people. Their marriage customs, their birth rites, and their entire way of life have evolved to make the Danisil better able to combat the evil spirits that have raged through the Aruun for the past centuries.

When one of the elfkin of the Aruun wants to make a marriage proposal, he must go before the village elders of both villages and explain why this match will aid the community. Nothing is considered noble among the Danisil that doesn't help the village.

The Aruun Jungle is an unforgiving land with many dangers. Tales, folklore, and proverbs are all designed to teach the young how to combat the Aruun's demons and spirits. The wisdom that is passed on through their ancient oral tradition contains powerful rituals for those with the savvy and discipline to learn. Young Danisil must learn how to protect themselves against the many evil spirits that lurk all around them. The children learn fables and rhymes that instruct them how to keep demons at bay.

The demon-hunters of the Danisil not only fight the spirits but also sometimes bind them to their bidding, using their power to aid the village. These cunning hunters are important to the jungle elves' survival, traveling from village to village, making sure wards are secure and lessons to children are taught properly while they keep an eye out for those Danisil born with the knack and hunger for hunting evil spirits in the jungle and beyond.

Demon-hunters often make their way to Erethor, helping the Caransil with the many beasts the Shadow's forces are depositing along the rivers. Hunting mysteri-

ous creatures is nothing new for a Danisil demon-hunter, as they spend their lives surrounded by demons of unknown origins. These elite spiritual hunters realize that their people's strength lies within their unity. The demons are kept from ruling the Aruun Jungle due to their own infernal scheming against one another and the Danisil's rituals that keep them at bay.

The alchemists and elixir brewers are another important part of Aruun society that elfkin from other lands covet. These gifted herbalists create powerful potions that are often taken to Caradul itself to be dispensed by the High Court to aid against the Shadow's never-ending siege of Erethor.

The Shadow's fury

Should the families fail

If the family structure and way of life the Danisil have created over these thousands of years were to break down, the demonic forces of the jungle would overwhelm them. Their egalitarian society has villages spread out over the entire jungle, much as the demons and spirits are scattered throughout the wild region. It is as if in order to fight their foes, the Danisil must become a reflection of it, strong where their demonic rivals are weak. In order to survive their fiendish neighbors' feuds and wars, the Danisil band together, utilizing the skills of everyone in their villages and making sure they are a united people above all else. Arguments between Danisil are said to draw the attention of evil spirits.

The Demons find Peace

Trying to entirely puzzle out the lines of allies and enemies among the jungle's demons could drive even the wisest of wizards mad. Demons have long memories, longer lives, and never forget a slight. Pacts are made and broken among them constantly. The Danisil have a saying, "Trying to find justice in the jungle is like trying to stand on quicksand while reciting one's heritage back to the All-Mother." Izrador has brought some of the Aruun's demons to his side with promises of power once they are freed from their jungle prison. These Shadow-sworn demons make sport of hunting Danisil, saving trophies of their kills to prove their loyalty to Izrador.

Even to the Shadow, the Aruun is a convoluted web of demonic politics and infernal feuding. Some insurgents and legates could find great fortune by going into the Aruun and returning to the war with a powerful artifact found in the jungle. But far more would return from the Aruun as fly-eaten Fell or madmen.

The war against the Shadow has little to do with the Danisil, as they view their own struggle against the demons of Ibon-sul as just as valid a fight with just as terrible an enemy. Should the demons unite under one strong leader, the Aruun would become home to a

Becoming a Demon Hunter

When a child is born, he is kept in his parent's home for eight days after the birth. On the eighth day, if his parents wish it, he is taken three-day's journey into the jungle with a party of hardened demon-hunters to find out if the child should be taken away from the village to be raised as a demon-hunter. The hunters take only secret paths and hidden ways known to them. Based on what the hunters find during those three days, battles fought and spirits consulted, they decide if the child should be initiated right away or tested again at a later time.

Even if no auspicious signs are seen, anyone can ask to be initiated into the hunters but few have the will to be fully trained. All of the Danisil are ferocious warriors and demon hunters in their own right, but only a select few are trained in the banishment and binding of the spirits.

Ardherin, now a Night King, was the last non-Danisil to be initiated as a demon-hunter. If the Danisil should learn of Ardherin's true fate, it is not clear how they would react to the way their manner of summoning and binding spirits is being utilized for Izrador's greater glory.

mighty demonic host—luckily for the Danisil, the demons' millennia-long civil war has no clear end in sight.

Adventure Hooks

finding Ibon-sul

Ibon-sul, the fallen city of the *elthedar*, is the mysterious linchpin of the Aruun Jungle. It binds the demons to the jungle and is home to some of the greatest horrors of Eredane. Finding the city could be a quest for a legate or an insurgent for any number of reasons, from binding a powerful demon to finding a lost artifact from the First Age.

Of course, the spirits of the Aruun and the Danisil would attempt to stop anyone foolish enough to seek the city out.

finding Eridon

Eridon is the most gifted of the Danisil's potion makers. An attempt to find her could be the result of a slow poison working on a friend or loved one in Erethor



or a quest from the Witch Queen herself. Eridon, a wily and ancient jungle elf, will not be easy to find, particularly if she does not wish to be disturbed.

Demon Pact

The leaders of the many factious demons of the Aruun are meeting at a cursed ziggurat in order to discuss peace among them. The players must make sure that no accord is reached. If the demons were to make a pact, the Danisil would be hunted to extinction, too proud to leave their home.

Dark Dreams: The Breaking of Ibon-sul

It is one of those rare days on the Fortress Wall when the cold recedes and is replaced by a clawing heat. A coming thunderstorm will set things right but those dark clouds are far to the south, not set to break for days. My legate sweats through his robes, wheezing like the frail old man he is when Izrador's immortality is not upon him. He tosses and turns as if he might awaken but that isn't to be. At least it isn't to be tonight.

A legate leading oruks and riding a steed with a feral red glint in its eyes with teeth showing in a rictus grin enters the Aruun. He is a hero. In another age he would have led quests for justice and been a pillar of righteousness. But legates have filled his head with acrid bile and so he believes the Witch Queen was responsible for the crib death of his little sister. He has become morally twisted and stunted. He believes that the only sin is weakness and that the only wrong is not using one's strength over those who are weak.

He finds Ibon-sul after a month of constant searching, despite the spirits he had to trick into binding, the Danisil who attack his party relentlessly and the thick, humid air of the Aruun. Once within Ibon-sul it isn't difficult to find the runes that bind the Aruun's many demons within the jungle. He rewrites these runes with a carefully rehearsed ritual, binding all of the demons of the Aruun to him.

He is now the general of an army of evil spirits and malefic demons. He leads them from the Aruun towards the Kaladrin Mountains and the dwarven citadels, hoping to use his forces to break the siege once and for all.

The Danisil hold a council; every elder from every village meets in the great halls of Ibon-sul to discuss their course of action. In the end, they decide that where their demons go, so they too must go. The Danisil pick up their charms, their families, and their weapons to follow this legate and his army of Aruun demons. In the shadow of the Kaladrins they will perhaps catch up to this infernal army that has already begun to bicker with one another, ancient blood feuds causing tempers and infernal hatreds to begin to take their toll.

My legate awakens before the battle's fate can be determined, as a storm breaks the heat with rain and hail.

The Miransil

The first elfkin to ever swim in the Miraleen Bay was overjoyed at the water's beauty and mystery. Her brother had fallen in love with Erethor, her older sister married Winter in the northlands, and her younger sister had stayed in the jungles, claiming it was their original homeland.

Finally, she had found a place of her own: the sea. She held her breath and dived beneath the surface, relishing the life of the deeps. Sailing her boat, she thrilled in the wind and tide whose will was law upon the surface of the deep.

Kaaktu found her under the sea, in the ruins of an ancient city. He seized her arms and legs with his many limbs.

"Worship me," he whispered.

"You are a cruel spirit and despite the strength of your arms I shall not worship you," she responded.

"Worship me," he intoned, growing angry, putting his black ink into the water and rendering her blind.

"You have blinded me with your ink and despite your power to rob my sight, I shall not worship you," she gurgled, knowing she would not be able to hold her breath for much longer.

"Worship me," Kaaktu screamed, and it was clear that this was the last time he would ask, as he squeezed the breath from her lungs.

"You squeeze the life from me but despite your beauty, I shall not worship you," she said, taking a desperate gambit.

Taken in by her flattery his grip relaxed. "You find me beautiful?"

While his grip was slack she gripped her knife and put it through one of his eyes. "I find all that is in the sea beautiful but I will not worship you, fiend."

While Kaaktu thrashed and moaned in pain, she swam away. Her eyes were still cloudy with his foul ink and her lungs burned for air. Swimming away from the powerful spirit, she fell unconscious.

At least I shall die in this beautiful place, she thought as consciousness faded.

When she awoke she was on the shore, and in the distance a plume of water rose into the air. Thus the people of the Miraleen met Baalu, benevolent whale-spirit of the bay. It was on that beach where she awoke that the first wharf was built where Miransil ships would dock for ages to come.

— Tales of the Sea-Folk

Against the Shadow

The Miransil are justly ruled by a matriarchy whose government solves conflicts through thunderous verbal disagreements and the occasional duel. Their matriarchs can remember a time when their cities were teeming metropolises and their bays docked ships from uncharted regions. With their populations depleted and the threat of the Shadow keeping other nations away from the coastal forests, many of the ruling women of the Miransil find their governing to be a drab affair compared to ages past. Without the merchants, politics, and high adventure that ruled the Miraleen in the days before the Last Age their responsibilities are not nearly so sophisticated. But with the Shadow in the North reigning over the rest of Eredane, the Miraleen's resources are no less vital.

Some of the Miransil fight Izrador and aid the rest of Eredane by captaining ships that transport goods to dangerous ports and sinking orcish patrol boats that cling fearfully to the shore. Izrador has left the Miraleen largely untouched. The orcs' fear of water and their inability to operate competently on the seas has, with their geographical isolation, kept the Miransil safe from the Shadow's reach.

Other Miransil see diving into the dangerous depths, thwarting the demons and spirits that reside in the sunken cities, as an important duty of their kind. These heroes take artifacts to Caradul to be used in the struggle against the Shadow as part of their duty to their cousins who struggle throughout Erethor.

The most pathetic examples of Miransil await the return of the ships the Witch Queen sent abroad in the previous age, hoping to see the loved ones that traveled over the horizon and hear their tales from across the world. These sea elves are sad creatures, always looking to the horizon, hoping to see the sails of ships that took their loved ones away over a century ago.

Not all Miransil are so paralyzed by despair. Many sons and daughters of the sunny coast travel to Erethor to lend their skills to their northern neighbors. Combat in Erethor is a particularly harrowing struggle for them, as they are not only fighting a losing battle but are spilling their blood defending a land they do not recognize as their own. Intellectually, the Miransil know that if the rest of Erethor falls, so does the Miraleen. Nonetheless meeting orcs in battle for the first time in a land so far from the sea makes it all the more difficult to fight and die.

The Shadow's fury

The Miraleen's greatest gift and fiercest enemy is safety and the peace of mind it brings. Watching the tides rise and fall, fishing and swimming in the crystal clear waters can make it easy to forget the struggles abroad. It is difficult for young sea elves to realize that not far away Erethor is being burned one scorched tree

Storm Council

When a storm lashes at a ship, the crewmembers may call upon a storm council so that decisions will be made quickly and efficiently. A storm council is made before any ship sets sail, a chain of command with clear responsibilities and the power to throw anyone who hesitates in enforcing their word off of a ship, into the stormy seas.

The idea of storm councils has carried over into the land-based governance of Miransil society. There are those among the Miransil who believe the Last Age has been one long storm and it is long since past due to call a storm council so that the matriarchy of the Miraleen can make decisions without question or duel, sending any who do not act upon their word into exile. Most sea elves living in the settlements of the coastal forests are loathe to call upon a storm council, knowing that it puts too much power into the hands of too few.

at a time, and just beyond the great wood is a land entirely conquered by Izrador. Even with the demons lurking in the deep, the Miransil's homeland is far safer than any others in Eredane. The sea elf young are born in Miraleen where no orc has ever walked.

The Miransil's life is as close to a life of leisure as can be had in Eredane, but the cost, it could be argued, was half of their population. The Witch Queen sent an expansive fleet from the bay in the past age, with orders to find weapons or allies from other lands that could aid in the defeat of Izrador. None are sure where that fleet has gone or what their final fate is. The finest ships in Eredane, manned by 3,000 of the Miransil's finest sailors and warriors, left more than a hundred years ago, without any sign or message since, to preserve fey culture should Eredane fall to Izrador.

These sailors, departed to unknown lands, are seen by many in the Miraleen as the sea elves' sacrifice to the war against the Shadow. The Miransil count every soul departed on Aradil's errand as a soul lost to the Shadow until the day their sons and daughters send word or return. Elfkin who have lost loved ones in battle resent this point of view but the war against the Shadow is more important than a prolonged debate about grief and mourning.

Adventure Hooks

New Arrivals

One way to introduce a new group to the MIDNIGHT campaign setting could be to have them start on one of

the boats of the fleet that Queen Aradil sent forth before the Last Age. The players would learn of the struggle against the Shadow at the same time as their characters and it could eventually be made clear that there would be no way to return, due to Kaaktu and Shadow magics.

Perhaps they were separated from the other ships in a brutal storm and aren't sure what their fate might be. They could have landed in mysterious Pelluria in force and have a colony there in case Eredane falls to Izrador, so that the elfkin of the Erethor's cultures might live on.

The lands where they are coming from could be ancient Pelluria or a continent of the DM's own devising.

A Vital Dive

A young Miransil diver was found drowned, with only an ancient scroll clutched in her grip. What is the scroll and should it be taken to Caradul for closer, more educated inspection or for only the Witch Queen's eyes? The long journey to the Caraheen and the dangers in between could be the start of an epic campaign.

Innocent and Untouched

A veteran of the wars in the north has returned to his home, angry and scarred from battle. He sees his people as lazy and unproductive and demands that the matriarchs call up a storm council, citing the war in Erethor as a gathering storm and Izrador as the lightning that could destroy the Miraleen.

Characters could be innocent Miransil children who have never known battle or hardened veterans who are returning home to make sure the Miraleen mobilizes for war.

Dark Dreams: Kaaktu's Wrathful Storm

A storm is raging, throwing hail and lightning at the keep. The Nightmare Guard had to aid the keep's troops in putting out a fire in a neighboring tower, lest it spread and threaten our ward. The storm came out of the north like the One God Himself, full of wrath, fury, and endless power. My legate flinches with every boom of thunder and flash of lightning as if it were a barbed lash across his back.

The dream begins with laughter that is both sweet and terrible. It is the laughter of those who have never known the Shadow's touch, have never seen an orc lay waste to their homes or become the subject of a legate's wise justice. It is the laugh of those who call the Miraleen their home, the Miransil.

They are the only folk in all of Eredane who can choose to avoid the destruction of the war against the Shadow and live the whole of their lives outside of fear's grip.



They have no idea that in this dream, Izrador has confronted Kaaktu and demanded the Miransil's fear. The True God has shown Kaaktu their laughter and how it mocks the rest of his efforts in Eredane and the world. Kaaktu shows his sworn Lord and God all of the bodies, lined up like dolls, the bodies of the drowned that Kaaktu has wrapped in his black tentacles and squeezed until they breathed no more.

It is not enough.

"If you wish a place in my heavens, if you wish a place beside me on my throne, you must show me your power. The weak have no place in my kingdom and these Miransil's laughter is like an iron barb in my heart."

Izrador leaves Kaaktu alone with his drowned dolls that are bloated and pale, eaten by the seawater's salty jaws. Kaaktu looks on his accomplishments, each a Miransil, taken before his or her time, each a tragedy, and he hears only the laughter in the bay above.

Kaaktu's tendrils reach far. He reaches up through the depths to where the sea isn't black but a crystalline blue. He reaches up to the surface, where sea and sky meet on the endless horizon. His arms are stretched far but he extends farther. Using his fury at the sea elves' laughter to drive him on, he stretches his arms until they touch the sky, until his tentacles firmly grip a cloud.

When he has the cloud firmly in his grasp, his ink spills into the sky, transforming the cloud from pale and harmless white fluff into a black and ominous wraith stretched out across the horizon. The cloud is filled with

his rage, and even his noble brother, Baalu, is helpless to stop it.

The storm hits the Miransil like a hammer hits an anvil. Lightning destroys their homes, the sea they love so much sweeps away their boats, and the wind that has always driven their sails sweeps away whatever else remains. When Kaaktu's rage has spent itself, the Miransil are weeping. They are tying sea stones to their dead and dropping them into the sea for burial. They are beating their breasts and gnashing their teeth.

When they are done burying the dead, the finest warriors begin making boats. Kaaktu, exhausted from his effort, watches them make new spears and new oars. They carefully set new sails and construct new diving bells.

When they hunt Kaaktu, he is too tired to do combat with them. The finest divers corner him in his lair. They swim past the drowned and stab the sea demon until his tentacles can lash out no more.

Out of his flesh they create a fleet of magical ships and out of his powerful beak a thousand sharp javelins are crafted. His eyes are made into scrying artifacts and his blood is wiped on the arrows of countless Caransil warriors, poisoning legions of orc raiders.

Outside the tower, a thunderclap roars and my leg-ate falls from his bed to the floor, shaking like a leaf.

Other Groups

Aradil was a young princess then, and spent many of her days in the deep recesses of Erethor, running with the dire beasts. She roared with the lions in the deep of the Aruun, ate honey with great bears in the heart of Erethor, and hunted antelope with the wolf packs of the Veradeen. When she returned home, her father, the High King, was angry and demanded that she put on appropriate attire for one of her station. She did as her father asked but never wore shoes, always going unshod in memory of her days among the tooth and the claw, when she forged the Dire Pact.

— *Fables of Aradil*, compiled by the Scribes of the High Court

The Abandoned

In the mists of the early history of Eredane, the *elthedar* were the children of the Lost Gods. They erected great temples to their gods, whose blessings and wisdom enabled the elder fey to create a civilization that spanned the continent. This golden age all too quickly came to an end as Izrador sought to control the heavens. The *elthedar* fought with the gods of light against hordes of demons and dark spirits. No part of Eredane was spared from the fighting and the *elthedar* civilization burned. When Izrador was cast down from the heavens, Aryth shattered under his dark impact. Mountains rose, the seas rushed in, and great earthquakes shook the land. The *elthedar* civilization collapsed and the scattered remnants struggled to survive. Those survivors prayed to their gods for deliverance but the heavens were silent.

With the great temples lying in ruin and no response to their prayers, the *elthedar* began to lose their faith. The struggle to survive and recreate their civilization left no time for prayers to gods that abandoned their children in their hour of need. Few had the faith to remain true to the gods and keep the practices and lore alive. As the *elthedar* in the west evolved into the four elven races, the Cult of the Lost Gods remained hidden from view, maintaining what lore they had and preparing for the war that was far from over.

Amongst the stored lore of the cult was a great prophecy. The prophecy foretold of the rise of an ancient evil in the north, one thought to have perished long ago. That evil, the dark god Izrador, the Shadow in the North, would seek to destroy Aryth to restore his power and resume his war against the Lost Gods. The prophecy also told of a daughter of the gods who would lead her people against this evil. After almost a century of debate, the cult decided that Aradil was the leader mentioned in the prophecy and the time of darkness was approaching. In the year 3893 FA, Ressial, the leader of

the cult, arrived in Caradul and requested audience with the queen. What happened in that audience has never been revealed, but the queen ordered that the cult elders be brought in secret to Caradul to become her advisors.

Over the past 4,000 years, the cult now known as the Order of Truth has advised the Witch Queen in her struggle against the dark god. Their library of religious lore and prophecies has proven invaluable. Over the centuries, they have attracted the greatest fey seers and mystics, and since the end of the Second Age, the order has seen a rebirth. Fey, weary of the never-ending war, have turned to faith in the Lost Gods in hopes of salvation. The order has never been stronger and now numbers 1,300 followers.

The scholarly monks in the Order of Truth not only pour over ancient *elthedar* manuscripts concerning the Lost Gods. In the Last Age, the monks also watch for signs of faith, signs that the Lost Gods are still touching Eredane through the veil. They utilize ancient pre-Sundering rituals as best they can, beseeching their lost and silent deities for aid. As times grow more desperate, the monks tell the beleaguered that the Lost Gods were not surprised by the Sundering and it is up to the fey and the humans to piece together the puzzle left behind on Eredane in order to gain victory over the Shadow.

The Order has a very simple structure. The head of the Order, Seliatan, holds the title Master of Truth. Seliatan has been the master for the past 400 years and is Aradil's most trusted advisor. Three senior monks, the Master of Rituals, the Master of Lore, and the Master of Seekers assist him. The Master of Rituals conducts the daily religious life of the Order and ministers to pilgrims. Prayers are offered to all of the known gods. The Master of Lore administers the great library and interprets artifacts and scraps of ancient texts. The Master of Seekers is responsible for the search for lost ruins and items connected to the gods. The Seekers have been particularly active of late, ranging north from the Five Towers into the Highhorns and the frozen wastes. Their search has a sense of urgency. At least three groups of monks and their Erunsil guards have departed the Five Towers in the last four arcs. The tower residents whisper of the possible discovery of a great artifact that could turn the tide of the war.

The Order is based around their temple in a quiet grove to the north of Caradul. The temple complex has shrines to the Lost Gods, several libraries, cells for meditation and isolation, and a great platform above the forest's canopy to observe the stars for signs from the gods. The Order welcomes all that come to seek knowledge and search for faith. Seers and pilgrims from across Erethor come to worship and consult with the Order. The Witch Queen has actively encouraged the growth of the Order of Truth and believes they may play a critical role in the future of the fey.

Cult of the Witch

Lady Cardine of the Thorned Rose was taken before the High Court in the Second Age for destroying a fountain shrine to Nurellia. When the respected druid and member of the court was asked to explain her actions she said, "The only idol that should be erected and given offerings in Caradul should be of our queen. It is sinful that Nurellia should have a statue so close to the sacred Arbor of the Witch Queen."

Cardine's penance was long and difficult but her zealotry was never fully driven out and she remained an active member of the Cult of the Witch until she eventually disappeared while ranging in the deep forest.

— Chronicle of a Cult

The Cult of the Witch is a gathering of elfkin who worship Aradil, the Witch Queen, as one of the Lost Gods. These hardened zealots have committed foul murder against elfkin who speak out against the Witch Queen's policies, leading to the outlawing of their cult by the High Court. The Witch Queen herself is frightened by the cult's implications, knowing that in the bosom of their brand of fanaticism the Shadow's influence can take root.

It would be Izrador's way to turn the adoration of Eredane's greatest hope to evil. Since the cult's inception, thousands of years ago, the Shadow's direct influence has not been a factor. The frightening reality is that the cult is the act of Caransil desperation in the face of overwhelming evil and destruction.

The Witch Queen has placed one of her avatar spies in the Cult in order to watch over their actions and make sure no evil is done in Aradil's name, and that the Shadow's forces do not infiltrate their zealous ranks.

The Cult of the Witch is responsible for extensive scholarship into the Lost Gods, as they use this knowledge to argue more effectively for Aradil's divinity. They can be a valuable source of information if the asker can wade through the devotion and rhetoric and unearth the wisdom beneath. As of now they have found no concrete proof linking Aradil to the Lost Gods, but their blind faith justifies their false conclusions. The Order of Truth and the Court's Scribes look upon the cult's studies of Aradil's life with scorn and derision, seeing their fanatical devotion to the queen as poor scholarship and wrong-headed faith.

Dark Dreams: The Corruption of the Witch Queen

It is a calm night, the longest day of the year. In ages past, the northern folk would have burned a great bonfire, burning stick men they named Izrador—but thanks to the One God, those days are past. My legate is sleeping soundly with his mouth open, occasionally

whimpering while tears stream down his face. Only rarely does he talk in his sleep, but tonight he did. He exhales, crying, "Such beauty, such beauty," before the whimpering begins again.

The dream begins in the secret passages under the Arbor of the Witch Queen. Her unblinking black-eyed gaze is what startles my legate into his cries.

The avatars she uses to spy all over Eredane are her undoing. Three of them give in to despair, all committing suicide while her consciousness is elsewhere. It is a terrible wound upon her psyche. When they rise from the noose, the poison, and the fall as undead, her corruption is complete. The shock of her avatars giving in to despair and then becoming the hungry dead destroys the benevolent queen, and something else is left in her flesh.

Her first move while under the thrall of the Shadow is to gather her cult. They become her new council, the Witch Council, but even that is not enough to make her people turn against her. When she calls her finest smiths to her Arbor and demand they create for her a new suit of armor and weapons so that she might war on their enemies from the front lines, her people cheer. When she announces that Ardherin, once the greatest of the Caransil's heroes, had turned to Shadow her people despair.

It is when she announces that she is taking the Night King as her husband that the revolt begins. The High Court rallies its forces and attacks the Witch Queen and her consort. They cry as they fight and wail as they die.

She decimates those who stand against her and turns Caradul into a charnel house. Blood runs down the trunk of the Elder Tree until all of the bark is red. Caransil wildlanders disappear into the deep wood, under the protection of the dire beasts. Most survivors bend their knees and pledge their allegiance to their queen and her consort. The Witch Queen and the Witch King of Erethor welcome Jhazir, the King of Erenland, and Sunulael, the First Legate, to their wedding. Sunulael himself marries them, consecrating their union in the name of the Shadow. Zardrix gives her blessing, circling above the Elder Tree once for every year of the Last Age.

Even their wedding is doomed to blood and slaughter. Ardherin and his new bride turn on the once-human Night Kings, Sunulael and Jhazir, lashing out at them with eldritch might not seen since the First Age. Zardrix finishes circling the tree and sides with the Witch Queen and King, knowing their might is stronger.

The newly crowned Witch King speaks before a mighty assemblage of orcs, ogres, and shadow-beasts spawned in the breeding pits. The Witch Queen then declares humanity's time on Eredane finished and explains her plan to hunt them to extinction. Her speech is met with such adoration and bloodlust that any who stand in the horde swear their blood oath to fight under the Witch Queen's leadership.



The Order of Shadow and Jhazir's remaining army gather in the south. They marshal all of the forces they can, a mighty host of Fell, human mercenaries, and even insurgents that are willing to join in the fight. Still in control of her avatars, the Witch Queen knows every move the remaining Night Kings make. Meeting in the Foul Bog of Eris Aman, Sunulael and Jhazir are annihilated by the armies of the Witch Queen. It is the first time elfkin and orc would fight as a united force in the history of Eredane. Their alliance is enough to decimate the human armies, assuring humanity's extinction.

At the end of the battle, Jhazir is beheaded and Sunulael's dry bones are pulled apart by Sarcosan steeds. The Witch Queen declares herself a goddess and turns her army northward to destroy her only remaining rival.

The Dire Pact

Dire beasts are vicious defenders of Erethor, often teaming up with Caransil warriors to ambush those who attack their homes. In this war, the dire beasts, like the Caransil, are defending their ancestral lands. The dire beasts have taken incredible losses as their watering holes dry up or are befouled purposefully by the Shadow's forces. Their prey is killed by orc raiders or the fires they create and their hunting grounds are despoiled. The dire beasts do not share the Caransil's mercy and good cheer towards the human refugees in

the forest. These ignorant folk live in fear of the dire beasts until a Caransil can make a proper introduction between the two communities. Some dire beasts claim they can only barely tell the difference between a human and an orc.

Dark Dreams: Breaking of the Dire Pact

The winter wolves are restless tonight and the sound of their howling carries up to the keep's highest towers. My legate grinds his teeth and the noise grates on the oruk's nerves as they check on our safety.

Zulion, the mischievous imp of Erethor, cavorts through the forest. He is singing a bawdy song about his fall from heaven alongside Izrador that is filled with lies about his reasons for siding with Shadow.

Stunted and deformed wings, like those of a bat, grow from his back. They don't seem like they could support him, fat little imp that he is. But when a mated pair of dire bears trundles through the underbrush, he soars to the branches of a nearby oak with surprising speed.

He listens to their slow talk of an ambush three days ago against orcish firestarters. They are proud of the fear they put into the invaders.

"We were upon them before they knew what was happening. Zulion himself could not have used such guile and cunning."

"Careful, love, do not call upon the elfkin's spirits. Those are beings we have no knowledge of and it doesn't do well to gain their attention."

"You are right, heart, right indeed."

And the dire bears trundled on.

Zulion scowls for days, brow furrowed, shoulders hunched. On the third day his shoulders relax, his brow becomes smooth, and his teeth glint in a smile as vicious and dangerous as a vardatch blade.

For weeks Zulion sets his will on turning the dire beasts against their elfkin allies in order to show them what cunning is. Ambushes are wrought on the wrong parties, dire bears lead Caransil into orcish traps, and Erunsil wildlanders lead dire wolves into legate patrols. Rumors spread among both peoples that spies had compromised the other's forces.

Zulion laughs in glee and dances as the dire beasts and the Caransil are brought to the brink of violence. In a hidden grove he sings a bawdy song concerning the Witch Queen and the mating habits of the dire bear that dared compare his meager ambush to the mischief of Zulion, the Trickster Imp of Erethor. When his song ends, detailing the imp's tricks and lies of the past months, he feels the pull of a summoning. He claws at the grove's grass and trees, spits and curses, and dances and sings songs of power and malice . . . but to no avail.

The Witch Queen has summoned him from her Arbor and her call cannot be denied.

Gathered in her Arbor are all of the Caransil sol-

diers. They look on Zulion with furious stares, bearing scars and loss from his bloody mischief. All of the eyes of the elfkin legions are nothing compared to the black, unblinking gaze of Aradil, the Witch Queen of Erethor.

The Witch Queen's voice is distant thunder, rain on the forest branches and howling of dire lions. "I have summoned you, Zulion. Look upon my summoning circle so that you might understand the purpose your visit to Caradul."

Zulion inspects the circle, seeing that there are no runes set to release or even destroy him. It is as if Aradil wished him to live out the rest of his days in her Arbor, standing before her throne. Surely not, he thinks. "I don't understand, Your Grace," Zulion whimpers.

"My people, this is the imp who has broken the Dire Pact. Due to his meddling we have lost our most valuable allies and friends. We will need to be quite cunning as we cross our beloved forest now.

"Fall upon him."

The Caransil fall upon Zulion with hunger and anger from three ages of war, three ages of frustration, and a hundred years in the Last Age of loss, death, fire, and destruction. They eat the spirit's flesh like Fell eating the living.

"Now Zulion's mischief is in our blood. Before this he was a fallen idea who wandered our forest, now he is in our blood. We shall be tricksters, all of us born with Caransil blood, and our mischief will beguile, puzzle, and destroy the Shadow.

"Go back to your posts, my people, and ward Erethor with the cunning you have digested."

The Pirate Princes

Amongst the wind swept isles of the western Pellurian Sea, the noble house of Norfall stands defiant against the Shadow. Dubbed the Pirate Princes, their navy has driven the Shadow from most of the sea and sent hundreds of its ships to the icy depths. Norfall raiders bring hope to the enslaved and destruction and terror to orcs and those humans who have surrendered their souls to the Shadow.

As the Shadow's armies swept through the Northlands, House Norfall evacuated most of Fallport and its surrounding farmlands. The Norfalls did not abandon Fallport without a fight and held the city for three days, buying time with their lives to ensure the harbor was destroyed and vital equipment and supplies were ferried out of the city. On the islands of the western Pellurian Sea, what had been small fishing villages and hunting preserves were now crammed with refugees. The first few years were very difficult due to limited amounts of shelter and food. The Caransil port of Althorin became their lifeline, bringing desperately needed supplies and medicines. Without the support of the fey, thousands would have died. To this day, the Norfalls honor their debt to the Caransil.

Since the destruction of Fallport, the Norfalls have built villages, shipyards, and a small foundry on more than



40 habitable islands of the Pellurian. More than 30,000 Dorns and Erenlanders live on the islands and provide sailors to man the Norfall fleet. They live off the rich bounty of the sea, limited trade with the few free villages along the coast, and the plunder from the fleet's raids. All life on the islands is focused on providing for the Norfall fleet, without which the islands would have fallen to the Shadow long ago.

The Norfall fleet is a disparate collection of ships built on the islands or seized from the Shadow. They range in size from great lumbering merchant ships, to sleek warships that seemingly fly above the surface of the sea. If necessary, the Norfalls can put more than 30 ships, fitted for war, to sea. During the famous raid on the Port Esben docks (88 LA), 23 ships attacked the docks and captured or set fire to every ship in port and destroyed much of the harbor. The Norfall fleet is so feared that the Shadow's ships stay close to the coast and steer well clear of the central and western sea. The Norfall's success is what has kept the Shadow from using the sea to quickly ferry troops and supplies to the armies in the south and on the Gamaryl River.

House Norfall plays a vital role in the movement of refugees, spies, and smugglers on the Pellurian Sea. To support their attacks, the Norfalls have agents in almost every port and fishing village. If a ship moves on the sea, the Norfalls will know it. Weapons and critical supplies are provided to resistance groups near the coastline and the remaining free human villages in the Green March.

Refugees

There are many desperate groups in Erethor who do not have the luxury of Caradul's defenses or the comforting murmur of the Whispering Wood. Refugee humans, escaped halfling slaves, and the dire beasts all call Erethor their home and do their best to hinder the Shadow's progress into the arboreal sea.

Human refugees, mostly Erendlanders and Dornish folk, have created refugee camps with the help of the Caransil and other benevolent elfkin. The humans in Erethor are a bedraggled lot, often far from their homes having faced the loss of everything they had. The forest is a dark and frightening place to them and no soothing Whisper speaks to them as it does the elfkin to ease their fears. Many have been brought up with superstitious and wrong-headed notions of elves.

Despite their bigotries concerning elfkin folk, many take up sword and spear to join the elves in their battle against the Shadow's invading forces. Proud Dornish swordsmen and crafty Erenland wildlanders do their part to make certain that they do not lose two homes to orcish aggression. Many elven caravans to the Veradeen have these humans as guards.

Halfling slaves who are forced into servitude have their own myths and legends about Erethor. Many see it as a place where they can find freedom and the Witch Queen as a mythical figure who will welcome her diminutive fey cousins with open arms. Those brave souls who escape from slavery sometimes become willing servants in Caradul, happy to serve the Caransil.

Some halflings are not inclined towards further servitude and decide to use their freedom to fight back against the Shadow. These brave souls use what they know from serving legates and orcs and turn this lore against their former masters. When an orcish burning party makes camp inside Erethor, sometimes a brave halfling will use skills of disguise to look like a goblin. Once they are inside the camp they will slit the throat of a legate or the war band's leader before sounding a bird call signal that will begin the ambush in earnest.

Other halflings of a more agrarian bent take up more peaceful pursuits in order to aid the Caransil in their struggles. Some halfling folk choose to live in agrarian communities that follow the Caransil ideals of not harming the forest with their lifestyle. These halflings contribute to the war effort with the leather goods—armor, boots, packs, belts, and harnesses—that the Caransil have no time to craft themselves.

Roland's Raiders

In the Redstone Hills, where the mighty Highhorn Mountains are finally humbled and start their slow descent, a remnant of the Dornish House of Redgard

continues to fight for the freedom of its people. Using the hills and the protection provided in the eaves of the Veradeen, the largest remaining free human army fights a battle against hopeless odds. Under the leadership of the brash and charismatic Roland Redgard, and with the help of the Erunsil, those who still have the will to fight the Shadow have united to form a small but effective army.

House Redgard is a tattered fragment of the house that dominated the Dornish lands of western Erenland. The destruction of Cale and the terrible loss of life during the fall of the Kingdom of Erenland almost erased the Redgards from history. In the confusion of the first few years of the Shadow's occupation, the Redgard heirs fled to isolated and almost forgotten villages in the sheltered valleys of the Redstone Hills. Surviving warriors and their families were gathered in the hills, and with the cautious approval of the Erunsil, were allowed to settle just inside the Veradeen. Over the past century, due to strong leadership, the benevolence of the Erunsil, and the Shadow's preoccupation with crushing the fey, House Redgard has slowly rebuilt its strength.

Roland call can on just over 3,000 warriors to protect his people and raid the caravans leaving Steel Hill. With the efforts of his own smiths and the weapons and armor seized from their raids, this small army is well equipped, with over half having some form of metal armor. Roland's pride and greatest joy is his cavalry. In the plains west of demon-haunted Cale, Roland has been able to raise and train enough horses to support 300 mounted warriors. The horses allow Roland to move quickly, attack an orc watchpost or convoy of weapons, and easily outpace his pursuit.

Roland is well aware that his people exist at the whim of the Shadow and the perception that the threat he poses is limited. If he was to attack and try to hold a major city or fort, the Shadow's armies would gather and his people would perish. He plays a delicate game, attacking enough to help free his people and reduce orc atrocities in occupied territory but not enough to force the Shadow to divert legions to destroy his army. For that reason, raiding parties normally only number between 100 and 400 warriors. Larger raids are possible but the prize would have to be very great to warrant such a risk.

Adventure Hooks

Behind the High Court

A desperate Caransil wildlander has been denied by the High Court the right to lead his troops into a Shadow-held area and take prisoners who are being held for interrogation. He has left Caradul without leave and has asked these outlanders to help him; one of the prisoners was his sister, a powerful whisper adept.



Dire Parents

These characters are created with the premise in mind that they were, by tricks of fate, humanoids raised by dire beasts. Perhaps they are refugees whose parents were killed by orcs. Perhaps they are children of an elfkin and dire beast fostering to strengthen the Dire Pact. At the start of this game, it is time for the cubs to take up their metal claws and steel fangs to spill orc blood in Erethor. The players are encouraged to have unique humanoid personalities and worldviews, having been raised by dire beasts. This unique point of view can be held by one player or all of them

The Clutches of the Shadow

The characters begin the game as slaves, mercenaries, or servants of a legate who has recently been moved to the dangerous Erethor front. When a dire beast ambush leaves the legate wounded and his guards weakened, they can start their lives anew or retreat to Grial Fey-Killer's camps and remain loyal to the Shadow.

Gone Rabid

Ardherin has concocted his cruelest creature from his breeding pits. A new disease aimed at the dire beasts has been unleashed, transforming dire beasts into rabid

monsters, foaming at the mouth and rending friend and foe alike to pieces. They retain enough of their intellect to recall their old tricks and hiding places, transforming dire beast allies into vicious enemies.

The players must subdue the dire beast without killing it, so that they may take the creature far to the south to the Aruun Jungle. There the Danisil elixir-makers can concoct a potion to ease the disease's grip on the dire beast's mind.

Troubled Horizon

The characters are villagers in a small hidden valley just east of Erethor. A report comes in that a greater legate, leading an uncountable horde of Fell and orcs, is heading directly for the village. The characters must call a town meeting and decide what to do. Do they offer their village as a resting place, hole up in hopes the horde passes by without noticing the hidden valley, defend the village in a heroic last stand, or do they pick up and head into the forest?

CHAPTER 5

The War in Erethor

Summer (Arc of Zimra). A cold wind rushes through the squalid hovels of the former city of Highwall, whipping dust and debris and extinguishing the slaves' few pitiful fires. The wind howls around the base of the dark tower sending even the orc guards searching for cover. As the wind spirals up the tower, the dragon Zardrix takes flight and roars her greeting. Near the top of the tower, in a room of ebon darkness, three figures kneel, awaiting the arrival of their master. The sound of the wind is almost deafening as it approaches the lone window to the room. The room is momentarily filled with the shrieking maelstrom, and then all is cold and still. Some dark and immensely powerful presence has entered the room.

A voice whispers, dripping in malice and seeming to come from every corner of the chamber, "Why do you fail me? Why do the fey still exist? With the tools I have given you, the fey should be in chains. They must bow to me or die. The time of waiting is over."

There is no answer. The three figures remain unmoving, heads bent forward as if awaiting the executioner's axe.

"Gather my favored, the orcs and oruk hordes; gather my most faithful to serve their master, and release from the pits those that have received my gifts. Raise such an army that will sweep aside the fey. My restoration is at hand but your time runs short. Prove your worth or I will find others more suitable to the task."

The chill leaves the air as a wind howls in the distance. Zardrix roars again and then returns to her favorite roost. Near the top of the tower, the three dark kings rise and without a word go their separate ways. They have their orders.

All rules and game statistics in this chapter, including the names and mechanics of hazards, are designated as **Open Game Content**. Setting material, background text, and the names of NPCs are designated as closed content.

All across the frozen wastes, the war drums and great horns sound to call the tribes to war. The ground shakes as the hordes of orcs and goblin kin pour from the depths. Agonized and bestial cries echo through the Vale of Tears as the breeding pits disgorge their vile spawn. In the Highhorn Mountains, the giant-men and blight ogres have heard the call and march to join the host of the Shunned Mother orcs. Throughout northern Erenland, unblooded orcs receive their first ritual scars and prepare to join the armies of Izrador's general, Jahzir, and fight the hated fey.

In the icy shelter of the Highhorns, the ruined monastery of Bandilrin, the lair of the sorcerer Ardherin, crackles with arcane energy. Demons and bound spirits howl in both rage and anticipation of the coming carnage. In the dark tower and across the shattered Kingdom of Erenland, the faithful sharpen their blades and offer sacrifices. In Cambrial and the Druid's Swamp, the dead rise to fight once more for the dark god. To the east, in the Kaladrans and the White Desert, the few remaining great dragons take flight, heading north to answer their master's call. The terrible might of the Shadow gathers and the elves in their forest holdfast will soon feel the fury of the Shadow.

War, never a stranger, has raged along the length of Erethor for the past century. Under the Witch Queen's leadership, the fey have valiantly held the great forest against impossible odds. Izrador, the Shadow in the North, grows impatient with their continued defiance and has ordered the Night Kings and their armies to crush the hated fey. This chapter details major events in the history of the struggle, the gathering of the Shadow's armies, the actions the Witch Queen has taken to try to

defend her realm, and offers a look into the near future with the possible results of the great Shadow offensive.

The Shadow's War

1 LA, Late Spring: *Dawn of the Shadow's War Against Erethor.* Mere arcs after the fall of the Kingdom of Erenland, Jahzir's host began to gather in the Southlands. Columns of orcs were still flowing in from the north in a relentless stream, some dispersing to bring the tidings of woe to outlying Erenlander and halfling villages, a message given with fire and vardatch that they belonged to the Shadow, now and forever more, but some gathered to reinforce the battered but victorious army.

Numbering at least 200,000 warriors, the horde descended on the city of Eisin. The elves had foreseen this attack and knew that the city, unwallled and some distance from the sheltering boughs of the forest, would fall bloodily if they tried to hold it. Instead, the elves retreated up the river under cover of daylight in shallow boats and coracles. Erenlander villagers watched from the banks, crying out in alarm as the wise, powerful elves that had lived in the fair city for thousands of years began to abandon them. Mothers held out their infants, pleading for the elfkin to carry them to safety and away from the orcs. Men, women, and children threw themselves into the river and swam towards the boats, trying to get aboard. The elves kept them at bay with as much mercy as they could, and knew shame.

Eisin was left with a skeleton garrison of 150 elven warriors, but various scavengers, bandits, and opportunists had moved in on the city as soon as the elvish population had left. When Jahzir led his army into the gleaming courtyards and houses of knowledge, there were nearly 2,000 humans and halflings looting the place. The looters and the elven rearguard were slaughtered like animals despite the warriors organizing a valiant last stand in the city's central plaza; but the carnage did not begin to slake the orcs' thirst for blood, which had been whetted on the march to Eisin. Only Jahzir's iron leadership and ruthless discipline kept the orcs from collapsing into infighting as the Night King pressed his horde on towards the eaves of the forest. Erenlander ranger-assassins and halfling wogren riders harried his flanks, but the Shadow host was great in numbers and bore with it dragons, fighting giant-men, trolls, and legates-martial, all troops that proved overwhelming against the skirmishers. The number of Shadow casualties was few compared to their assailants.

Early Summer to Late Autumn: The first year of the Last Age was the final time cara-nira butterflies were seen in the air. These beautiful insects, their wings bejeweled magenta and fiery orange, iridescent green and sapphire blue, were the size of doves, and at one time migrated all the way from the headwaters of the Felthera to the edge of the woodlands, where they flitted

amongst the wildflowers of the plains. When the Shadow's army first came against southern Erethor, however, an entire generation of the gentle creatures was wiped out by the foul smoke from halfling-flesh cooking on the orcs' fires and from clanking battlefield smithies, and by the trampling, armored boots of the orcs.

As in Eisin, Jahzir found the massive forceful thrust of his army met not with strong resistance, but with retreat and evasion. The Night King immediately recognized that he was being led into an ambush, but by then it was too late; the orcs and humans in his army were being drawn off into the forest by the taunts and lures of the elves, provoked into foolish and unsupported advances, deceived by the Whisper and great ritual illusions that masked safe paths and routes of communication. Jahzir's army was scattered as it attempted to march through contested ground that looked deceptively safe, and became lost in the groves and mists. A full 50,000 of the Shadow host died in the two seasons of that brutal and ill-advised campaign, falling victim to elven arrows, deadly spells, and subtle knives before Jahzir could reestablish contact and order with the widely scattered soldiers and lead them in a fighting retreat back to the plains.

The Night King's abortive first strike against the Caraeen was one of the few defeats he has ever known; he had moved too far too fast, spurred on by his victory over the kingdom of his kinsmen, his strength blunted by the elusive elven defenders, who vanished like mist before every attack. The battle had not been without cost to the elves, however; while their masterful use of guerrilla tactics and the aid of the land and its magic had meant they lost only a few thousand warriors, many of their best heroes and champions had perished doing battle with the most vile and powerful of the Shadow's host: the dragons, demons, and monsters. One such battle was the clash between Anuthrol, an Erunsil channeler, and the demon Vashuror. Anuthrol, even though he stood in the middle of a homewood grove, wielded lightning and fire against the demon in order to keep him at bay until one of the Witch Queen's avatars could bring the demon to heel. The general Bassiera duelled with two dragons in the air above her army, maiming one before they devoured her alive. Elves today still speak in metaphor of these battles; Anuthrol's Defiance is invoked when someone is making a stubborn last stand that may lead to needless loss of life and collateral damage, while the name of Bassiera is used as a blessing for arrows and blades that hope to pierce the hides of the most vile servants of the Shadow.

13 LA, Mid-Autumn: *Playing with Fire.* More than three fourths of the massive Shadow army camp at Eisin was gutted by flames when a batch of sulfur-tar caught fire. The massive explosion scattered sticky, burning pitch throughout the wooden fortress, setting up a terrible blaze. Many orc officers suggested that the disaster was a result of gnomish or halfling sabotage; others claimed that elves used magic to detonate the

The Lifetaker Legion

Many of the souls of the thousands of orcs that burned to death at Nealyngard lingered on as the Lost, haunting the plain of burned forest around the jagged rocks and the sunken fortress. This area has become another region lost to the elves, who can afford neither the troops nor the magic necessary to destroy the vile ghosts. The Shadow's minions, however, relish Nealyngard as a safe haven and resupply point along the river; the ghosts make effective guards, thanks to the influence of legates and the necromancers of the *kurasatch udareen*.

Lifetaker Ghost, Male Orc Ghost Ftr 3: CR 5; Medium Undead (incorporeal); HD 3d12; hp 19; Init +0; Spd 30 ft. (6 squares); AC 12, touch 12, flatfooted 11; Base Atk +3; Grp +7; Atk +7 melee (1d6 + 1d6 fire, flaming touch); SA flaming touch*, horrific appearance; SQ undead, orc traits, rejuvenation, turn resistance +4; AL CE; SV Fort +3, Ref +2, Will +1; Str 18, Dex 12, Con —, Int 8, Wis 10, Cha 12.

***Flaming Touch (Su):** Unlike the incorporeal touch of a normal ghost, the touch attack of a Lifetaker ghost carries with it deadly hell flames that burn away the life and flesh of living victims, dealing 1d6 points of damage and an additional 1d6 points of fire damage.

Skills: Climb -2, Hide +9, Intimidate +3, Jump -2, Listen +8, Search +7, Spot +8, Survival +2.

Feats: Power Attack, Cleave, Weapon Focus (touch).

Languages: Black Tongue, Old Dwarven Pidgin, High Elven Pidgin, Orcish.

Appearance and Personality: The Lifetaker ghosts appear as tough, grizzled orcs who perished in awful flames, their skin blackened and charred and their scale armor reduced to a shell of molten iron that flows over their ruined bodies as they clutch red-hot vardatches. Boiling eyes glow orange in ash-smearing sockets, flaring madly when roused to rage by the presence of humans or fey. Their commander, Zokeer (male orc ghost, ftr9) leads them even in death, assisted by Hagrur (male orc ghost, cha7), a shaman with a taste for fire magics.

incendiaries from afar. Whatever the cause, Jahzir was displeased with the waste of resources, and forbade further work with fire weapons for some time.

15-20 LA: *The Years of the Beast Tide.* This marked the end of the period of waiting that followed the fall of Erenland. Jahzir had been biding his time, rebuilding his armies and tightening his iron grip on his domain, while the other Night Kings pursued their own agendas. The orcs, however, had nothing to busy themselves with except oppressing an already broken people, raging impotently against deadly guerrillas, and indulging pleasures of the flesh. This meant that the garrisons in the ruined and occupied cities were, by 15 LA, beginning to overflow with orcs that had been born in Central and Southern Erenland.

35 LA, Midwinter: *The Holocaust of Nealyngard.* Against stringent opposition and constant attrition from snipers and spell-wrought misfortune, a small legion of orcs made their way up the Felthera on heavy barges, protected by thick roofs and mantlets of leather and iron. These orcs, the Lifetaker Legion, were led by veterans of the Battle of Erdin's Hearth, and numbered 7,500 of the toughest troops in Jahzir's armies. Their target was Nealyngard, a fortress built 250 miles up the river from the edge of the forest. This stronghold straddled the raging Felthera on a monumental wooden archway of carved but living wood, topped with a magnificent turret of worked stone, and was the first line of defense against riverine assaults into the heart of Caraheen. While the even more formidable Keep of the Cataracts remained upriver to be dealt with, Nealyngard had an enchanted portcullis that could block all unwanted traffic. Taking and destroying this fortress was the first step in Jahzir's systematic plan to break the defenses along the Felthera and follow its course all the way to the Witch Queen's capital.

The Lifetakers disembarked a few miles downstream from Nealyngard and fought their way through seemingly endless layers of traps, snares, distractions, wild animals, and elven battlements until they held both ends of the bridge upon which the fortress itself sat. Despite this, the elven defenders were confident in the strength of their keep, knowing that for the orcs to approach they would need to march along a hundred yards of narrow pathway on either side, under constant fire and vulnerable to the slightest conjured breeze that would send them tumbling and screaming into the river below. Jahzir had studied the layout of Nealyngard from afar through scrying magic and flying scouts, and had decided that the best way to deal with the fortress was with overwhelming sorcery of his own. The chief shaman of the Lifetakers bore with him a potent magical orb called the Holocaust Sphere, forged by Ardherin, that would be used to break the siege. The bridge was warded against common and even magical fire, but the Sphere contained a flame preserved from a time before the Sundering, the heart of one of the most ancient fire elementals on Aryth, before whose primal, unholy power all would be consumed.

A small band of elite soldiers and magicians crept towards Nealyngard while the rest of the Lifetakers retired several miles away, hoping to stay out of the destruction to come. When the Holocaust Sphere was triggered, a wave of heat erupted from it, vaporizing the forward guard of orcs at once and igniting miles of forest. The true, invisible-hot flames of the Sphere soon emerged, liquefying stone and turning elves to fine ash instantly as it began to burn the bridge. But even as the fortress tumbled into the river in burning pieces, the secondary fires it ignited were whipped into a fiery vortex, a tornado of destruction that swallowed an area of forest six miles across, immolating the entire Lifetaker Legion in one incendiary swoop.

Though Nealyngard was unequivocally destroyed, Jahzir was not fully pleased with the result. He had lost many of his best troops and henchmen in the firestorm, and worse, shards of the Holocaust Sphere fell into the river, making it boil furiously for two years after the fall of Nealyngard, thus rendering travel upriver impossible and giving the elves a chance to build their defenses along the next stretch of river. The Shadow army's first attempt to use fire as a strategic weapon proved to be costly and wasteful, and they were discouraged from attempting it again for a number of years. There were also mutterings that the Shadow's Sorcerer had purposefully provided Jahzir with a double-edged blade, and laughed when the Sword of the Shadow was made to look foolish.

38 LA, Late Spring: *The Fall of Kassundaja.* The temple-fortress of Kassundaja sat atop a tall, ochre mesa in the Aruun, a retreat for the Danisil where the study of astrological techniques learned from the Sarcosans was conducted. Kassundaja was home to nearly 500 scholars, their families and children. The fortress was also home to an academy for defenders, warriors who learned an unarmed version of the Danisil dual-sepi fighting style. This fortress was one of the few jungle elf settlements visible from the air by dragons and astirax-possessed birds, so had been long regarded as one of the few potential targets in the Aruun.

At the beginning of the war season in the year 38 LA, several thousand orcs, accompanied by Crooked Mother Tribe sappers, siege-trained war boro, and a company of ogre laborers broke through the jungle to surround Kassundaja and began to dig in. The mesa-top fortress was unusual for a Danisil settlement in that it had no vine or branch bridges to provide escape routes; the only





ways in were steep stone steps cut into the cliff faces. The elves were well and truly trapped, but luckily had fair reserves of food they could cultivate with their natural magic and agricultural skills.

As the year wore on, the Shadow's forces began to suffer the effects of the Aruun's indignation: venomous insects and reptiles swarmed over them day and night, biting and stinging; poisonous molds grew in supply stores; the weather grew hotter and wetter all year as an unseasonable warm spell extended into autumn. In addition, jungle elven skirmishers harried the camps constantly, veteran demon-hunters turning their blades against the orcs. Were it not for the natural toughness and stubbornness of orcs, the siege may have disintegrated in these adverse conditions. Although they suffered constant misery, the orcs' hatred of the fey and natural hardiness allowed them to endure the boredom, assassination attempts, and sickness. The human legates, on the other hand, soon learned to use their spells to purify everything they ate, drank, touched, sat on, brushed against, or walked on. Those that didn't died rapid and painful deaths, their faces bloating and turning purple as they kicked out their dying moments on the damp earth.

It was a hard time for the elves, too; food began to run short despite their precautions, and the orcs attacked frequently and savagely, often with heavily armed and armored creatures that proved deadly to the few defenders that remained. As the year began to close, the Danisil

realized that they would be overrun in the next assault; they had grown too short of warriors and too weak to endure any longer.

One evening, the orcs clambered up the mesa and stormed Kassundaja. They found it undefended, the streets covered with the bodies of men, women, and children, dead apparently by their own hands. Overcome by victory, the orcs fell on them and began to feast on the dead. As the bloody meal continued, the orcs began to grow sick. The legates realized that they had been poisoned; the Danisil had taken *yenthiril*, a particularly virulent substance drawn from the root-sap of certain trees in a mass suicide. Orcs began to drop dead all around; the legates could not call on enough blessings to save many of them from the poison. Within hours, the humans, who had of course not partaken of the raw, brutal meal, began to fall ill as well. Unbeknownst to them, a side effect of *yenthiril* was to speed the decomposition of bodies, and the hundreds upon hundreds of festering corpses were all laced with plague seeds, making them a perfect breeding ground for tropical fevers. The humans were all but wiped out in the epidemic swirl that followed; only one in 10 was well enough to flee, and they were picked off at leisure by the vengeful Danisil in the jungle. Kassundaja remains a place haunted by Fell and plague demons to this day; to the elves it is a tragic example of defiance and spite that they pray to their forest spirits will never need to be reenacted.

57 LA, Early Autumn: *Foundation of the Ashfoot*

Runners. As the orcish hordes prowled ever deeper into the gloom of Erethor, Jahzir began to search for a new way to expedite communications with the ever more distant commanders. In the end, he settled on gathering a large band of halfling slaves and formed them into a messenger corps. Holding their kin hostage and bespelling them not to deliver their messages to the elves and escape, several hundred halflings were forcibly recruited into the Ashfoot Runners. They bore the brand of a black foot on their foreheads and on armbands to prevent them from being devoured or slain out of hand by the orcish patrols they needed to pass. The Shadow's messenger corps has proved mostly effective; they are trained to run long and fast, overcoming their naturally small stride through a loping gait. Native survival skills keep them alive in the blackened fields they must traverse.

An unexpected consequence of the Ashfoot Runners is that they have made it easier for halfling resistance agents to move around the Shadow-occupied parts of the forest. Wearing the brand of the Runners, combined with a lot of fast talking, is often enough to gain access to heavily guarded camps.

60 LA, Midsummer: *The Arc of Cursed Ash.* Northwest of the Foul Bog of Eris Aman, a war band of orcs set a major fire to add to the confusion and terror of their attack against an elven redoubt in the Veradeen, counting on the winds to carry the flames and smoke towards the elves. As the fire burned, though, it came up against a swathe of forest packed with snow drifts prepared by the elves, and the blaze could not spread closer to the elven base. The fire began to turn and burn the way it had come, washing over the ranks of the Shadow's soldiers as they crept through the woods. A thousand orcs died in the blaze, with more than twice that number and countless goblins killed and driven back when the flames reached the camps. More than 600 square miles of old growth blackpine forest was reduced to a sprawling field of ash, and for more than a month small fires wreaked havoc in the surrounding woods as hot cinders were stirred out of the devastation by gusts of wind.

72 LA, Early Autumn: *Taming the Holocaust.* Orcish fire-raisers set a blaze upriver from Eisin, burning several square miles of light forest. Elven raiders, deprived of cover and sustenance, were unable to attack the orcs' forward observation posts for most of the season. The orcs were pleased by the result, and more small fires were set along the sides of the river, keeping guerrillas at bay and allowing troop-laden barges to move farther upstream unmolested. The camps and garrisons of Eisin crept forward by several miles, taking advantage of the lull in fighting.

74 LA, Late Summer: *Siege of Fire.* Before besieging an isolated tree-turret, an Eisin war band used trebuchets to throw burning brands into the dry forests behind the fortification. Surrounded by a curtain of flames, the elves were easily driven out of the tree-turret and butchered, unable to trigger the ambushes, traps,

and deceptions they normally relied on to hold off superior numbers. Nearly one hundred elves were killed, and they claimed less than a score of orcish lives in the process.

75 LA, Early Spring: *The Thundering Hills.* As the orc and goblins hordes crept from their winter lairs and began to move south, Erunsil packs that had wintered in the terrible cold of the highest peaks unleashed the fury of the mountains on their despised enemies. Explosions of eldritch energy, placed where the snows were the thickest, caused the great sheets of snow and ice to cascade down the mountains in an irresistible tide of white death. The mountains thundered as the tons of snow buried the passes, killing countless thousands and sealing the passes for months.

91, Midsummer: *Rise of Grial the Fey-Killer.* Deep in the forest southeast of Althorin, an elven company came across two hosts of orcs locked in battle. After watching for a time, the elven commander decided to attack, taking advantage of his foes' distraction and conflict to strike decisively and eliminate them all. As soon as the elves emerged from the woods, the orcish commander bellowed a command . . . and to the elves' horror, the battling groups reformed into one army, disciplined and ready to meet their attack. The orcs crashed into the scrambling elven warriors, wiping out several hundred elves in one fell swoop. Grial the Fey-Killer had arrived and was ready to take command at Jahzir's pleasure.

93 LA, Late Winter: *Designs in the Shadow.* As the year drew to a close, an elven warrior named Mellisen was captured shortly before the winter solstice and eventually succumbed to the agonizing tortures inflicted upon him by the Harrowers. Through bloody lips, he spoke of his duty to defend the nexus of Lea'tian. The legates learned that Aradil was enchanting a powerful artifact there, a White Mirror, an artifact designed to stop the drain on the life of Eredane by the Shadow's network of *coriths*.

On the authority of Sunulael, the legates brought this information to Grial, commanding him to take Lea'tian and stop the ritual. Though angered by this interference, the general had no choice but to obey and began to formulate his strategy. In the depths of winter, troops began to flood the area around the nexus, using the elves' own guerrilla tactics against them as best they could. This forced the mobilization of an elven army camped to the north, and the entire region devolved into long-running skirmishes between the two groups. The elven commanders were nervous; spies told them that the Fey-Killer himself was orchestrating this campaign, and they believed the implicit bluff that Grial's plan was to tie them down in the region while he moved elsewhere. In the dying days of the year, they saw a large band of regular troops advancing toward them and the elves withdrew reflexively, fearing the trap was closing. Grial's army swiftly took control of the area and fought off all approaches from the elves.

94 LA, Early Spring: *Breaking the White Mirror.*

Grial's planning paid off. As the elven forces in the area were being held at bay, a horde of ogres, trolls, and orcs overran the nearly undefended shrine. The monks and elven warriors of the temple fought desperately but were butchered to a man, and in the chaos, the legates sent their astiraxes into the depths of the shrine to ravage the monks who were performing the ritual. The half-completed White Mirror was broken and the pieces seized by the Shadow. Some were carried off to Theros Obsidia, others into the far north. Aradil fell into a period of torpor lasting nearly half the year after this defeat, depriving the elves of her essential advice and support.

99 LA: Under Grial's brilliant leadership, the front lines of the war have advanced a hundred miles into the elven woods, a gain in 10 years nearly as large as all the battles of the previous 90. Orcish bootmarks dent the ashen earth in a vast swathe of destruction all along the forest's perimeter. Nothing grows, and the only groves are those of crucified elves captured by Grial's forces, alongside humans and orcs found guilty of cowardice. Many of these victims have become Fell, and their wails are a constant background noise to the war ballads of the orcs as they march on patrol. The more recently captured areas of the occupied zone are less torn by dire spells than the earlier regions. They are filled with flattened tree stumps and battlements manned by grim-eyed warriors, a testament to the Fey-Killer's efficiency and the speed of his conquests, rather than any lesser quality of savagery on his part.

The Gathering Shadows

The darkness that has settled over the Kingdom of Erenland is spreading to the great forests of Erethor, threatening to extinguish the last bastion of resistance to Izrador. For a century, the fey have defended their homeland, with the Erunsil unbreakable in the Veradeen and the Caransil holding an impossibly long front against the conquering armies of the Night King, Jahzir. Success has drained the fey of warriors, mages, scarce allies, and more recently, hope. New armies are forming under the Shadow's banner, augmented by the tethered dead, creatures tormented and transformed in the breeding pits, and unspeakable magic. The shadows are getting longer and darker as the light fades; nightfall is coming to Erethor.

The signs and portents of the coming offensive have been clear for years. The Order of Truth had foretold two events that would lead to a time when the fey would face their greatest peril since the Sundering. Brother Ernold, a gifted seer, who had predicted many of the events leading to the fall of the Kingdom of Erenland, spoke of two unfulfilled prophecies before he died.

"In the Dark God's frozen claws, scores will be settled in blood. Only one will survive to lead them all. Even the greatest amongst them, those that have called

the claws their home from before the age of man, will bow to this one. The one will raise the banners of war, and like vermin, they will come in their hordes from the bowels of the earth, and the coldest wood shall burn and the fortresses shall become as dust."

The second was equally dire.

"A sea will form in the Caraheen, a vast sea of fire. It will stretch as far as the eyes can see. From the east, a great beast of metal will come, lumbering over the bones of the earth. It shall feed the sea like none other; belching fire and devastation. Even death will not be a refuge, as the dark spirit of this fire will allow no rest and no end to torment."

The Witch Queen, more than any other, heeded the warnings of the Order of Truth. It was she who told the Erunsil to focus their attacks on the Shunned Mother Tribe and send raids to assassinate the tribe's leaders. Those attacks slowed the rise of the tribe, but with the Night King Ardherin's silent support, that rise was unstoppable. The second prediction, the sea of fire and the great iron beast, spoke of the burning becoming far worse. Since the end of the Third Age, the fey have lived with fire, but never on the scale of the fires over the past 10 years. The drought and more recently the completion of the burning road and the appearance of Maugrim have fed the fires like never before. True to Brother Ernold's prediction, the fire seems to have a malevolence that is forcing the dead to rise in its service.

In the autumn of 99 LA, the war against the fey continues but there is a foreboding sense that a great storm is coming. Rumors abound of forces gathering in the northern reaches of the Highhorns, in the central plains near Eisin, and from the Night King Sunulael's stronghold at Cambrial. Evil swirls in the murk at the edge of the Druid's Swamp and slaves in their thousands are being driven to the dark tower of Theros Obsidia for some dire purpose. In the north, spies hidden amongst the ruins of the Fortress Wall report black rivers of orcs and oruks pouring out of the breeding grounds in the Northern Marches, and Steel Hill rings with the unending sound of hammers as the forge of the Shadow prepares to equip a great host.

In the Highhorn Mountains, which the Erunsil called the Iasa Cerag, or the "Claws of Ice," the Shunned Mother Tribe gathers its allies and subject tribes to crush the snow elves. Giant-men, blight ogres, ice trolls, and hordes of orcs and goblinkin congregate north of Bandilrin. This great host awaits the spring thaw and the opening of the mountain passes to pour into the Veradeen. Regardless of the cost, the fortress of Silverthorn will fall, and with it the remaining Erunsil strongholds on the Fortress Wall. The orcs are sharpening their vardatches for what threatens to be the bloodiest spring in the history of the Veradeen.

In the Caraheen, the Shadow's general Jahzir and his high priest, Sunulael, play a deadly game that will determine who will rule as the god's regent in Eredane. Both seek to crush the fey resistance to prove their worthiness to their dark god. The outcome will be depen-



dent on success in the Caraheen and the prize is dominance over IZRADOR'S chosen: the orcs and the oruks. The two Night Kings will take whatever risks are necessary to achieve their goals.

In Cambrial, Sunulael gathers an army led by his chosen general, Kulos the Exonerated. The army marches with a host of risen dead, battle-tested legates, and foul creatures from the dark tower. By the first arc of spring, this army will gather southeast of the Caransil stronghold of Three Oaks, a stronghold that Grial the Fey-Killer and his armies have so far been unable to conquer. Sunulael plans on destroying Three Oaks as a sign of his power and to expose the incompetence of Grial and his master Jahzir.

In Fachendom, the Fey-Killer watches and factors all into his plans. Kulos must fail or be so weakened that his army cannot take advantage of any victory. Grial's armies will be ready to exploit whatever advantage Kulos's attack provides. The Fey-Killer has purposefully weakened his southern army under the command of Jorg Kinslayer to allow the fey the time to prepare for Kulos's attack. The Fey-Killer is playing a dangerous game, but he knows that it's better to allow the fey a Pyrrhic victory than give succor to Kulos and Sunulael. Once Kulos's army is spent, Grial will unleash his army on the weakened fey and break their defenses along the Burning Line.

Unknown to both Jahzir and Sunulael, there is another player in the game, the Shadow's sorcerer

Ardherin. He is the dark master, hiding behind all the more obvious military actions and attempting to strike a poisoned blow to the heart of the fey resistance: his former lover, Aradil, the Witch Queen. Ardherin uses warriors from the Shunned Mother tribe to conduct seemingly random attacks in and around the Veradeen and northern Caraheen forests; the intent, to draw attention away from his capture of several whisper adepts who know the rituals for mating souls to the Whisper. In the spring, while the entire eastern front of Erethor is aflame with his fellow Night Kings' offensive, Ardherin's servants plan to meld tainted souls into the Whisper, spreading their corruption to all who touch it, including Aradil.

Aradil's Response

One of the keys to the survival of the fey is the Witch Queen's extensive and highly skilled network of spies. The queen's agents have infiltrated or have contacts in all of the major cities, most of the Shadow's armies, and even dread Theros Obsidia. Aradil is well aware that the Night Kings intend to move against her. That knowledge has been put to good use as her generals reposition their forces and her assassins sharpen their

blades as they prepare to eliminate critical leaders in the Shadow's armies.

The Witch Queen and her council have not sat idle while the great forest burned. For the past six years, the Sky Septs have been working to overcome the lack of rain over the Carraheen. With the help of the Miransil, they have gathered storm clouds over the Endless Ocean, beyond the Shadow's influence. The clouds, dense with life-giving rain, are slowly moving toward the tinder-dry trees of eastern Erethor. The rain holds the promise of new life and a chance to deny the Shadow one of its greatest weapons—fire.

With few allies, irreplaceable losses, and an ever-strengthening enemy, Aradil is desperately searching for any advantage, willing to take almost any risk, no matter how slight the chance for success. She has sent her agents across Eredane seeking the few remaining dragons that have not been seduced by the dark god, if indeed any such creatures still exist. If she could bring a single dragon to the Carraheen, it could stem the slow retreat and blunt the Shadow's offensive. Through her spies, Aradil knows that the Shadow has recognized the risk a dragon could pose to his armies and is actively seeking them out to corrupt or destroy them.

Unknown to all but the closest of the Witch Queen's advisors, there is one terrible weapon remaining to the fey, a weapon that Aradil fears to use and, even more, loathes that she would even consider it. Two years ago, a lone Danisil warrior stumbled into an isolated village in the Aruun. The warrior was covered in lesions and obviously dying. The village's most skilled healer could not save the warrior, or herself, as the disease spread rapidly through the village. The selfless elves quarantined themselves and the disease was contained. The Danisil druids eventually found a means to slow the disease but not cure it. As the healers worked on a cure they discovered something strange: The disease only affected those with fey blood; no human who has come into contact with the disease has ever sickened.

To her great shame, Aradil has kept several of the villagers alive as hosts for the disease. She realizes that the disease is equally deadly to the orcs due to their fey heritage and that it represents a potent but horrifying weapon to use against the gathering armies of the Shadow. Aradil knows that the disease would rage through the orc army, but would prove equally deadly to the halfling slaves and gnome bargemen, and would possibly spread to her own warriors. Hundreds of thousands could die within a year. She has told herself that she will only unleash the disease as a last resort, but the coming Shadow offensive may eventually force her hand.

In the council hall of Caradul, Aradil's advisors debate whether the queen should take the field against her enemies. As the most powerful of their race and unequalled save by the dark god himself, she could destroy the Shadow's offensive with her own dreadful spells and unparalleled battle-rituals. As it is, she does

personally deal with some foes, blunting the most dangerous attacks and diffusing the enemy's armies with potent glamors. Every time she goes out clad for war, however, many of her lieutenants and advisors are consumed by anxiety—fear that each battle might be the Witch Queen's last.

Without her, Erethor would fall in a matter of days, and all know it, from the council to the elven people to the Night Kings to Aradil herself. Though she is brilliant, powerful, and possessed of foresight beyond any other leader, the Witch Queen is, if not mortal, then at least vulnerable. There are dragons, demons, greater legates, and champions of darkness who have no purpose but to scour the battlefronts of Erethor searching for rumors of the Witch Queen's deeds and journeys, and they look for any opportunity to corner and strike at her while she is engaged in weaving her war magics. She has been attacked before; each time, she must expend precious spell energy and perishable mystic resources that leaves her weakened for a time and allows the Shadow to advance with a little more valor. One day, perhaps, one of her assassins will strike true, injuring or slaying her and doing incalculable, irreparable damage to the elven defense.

One of Aradil's fiercest hunters is a pit fiend named Lthoth, who once served as a commander in Izrador's personal army of Razors before the Sundering. He leads a flight of five other powerful demons of various kinds, bound together by magic and training into a deadly and efficient force that poses a dreadful threat to any they come across in their hunt for she who is perhaps the last hope of Eredane.

The Coming Storm

As the days grow shorter and the nights get colder, the Night King Jahzir stares at a map of Eredane. In the north, past the scattered ruins of the Fortress Wall, warbands of orcs, oruks, and goblinkin loyal to him are outfitting and preparing for the Shadow's great offensive. Lumbering ogres and great cave trolls are leaving their underground lairs and joining the gathering host. By the end of winter, the Shadow's Sword will have an army more than 120,000 strong ready to march down the Ishensa River. Five months later they will camp on the plains of Eisin, ready to crush the fey resistance. By the end of summer the Carraheen will burn and his armies will drive into the heart of the hated forest and redeem him in the dark god's eyes.

In the deep beneath the Highhorn Mountains, where the fires of Aryth rage, the wise ones of the Shunned Mother tribe summon their subjects and allies. Their god has called them to war and commanded them to destroy their ancient enemies, the pale fey. Too long have Silverthorn and the fey tree forts mocked their tribe and denied them the rich lands to the south. Come spring, the giant-men, trolls, and ogres will break through the Erunsil strongholds and the Shunned Mother

Tribe will rule the north. The forest will be drenched in blood and the spring flowers will be trampled under orcish boots.

In Cambrial, Sunulael gathers his own host and plots to steal the glory of the impending offensive. His chosen general, Kulos the Exonerated, will lead the orc tribes that have rejected the witches of the *kurasatch udareen* and follow the true voices of Izrador. The elite of his soldier legates will guide the army, and those humans who claim to serve mighty Izrador will have the chance to prove their loyalty. The dead in Cambrial's vast necropolis will be given the honor of serving the dark god and delivering the means of his ascension. What Jahzir has been unable to accomplish in a century, the true followers of Izrador will do in a single season.

The autumn of 99 LA is coming to a close and another harsh winter fast approaches. Storm clouds darker than any seen since the end of the Third Age gather on the horizons, to the north and to the east. The coming year promises a terrible escalation in the war that has raged for almost a century. The Shadow's fury is about to be unbound.

Winter of 99 LA (Arcs of Hanud and Hisba)

In the midst of terrible storms of blinding sleet and bitterly cold winds, the orc tribes move south and east to join Jahzir's armies. The northlands are being stripped of warriors to join the host. In the Highhorns, the mountains rumble as the giant-men, ogres, and countless goblinkin gather north of ruined Bandilrin. In the much warmer lands of the south, the Fey-Killer prepares for the arrival of his host and stands ready to put new pieces on his board.

Arc of Sutara (last arc of winter)

Erunsil spies in Eamon's Passage, north of Bandilrin, report a great host that stretches across the horizon moving south. Huge shapes move within this horde and the howls of thousands of worgs fill the chill air. To the west of demon-haunted Cale, elfkin villages are attacked seemingly at random by orc raiding parties. At the headwaters of the Ishensa, Jahzir's host begins to move, driving great herds of boro before them. Caravans of supplies move from Bastion and Port Esben toward the Ishensa River. Throughout Eredane, legates preach to the faithful that the time has come to gather for the final battle against the fey. Thousands of battle-scarred Dorns, Erenlanders, and Sarcosan riders heed the call and begin their journey toward Cambrial and the squalid shanties of Eisin.

Arc of Shareel (spring 100LA)

From atop the fortress of Silverthorn, the Erunsil watch as a seething mass of orcs and goblinkin, like a plague of rats, march toward the tower. Giant-men haul huge and crudely made ballista and catapults in their wake. The Erunsil seal the gates, sharpen their blades, and prepare their death songs. By nightfall Silverthorn is under siege. Catapults fling huge rocks against the walls, which echo with each blow. The sound of hundreds of trees being torn or cut down fills the air. By dawn, ladders and rams move forward along the orc lines and are met by swarms of arrows. Battle rages without relief for the fey as wave after wave of fresh orcs assail the tower.

In the northern Caraheen the mysterious raids continue, with widely scattered tree villages and watchtowers coming under attack. The orcs take no ground and rip through the villages as if they are seeking some great prize. The Whisper, weak in this sparsely populated land, provides scant warning of the attacks. To the great shame of the Caransil, several fey have been taken prisoner by the orcs. The settlements near the forest edge are abandoned and what few warriors can be spared are sent to strengthen the patrols in the northern homewoods.

Arc of Dorsbaram (planting)

The siege of Aigeathir continues into its 40th day. The orcs are forced to climb over mountains of their own dead to continue the attack. The tower has shattered under the assault and the great hall is about to fall. Arcane energy ripples through the Silverthorn as the fey expend their dying energy in an attempt to destroy the fortress and the orcs that now swarm through its empty halls. With the hated tower in ruins, the orcs and goblinkin stream south to crush the remaining Erunsil tree forts.

In southern Erenland, sharp-eyed scouts from the city of Erenhead see huge clouds of dust in the east; the vanguard of Jahzir's host has arrived. Herds of boro, wild horses, and sheep are gathered east of the city to feed the host and allow them to continue their march toward Eisin. Like a swarm of locusts, the host strips the region of food and supplies. Freshly sown fields are trampled under by tens of thousands of hobnailed boots.

In the northern Caraheen, the orc raids increase in size and frequency. The orcs seem to know where the Whisper is weakest and use that knowledge to raid deep into the Caraheen. Caransil patrols and their allies kill hundreds of orcs who seem to be trying to take their prisoners out of the forest. More villages are attacked and the shrine of Liatholian is destroyed. Three of its whisper adepts are unaccounted for after the raid.



Arc of Sahaad (end of spring)

The destruction of Silverthorn and the northern Erunsil defenses has left more than 50,000 orcs, goblin, and fey dead, spawning thousands of hungry Fell. They roam the battlefields in large packs, slaughtering orcs and fey. The ruins of Silverthorn become their hunting ground and the orcs and goblin in their prey. Further south, fighting has dissolved into chaos as the orcs pour into the northern Veradeen.

On the shores of the Ardune, the northern host receives their orders. More than 40,000 orcs head south toward Cambrial to join the army under Kulos the Exonerated; others move north to join the battles in the Green March. Almost 50,000 move west to Eisin to await the orders of the Fey-Killer.

In Cambrial, the legates of the Order of Shadow, led by the Night King, Sunulael, surround the city's necropolis. Hundreds of legates chant their prayers as dark energy dances over the graves. Buildings shake in the city as the necropolis explodes in a shower of dirt and stone. When the dust settles, an army of the dead stands waiting to serve the dark god.

Along the borders of the Caraheen, battles rage from the Green March in the north to the edges of the Druid's Swamp. On the north bank of the Felthera River, the Caransil destroy a demon-led raid, killing thousands of orcs. Further north the news is not as

good for the fey, as the Burning Road has reached the battle lines and great Maugrim begins its assault. A Caransil attack on Maugrim is easily crushed and the beast pours flaming pitch over the fey defenses.

Arc of Sennach (arc of battle)

The orcs and their allies have ravaged the northern extremes of the Coldest Wood. Great swathes of destruction are cut through the forest; trees ripped out of the ground and burned with flaming pitch, herds of elk and ebo-ta butchered and left to rot, and the life-giving springs poisoned and defiled. The orc and goblin tribes destroy everything in their path and ravage farther into the deep woods. Taking advantage of the disorder, the Erunsil stop their retreat and turn to fight. Thousands of orcs are killed as the Erunsil attack isolated war bands.

On the banks of the mist-drenched Gamaril River, Belark the Blackheart survives a dawn attack by orcs of the Tribe of the Clenched Fist. Hundreds die inside the northern fortress of the River's Fangs as Belark keeps control of the army for now. Farther south in the Green March, fighting rages around the Giant's Face and slavers burn refugee villages in the eastern hills.

The army of Kulos the Exonerated is joined by a seemingly endless torrent of maelgral raised from the murky depths of the Druid's Swamp. Days later,

his army of 80,000 orcs, mercenaries, legates, and undead begins the assault of Three Oaks. Every tree and vine attacks the invaders, killing and dismembering thousands. Maelgral swarm over the defenses and battle the fey defenders at the base of the Oaks. Assault after assault is beaten back as the fey add their scant reserves to the battle. Kulos will not have the quick victory he desires.

With Kulos's assault stalled and the fey reserves pulled south to Three Oaks, Grial moves 50,000 orcs toward the Burning Line to bolster Kiah the Flame Axe and punch a hole in the fey defenses. Zardrix and two of her lesser brethren join the attack, burning great swaths of the forest. In a savage battle, the Caransil kill one of the dragons and seriously injure another. Zardrix in an insane rage lashes out in every direction. Hundreds of orcs die before her fiery breath.

Arc of Halial (high summer)

The eastern Caraheen is awash in blood and fire. Thousands die daily in the fighting. Three Oaks has become a killing ground as both sides pour in fresh warriors and the fey try desperately to retain their strongest fortification in the south. All along the front, Grial's armies attack. The greatest advances are made along the Burning Line as more than 100,000 orcs with axe and flaming brand follow in the wake of Maugrim and its Burning Road. The Green March is littered with the bodies of worgs, dire wolves, and bears as the great beasts fight alongside their allies. Human refugees and fey stand side by side in an attempt to stop the orc advance.

In the depth of summer some relief comes for the fey as storm clouds heavy with rain are drawn from the Endless Ocean to the battlefield. Three days of torrential rains bring a temporary lull to the fighting, and an end to the burning. A great wind from the north eventually drives the clouds to the south but not before they have brought desperately needed rain and rest for the exhausted fey.

Arc of Zimra (harvest)

The Coldest Wood is a wasteland, the unassailable fortress of Silverthorn is at last broken, and with it half a dozen other ancient tree keeps lie gutted. The number of dead, largely orc and goblin, but also many elves, is staggering. The host of the Shunned Mother orcs has been gutted, thrown needlessly on the spit of Silverthorn. As the remainder of the horde returns north, the Fell slaughter a clan of giant-men and they, in their new-found hunger, decimate the remaining orcs. What is normally a time to gather the bounty of Aryth has become a brutal battle for survival. Fires burn across the northern Veradeen as the orcs burn the bodies of their dead.

On the Gamaryl, Belark the Blackheart is murdered by his own troops who, tired of his fearful hesitancy, join their brethren fighting on the river. The combined force pushes miles into the mist and mire before the river's waters rise and cut off their retreat. The legion, without support, survives only four days. The orcs lose more than 5,000 of their warriors, but the fey pulled in all directions by the Shadow's attack do not have the strength to drive them from the delta.

Less than a week after the rains, the Caraheen is once more aflame. Wave after wave of orcs assault the Caransil defenses. Every living part of the forest attacks the orcs but still they advance, a seemingly unending sea replenished from the Northern Marches. In the last days of the arc, the whisper adepts scream and even those less sensitive can feel the pain of the forest as it goes silent and the trees no longer assail the orcs. The fey defenders, without the forest's support, are forced to retreat and only heroic action prevents the retreat from becoming a rout. From the northern Caraheen there are reports of fey destroying trees.

In the Darkening Wood, Kulos's army batters at the defenses around Three Oaks. Tens of thousands of orcs and human mercenaries are killed. The remaining legates gather at the edge of the battlefield and in a great ritual, they unleash the souls of the dead who wash over the battlefield driving the remaining orcs into an uncontrollable rage. Three Oaks is finally breached and hundreds of fey are killed in the final assault.

Arc of Obares (end of autumn)

As the Shunned Mother orcs fight their way back toward the Highhorn Mountains, a new power is forming in the north. The Pale Mother orcs have moved from the wastes into the Highhorns. Battle rages between the tribes for control of the mountains. The Shunned Mother host, already mauled by the Erunsil and running battles with the Fell, fragments as the remaining giant-men and ogre clans turn east to take lands of their own.

In the Caraheen, the Green March is abandoned as the fey fight desperately to slow the orc assault. Almost 20 days after the forest went silent, it returns to life with a vengeance. More than 8,000 orcs are killed in a single day as the forest takes its revenge. The fey, weakened and scattered during their retreat, can take scant advantage. Exhausted, many collapse under the strain of the past season. When the battle lines stabilize, Grial's armies have advanced almost a hundred miles into the Caraheen and force the fey to abandon the Green March.

South of the Felthera River, the fall of Three Oaks has opened up the southern flank of the fey defenses. Kulos's army, gutted at the Battle of Three

Oaks, can make little progress. The Darkening Wood spreads farther north, attacking both the retreating fey and the orcs. By the end of the arc, Kulos is recalled to Cambrial and is sacrificed by Sunulael to atone for his failure.

In Caradul, the Witch Queen tries to pull together the tattered remnants of her army. The Coldest Wood has held, but at great cost. The Highhorns are awash in blood as the orc tribes fight for dominance. With luck, the Erunsil be able to form a new defensive line. The Gamaril remains unchanged, the only constant over the past year. To the south, the Carraheen is a disaster, the fey have taken losses they can ill afford and their strongest defenses have been breached. Rebuilding will take time that they probably don't have. A further retreat toward the Keep of the Cataracts may be the only choice.

In the gloom of Fachtendom, Grial clears pieces from his board. He idly picks up a piece representing Kulos and his army and breaks it in two and casts it to the floor. He studies the board, repositioning his forces, and then reaches for fresh pieces representing new armies forming in the north. The fey have fought bravely and he respects that, but they have lost pieces they cannot replace. More than 100,000 orcs and goblin kin have died, but there are always more.

In Cambrial, Sunulael lashes out at a messenger from Theros Obsidia. Two more of his most loyal legates have been found dead. The Cabal is taking advantage of his weakness and attempting to regain control of the Tower. The Night King has lost his most loyal troops and the elite of his soldier legates. His control of Theros Obsidia has been shaken and a silent conflict, long fomenting inside the Order of Shadow, is about to erupt into war.

Dark laughter rings through the ruined halls of Bandilrin. Ardherin's attack on the Whisper and his former lover Aradil crippled the fey in their hour of greatest need. Sunulael has been humbled by the failure of his bold gambit and must fight to regain influence with Izrador and within the Order of Shadow. The Shadow's Sorcerer has many allies now within the Cabal and intends to use them to eviscerate his rival's power. The Highhorn Mountains are in chaos, which will allow him to strengthen his control of the northern tribes. In the south, Jahzir's armies, while victorious, have been mauled and will take time to recover. Most importantly, the Witch Queen has felt his power and was almost overwhelmed by the corruption of the Whisper; Aradil is weakened, and within her soul, a small seed of darkness takes root.

The fury of Shadow in Your Campaign

The information in this chapter provides details on the formation and launch of a major offensive against the elves of Erethor. The Coming Storm section presents

one possible sequence of events, giving an arc-by-arc description of how the impending offensive might play out. The hidden conflicts between the Night Kings, Aradil's efforts to counter the offensive, unforeseen allies, and that one heroic act that changes the course of history could easily affect the outcome of the battles of 100 LA. War is coming; the greatest battles of the Last Age are about to begin.

The Shadow's offensive highlights the struggles for power and influence among the Night Kings and the major orc tribes. The three primary actors in this great drama are the Night Kings Jahzir, Sunulael, and Ardherin. Each answers the dark god's demands in his own way and is mindful of his own ambitions. Each seeks to rule at the right hand of Izrador and see his rivals humbled or destroyed. The lack of cooperation between the Night Kings weakens the offensive and may provide the sole hope of survival for the fey.

Within this maelstrom of war and deadly plotting, a thousand adventures of high drama, subtle intrigue, and furious action will take place to shape the future of Erethane. The Shadow's offensive provides opportunities for those who oppose Izrador and so too for those who seek to advance themselves within the Shadow's hierarchy. Alternatively, a DM might wish to simply use the Shadow's offensive as a dramatic backdrop against which to set his campaign, but not actually embroil his players in the events that directly shape the war.

The Corruption of the Whisper

The Shadow's Sorcerer has been trying to kill his former lover for a century. The twisted elf knows the Witch Queen like no other and knows the defenses of the fey intimately. It was Adherin who helped Aradil create the glamors that protect Caradul, and it was Adherin who helped her strengthen the Whisper and tap its power. Due to this knowledge and his skill as a sorcerer, the Demon Bane of Erethor is the Night King that Aradil fears most. When nightmares afflict her dreams, it is Ardherin's face she sees.

Ardherin, always a master tactician, has learned to manipulate others to do his bidding. For years, he has influenced the *kurasatch udareen* of the Shunned Mother tribe. In return for access to some of his knowledge of the arcane, the priest mothers of the tribe have given him orc and oruk warriors to do his bidding. It was Ardherin who helped the Shunned Mother orcs become the overlords of the Highhorn Mountains; but this was no gift freely given. The Night King needs the tribe to be strong to execute his plans against Aradil; Ardherin weaves an intricate web, a tangled skein that only he can see and understand.

While the other Night Kings expend their armies, crudely trying to hack their way to Caradul, Ardherin plays a more subtle game. To destroy your enemy, you

must strike at their heart, and the heart of the fey is Aradil; kill her and the fey will die. Aradil draws much of her strength, her ability to lead, from her communion with the Whisper. This is her greatest strength, but also her most dangerous weakness. If the Whisper could be poisoned, or better yet corrupted, Aradil would have to destroy one of her greatest tools or risk corruption herself.

To accomplish his aims, Ardherin plans to acquire living whisper adepts that he can bend to his malevolent purpose. Once corrupted, their souls will be merged with the Whisper and spread a taint like wildfire through the forest. Ardherin is no fool and knows that Aradil will move against him if she divines his plans. So, to cover his motives he needs distractions, to pull Aradil's eyes from his activities. The Shunned Mother Tribe and the offensive in the south are the perfect distractions. While battle rages in the Veradeen and the Caraheen burns, his raiders will capture the whisper adepts he needs. Once they are broken to his will he will give their polluted souls to the Whisper and watch as the whirlwind reaps its destruction.

The fury

The Night King Sunulael is a master of necromancy and has spent the past century in Cambrial perfecting his arts. He has studied *elthedar* artifacts, ancient burial stones, and communed with the most ancient spirits of the Lost. He has uncovered unholy rituals of incredible power and the means to control the spirits of the dead. He has used that knowledge to restore the dead to a semblance of life and reunite the Lost with the remnants of their bodies. Two of his creations are the Hanged Man and the Hunter, generals of his army of the dead.

Amongst the most powerful of the spells he has learned is the *ritual of the fury*. The ritual unleashes the agonized souls of the dead in a wave of destructive force that can drive its victims to insane rage, paralysis, or death. The power of the fury comes from the number of souls that are harvested for the ritual. Sunulael plans on using the fury if Kulos the Exonerated's army falters. If the offensive stalls, he will push Kulos's orcs to be slaughtered by the fey and then use those souls to fuel his ritual. Hundreds if not thousands will die to fuel the ritual and more will die of its effects. Sunulael cares only for victory and will sacrifice everything to achieve his goals.

Ritual of the fury

Enchantment (Compulsion) [Mind-Affecting, Sonic]

Level: Lgt9, Chn9

Components: Fueled by souls

Casting Time: 1 full action; see text

Area: Creatures within a 280-ft.-radius spread; see text

Duration: 1 round/level; see text

Saving Throw: Will negates; see text



Spell Resistance: Yes
Caster Level: 20th
Spell Energy Cost: 31

At its epicentre, the Fury manifests as a raging maelstrom of necromantic energy, ripped brutally from the souls of the dying. All within a 120-foot radius are subject to the effects of a widened *symbol of death* (Will save, DC 36, negates). The power of the Fury radiates out changing form as it becomes a howling mass of anguished spirits whose terrifying, ethereal visages are so shocking that even the most hardened warrior quails before them. All within the next 120 feet are subject to a widened *symbol of stunning* (Will save, DC 35, negates). Finally the wave of tortured souls crests as the ritual consumes their life-force to fuel its horrifying effects. However, the palpable anger and fear of the dead roll before the spent wave, driving the living to violent madness. All within the next 40 feet are subject to a widened *song of discord* (Will save, DC 20, negates).

The Ritual of Fury can be enacted in a single round as a full action once the number of accumulated deaths are sufficient to initiate it. The death of a minimum of 31 Hit Dice of creatures is required to initiate the ritual, and these souls can be accumulated for up to 13 rounds prior to initiating the ritual. For every three Hit Dice above 31 used to fuel the ritual, the spell energy cost is reduced by 1.

CHAPTER 6

Fist of the Shadow

Smoke from several tallow lamps hung thickly in the room, their flickering flames suffusing the dirty haze with an orange glow, casting long shadows across a broad table and the large figure that stood over it in studious introspection. On the table, a number of large maps, drawn in dark inks and stained with years of use, occupied the man's attention. The man was large and ugly—on closer inspection not human at all. The creature was a monster from dark nightmare with a bestial face marred by savagery and cruelty. Yet, when he looked up as a similar creature entered the dingy room, his eyes glittered with sharp intelligence, windows to a cold, calculating mind clinically severed from bestial instinct and raging emotion.

"What news?" Grial's voice, hard and sharp, was an instrument of precision and brutal directness, shaped on the same anvil as his eyes and mind.

The oruk flinched involuntarily as his leader spoke and lowered his eyes, incapable, despite his own ferocity, of meeting that chilling stare.

"The Flameaxe continues to make slow progress on the Burning Line, Lord."

Grial nodded acknowledgement with an almost imperceptible movement.

"And Jorg?"

"The Kinslayer, my Lord? He . . . he rages that his army is stripped for the benefit of the Exonerated, my Lord. And he pulls his troops back from Three Oaks."

Grial's expression did not change, but the air seemed to grow colder as his eyes continued their cool assessment.

"Is the Kinslayer's envoy still here, Luk?"

The hulking figure nodded in the shadows. "Yes, Lord."

"Very well. As Jorg likely cannot read, send him a message he will understand." Grial paused for a fraction of a second, enough time for a heartbeat. "Send him the envoy's head with my regards . . . his orders are to continue applying pressure on the Erunsil fortress. He

will work with Kulos, no matter the Exonerated's allegiances in the Dark Tower. I want Three Oaks destroyed by the Arc of Sennach."

Following this unusually long speech, Grial the Fey-Killer turned back to his maps.

The oruk captain, obviously dismissed, hesitated, his increasing nervousness ill fitting his brutish form. Grial did not look up from his perusal of the Gamaril River, marked on his map as a broad black line that wound deep into unknown territory denoted simply "forest."

"What is it, warrior? You have your orders."

"Aye Lord. It's just . . . our spy has returned from the Veradeen, my Lord."

The general looked up from his map and waited for his minion to continue.

He brings word of the Shunned Mother, Lord." The warrior swallowed in discomfort. "They plan to attack Silverthorn!"

Grial's face showed a flicker of emotion at last, darkening with the boundless anger that was the legacy of his people. "Very well," he drawled. "Send him in."

With a perfunctory wave of his hand, Grial dismissed the oruk and turned towards an intricate model on a smaller table in one corner of the darkening room. Speaking aloud, the Fey-Killer's anger had already transformed into brooding contemplation. "What madness is Hulgrut pursuing now? Or is this the hand of Ardherin?" Even the mighty Grial felt a shiver of dread at the thought of the Shadow's Sorcerer. "I fear to wonder: what tangled webs does the Demon Bane of Erethor weave here?"

All rules and game statistics in this chapter, including the names and mechanics of hazards, are designated as **Open Game Content**. Setting material, background text, and the names of NPCs are designated as closed content.

The conflict in the Carraheen is the last major battleground of the war against the Shadow. The dwarves in their isolated holdfasts are doomed and the Kingdom of Erenland is dead, with maggots picking over its corpse. Only the elven kingdom of Erethor stands in the way of Izrador's victory and even this last bastion may soon fall. Hordes of the dark god's favored, the orcs and oruks, assault a broad expanse of the ancient forest, battering away at the ever-dwindling defenses of the Witch Queen. The reek of death and the smoke of endless fires hang in the forest air. Foul creatures, twisted abominations, and vile demons stalk the scattered battlefields, destroying the weak and the unwary. Dark magic, charged by bloody sacrifice, leaches the very life out of the great forest. What used to be a land of unparalleled beauty and verdant life is now a charnel house. There is no question that those who come to Erethor will die; it is just a question of how long they can stave off the inevitable.

War is not limited to the eaves of eastern Erethor. In the Coldest Wood, the Erunsil engage in a conflict that has spanned the centuries. They have been the shield of the fey since the first rise of the Shadow in the First Age. Without their skill in battle, the hordes from the frozen wastes would have overwhelmed the elfkin long ago. In the fetid swamps and jungles of the Aruun, demons bound to Izrador hunt and are hunted by the Danisil. To the west, by the lost cities of the sea, the Miransil are plagued by sudden storms and monstrous creatures that wreck their ships and devour those that stray too far from shore. There are few refuges left in Erethor as the shadows deepen and threaten to engulf all.

The battle between the forces of the Shadow and the defenders of Erethor is not the only war being fought in the ancient green wood. Izrador's minions move in an elaborate and deadly game where power and influence are the prize. In a grim fortress hard on the polluted banks of the Felthera River, Grial the Fey-Killer orchestrates the Shadow's war in Erethor. Grial answers to the Shadow's Sword, the Night King, Jahzir, but is constantly distracted by the power plays and plots of the other Night Kings and the ambitious war chiefs and legates. To the south, in Cambrial, City of Death, the loyal followers of Sunulael raise a vast host of the living and the dead who will soon join the elven war in earnest. The Priest of Shadow and his zealous legates seek to grasp martial as well as ecclesiastical control in Izrador's dominion, intending to humiliate Grial and Jahzir by succeeding where the dark god's general has not. In the frozen north, the orcs of the Shunned Mother tribe move unknowingly to the behest of Ardherin's machinations. Like a black spider in its web, the Demon Bane of Erethor pulls the invisible threads of a thousand schemes and plots that embroil every facet of the Shadow's war. The fourth Night King, the monstrous dragon, Zardrix, is seemingly unaligned in the devious maneuverings of the Night Kings. The insane beast seeks more visceral entertainment and revels in the wanton destruction of

the forest, a raging holocaust born on shadowed wings, truly the fury of the Shadow unleashed.

Grial Fey— Killer's Army

Grial the Fey-Killer leads the largest army in the history of Eredane, a great destructive host of almost a quarter of a million troops. On his orders, orcs and goblinkin by the tens of thousands hack their way into a burning hell where every living thing is potentially deadly, pushing ever so slowly toward Caradul and the Witch Queen. They pay for their progress in seas of blood and excruciating pain, but what little they have gained is due largely to Grial's often-unorthodox strategies. Under the Fey-Killer's leadership, the armies of the Shadow have gained more ground in the past decade than in the 80 years prior.

To control such a host, Grial has divided it into four armies, one for each of his appointed lieutenants. To the north, in the dismal swampland forests of the Gamaril River, he has exiled Belark the Blackheart and his army for their failure to take the Caransil stronghold of Three Oaks. To Belark's south, trying to fight its way through the tangled forests of the Green March, is the army of Fraag Longtusk. Grial's two more dependable and loyal armies are responsible for the most important and brutal fighting along the Felthera River and the holocaust landscape of the Burning Line. The army of Kiah the Flame Axe is responsible for bringing war to the forests north of the river, and the horde of Jorg Kinslayer has the lands to the south, where the Fields of Ash and Blood give way to the daunting depths of the Darkening Wood. Grial retains a force of 10,000 loyal veterans to ensure his control and push those less than willing into the fighting.

A Tangled Web

From those outside, the hierarchy of the Shadow's armies appears simple and direct, like a dark spear thrusting into the heart of Erethor; from Izrador's General, the Night King Jahzir, through his army commanders to the individual war bands. Appearances are very deceptive. Rivalries and personal ambition run rife through the armies, the various orc tribes, and the Order of Shadow. Infighting and maneuvering for personal advantage is not limited to the lower ranks, but runs all the way up the hierarchy to the Night Kings. Higher up the chain of command, the infighting is less apparent but far more deadly. Wars of influence and power are fought through proxies and it is the foot soldiers of this war that pay the heaviest price.

Officially, the assault on the Carraheen is directed



from the dread fortress of Fachtendom that sits at the heart of the Plains of Ash and Blood, and is led by Jahzir's most trusted and brilliant general, Grial the Fey-Killer. Four great orc warchiefs serve Grial and lead the armies under his command. The Fey-Killer had no control over the selection of "his" warchiefs—they were chosen by powerful tribes and influential figures in the Northern Marches and Theros Obsidia. Each is a great warrior, competent and devoted to the destruction of the fey, but their loyalty to Grial and each other is suspect. The Fey-Killer is forced to play a calculated and dangerous game, balancing the four against each other and trying to determine who in his army is truly loyal to him.

Over the past 10 years, Grial's enemies have learned not to underestimate him. Those that have challenged his authority lie dead in the forests of Erethor or have returned to the frozen north in disgrace. The Fey-Killer is revered by his soldiers and most of the current commanders of the legions owe their positions to him. His success in the Caraheen has made him all but indispensable to the Night King Jahzir and there is no warchief amongst the Shadow's minions that could easily take his place. There are those who covet his exalted position, and still others, whose loyalties lie with Sunulael or Ardherin, who see removing Grial as the best means of weakening Jahzir's control over the Shadow's armies.

The most recent challenge to Grial comes from Kulos the Exonerated, the leader of a new offensive sponsored by Izrador's High Priest, Sunulael. Following orders that come directly from the dark tower, the Fey-Killer has been forced to divert troops to Kulos's army. The pragmatic orc has been meticulous in ensuring that Kulos gets only what the orders call for and not a soldier more. Of the several legions Grial has already sent to the Exonerated, all but one has recently been gutted on the Burning Line and lack any veteran troops, and the war bands that were sent to Kulos are recent arrivals from the most savage and uncontrollable tribes. Added to this mix are half a dozen legions of undead troops, warrior legates, and human mercenaries from Cambrial. Grial plans to watch with dark amusement as Kulos tries to form an effective army from this inexperienced and fractious lot.

Fachtendom

A day's hard march from the blood and flames of the Burning Line, where the Felthera River slowly turns to the east, there sits a grim fortress of unadorned grey stone. The fortress dominates an area where nature is still struggling to recover from its brutal rape. Patches of grass and a few low stunted trees are all that is left of what was once primordial forest. The fortress is built literally with and on the bones of the forest's defenders. The bleak citadel takes its name, Fachtendom—meaning "doom of the fey" in Orcish—from both the purpose of

its existence and to honor its commander, the great orc warchief, Grial the Fey-Killer.

Fachtendom is the headquarters of the Shadow's largest and most powerful army. From the fortress's sole tower, Grial controls an army of more than 230,000 orcs, goblin, mercenaries, and the most dangerous spawn of the northern breeding pits. His writ runs from the malarial and spirit-infested Druid Swamps in the south to the deadly mist drenched Gamaril River in the north. To support such a host, Grial controls vast herds and farms from the shores of the Ardune north to traitor-infested Baden's Bluff, and south through the grasslands of Al Kadif.

To the south of Fachtendom, a wide stone road cuts through the almost featureless plain of ash. The road, made from compacted cinder spoil and dust, echoes with the sound of thousands of orc boots, the clatter of a constant stream of supply wagons, and the protesting bellows of oxen, all heading toward a horizon etched in flames. On either side of the road are countless warehouses containing the army's supplies, smithies, and corrals for horses, wargs, and beasts of burden. Well clear of the road are the crude encampments of warbands recently returned from the fighting or fresh from the breeding grounds of the Northern Marches. On any given day, between 4,000 and 10,000 orcs may be camped on these desolate plains.

The fortress is held by Grial's own legion, the Iron Tusks. None enters without Grial's explicit approval, and even then, the supplicant must surrender his weapons at the gate. Grial has survived half a dozen assassination attempts from both orc and fey; he has numerous enemies and many would see an advantage if he were removed. Only the most trusted are allowed to see Grial without his Stone Ogre guards being present. Security is extremely tight with frequent patrols of the walls and the interior of the fortress. Along the walls, the crucified remains of those who have displeased the Fey-Killer are a grim reminder of the price of failure.

The interior of the fortress mirrors the organization and grim single mindedness of its master. Every room has a purpose and not a foot of space is wasted. Fachtendom's interior is stark, devoid of color or ornament. There are no war trophies or displays of weapons, only the obligatory holy symbols of Izrador, and even those are modestly displayed and few in number. The chief room of Grial's operations lies beneath the tower. In this chamber, detailed maps of the battlefronts cover the large table, and markers depicting warbands, legions and the fey defenders cover their surfaces. In the corners of the room, smaller tables appear to be dedicated to smaller portions of the war front. One holds an amazing model of the Caransil fortress of Three Oaks, with elevation of the surrounding escarpment accurately depicted along with possible routes of attack.

Rumors abound of what might be hidden beneath Fachtendom's stark façade. Many believe that there are deep tunnels leading to ancient ruins from before the Sundering. Others believe that there are vast prisons and

torture pits where Grial's legion sacrifice their fey and orc victims to Izrador and devour their flesh. What is known is that far more enter Fachtendom than leave, and the Iron Tusks appear to be very well fed.

The Gamaril River

The Gamaril River basin is a vast expanse of dense bogland forest and brooding marshlands dominated by the swiftly flowing river. The Gamaril is the lifeblood of the region, bringing the cold waters from the Veradeen south and east, rushing past elven villages that had stood for centuries before the first human set foot on Eredane. To the Lord Master of the Armies of the Shadow, the Night King Jahzir, the Gamaril front encompasses the entire western shore of the Pellurian Sea, centered on the delta at the mouth of the great river. Jahzir has more than 40,000 orcs attempting to circle around the elven defenses and strike at the elven capital of Caradul from the north. However, impassable terrain in the form of sucking bogs and dense forest, high wooded hills and the deep scar of the Tanglethorn Deeps, has presented an insurmountable obstacle to the Shadow's armies. Even holding their position has come at enormous cost. Vicious wildlife and poisonous plants, killing mists and fewer than 3,000 elves, have made the orcs pay a heavy price in blood for what little they've gained over the past two decades.

For the first 50 years of the Last Age, the Gamaril River remained firmly under elven control. The region was used to smuggle refugees and desperately needed supplies into the heartlands of the Caraheen, using hidden paths and streams that are still known only to the elfkin. In an attempt to close off the Gamaril River and the surrounding lands, Jahzir launched an offensive south from the orc city of Fallport. After almost 30 years of savage fighting, the orcs finally established control of the river delta. Since that time, the orcs have only expanded their influence some 15 miles from the river's banks, and a derisory 60 miles upriver. The rough and often marshy terrain, the distance from the main front along the Burning Line, and the difficulty of supplying its troops has hampered the local forces in their efforts to push deeper into the Caraheen. With Kulos the Exonerated's army gathering for the offensive in the south, pressure is mounting on Belark the Blackheart, the local orc warchief, to break through the indomitable terrain into the Heartlands and force the Witch Queen to divert defenders away from the central front.

The Shadow forces

At the mouth of the Gamaril River, a dark cancer is growing. The land, once fertile and dense with vegetation, has been scourged, the marks of axes and fire clearly evident. Near the forest's edge, great earth mounds form a near continuous wall, holding back the Gamaril's waters and providing protection from unseen

enemies. Within the earthen walls, thousands of orcs ready weapons and armor for forays into the swampy mire of eastern Erethor.

More than 40,000 orcs are gathered at the mouth of the Gamaril River, preventing the Caransil from using the great water course for resupply and forcing the Witch Queen to take scarce troops from the Burning Line to contain their army. Belark the Blackheart of the Dark Mother tribe is warchief of the Gamaril Host and Commander of the Legion of Clawed Might. Sent to this forgotten estuary mouth two years ago by Grial the Fey-Killer, Belark knows that he has been given a rare second chance to “redeem” himself after his failure to break the Caransil resistance at Three Oaks. That he survived Grial’s wrath at all is due solely to the political strength of the Dark Mother tribe, but he knows that should he fail the Fey-Killer again no manner of political influence will be enough to save him.

Belark’s army is built around his personal legion, the Legion of Clawed Might. The legion was badly mauled at the Battle of Three Oaks that saw Belark’s disgraced exile to the backwater hell hole of the Gamaril. Over half of the legion’s veteran warriors were lost in that five-day bloodbath, and while Belark has been able to restore the legion’s numbers over the past two years, he can not so quickly replace its fighting strength and blooded, experienced commanders. The Legion of Clawed Might now stands at almost 2,100 strong, made up of five war bands of 400 warriors.

In addition to his legion, Belark commands almost 50 orc war bands and several thousand goblin and human auxiliaries. Maintaining order is difficult, as most of his troops are fresh from the breeding lands in the Northern Marches and have no experience fighting the fey. Outside of his legion, Belark has few commanders that he can trust to carry out his orders. Several of the orc warchiefs want to wrest control of the army and the legion from him. The stronger oruks know Belark’s position is weak and they seek ways to discredit him with Grial. Belark is not a fool and he uses his offensive into Erethor to eliminate his rivals. He responds swiftly and with incredible brutality to direct threats to his authority.

Belark maintains a personal guard of 100 of his most loyal troops to protect him against attempted treachery from the loosely allied war bands that serve under his command. The wily warchief knows that his personal legion is the only thing keeping him alive, and while they are the best armed and armored troops, they rarely take a direct part in the fighting. The Blackheart tends to send forces from the tribal war bands into battle first; a tactic that has only deepened the animosity between the legion and the other orcs, and fueled their hatred for Belark.

When Belark took over the army, it was huddled around the fortresses at the mouth of the Gamaril River, controlling barely a five-mile radius from the river’s mouth. The Caransil had used their mobility and powerful river spirits to attack the army’s camp. The orcs had

learned to fear the sudden drops in the river’s level, knowing that a killing wall of water would soon course their way. To protect the main encampment, Belark has ordered a series of stone dams built, partially diverting the river’s flow. While the dams have at least temporarily stopped the attacks on the main encampment, they have made the surrounding area, already marshy, into a veritable morass.

Shadow Tactics

The Gamaril Front is isolated, caught between the hostile terrain of the northern Carraheen and the cold and unforgiving Pellurian Sea. There are no cities or farms to support the army. Food, weapons, and fresh soldiers to replace those lost to the butcher’s bill must travel along a hundred-mile gauntlet where death lurks between every tree. The Pellurian Sea offers no succor—its crashing grey waters hold only terror for the orcs and even more-able human sailors fear the corsairs who prowl the mist-wreathed coasts. The Pirate Princes have littered the mouth of the Gamaril with the wreckage of dozens of ships bearing supplies for the Shadow’s army, forcing the orcs to all but abandon the sea. In the past, when the orcs and their collaborators still tried to use the sea as a supply route, they built garrisons and watchtowers along the Pellurian coastline. Now these turn inland, watching the coast road that the orcs call the Gauntlet. Despite having nearly a third of his available force defending the supply route, Belark suffers great losses on the Gauntlet and barely enough supplies make it through to sustain his army. The remainder of his force mans the Gamaril fortresses, river dams, and the outposts farther upriver, leaving the Blackheart with precious little to push further into the forest.

The Shadow’s army has learned lessons in rivers of blood on how to fight on the Gamaril front. The elfkin have the advantage of mobility and picking when and where to fight. The orcs know the elves use the rivers and streams to move like ghosts across the battleground. Without this mobility, the orcs believe they would quickly crush the elven defenders. Recent raids have focused on blocking streams and pinpointing elven strongholds. Belark believes that he can eventually force a battle on his terms with a strong push up the Gamaril River.

When the orcs do mobilize, they raid in strength, with two or three war bands (900–1,500 orcs) moving together. The raiding parties bring heavy axes, ropes, and picks that allow them to build and mark stable paths through the mud and mire and to fell trees to block waterways and construct crude, temporary fortifications. When the ever-present mist and sea fog allow, the orcs try to keep a broad front. Once the raiding party comes under fire, half of the force attempts to keep the elves pinned down, while the rest of the orcs try to envelope the elven position. The orcs always maintain a rear guard, normally several hundred yards behind the main



raiding force. Not securing a quick retreat from the swampland woods is a quick way to die.

The River's fangs

The broad mouth of the Gamaril River is flanked by wide fields of mud, and beyond, reedy marshes that stretch to the willow groves of the Gamaril Woods. The mudflats are the consequence of great mounds of rock and earth built with the sweat and blood of Dornish slaves. Intended to damn the river, these have done little more than increase the flooding in the surrounding land and create a squelching morass that is all but impossible to traverse. Within this quagmire, reached by raised roads of broken rock and compacted soil, twin dark towers crown great jagged mounds of earth and roughhewn stone. The two fortresses sit on either side of the river, dark rivals for control of the Gamaril delta. Each citadel has a single gate whose dark opening frames a rust-coated portcullis, suggestive of a serpent's maw and bloodstained teeth. The orcs call these fortresses Rog Kral, or the River's Fangs. The Caransil call them Rilagral, meaning River's Death.

The fortresses are monuments to cruelty and suffering, monstrous grave markers for the thousands of slaves that hauled the massive stones of their walls. After years of back-breaking labor and countless deaths, the towers were finally completed. The slaves who died or were crippled went to feed the orc garrison and their

bones were ground into mortar. The river has not been kind to either fortress, wearing away at their foundations and forcing the orcs to constantly reinforce pilings and drag loose rock and earth to bolster the sagging walls.

From the spiked turrets of Rog Kral's twin towers, sentries peer through the mist for signs of the fey trying to slip down the river. Between the two, spanning the sluggish river by a series of stone pillars jutting from the murky water, chains of massive bronze links covered in verdigris and weed lurk beneath the water, waiting to tear the bottom out of any vessel that attempts to pass. A great clamouring host is gathered around the northern mound, the black armies of the Shadow on the Gamaril front. Across the river to the south, the second tower seems deserted, but great evil lurks within the twisted spire. The Shadow's legates have installed a pool of utter darkness, a dark mirror that slowly leaches the vitality from the region. From the tower's benighted depths, foul abominations are summoned by the legates' spells and unleashed upon the elves. The howls of these monstrosities echo across the marshland and on moonless nights even the orcs know fear.

Twins of Dark Spite

The River's Fangs are the heart of the Shadow's army on the western coast of the Pellurian Sea. The northern fortress is the stronghold of Belark the Blackheart, warchief of the armies on the Gamaril front. A city of tents and timber huts, housing armories and

storehouses, barracks and smithies, cluster around its base and seethes with an ever-moving sea of orcs, goblinkin, and their slaves. The din of the camp can be heard for miles, and its stench hangs about it as thick as the insects that swarm in the air. A seemingly constant stream of supply wagons flows back and forth past miserable pens where hundreds of slaves are kept inbetween their fruitless toiling to build paths through the mire. The broadest of these strikes north into the forest, the deadly Gauntlet Road that is the orcs' lifeline to Fallport, and while dangerous, is better than the cursed sea. A large dock juts into the estuary from this shantytown, strangely deserted but for a few light river craft and a hulking sea vessel that has long seen any use.

The southern fortress is home to Menethas and the legates of the Order of Shadow. Unlike its northern brother, the Southern Fang is eerily quiet. There are no supplicants or camp followers, only miles of mud and pools of stagnant water, as if life itself recoils from the darkness that emanates from the tower. Birds and insects so prevalent elsewhere in the delta are not to be found near the Southern Fang. On the rare days when the mist retreats, the nearest orc encampments that can be seen are miles distant, separated by the broad mudflats; even the orcs appear to dread the Southern Fang. The closest other structure is a rickety pier a mile west of the fortress hill.

The broken mound of earth and stone that supports the dark tower of the Southern Fang of Rog Kral is more than 900 feet long and 70 feet high. Its surface is pierced by the burned stumps of trees, jutting out at odd angles like ragged teeth. The rotting corpses of the orcs' enemies are impaled on these spits, headless and footless so they cannot rise as Fell. Mists permanently wreath this macabre hill, cloaking it in a cold damp shroud that with moss and mold make ascending its flanks a precarious business (Climb DC 20).

The Southern Fang protects a potent evil, a dark mirror that leaches the life from the delta to feed Izrador's voracious hunger for arcane power. This pooling darkness of the Shadow's spite is well defended by a garrison of orcs, human mercenaries, and a detachment of the feared Sword Brothers—deadly soldier legates who wield demon-bound blades. Thick walls, skilled and fanatic defenders, and two score legates are a formidable defense that the elves have yet to test, but mortal enemies are not the only denizens of the Southern Fang. From within its depths, the bestial cries of nightmare beasts rise into the night air, monstrous horrors called forth from Aryth's darkest depths at the legates' command.

The Bowels of the Serpent

Entrance to the Southern Fang is gained by a large portcullised gate, a sinister maw that waits at the end of a raised road of crushed stone leading from a rudimentary dock a mile distant. The inside of the artificial hill is riddled by dark warrens that are home to 200 orcs of

the Dead Mother tribe, although five times this number could easily occupy the space. These caves and tunnels are formed by unmortered stone and precariously overlapping slabs, held together by the weight of the stone and earth behind and above. Water is ever present, seeping up from the river and down through the cracks when it rains. When the earth becomes too sodden, the walls can burst in a shower of liquefied mud and crushing rock. Such occurrences and slippage from the river's constant attrition has created chaos in the already haphazard excavation. The periodic collapse of rooms and tunnels has required the orcs to dig new ones, and the lower levels of the fortress resemble little more than a wild warren, slick with running water and slippery mud.

The main passage winds up from a gatehouse manned by a fist of orcs, through the broken maze of the orc caves to the upper levels of the fortress where the human mercenaries dwell. On this level, the rooms are more finished, although many are still uninhabitable due to collapsed walls and sinking floors. Many chambers are fashioned from cut stone and boast wall hangings to provide warmth. The lighting is also better than in the lower levels, with guttering torches set in wall sconces and fireplaces in many of the rooms.

The dichotomy between the living quarters of orcs and men is no mistake or reflection of racial preferences. The legates of the Order of Shadow have purposefully placed their human hirelings above the orcs, a spiteful reminder of their dominance in this terrible place. The slight does not go unnoticed, and relations between the Dead Mother orcs and the legate's human mercenaries are far from good. Only fear of the legates and their lethal sword brethren keeps the orcs' animosity from breaking out into violent rage. The human mercenaries are wise enough to realize that their lives hang in the balance and are unusually restrained in their gloating and taunting.

Dead Mother Swamp Troopers, Orc rogue 2:

CR 2; hp 9; Init +2; Spd 30; AC 14; Base Atk: +1; Grp +3; Atks +3 melee (1d12+3, vardatch), +3 ranged (1d6+2, composite shortbow [+2 Str]); SA Sneak attack +1d6; SQ Orc traits, trapfinding, evasion; AL NE; SV Fort +1, Ref +5, Will +0; Str 14, Dex 15, Con 13, Int 12, Wis 10, Cha 6; *Skills*: Balance +4, Climb +6, Escape Artist +4, Hide +7, Jump +5, Listen +5, Move Silently +7, Search +4, Spot +5, Swim +6, Tumble +3; *Feats*: Alertness; *Possessions*: vardatch, composite shortbow [+2 Str], arrows (15), leather armour.

Winter Raven Company, male Dorn fighter 3:

CR 3; hp 21; Init +1; Spd 20; AC 19; Base Atk: +3; Grp +6; Atks +8 melee (1d10+3, bastard sword), +4 ranged (1d6+3, throwing axe); AL LE; SV Fort +6, Ref +1, Will +0; Str 17, Dex 12, Con 14, Int 11, Wis 10, Cha 8; *Skills*: Climb +0, Jump +0, Ride +4. Swim +6; *Feats*: Cleave, Diehard, Endurance, Power Attack, Weapon Focus (Bastard Sword); *Possessions*: bastard sword, banded mail, large steel shield, throwing axes (5).

No Hope

Although the orcs' living conditions are bad, the black hole that lies beneath the lowest cave is the epitome of appalling squalor and filth. At the base of the mound, close to where it meets the river, lies a fetid hole odorous with the stench of terrified bodies and fouled and stagnant water. The prison consists of broad, low caves squatting beneath the weight of rock, mud and evil above. A narrow passage leads to this dismal place from the orc warrens above, interrupted only by a guard post and a thick iron grille and gate that is the single route in and out. Water covers the floor to the depth of two feet but rises and falls with the height of the river. Prisoners are often found drowned, too weak to stand or push themselves back above the surface. Their anguished cries and weeping drift into the tunnels above, sweet music for the dark god's servants.

Black fang

Crowning the desolate carrion mound of the fortress is a tall tower built of black stone unlike the broken slabs of rock used to construct the hill. The tower is 100 feet high and has no windows or ornament of any kind save for its crenelated roof where grotesque gargoyles leer down into the swirling mists. The roof of the tower is peaked, covered with black slate and encompassed by a narrow walled walk accessed from a low door. A pair of guards is always present on this windy ledge, peering into the fog, looking for signs of elven attack. The only other entry into the tower is via the labyrinthine tunnels of the fortress mound. A single passageway leads to a broad stair that ends on the ground floor of the tower. The black-pillared antechamber at the top of the stair is dominated by a huge portal filled with carved wooden doors stained the color of blood. The panels of the doors depict scenes of the Shadow's eventual triumph over the fey and are guarded at all times by a pair of grim-faced sword brethren, who set fear in even the orcs' stony hearts. Strange pits and gouges that mark the passage of massive clawed beasts mar the marble slabs of the stairs and the antechamber.

Sword Brethren, male Erenlander fighter 3/legate 3/sword brother 1*: CR 7; hp 34 ; Init +3; Spd 30; AC 17; Base Atk: +6; Atks +13/+8 melee (1d8+2, Black blade), +9/+4 (1d8, longbow); SA spells; SQ Black blade, eyes of Izrador, fluid style, sense the flow, vow of blood; AL NE; SV Fort +6, Ref +7, Will +7: Str 12, Dex 16, Con 10, Int 14, Wis 13, Cha 8; *Skills*: Balance +8, Climb +6, Concentration +6, Handle Animal +5, Jump +8, Knowledge (religion) +9, Ride +9, Spellcraft +8, Swim +7, Tumble +10; *Feats*: Acrobatic, Combat Reflexes, Dodge, Lightning Reflexes, Mobility, Spring Attack, Weapon Focus (Longsword); *Spells Prepared*: (4/3+1/1+1/); base DC = 11 + spell level; domains: destruction and war): 0—*detect magic, detect poison, guidance, read magic, resistance*; 1st—*cause fear, deathwatch, inflict light wounds**, shield of faith*; 2nd—*death knell, shatter***; *Possessions*: Black blade,

longbow, arrows (20), mithral chainshirt.

* The sword brother prestige class is described in *Forge of Shadow*. It is also available on the Web at www.fantasyflightgames.com.

**Indicates domain spells.

The black tower of the Southern Fang is home to a Temple of Shadow and its *zordrafin corith*. On either side of the entry hall are guardrooms that house human mercenaries and more of the dread sword brethren. The horned symbol of Izrador decorates every available surface: bronzed reliefs hang on doors and pillars and blood red tapestries emblazoned with the symbol in black line the walls. Tall braziers, sculptured to represent the twisted forms of elf maids holding aloft their own butchered hearts, burn with baleful red flames, washing the interior of the tower in a visceral glow.

The vast majority of the tower's lower levels are occupied by the temple; other rooms accommodating the quarters of the legates and the sword brethren are arranged around its sides and on the higher levels, accessed by curving stairs of polished red stone. On the highest level, religious texts, local records, and weapons and other items recovered from the fey are kept in locked strongrooms to which only Menethas has the keys.

River's Fang Legates, female or male Erenlander legate 5: CR 5; hp 27; Init +0; Spd 20 ft.; AC 18, touch 10, flatfooted 18; Base Atk: +3; Atks +6 melee (1d8+2, long sword), +3 ranged (1d6, short bow); SA Spells; SQ Astirax companion; AL NE; SV Fort +5, Ref +0, Will +7: Str 14, Dex 10, Con 13, Int 12, Wis 16, Cha 10; *Skills*: Concentration +12(+15), Profession (any)+7, Knowledge (arcana) +2, Knowledge (religion) +8, Spellcraft +8; *Feats*: Combat Casting, Skill Focus (Concentration), Spell Focus (Necromancy), Weapon Focus (longsword); *Spells Prepared*: (5/4+1/3+1/2+1; base DC = 13 + spell level; domains: destruction and war): 0—*detect magic, detect poison, guidance, read magic, resistance*; 1st—*bane, cause fear**, cure light wounds**, magic weapon*, shield of faith*; 2nd—*bull's strength, death knell**, hold person, spiritual weapon**; 3rd—*contagion*(**), dispel magic, prayer*; *Possessions*: longsword, shortbow, arrows (10), splint mail, large steel shield.

* Indicates domain spells

** Necromancy spell; the base save DC for these spells, where applicable, is 14 + spell level.

River's Fang Initiates, female or male Erenlander legate 1: CR 1; hp 5 ; Init -1; Spd 20 ft.; AC 18, touch 10, flatfooted 18; Base Atk: +0; Atks +3 melee (1d8+2, longsword), +0 ranged (1d6, shortbow); SA Spells; SQ Astirax companion; AL NE; SV Fort +3, Ref -1, Will +4: Str 14, Dex 10, Con 13, Int 12, Wis 15, Cha 10; *Skills*: Concentration +5(+9), Profession (any)+6, Knowledge (religion) +4, Spellcraft +2; *Feats*: Combat Casting, Spell Focus (Necromancy), Weapon Focus (Long sword); *Spells Prepared*: (5/4+1/3+1/2+1; base DC = 12 + spell level; domains: destruction and war): 0—*detect magic, detect poison, guidance, read*

*magic, resistance; 1st—cause fear***, *cure light wounds, magic weapon**; *Possessions*: long sword, short bow, arrows (10), splint mail.

* Indicates domain spells

** Necromancy spell; the base save DC for these spells, where applicable, is 13 + spell level.

These young men and women are apprentice legates, devoted to the worship of Izrador. They will do anything they can to hinder a party and will instantly raise the alarm if they see unfamiliar armed men in the tower.

The temple itself is a church of brooding evil. Its vaulted ceiling, supported by odd-shaped pillars carved with the abominable forms of demons and beasts, stretches off into darkness. A circular depression lined with slick black stone dominates the center space, its bottom reached by two curving flights of shallow steps. At the heart of the depression, a font of ebon darkness radiates palpable menace and a chilling cold that sucks greedily at a body's heat. An altar of glistening, bloodstained stone stands before this black mirror, slick with its last victim's vital liquids and condensation that drips constantly in the chill air. Coiled in the darkness under the font is a monstrous guardian, a massive demonic snake with a vaguely human head and two scaled arms ending in razor sharp claws. The guardian is well accustomed to the darkness and can slide through the water that pools in the depression quickly and quietly. It has served the dark god for centuries and in that time it has learned how to wield some of the enormous power in the mirror.

Guardian of the Mirror, Spirit Naga: hp 76, see MM.

Just to the north of the depression, a circle of runes is etched into the floor, surrounded by iron chains and shackles attached to the floor by heavy brackets. The shackles and the floor are caked in dried blood. On moonless nights, Menethas summons abominations to hunt the fey and pays their price in blood and souls. On such nights, the night air is rent by demonic howls and the doors to the fortress lay open and unguarded as none care to risk the passage of these beasts.

Menethas: hp 86; see Chapter 8.

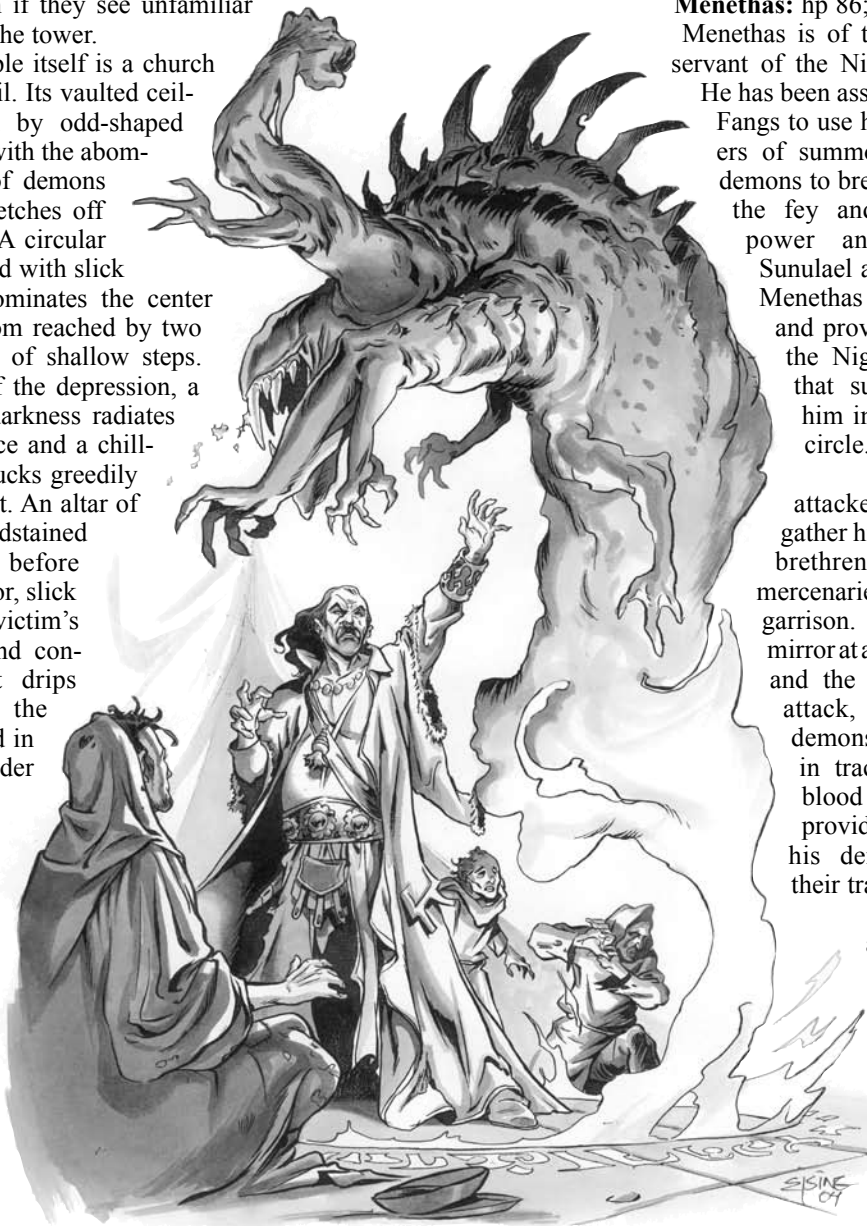
Menethas is of the Devout, a loyal servant of the Night King Sunulael.

He has been assigned to the River's Fangs to use his formidable powers of summoning to call forth demons to break the resistance of the fey and demonstrate the power and supremacy of Sunulael and Theros Obsidia. Menethas is driven to succeed and prove his worthiness to the Night King, believing that success will elevate him into Sunulael's inner circle.

If the temple is attacked, Menethas will gather his legates and sword brethren, sending human mercenaries to rouse the orc garrison. He will protect the mirror at all costs. If Menethas and the mirror survive the attack, he will summon demons specially trained in tracking and use any blood the party spills to provide a scent to loose his demonic hounds on their trail.

Forty-two legates and nine sword brethren serve Menethas. His second in command is a Dorn called Dorgan, a sour-faced soldier legate whom

Menethas dislikes and distrusts. The corpulent legate takes every opportunity to humiliate his lieutenant in front of the novitiates and sword brethren, as he knows this particularly angers the Dorn. For his part, Dorgan regards his soft superior with contempt and hate but harbours secret plans so keeps his distaste carefully concealed.



Dorgan, male Dorn legate 10: CR 10; Medium Humanoid (6 ft. 7 in. tall); HD 10d8; hp 45; Init -2; Spd 20 ft.; AC 16, touch 8, flatfooted 16; Base Atk +7; Grp +9; Atk +11 melee (1d8+2, vein blade) or +5 ranged (1d6, masterwork shortbow); Full Atk +11/+6 melee (1d8+2, vein blade) or +5/+0 ranged (1d6, shortbow); SA Rebuke undead, spells; SQ Astirax companion, Dorn racial traits, literate; AL LE; SV Fort +7, Ref +1, Will +10; Str 14, Dex 6, Con 10, Int 14, Wis 16, Cha 14.

Skills: Concentration +14(+18), Heal +15, Knowledge (Arcana) +16, Knowledge (Undead) +16, Knowledge (Nature) +6, Sense Motive +18, Spellcraft +16, Survival +4

Feats: Combat Expertise, Improved Disarm, Improved Trip, Spell Focus (Conjuration), Spell Focus (Divination).

Languages: Black Tongue, High Elven, Orcish, Norther, Erenlander.

Spells Prepared: (6/5+1/5+1/4+1/3+1/2+1; base DC = 13 + spell level; domains: evil and magic): 0—*detect magic, detect poison, guidance, read magic, resistance*; 1st—*cause fear, command, divine favour, protection from good**, *sanctuary, shield of faith*; 2nd—*augury***, *bull's strength, death knell, identify(*)***, *inflict moderate wounds****, *zone of truth***; 3rd—*bestow curse, dispel magic**, *prayer****, *speak with plants***, *water walk*; 4th—*discern lies***, *divination***, *restoration****, *unholy blight*; 5th—*commune***, *scrying***, *spell resistance**.

* Indicates domain spells

** Divination spell; the base save DC for these spells, where applicable, is 14+ spell level.

*** Conjuration spell; the base save DC for these spells, where applicable, is 14 + spell level.

Possessions: vein blade (+2 longsword of wounding), shortbow, arrows (10), masterwork splint mail, masterwork large steel shield, *ring of mind shielding*, *crystal ball with telepathy*.

Appearance and Personality: The sound of an uneven shuffle echoes down the shadowed halls. A looming figure adorned in exquisite deep purple robes that sweep across the ebon marble floor approaches you with a hobble that distracts from his air of power and authority. Hateful eyes peer into your very soul as you realize the figure has spotted your wandering gaze. It could be the last mistake you ever make...

Dorgan is typical of his race, tall, broad shouldered, with long yellow hair kept carefully braided. Dorgan was a soldier legate in Highwall until he lost much of his left leg after a ravaging beast escaped from the spawning pits. He wears long robes to cover his infirmity and reacts harshly to those who stare or comment on his slow shuffling walk. Dorgan still carries his magical longsword and in close quarters is still very deadly.

Dorgan is secretly a member of the Cabal and has been sent to the River's Fangs by his superiors to watch over Menethas and limit the Devout's influence in the region. He doesn't have Menethas' skill with summon-

Vipers Coiling in a Blackheart

A pale sliver of the moon casts its feeble light on hard-packed earth. The sound of steel weapons being sharpened sings in the night air. In the distance, large earthen walls are just barely visible. Hundreds, maybe thousands, of dim shapes move along the wall. Closer at hand, the huge, squat shape of the northern river fortress dominates the night. As the clouds part, four figures are clearly illuminated staring with unconcealed hatred at the fortress. The four; one massive oruk and three large orcs, all have a clenched fist painted on their armor. The oruk scans the area to ensure they are alone before speaking.

"Belark is weak and has us fight as if we too were weak. He has us building walls and throwing rocks into the river and for what? To keep the fey from attacking! Belark wastes our strength. He knows that Grial will kill him if he fails, so there he sits, afraid to strike. If I commanded, I'd crush the fey and drive into the Demon Wood, gutting their villages and feasting on elf-flesh as I went."

A low growling noise comes from the oruk and he spits toward the fortress before speaking. "He cowers in that fortress protected by his legion while he sends us out in handfuls to die. Gerack spoke too plainly against him and now lies dead amongst those cursed trees. A single war band is not enough. If Gerack had gone with twenty war bands and the legion, he would have cut a bloody swath through the fey. We die for nothing!"

As the oruk pauses, one of the orcs turns to address him. "We don't have enough strength to move against him. Almost half the war bands are fresh from the north and are allied to his tribe. Of the war bands that remain, too many would watch as you and Belark bleed each other and then move against the victor. Our brothers in the south say the dark kings are going to move against the fey with a great host. Belark will have to move then. When he does, let him have the glory of the first assault. If his support is late in coming, it will just give him more opportunity for glory. Once the fey have weakened him, then we should move."

The oruk grunts his assent, spits once more toward the fortress, and stalks back into the darkness.

The Shadow's Host

The hardened bones of the Shadow's armies are the legions, giving the armies structure and strength. The raging, undisciplined hordes of the tribal war bands are the muscle, bound to order by the more disciplined but no less ferocious legions. The greatest of the orc tribes form one or more legions of their best warriors to fight for the dark god. These warriors are better trained, better equipped, and better led than a standard orc war band. They are the elite of the Shadow's army and are the equal of any organized force of man or fey. The legions follow their instructions to the letter and know the penalties for those who do not. Their discipline is unyielding, enforced by the lash and flaming brand, and this iron will is what makes them so feared. They do not run screaming at their enemy, heedless of maintaining ranks and securing their flanks, but instead combine their natural ferocity and brutal strength with cunning tactics and well thought out plans.

The legions vary in size dependent on the tribe that supplies them and the missions for which they have been formed. The basic fighting unit of the orc armies is a "fist," 20 troops led by an experienced sergeant. Anywhere from five to 20 fists make up a war band. Most legions have five war bands augmented with goblin auxiliaries. Goblins act as petty laborers, scouts, and even provide cavalry support in the form of ferocious worg riders. Warrior legates or members of the tribe's *kurasatch udareen* may also augment the legions, and these figures often take command of a number of fists, or even a legion.

The tribal war bands are far less organized and poorer equipped than legions. Armor and weapons are a haphazard assortment of what is left over after the professional soldiers have taken the best their smiths can make, and captured equipment taken in bloody conquest. The strongest warriors claim the best armor and weapons and gather warriors to fight with them. While the less disciplined warriors of the tribal war bands are fearsome fighters and possessed of as much strength and ferocity as the legionnaires, it is in the heat of battle that the difference between the two groups becomes clear. Once battle is joined, keeping control of

ing and is patiently trying to pry that knowledge from him; desire for Menethas' lore has so far prevented Dorgan from moving against the older legate, but his patience is wearing thin. He frequently wonders whether he could get away with a blatant assassination, protected by the remoteness of the marshy backwater. Dorgan is a powerful diviner; using a crystal ball acquired from Highwall, he daily consults his superiors and communicates with them in secret places away from the prying eyes of the Devout. As of late, his divinations have revealed nothing to him about his predicament with Menethas. No doubt, at the first sign of a clear revelation he will strike down his hated adversary and usurp control for himself.

Adventure Hooks

The dark mirror's effects are draining the vitality and arcane energy of the surrounding lands, limiting the fey's ability to use magic in its defense. Deliantra, the leader of the defense in the Gamaril Woods, approaches the party to undertake a mission that will probably cost them their lives. The mirror must be destroyed. The mirror's destruction would temporarily cripple Belark's army, at least, and allow the Caransil to inflict a major defeat on the Shadow.

One of Aradil's avatars, a very powerful druid, was captured and is being held in the Southern Fang awaiting sacrifice. Rescuing her would be a boon to morale and return a powerful channeler to assist in the forest's defense.

Elven Forces

The Gamaril River is an ancient fey homeland with a long tradition of fighting the Shadow. Warriors from this bogland region stood with the Witch Queen at the Battle of Three Kingdoms, and fought with the Dorns near Cale and Nalford at the end of the Second Age. Outside of the Veradeen, the Gamaril forest suffered the most harm during the wars of the First and Second Age. When the Fortress Wall collapsed at the end of the Third Age, the Caransil of the Gamaril stood ready at Althorin and along the fringes of Dornish lands. For a hundred years, these fey have fought alone against the Shadow. A century of warfare has taken its toll: Only 3,000 elven fighters remain. Deliantra, a powerful warrior mage and an Avatar of the Witch Queen, leads the elfkin defense of the marsh-locked woods.

Elven Tactics

The Witch Queen uses the Pellurian front to bleed the Shadow's armies and divert war bands and supplies from the main focus of the Shadow's offensive along the

Burning Line. She knows that Grial does the same to her. However, to date the orcs have come off far worse than the Caransil. Not quite 3,000 elfkin fight the war in the marshland forests of the Caraheen, yet they and the land itself have held the orcs at bay for almost a century, despite being outnumbered 13 to one.

The Caransil defenders focus on keeping the Shadow's forces preoccupied on the Gamaril River, to draw their attention away from the ruins of Althorin and the supplies and refugees that pass through it on their way into the heart of Erethor. The defenders also have to prevent the orcs from discovering the paths that lead through the hills of the Northern Caraheen to the Sky Bridge. This is the only easy route across the river and the treacherous terrain of the eastern forest. If the Shadow's armies were ever to discover this secret way, the Heartlands and Caradul would lie open to their attack. Such an outcome would be disastrous for the fey and they guard this route most vigorously. The fallen tree that bridges the Gamaril Gorge is also well guarded, and a sept of channelers is stationed there, ready to destroy the bridge if the orcs ever find it.

The Caransil commander, Deliantra, has divided her small army into three groups. In the north, the Erunsil wildlander Talistin attacks the orc supply caravans as they travel along the Gauntlet, destroying or capturing what he can and avoiding the heavy orc patrols from the garrison towers along the coast. The orcs call Talistin the Ghost Fey, as he appears and disappears seemingly at will.

Deliantra commands the fey along the Gamaril, preventing Belark's army from pushing farther upriver where a few Caransil villages are still occupied scant distance from the river's edge. Deliantra works with Danisil demon-hunters to track and destroy the monsters summoned by Menethas's dark magic and Erunsil wildlanders who guard the path to Sky Bridge.

In the south, Alisana, a young and daring warrior mage, attacks orc patrols and encampments in the delta. The dire weasels that live in the willow woods often accompany her on these raids and their combined tactics wreak havoc in the orcish ranks.

The fey use every advantage offered by the terrain, with which most of the warriors personally have more than a century of experience. The elfkin use flat-bottomed boats that blend perfectly into the surrounding forest and allow quick travel on the many small streams that crisscross the marshlands. The trees and tall reeds provide excellent cover, and the fey even seem able to see in the thick mists and sea fogs that drift through the eerie woods. Like maddening ghosts, they attack with terrifying swiftness then quickly fade into the mist or the close shadowy trees, only to attack again from a different direction moments later. The orcs, even after half a century of fighting in this murderous terrain, seem unable to adapt to or cope with the elven tactics; time and again they take the bait, raging after the vanishing elfkin only to find themselves sinking into the treacherous bogs and sucking mud.

a tribal war band is exceedingly difficult. The orcs fight for personal glory and individual kills. The savagery of the tribal war bands makes them useful as shock troops, but their ability to keep to an objective is limited. Tribal war bands vary widely in size, anywhere from 200 to 600 troops.

The Ruins of Althorin

Where the majestic trees of Erethor reach the rocky coastline of the Pellurian Sea, the charred ruins of a once-great city lie broken and seemingly abandoned. Althorin, whose great wharves and elegant stone buildings mimicked the strength and beauty of the forest, is now a desolate ruin of slagged stone. Time has seemingly passed Althorin by and left its final destruction to the inexorable force of nature. In the Last Age, appearances can be deceptive. Beneath its scarred and derelict façade, the city is alive and playing a vital role in the fey resistance. Under the eyes of the Shadow, Althorin secretly keeps the lifeline of supplies and information flowing to the besieged fey nation.

Althorin was one of the two great Caransil trading cities. With Eisin in the south, these two most prominent fey cities were targets of the Shadow's wrath at the end of the Third Age. In the third year of the Last Age, Althorin was attacked by an orc and oruk strike group, led by the dragon Amorktia. The fighting was savage, as the Caransil were loath to lose their jewel on the Pellurian Sea. While the elves were able to cut off the orc army and make the city a killing ground, Amorktia was almost unstoppable and her breath melted both rock and flesh. Knowing their city was lost; the defenders laid a final trap for the dragon. Offering up most of the remaining defenders as a target for the dragon's rage, the Caransil were able to lure Amorktia close enough for the fey to concentrate their attack and bring the great beast down. The final fighting leveled what was left of the city and killed many of the defenders, but those few Caransil that could walk away made sure that Amorktia's body and those of their brethren could never be used by Shadow.

With the apparent destruction of Althorin, the Shadow turned its attention south to Eisin and the assault toward Caradul. As the Shadow's eye moved, the Caransil quietly crept back into the ruins. Old vaults and storerooms were restored and the city once again became the hub of what little trade flows between the free people of Eredane.

In the twilight years of the first century of the Last Age, the Caransil are cautious and have taken great care to disguise their activities. Above ground, the buildings have remained untouched and the port appears to be unusable by any ship larger than a small fishing boat. Taking a lesson from their dwarven brethren, the Caransil have moved underground. There, they run a



small armory and store supplies for the local patrols. Refugees fleeing into Erethor from the Northlands often enter the great forest through Althorin.

The ruined city is home to just over 200 fey. The seeress Mishalla guides Althorin's defenders. Her uncanny ability to predict orc patrols has ensured the safety of her people and the vital cargoes entering the city. Mishalla is ably assisted by the dour Alashal, an acid-scarred veteran of the fight against Amorktia. No one knows the city or the surrounding forest better than Alashal. That she occasionally speaks as if the city was never destroyed and her former companions are still alive is easily forgiven by those who see the damage done to her by the Shadow. In addition to Alashal, Mishalla relies on the advice of Torin, a Dornish warrior loyal to Prince Norfall. Torin has a small and very swift ship hidden in the ruined harbor. He and his crew are the elves' liaison with the Norfalls.

The Green March

To the south of the mist drenched Gamaril delta and east of the vital Felthera River lies an area of dense forest, jutting hills, and treacherous ravines. This area of old growth forest called the Green March was never heavily populated by man or fey and has remained virtually unchanged for centuries. With the Shadow's victory

at the end of the Third Age, human refugees fled into these hills, seeking to build a new life away from the darkness spreading over southern Erenland. The refugees had to endure unpredictable and often savage weather, dangerous predators, and lack of food; thousands died. Many became so desperate they turned on their fellow refugees, stealing what little they had and selling their victims to goblin slavers.

As the Shadow's armies destroyed the trading city of Eisin and turned the eastern Caraheen to ash, the Caransil who lived amongst the towering homewood trees were forced north and west. The Green March proved to be poor refuge. The forested hills had none of the richness of the *maudrial* woods; no hidden groves of fruit bearing trees, no well-watered glades to raise crops, and scarce game due to the large population of predators. Still, the forest could not be abandoned to the Shadow. Villages, little more than fortified camps, were built in sheltered valleys on the southern edges of the Green Hills. Alliances were formed with the great packs of wolves and the mighty cave bears. However, even with such allies, staying alive is a struggle and the armies of the Shadow allow no rest.

Caught between the two armies are 25,000 human refugees who have tried to find safe haven in the isolated glades of the March. They have learned that there is no escape from the war, as slavers, orc patrols, and human mercenaries prey on the weak and attack their villages. Most of the human settlements along the fringe

of the Green March have already been destroyed and their people enslaved. Only in the central and northern portions of the March are there still camps and villages free from the Shadow. These communities live in constant fear, and strangers are seldom welcome.

Shadow Forces

Death has come to the Green March in the form of an army of orcs, goblinkin, and worgs. The hills echo with the sound of worg packs on the hunt and steel on steel, as desperate human refugees and the few Caransil defenders try to save their homes and protect their people. The isolated glades are now battlegrounds littered with bodies of man and beast. What was once a place of refuge has become a trap, offering little hope of escape.

Almost 45,000 orcs, goblinkin, and worgs roam the Green March. This army is commanded by Fraag Longtusk, an old veteran of fighting in Erethor's green hell. Fraag's army, spearheaded by his legion, the Blood Wolves, has captured hundreds of human refugees and forced the hated Caransil to abandon much of the Green March east of the prominent crag known as the Giant's Face. Fraag seeks glory and the favor of Grial the Fey-Killer. He is relentless in his pursuit of the fey and the human refugees and takes great risks for the promise of great victories.

Longtusk's army is built from the leftover soldiers not conscripted into the great armies fighting farther south. Almost a third of his force is made up of goblinkin—some excellent trackers and scavengers, but most only useful when they can bring large numbers to bear. A small clan of ogres and a handful of trolls, who are of no use on the Burning Line, allow him to punch through most resistance, but the real strength of Longtusk's army is his legion. Almost 1,800 strong, the orc legion is complemented by 800 ferocious worgs. These massive lupine beasts march with the army, acting as scouts and shock troops. The worgs' unearthly howls bring panic and foretell a bloody death. The mortal enemies of the worgs are the gray wolves and cave bears that call the Caransil their allies and the Green March their home.

Fraag has built a temporary stronghold around the captured human village of Hazelthorn. This once-peaceful glade has been savagely expanded by axe and flame. A rough palisade, created from the sharpened boles of the felled trees, surrounds the camp; beyond, stake-lined pits create a deadly approach. Security is lax, as Fraag is arrogant and unconcerned about attack, given his easy subdual of the humans. Several other similar fortifications lie scattered through the forest, marking his army's progress. Unlike Belark's army in the north, Fraag does not hunker down behind walls. He sends his army on long patrols through the hills seeking ways around the Caransil defenders. There is no clear front line between the two forces, as the orcs don't want territory—they seek only blood.

Shadow Tactics

The Green March is an isolated front in the war between the orcs and the fey; the Shadow's victory will not be won in these hills. Like the fighting along the Gamaril River, the goal is to force the fey to divert scarce troops to prevent the orcs from bypassing their defenses on the Felthera River. Fraag is given what little resources are left over from the massive armies to the south and is forced to forage for the rest. Success will bring glory and control of thousands of miles of the eastern Caraheen. Failure costs the Shadow little other than the life of Fraag and his warriors—an inconsequential price as there will always be more troops and ambitious commanders to take their place. The orc warchief is no fool and understands this simple truth only too well.

Longtusk has three main objectives. The first and most important is to push the Caransil farther west and find a way to sweep around the elven defenses along the Burning Line. His second objective is to cleanse the woods of human refugees—orc fodder and slaves—and those humans who would aid the fey. His final objective is to prevent the fey from using the Green March to move spies and assassins into Eredane. Besides the mires of the Druid's Swamp, the Green March is the only land route to southern Eredane left open to the Caransil. The Night King Jahzir wants to close off any contact the fey have with the increasingly feeble resistance in the human lands.

Due to its craggy bluffs and dense forests, the Green March is no place for grand tactics. Worgs and goblins sniff out a trail and act as flankers for the orc war bands. Depending on terrain, anywhere between one and five war bands hunt together. If the Caransil or humans stand to fight, Fraag can bring up his legion and the trolls to break through their defenses. Longtusk believes in the old ways: get in close, whatever the cost, and revel in the feel of hot blood and the music of steel and screams.

Elven Forces

The Caransil in the Green March are all that remain of the Arilanda clan of Eisin. Before the final battle at the end of the Third Age, Eoatin, Lord of the Arilanda could raise an army of almost 9,000 warriors, but a century of battle has decimated his forces. In the Last Age, Eoatin can count only 3,000 warriors from his clan and 300 humans who have proven their loyalty to Erethor. Four packs of dire wolves and 90 dire bears help keep the orcs from overrunning the hills. Eoatin knows that his clan, like their former city of Eisin, will eventually be ground to dust beneath the boot of the Shadow's armies, but he plans to make the despoiling hordes pay dearly for each and every one of his warriors.

Elven Tactics

Eoatin fights a war that is very different from the skirmishes waged along the Gamaril River and the Burning Line. There are very few elven villages to defend, and the ones that remain can be quickly evacuated given enough warning. This freedom from having to augment the defenses of fixed locations allows Eoatin to pick and chose his battlegrounds. The only thing he must do is to prevent Fraag's army from circling behind the Caransil defenses on the Burning Line. If the Longtusk's forces were to get past him, there is no reserve Eoatin can draw upon, and his brethren in the smoke-filled forests to the south would be trapped between the flames and Fraag's army. Another problem Eoatin faces is the human refugees, who are being pushed north and west by the orcs. While extra swords and bows are much needed, he has found most of the refugees to be untrustworthy and an unbearable drain on his already dwindling resources.

Over the past two years, Eoatin has focused his attacks on eliminating Fraag's worgs. The monstrous wolves are the most dangerous threat to his army. In numbers, they are a match for the dire wolves and their speed and ferocity can quickly decimate a Caransil patrol. To assuage two of his problems, Eoatin has tried to keep the human refugees on the northern side of the Green March and away from the Caransil settlements. He has no use for this rugged territory, and if the humans draw more orcs to the north, it makes his fight easier.

The Caransil patrols are a mix of wolves and fey. They stay close to the enemy war bands but hidden from view, and use their magic, speed, and stealth to harass the orcs' flanks. Using false trails and minor illusions, the elves draw the worgs away from their war bands and then attack. An attack lasts only minutes and then the Caransil and their allies flee. If the orcs pursue, they allow the war bands to become dispersed by the terrain before turning and attacking again. The Caransil have the advantage of mobility and long familiarity with the rugged land and use these strengths to great effect. Hand-to-hand combat with the physically superior orcs and ogres is avoided at all costs.

Refugee forces

Very few of the human refugee groups work together. Fear of betrayal and competition for resources has divided the humans and made it easier for Fraag's army to overrun their villages. If the various human refugee groups cooperated and were adequately supplied, they could muster nearly 3,000 warriors. However, there is little cooperation, so most villages fight and die alone, easily destroyed by a single orc war band. Only in the north, along the Pellurian coast, is there any organization amongst the villages. A group of six villages stand together with arms taken from the orcs or smuggled to them by the Pirate Princes. These villages can field 700 lightly armored but well-armed warriors who call themselves the Green Men and are commanded by a charismatic Erenlander called Green Bronal. The desperate men and women who live under Bronal's banner have fought in a number of skirmishes with Fraag's ranging patrols but have yet to face the orcs in number. The villagers raise Dornish wolfhounds to aid them in combat and give them warning of approaching foes.

The Giant's Face

Where the Green March stops its southern march and the land begins its slow decline to the east, one hill stands out amongst its peers—a great stone finger thrust up from a canopy of oaks and elms. Centuries of driving rain and

winter ice have eaten into the rock and carved it like a sculptor's knife. Looking at the hill from the south gives the impression of gazing at the face of some giant of old venting his wrath at those who dared disturb his slumber. The Giant's Face has become a well-known landmark for both orc and fey.

The orcs have learned to avoid the Giant's Face due to the size and ferocity of the creatures who dwell there. All animals in the area appear larger and stronger than normal and many of the great dire bears that fight with the Caransil lair near the glowering hill. The Caransil use the Giant's Face as a safe haven and as a lookout post to watch the movements of Fraag's army. The hill has a number of concealed caves and handholds to assist in climbing up its face. Eoatin normally keeps



a patrol of 20 to 40 warriors atop the hill to monitor the orcs movements, with kestrels and hawks on hand to carry messages back to the elven lord.

Dern's Hold

Dern's Hold is a squalid little village on the eastern edge of the Green March. The village huddles below a small palisade on a treeless hill. Once well tended fields are starting to show signs of neglect and the villagers move under a cloud of dread. The town is named after its leader, Dern Halfhand. This vicious Erenlander is amongst the worst of the human scum working with Fraag Longtusk's army—a slaver and a sadist who takes great pleasure in torturing his captives, especially those who have little value as slaves.

Dern's Hold was formerly an isolated farm village that thought itself safe from the war. The mercenary, Dern Halfhand, and two dozen of his followers came to the settlement a little over a year ago, killing any who tried to oppose them and enslaving the rest. Working with goblin slavers and scouts of Fraag Longtusk's army, Dern has attacked every human village within 40 miles, intending to clear the eastern Green March of all human refugees and Caransil spies.

On the hill's summit, Dern has claimed the village moot hall as his fortress—the eponymous hold. The surrounding woods have been cleared to make it harder for the elfkin to approach unseen and to provide timber for the stout, slave-built palisade that crowns the hill.

The village and palisade offer a chance to infiltrate a mercenary band, spy on Fraag Longtusk's army, and potentially free a large number of slaves. Dern is seeking additional warriors to extend his control over the hills. A well-armed party without fey will be not be attacked on first sight and will be allowed to approach the settlement. If there are fey in the party, Dern will still allow the party to approach and then try to ambush them in the village. Due to the lack of an immediately hostile response, Dern's Hold may appear to be one of the refugee villages scattered through the Green March.

A Squalid Hole

As the trees start to thin, Dern's Hold can be seen atop a barren hill. The hold lies within a crudely built palisade, approximately 300 feet on a side, which follows an uneven course dictated by the shape of the hill. There is no ditch or other impediment before reaching the palisade wall, just the steep sides of the hill. A wide gate is the only entrance into the enclosed compound; big enough for two mounted men to pass through and guarded at all times by at least two of Dern's scruffy-looking warriors.

The base of the small hill is occupied by a decaying farm village, consisting of scattered cottages and a single large stone building. Poorly tended fields of wheat and vegetables, some lying fallow or left to rot, run to a broad belt of blackened tree stumps that circum-

scribes the clearing before the dark shade of the green wood. If approached during the day, there are typically 40 to 50 wretched-looking humans, the villagers, tending the fields. At least two armed men, trailed by half a dozen dogs, patrol the surrounds, making sure the peasants do not try to escape. Two guards man the palisade gate. At night, the village falls into almost complete darkness, the only flickering light coming from the large stone building where two of Dern's men typically stand guard by a roaring fire. The palisade gate is closed at night and remains shut until Dern orders its opening in the morning.

Cottages: The village cottages are made of wood, stone, and mud with moldering thatch or earthen sod roofs. Each house holds one or more families, normally four to six adults and a similar number of children. Most of the men are either very old or show signs of being badly beaten. The women are sullen and try to avoid notice. The children appear malnourished and are easily frightened. These poor folk have nothing of real value.

Villagers (110) female and male Erenlander commoners (levels 1–4): see DMG.

Stone Building/Smithy: The single large stone building (25 feet by 15 feet) was once a storehouse designed to keep grain and other produce from spoiling or being eaten by animals. Dern had it converted into a smithy to maintain his band's weapons and armor. Part of one wall has been broken down and a fire pit built with the stones. Cut logs and kindling are stacked in neat piles along the walls, and tools of the smith's trade lie on sturdy wooden benches: iron tongs, various hammers of different sizes and weights, and simple molds for nails and rings to repair armor. A dark recess at the back of the building has been converted into a cramped bedroom for the aged smith, Hargen.

Hargen, male Erenlander expert 6: hp 15; see DMG.

Animal pen: On the edge of town, an animal pen large enough to hold more than 200 cattle or sheep stands almost empty with only 30 cattle milling in the dirt. A few of the village dogs are always near the pens, except in the worst of weather. These mangy currs are working dogs, used to herding, but now show signs of abuse and neglect.

Village Curs, dogs (20): hp 4; see MM.

Halfhand's Compound

The palisade surrounding the top of the hill is crudely built but still an effective defense against wild animals and small numbers of attackers. The wall varies between 12 and 15 feet high with the top of the logs cut into sharpened points. Each timber is almost two feet thick. Small holes in the wall are filled with daub or rocks. The sole entry is a single eight-foot-wide gate. While no ditch or other barrier prevents an attacker from reaching the wall, the inside face of the palisade has elevated fighting platforms every 10 to 15 feet, from which archers can fire on an invading force. During the

day, two guards typically stand duty at the open gate with another on a platform overlooking the village. At night the gate is closed with one often inattentive guard on the walkway next to the gate and another patrolling the perimeter.

Inside the palisade, the crown of the hill is dominated by two large stone buildings and a wooden cage. Piles of firewood are stacked along the sides of the buildings, under the eaves to keep them dry, and empty barrels are positioned to catch the runoff from the rare rain when it comes. Near the cage, an open privy, little more than a shallow pit, reeks of human waste and does little to improve the conditions for the human chattels kept in the crudely lashed structure. By the gate, four posts are driven into the ground; at their ends, great hooks used to hang freshly killed game are currently empty but the ground is dark with the blood of countless animals.

Slave pen: A large wooden cage, used to hold slaves waiting to be sold and prisoners awaiting torture, stands against the north wall of the palisade. The cage offers little protection from the elements, but most prisoners don't get the chance to sicken from exposure; goblin slavers visit frequently and Dern's appetite for torture is voracious.

Barracks: This long stone building with a thatched roof houses 18 of Dern's followers. Eight women who serve the mercenaries in fearful silence are kept shackled like dogs. The barracks has but a single room with a stone floor. Blankets have been nailed into the wooden beams to provide a small amount of privacy. Each curtained alcove has one or two small beds, a table, and boxes or chests to hold clothes and other personal items. Each mercenary keeps his own weapons on his person, not trusting his fellows or the cowed villagers.

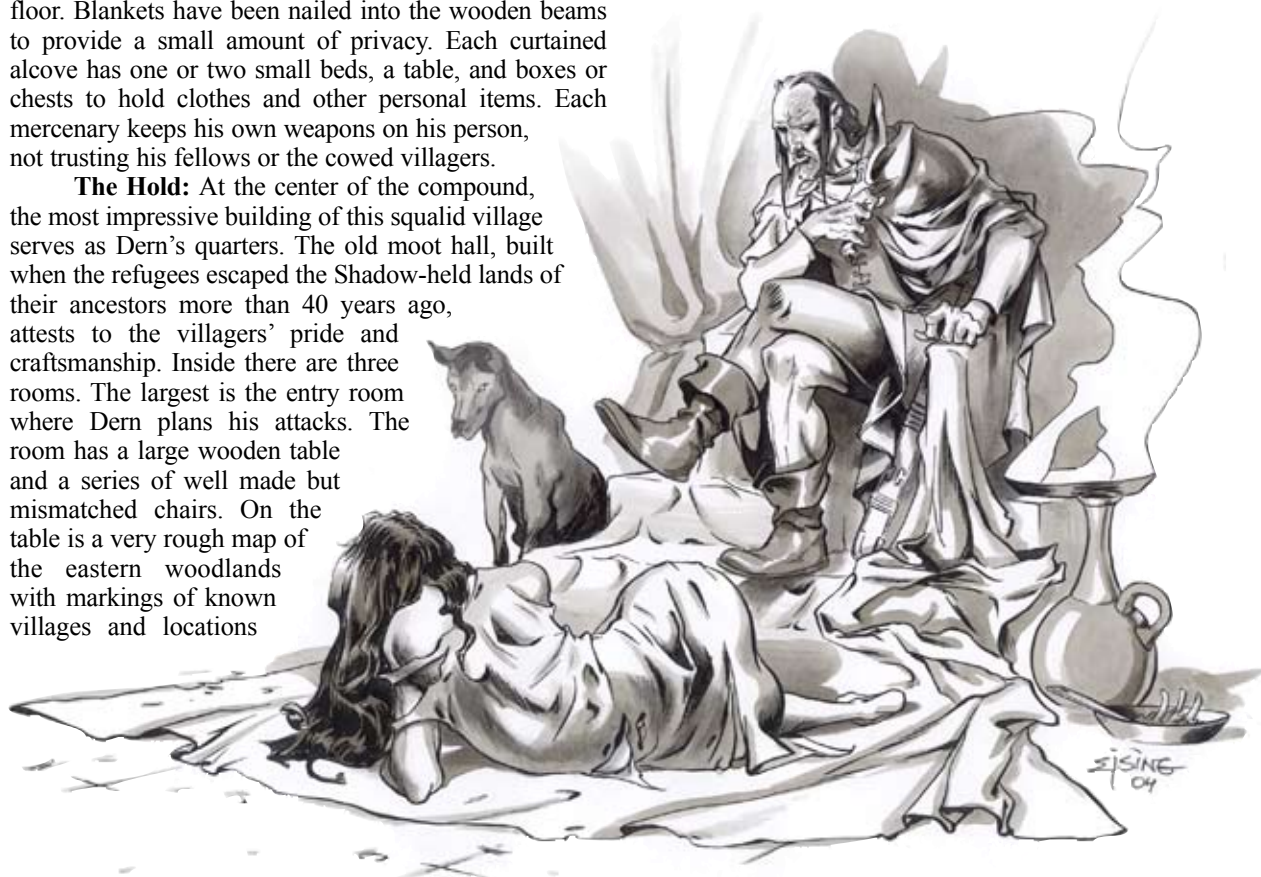
The Hold: At the center of the compound, the most impressive building of this squalid village serves as Dern's quarters. The old moot hall, built when the refugees escaped the Shadow-held lands of their ancestors more than 40 years ago, attests to the villagers' pride and craftsmanship. Inside there are three rooms. The largest is the entry room where Dern plans his attacks. The room has a large wooden table and a series of well made but mismatched chairs. On the table is a very rough map of the eastern woodlands with markings of known villages and locations

where Dern thinks there may be others. The next largest room is Dern's bedroom, which has a huge bed and several chests of clothes. Dern shares the room with his woman, Lida, a solemn 16-year-old girl he took on a raid two years ago. To the back of the bedroom is a door to the last room, a small storage room, which has bits of armor, captured weapons, and other items Dern thinks hold special value.

Dern Halfhand: hp 58; see Chapter 8.

At night, inside the hold, Dern wears dark woollen clothing and sturdy leather boots. During the day, when preparing to go on a foray, he wears a chainmail shirt and usually has his large double-bladed axe at hand. Dern is an experienced warrior and has fought in the Caraheen for the last five years. He will try to force an enemy to come to him across the open ground of the village, using the dogs and archers to weaken them before sending his men to join battle. If seriously threatened, he will retreat to the palisade and threaten to kill his prisoners if he thinks this might dissuade his attackers. The Halfhand has enough food and water stashed in the compound to hold out for more than a week.

Dern has spent his adult life fighting for plunder with the Shadow's army. His injury and the deadly fighting along the Burning Line led him to the Green March. He and his followers seized the village over a year ago and have set themselves up as rulers of the woods. He



likes being lord of this domain and will do whatever is necessary to stay in control. The village gives him all he needs: food, a warm bed, and victims to torment.

Derns' Soldiers (13), male Erenlander warrior 2/ fighter 1: CR 3; hp 18; Init +4; AC 14, touch 10, flat-footed 14; Base Atk: +3; Grp +5; Atks +6 melee (1d8+1, longsword); AL NE; SV Fort +5, Ref +0, Will +0; Str 15, Dex 11, Con 10, Int 10, Wis 9, Cha 8; *Skills:* Climb +5, Handle Animal +3, Jump +5, Listen +1, Spot +1, Ride +5, Swim +7; *Feats:* Alertness, Blind Fight, Improved Initiative, Toughness, Weapon Focus (longsword); *Possessions:* longsword, small wooden shield, studded leather armor.

Derns' Bowmen (5), male Erenlander warrior 2/ fighter 1: CR 3; hp 15; Init +6; AC 16, touch 12, flat-footed 14; Base Atk: +3; Grp +3; Atks +3 melee (1d6, shortsword), +6 ranged (1d8, light crossbow); AL NE; SV Fort +5, Ref +2, Will +0; Str 11, Dex 15, Con 10, Int 10, Wis 9, Cha 8; *Skills:* Climb +3, Handle Animal +3, Jump +3, Listen +1, Spot +1, Ride +6, Swim +5; *Feats:* Alertness, Improved Initiative, Point Blank Shot, Rapid Reload, Weapon Focus (crossbow); *Possessions:* shortsword, studded leather armour, buckler, light crossbow (40 bolts)

Lida, female Erenlander commoner 1: hp 3; see DMG.

Adventure Hooks

One of Lord Eoatin's scouts has been captured by Dern and is being held in the slave pen inside the palisade awaiting the arrival of a patrol from Fraag Longtusk's army. The Whisper is very weak east of the Giant's Face, and all it could tell Lord Eoatin is that human warriors captured one of his scouts. Lord Eoatin wants the party to find the scout or his body. The party will have to track the attackers and find Dern's Hold. One complication is that the trail is at least two days old. The eastern hills are extremely dangerous due to the numerous orc patrols, goblin slavers, and foul beasts that stalk the edges of the Shadow's armies.

The party is sent by the Norfalls to the village of Neotan to find a number of books supposedly smuggled into the village. When the party arrives, most of the village is destroyed. If there are any elves in the party, the villagers who escaped the raid will come out of hiding seeking aid. They will tell of an attack by armed men who plundered the town and took many prisoners. Amongst the items taken were two chests filled with books. The books, which include a valuable lorebook and several books on herbcraft, are now in two chests kept in the storage room behind Dern's bedroom.

The Burning Line

The hellish area known as the Fields of Ash and Blood is the bastard child of a century of devastating fires that have devoured millions of trees and is consum-

ing the spirit of the fey. This wall of fire, stretching as far as the eye can see, is simply named the Burning Line. Its flames are slowly pushing the Caransil back on a broad front that extends from the Darkening Woods in the south to the Green March in the north. The smoke from thousands upon thousands of fires has turned the sky black with soot and the abyssal glow, even on the darkest nights, sheds light akin to the coming of the dawn. Within this moving holocaust, fire is the capricious master of all, engulfing forest, elf, and orc alike. From this daily massacre, another horror has been spawned: the Fergral, or "burning dead." The Fergral, bodies aflame but somehow not consumed, continue to destroy the living, bringing fiery death as indiscriminately as the primordial force that spawned them.

The homewood forests west of the Burning Line wait to suffer for their beauty and bounty. The land is carpeted with ferns, dense flowering bushes, and thickly grown trees—all excellent tinder for flaming pitch and Zardrix's searing breath. Unlike the broken crags of the Green March to the north and the fetid bogs of the Druid's Swamp, the gently rolling hills of the eastern Caraaheen offer little obstacle or defense against the surging hordes of orcs before the land rises in towering escarpments farther west. Only the great Felthera River and its dwindling tributaries provide any pause to the Shadow's armies through these ancient woods.

Shadow forces

The Shadow's offensive along the Burning Line is a deadly mix of fire and steel that has cost the lives of tens of thousands of orcs. War bands are fed into the fighting like kindling is added to a fire. Life is brutally short and the orcs suffer as much or more than the fey from the incredible heat, barely breathable air, and blinding soot and ash. Only the constant stream of warriors from the tribe lands in the frozen north have allowed the Shadow to pay such a high cost.

Kiah the Flame Axe has fought on the Burning Line for more than a decade, earning his command through his ability to survive in this inferno. His body is covered in scar tissue from terrible burns and he has lost most of the vision in his left eye, which survives as a wild starring thing, covered by cataracts. The Flame Axe gained his name from dipping his fearsome axes in flaming pitch and using them to light both tree and fey on fire. The sight of this giant orc, wielding massive axes drenched in flame, has broken more than one Caransil defense. Kiah still wields these fire-scorched axes when he leads his legion into battle.

Kiah's army is the largest of the four armies under the command of Grial the Fey-Killer, numbering just over 90,000 orcs, oruks, goblinkin, and ogres. Kiah is the most trusted of Grial's army commanders and does not let concerns for glory or position detract from the war against the hated fey. His heart seethes with fury and loathing for the elves and his sole desire is to burn



his way into the heart of the Caraheen. He cares nothing for the cost in lives as long as his fires continue to burn.

From the defiled monastery of Bandilrin, the Night King Ardherin has sent Kiah's army a cadre of his personal channelers, to combat and corrupt the elemental spirits that fight against the fiery destruction of Erethor. The sorcerers command hideous creatures, twisted into tortured forms and transformed to fight against the fey. The Shadow's Sorcerer has also sent demons that are tethered to his will, and trained to hunt through the shifting shadows of the forest, leaving fear and death in their wake. These demons and the other spawn of Bandilrin are not under Kiah's control. Ardherin's sorcerers assist in the assault when and where it pleases them to do so, and if an engagement does not fit their, or more accurately their master's plans, Kiah is denied the use of the channelers' pets.

Shadow Tactics

The Burning Line is the most important front in the war against the fey. The elves have been able to slow, but not stop, the raging fires that are eating away at the heart and soul of their forest kingdom. As long as Kiah's army can keep the fires blazing and force the fey to fight in places of his choosing, the Caransil will lose. The Flame Axe's orders are simple: burn and advance.

Keeping the fires burning along the entire front is

a daunting task: fey magic and the very forest stifle flame, and the spirits of air and water can quench the fires almost as quickly as the orcs can light them. Kiah has tried to weaken the elven defenses by spreading his assaults over a two-hundred-mile front; as the elves focus on fires in the north, the Flame Axe pushes troops south and the southern fires burn out of control. Kiah has given his war bands free reign to attack at will and uses his legions and ogres to exploit any weakness they uncover in the fey defenses. While such haphazard tactics come with staggering casualties, they are hard to predict and counter. The psychotic orc throws his troops into the inferno of the Burning Line, careless of the cost as a steady stream of fresh soldiers pours in from the north.

While their commander may be unconcerned about their fate, the orcs have adapted to the terrible conditions under which they fight. The heat and smoke are a constant threat, and heavy metal armor has been discarded for leather or densely padded vests. Iron hafts on weapons have been replaced by fire-hardened wood bound in leather. Even Izrador's chosen can not withstand such heat as coils along the Burning Line, and those proud warriors who are too foolish to discard their traditional armor quickly boil alive inside their metal shells. In the black, roiling smoke and clouds of blowing ash and cinders, bows have proven almost useless, and the Odrendor warriors have reverted to more primitive weapons—heavily balanced hatchets and wickedly barbed throwing knives. To spread the fire, goblins and unblooded orcs carry pots full of pitch that are lit and then thrown into the trees or wrapped around the great boles before they are ignited. The pitch bearers are sent in first, and once the fire starts and the fey move to contain it, the remaining warriors move forward using the smoke to cover their assault.

The Burning Road

A slow but inevitable doom is pushing deeper into the heart of Erethor. A road, unlike any other in Eredane, is being built over the charred bones of the Caraheen. This highway, aptly named the Burning Road by both the orcs and the fey, has a single purpose: to allow the Shadow to move forward Maugrim, the bringer of fire, a massive mangonel that casts goutts of flaming pitch over the elven defenses. The road is broad, almost 20 paces across, made of cut stone hauled and emplaced by an army of slaves. As the road advances, more of Erethor comes within Maugrim's range.

Maugrim is a mangonel built on a scale never before seen in Eredane, easily three times the size of the Shadow's siege weapons used to break the Fortress Wall. Its massive frame is made of heavy oak reinforced with crudely tempered iron bolts. The front is armored against attack with thick plates of steel. Atop Maugrim is its massive throwing arm, carved from the trunk of a huge icewood tree—a further insult to the elves. Attached to the arm is a darkened steel bowl, 10 feet

wide and five feet deep, capable of throwing 300 pounds of flaming pitch almost a mile.

Moving and feeding Maugrim requires hundreds of orcs and slaves. The work is exceedingly dangerous and hundreds have been killed, burned, or crippled operating the great machine. There are those among the orcs who believe that Maugrim is more than just a machine, that it has been infused with dark malevolence by the Shadow. That malevolence, they claim, requires sacrifices for its labors. Grial appears willing to pay the cost, as the elves have been unable to counter Maugrim's attacks.

Elven forces

The Burning Line is like a bleeding wound that drains the strength from the Witch Queen's army. The devastation and horror left in its wake saps the will of the fey who defend these woods. Some turn somber and almost welcome death, while others become enraged, a risk to their fellows and themselves. Whisper adepts and channelers who can hear the screams of the burning trees are especially affected and must often be carried to safety, weeping uncontrollably or in a dead faint. Only the strong of mind and body can survive on the Burning Line.

Lord Liafan of Clan Eadas leads the elven defense on the Burning Line. At any given time, the Caransil lord has 25,000 warriors and mages at his command who fight the hordes of Kiah the Flame Axe and battle the raging fires as they burn inexorably west. In this desperate war, Liafan and the elves are aided by the ever-present Whisper, powerful dire animals, elemental spirits and the forest itself.

Elven Tactics

Lord Liafan has the unenviable task of determining what portion of the great forest can and should be saved. He is fighting a losing battle. Finding ways to stem the fires and limit the loss of his warriors are the elven lord's sole objectives. There is no thought of attack or retribution as those days are long past, replaced by the grim reality that, barring a miracle, the Shadow will consume all of Erethor in his fiery fury.

The fey have had no choice but to adapt to fighting in the midst of fire. Elven channelers use the spirits of the air to push the fire and smoke away from their positions. Caransil archers focus their attacks on the fire-starters and the Shadow's scouts, some of which can take unexpected forms. The fey have learned that Kiah uses astirax-possessed animals as reconnoiterers, insidious spies that can move easily within their midst. However, normal animals flee the fire, so any animal seen in the burning woods that is not part of the elven forces is assumed to be a Shadow scout. Denying Kiah's army information on their defenses is crucial to the fey's survival.

The Retreat

Fire burned out of control. Ancient trees, some more than 200 feet tall, were being consumed by snarling flames, fed by gusts of glowing cinders borne on the holocaust's fury. In the midst of the fire, a small party of slender figures, wood elves, moved through the roiling smoke, blindly seeking a way to escape the advancing firestorm. One of the figures clutched at his head as he stumbled blindly through the crackling maelstrom, either not knowing or caring about the raging inferno all about. With a roar and deafening crack, flaming branches began to fall around the group, narrowly missing the reeling elf. One of his companions grabbed him urgently by the arm, and screaming over the roar of the fire.

"Balis! We have to leave; we can't hold the fire back and if we don't get clear soon, we're dead!"

The other fey, old before his time, raised his head, tears streaming down his face. "Talor, don't you hear them? I can hear them screaming."

"Hear who? I hear nothing but the fire!" Talor pulled on his companion's arm. "Come on!"

Balis convulsed, doubling up as though riddled with pain. "The trees! They're screaming . . . we've failed them. Their spirits are dying and there is nothing . . . nothing I can do."

Talor looked at his friend with pity; he suddenly understood. The whisper adept was hearing the agonized screams of the fey spirits in the trees. Balis had bonded too deeply with the Whisper and was feeling its agony.

Retreating before uncontrollable fires and a seemingly endless stream of the Shadow's slavish spawn, Liafan's warriors are pushed to their limits and beyond. Heroic sacrifice, the stuff of legend, is an almost daily occurrence in these choking woods and each day sees lost ground and more elfkin bodies on the pyre. The Caransil lord does not have the luxury of reserves or reinforcements; the Witch Queen has given him all she can, so conserving his scarce resources is vital. It is better to lose a skirmish today and withdraw than to lose experienced warriors who cannot be replaced. So, sadly, the Caransil give up more of their woodland home each day that they might survive to claim a heavy price for each mile the Shadow advances.

Dark Waters

While the Caraheen burns, an equally deadly fight is occurring on the surface of the Felthera River and beneath its troubled waters. The fey use the river to resupply and ferry troops quickly to and from the battlefield. The Felthera is a highway that leads unimpeded to the great cataract, whose frothing waters block further progress to Caradul. If the Shadow were to gain control of the river, no fey village would be safe and the orc armies could use it to send raiding parties deep into Erethor. To protect this vital waterway, the fey and their allies among the water spirits and animals that live in the river must battle monstrous creatures, corrupted elementals, and even demons. The river often explodes in blood-soaked spray as another of the Shadow's dark pets is destroyed by the river spirits.

The Felthera River is the most defended portion of the Caraheen. Thousands of Caransil warriors have made the steep banks of the river a killing ground. Dire lions and wolf packs stalk the dense underbrush hunting orcs separated from their war bands by the dense trees and bewildering glimmers of the forest. The Whisper is especially strong along the Felthera and the woods there obey its will: trees attack with weighty branches and vines and brambles entangle the forest's foes. Under the guidance of the feared mages of the River Sept, water spirits and great elementals use the power of the Felthera to devastating effect: conjuring enormous, crushing walls of water and swiftly moving floods to break the orcish skiffs and drown the Shadow's soldiers. The orcs, already fearful of water, are terrified of the river's anger and travel on its brooding reaches only after much threatening and cajoling.

The Darkening Wood

Nestled within the arms of the Felthera River to the north and west of the dismal Druid's Swamp is an area of the Caraheen that is becoming deadly to both orc and fey. A great anger grows in the trees, directed against those who attack it with fire and axe as well as those who have brought the invaders. This once-peaceful wood has developed a spirit of its own, one that demands retribution for the pain it feels. The Caransil call it the Darkening Wood and struggle to stop its spread. The orcs call it Blut Tog, or Blood Wood, and

believe that the forest feasts upon their flesh.

The Darkening Wood is a dense old growth forest of oak, elm, and birch. To the south, near Three Oaks, the ground is rugged with fissures and rocky mesas scattered about haphazardly, as though some celestial hammer once struck this region and shattered the land. Nature, as ever, adapted and thickets of thorns and poisonous plants fill the ravines, and solid, strong oaks dominate the mesas. The area is blessed with abundant ground water, which stems from the Felthera, twisting underground streams, and the natural runoff from the hills. The Caransil have harnessed this water to limit the effectiveness of the orc fire-starters in these woods, taking away one of the Shadow's greatest weapons.

Shadow forces

The Shadow's offensive in the Darkening Wood has faltered over the past two years, grinding to a halt before the imposing living tree keep of Three Oaks. This mighty Erunsil stronghold guards the easiest route through the demanding terrain of the shadowed forest and has withstood every assault thrown at its defiant walls since it was discovered by orcish woodscouts. The last major offensive mounted against Three Oaks was Belark Blackheart's, whose abortive attempt in 97 LA succeeded only in breaking the back of his legion and resulted in his banishment to the mires of the Gamaril Front. The Shadow's forces in the Darkening Wood are now led by the ambitious Jorg Kinslayer.

Jorg leads a force of more than 50,000 orcs, oruks, and ogres. The core of his army is made up of three legions from his own tribe, the Mother of Bone, and is strengthened by war bands from other tribes. The *kurasatch udareen* of his tribe have sent their favored son reinforcements in the form of several allied ogre clans and trolls from the cold tagia of the Northern Marches. Jorg uses his 3,000 ogres and 150 trolls as shock troops and living siege engines to break through Caransil strong points. However, Jorg does not consider all his troops a boon. His masters in Theros Obsidia have assigned a detachment of 60 warrior legates who are dispersed throughout his war bands. The orc warchief does not trust these human vipers and fears they will attempt to use his troops to support Sunulael's favored general, Kulos the Exonerated.

The Kinslayer's army is currently quartered in the garrison town of Meloc, on the Felthera River. With the formation of the new army under Kulos, Jorg has had to fight for supplies and fresh troops, so prefers to be close to the river and its never-ending stream of gnome barges carrying supplies, couriers, and warriors fresh from the breeding grounds of the north. After watching almost 10,000 of his warriors march towards Cambrial after he was ordered to bolster Kulos' forces, Jorg is adamant he will not give away



any more of his strength. He pushes Grial as far as he dares on this issue, to stop the flow of warriors and supplies to Sunulael's pet, but he suspects the Fey-Killer is playing a longer game, as aid in this matter has not been forthcoming.

The Kinslayer is relatively new to his command, having recently stepped over the corpse of his predecessor, murdered by Jorg's hand and with the blessing of the tribe's *kurasatch udareen* when the army's failures began to weaken the Mother of Bone tribe's influence. Despite his relative youth, Jorg is respected and feared by his warriors. He has fought on both the Kaladrin and Carraheen fronts and has more kill marks than any other in his army. The Kinslayer is brutal and unforgiving and gained his name after his meteoric rise through the military ranks, punctuated by the blood and souls of his kin. However, while Jorg is cunning and brutal enough to survive the power struggles that whirl in a maelstrom of blood within the tribes and legions of Izrador's chosen people, Jorg is finding the machinations of the Order of Shadow a foe more frustrating and intangible than the accursed fey. As Kulos the Exonorated's army gathers in the south, Jorg's army weakens and he sees his chance for glory fade.

Shadow Tactics

The Shadow's war in the murderous terrain of the Darkening Wood follows a familiar pattern: slaves

bearing oil and pitch-soaked brands are pushed forward into the trees, followed by skirmishers and then war bands. If the fires take hold, the war bands use the smoke and fire to shield their advance into the woods. Once battle is joined, the legions and the ogres move forward. Within the gloom-filled interior of the forest, the orcs are slaughtered by hidden archers, lethal traps, and fey magic. They must also contend with the rage-filled trees. Great, often-flaming branches slash down to crush the unwary and brambles and vines trip and strangle. Farther south, along the borders of the Druid's Swamp, war bands supported by trolls try to mark paths through and around the swamp, with limited success. Jorg's commanders have learned a simple lesson in the Darkening Wood: nothing matters except overwhelming force—sending in a force of less than 400 warriors is nothing but suicide, and even these tactics meet with limited success.

The battle for the Darkening Wood will be a decisive point in the war against the fey. A breakthrough would force the Carnsil back to the southern bend of the Felthera River, further isolate the Druid's Swamp, and allow the Shadow's armies to flank the Caransil defenses on the Burning Line. The terrain of the Darkening Wood and the slow and costly progress of the Burning Line has cost the orcs tens of thousands of warriors. The Shadow grows impatient in the north and has communicated his dissatisfaction with progress to his Night Kings, galvanizing them to new

Shrine of Bones

In the barren hills northeast of Three Oaks are a series of caverns that have been claimed by the Mother of Bone tribe. A coven of *kurasatch udareen* have come thousands of miles from the frozen breeding grounds to guide the tribe's legions and their allies in the war against the fey; and their enemies among the Shadow's armies. The *kurasatch udareen* have converted the caverns into a shrine to the dark god, with walls covered in the bones of their enemies. The coven keeps to the old traditions, practiced before the humans sought to steal the dark god's favor. They keep their altar wet with the blood of sacrifices and drive the faithful into a battle frenzy with their black spells.

The caverns hold a dangerous secret: the bodies of three warrior legates who were tortured and sacrificed to the Shadow. The coven has fed Jorg their suspicions about the legates sent from the dark tower. Jorg bows to their orders and has moved to isolate the legates from all but the most loyal of the war bands. Warriors have been selected to watch and if necessary kill the legates before they can betray the tribe. If Kulos's offensive succeeds, the Mother of Bone tribe will suffer, and the *kurasatch udareen* risk being swept aside by Sunulael's legates.

efforts. Sunulael prepares to unleash the fruits of years of labor in the necropolis of Cambrial and has gathered his faithful. If his army succeeds where Jahzir's has not, there will be a bloodletting as influence and power shifts among the mighty.

Under Jahzir and Grial's baeful gaze, Jorg is clear that he has only one goal in this campaign: push forward at any cost. With the recent failures at Three Oaks and word from his spies that Kulos hopes to crush the defiant stronghold as his first victory, the Kinslayer prepares to abandon the front to the Exonerated—he will waste no more troops on that particular Caransil deathtrap. Jorg has pulled the majority of his army back to within sight of Meloc, nominally to support a major assault on the southern banks of the Felthera, but Jorg plans on keeping his three legions and at least half of the ogres in reserve to take advantage of Kulos's attack. When the Exonerated's army breaks against the indomitable walls of the elven fortress, Jorg Kinslayer will be waiting to steal the glory from Kulos's assault.

Elven forces

The Darkening Wood is home to four elven clans known for the skill of their warrior mages. Due to the varied terrain and the different style of fighting, the Caransil have divided their forces into three groups. Lord Feota leads the largest group, almost 10,000 strong, and holds the woodlands along the southern banks of the Felthera River. In the broken lands to the south, Trevalin, an avatar of the Witch Queen, holds Three Oaks with 3,000 battle-hardened warriors and a pride of dire lions. In the fetid Druid's Swamp, the demon-hunter Dashtir leads a mixed Caransil and Danisil force just over 700 strong and protects the hidden ways through the swamp.

Elven Tactics

The three commanders of the Caransil forces in the Darkening Wood fight very different battles. In the north, Lord Feota can match the orcs almost blade for blade. He seeks to draw the orcs into combat to use this advantage while he can. Lord Feota is well aware of the doom building in Cambrial and that the battle will soon shift to the south. He wishes to pull Jorg's fangs before Kulos's army arrives, so that he can send the bulk of his forces south to intercept them. In the northeastern reaches of the Darkening Wood, the Caransil weep as they cut down the seemingly endless stream of human slaves forced by the orcs to bring fire to the woods. They try to bring a quick and merciful death. Once a fire starts, the Caransil druids coax water from the underground streams to limit the fire's spread and beseech the spirits of the air to push the fire back on the orcs and away from the forest.

In the treacherous mire known as the Druid's Swamp, Dashtir uses skills hard earned in the Aruun Jungle to limit the Shadow's influence within the mist wreathed glades and protect the druids that call the region their home. Wildlanders and whisper adepts lay false trails and lead the orcs, goblinkin, and hulking ogres and trolls into bottomless bogs.

Between these two Erunsil forces stands the bulwark of Three Oaks where the Witch Queen's avatar, Trevalin, leads a valiant defense. The black-eyed wood elf spends what little time is allowed her to strengthen the defenses of the tree keep and augments the power nexus that sustains it with her own arcane energy. Trevalin believes that Three Oaks is the elves' best hope for keeping the Shadow's forces bogged down in the Darkening Wood. As long as the fortress stands, the orcs cannot flank Feota's warriors defending the Felthera River. The orcs fear the forest and seek to follow the relatively easy route that Three Oaks guards rather than risk the malevolent powers that inhabit the deeper woods.

As much as the awakened trees terrorize and impede the orcs, the wood elves have also had to adapt

to, and learn to fear, the anger that runs through the Darkening Wood. Whisper adepts and the most powerful of the elfkin druids have attempted to stop the spread of the dark rage building in the ancient trees, and to temper it for use as a weapon that can be wielded against the Shadow. Unfortunately, their efforts have met with little success, and the Darkening Wood is often as hostile to the elves as to the orcs.

The malign influence is most concentrated near the Burning Line, where the fires drive the trees into a frenzy of agony and rage. It spreads like a canker throughout the region, seemingly following no logical pattern. The trees and plants within the affected woods writhe and lurch with fury and the great boughs lash madly at any and all who enter their domain. This malign phenomenon has been a both boon and a curse to Trevalin. The wood is so deadly she has had to withdraw her warriors, which leaves her greater strength to garrison Three Oaks. But its indiscriminate rage means the Caransil cannot traverse the worst areas to assist in the defense of the wood and are being forced to the same paths that the orcs travel. If the orcs were to attack in force and break through the dark regions of the forest, Three Oaks could be bypassed and isolated.

Three Oaks

On the southern edge of the Darkening Wood stands a trio of impossibly large oak trees. The trees' branches seem to stretch for miles, with the uppermost branches reaching toward the heavens. Three Oaks is the stronghold of the Caransil resistance in the south. Thousands of orcs, goblin, and other foul abominations have met their deaths trying to destroy the trees and their defenders. The corrupted dragon Zardrix has attacked Three Oaks on at least two occasions but still the stronghold survives. Three Oaks is a constant reminder of the strength of the fey resistance and an insult to the chosen of Izrador. Destroying the tree keep would put the entire southern portion of the elven defenses in jeopardy.

Three Oaks stands on a wildly overgrown escarpment that commands the easiest access through the wildlands. The area is covered in dense vines, thorn bushes, and poisonous plants. The orcs have learned that the plants are as much their enemy as the elven defenders. The vines trip and strangle, the thorns rip and tear, and the noxious fumes from the poisonous plants cause at best incapacitating nausea and at worst a slow and agonizing death. Burning just spreads the fumes farther afield and the winds always seem to blow toward the orc encampments. Damage by fire appears to regrow overnight. Even damage caused less than a year ago by Zardrix is no longer visible.

Three Oaks' success at holding firm against the onslaught of the Shadow's forces derives from its great secret: a hidden power nexus buried deep in a cavern wrapped in the roots of the three great oaks. The nexus feeds the underground streams that run under the escarp-



ment. The powers in the water greatly accelerate growth, the most obvious consequence of which is the colossal oaks that make up the tree fort. A sept of elven channelers, the Oak Sept, directs the nexus's powers toward the areas of worst damage, restoring breaches in a matter of days that would ordinarily take months or years to regrow. Sustaining Three Oaks and the surrounding terrain puts a great strain on the nexus, so the sept brothers refuse to tap it for any other purpose.

Dead Men Rising

A sliver of pale moonlight shines down on a dismal swamp, with murky water broken only by small islets of dry ground covered in sycamore and willow trees. On one such islet, six fey stand back-to-back with weapons drawn. At their feet are rotting bodies covered in marsh grass and slime. One of the Danisil pulls a rag from his belt and slowly wipes the slime off his sepi.

"That appears to be the last of them. Is anyone hurt?"

One of the Caransil slumps to the ground holding his side and breathing heavily. Through gritted teeth he answers his leader: "One of them clawed me, but it looks worse than it is."

The Danisil starts to clean the wound. "Etal, I can stop the bleeding, but we can't risk infection. We have to get you back to someone who has real skill at healing."



One of the other Caransil kneels and touches the Danisil gently on the shoulder: "I could take him back, Helem, so you can continue the patrol."

"No Aolin." Helem's dark dreadlocks scatter droplets of water as he shakes his head. "That was the third group of maelgral we've fought in the past two days. I think we have the information we were sent to find. The Fell appear in greater numbers the farther we move to the southeast. Whatever is causing them to rise is coming from the edge of the swamps. We have to get Etal back and we'll need every blade."

Shadow forces

The dark god seethes in his frozen home and his most faithful and powerful servants quake in fear. They have had a hundred years to eliminate the fey and deliver all of Eredane to him and they have failed. Dark magic and hundreds of thousands of orcs and other shadowkin have failed to eliminate the sole remaining threat to his dominance: the Witch Queen and the hated fey. As his power returns, his desire, his need to restore himself and return to the heavens blazes within him. No more can he wait; the fey resistance must be crushed and the Witch Queen's head laid at his feet.

The dark god's High Priest, the Night King Sunulael, has heard his master and gathers his legates, faithful orc tribes, and human soldiers who have seen the true glory of Izrador at his sanctorum in the city of Cambrial. Sunulael has raised an undead legion and crafted great items of dark power for the vile creatures he has chosen to be his lieutenants and the exalted legates. The strongest and most fanatical of his oruks, Kulos the Exonerated, has been given command of the great host designed to break the stalemate in the Darkening Wood and drive the fey back towards Caradul. Sunulael, through this army, intends to reign supreme among Izrador's servants and push Jahzir and the sorcerer Ardherin back into the shadows where they belong.

The army Kulos will lead consists of orcs, goblin-kin, human mercenaries, legates, undead, and nightmare demons from the dark tower. Combined, the army boasts almost 80,000 warriors; of that number, 65,000 are orcs and goblin-kin, with eight battle-tested legions and more than 100 war bands from tribes who have rejected the *kurasatch udareen* for the "true priests" of Izrador, the legates of Theros Obsidia. Warrior legates lead the largest human army since the Last Battle, almost 8,000 mercenaries, caravan guards, and local militia stripped from cities across Southern Erenland. From the necropolis at Cambrial, Sunulael has raised a host of maelgral, his gift to Klos. Completing the army are bound demons from the dark tower controlled by Sunulael's trusted priest, the Greater Legate Shantelus Ereach who rides at Kulos's side as an advisor.

Kulos is a fanatic in the service of the dark god and the Night King Sunulael. Kulos's tribe has served Sunulael for more than a century, seizing Cambrial for

him and hunting the unbelievers and heretics across southern Eredane. Kulos has fought Sarcosan freeriders and skirmished with other orc tribes who did not show proper deference to Sunulael. The Exonerated has never fought on the true fronts of the Shadow's war, the dark tunnels of the Kaladrin holdfasts and the green nightmare of Erethor. His appointment as leader of this army is not due to experience or tactical ability, only his absolute loyalty and devotion to Sunulael.

On the surface, Kulos's army appears unstoppable. Thousands of maelgral, dark magic wielded by the legates under his command, and the raw destructive power of the blight ogres and bound demons should make this army the equal of any in Eredane.

Below this façade, however, there are weaknesses. First and foremost, Kulos lacks experience fighting the kinds of war being waged in Erethor, and the great forest is unforgiving of fools. Second, he despises Grial the Fey-Killer as a faithless heretic and the cur of hated Jahzir, his master's greatest rival. Kulos hopes to destroy the image of Grial as the great general by succeeding where the Fey-Killer has failed, yet only his arrogance and zeal allow him to believe this is possible. Finally, Kulos does not have commanders he knows or trusts. He expects the same blind devotion that he himself displays, but without experienced commanders who have worked together, the army will likely adopt the crude and time-honored tactics of blindly charging into the fray and overwhelming the enemy by sheer numbers. Kulos naively believes that, with this army, he can destroy anything in his path. Unfortunately for the fey, he may be right.

Sunulael's Gift

From the necropolis known as Cambrial, a silent host moves tirelessly towards the forests of Erethor. A vast legion of the dead and other nightmare beasts, given some semblance of half-life, march toward war with the fey. As if instinctively aware of the abomination that approaches, all living creatures in their path have fled. Villages empty and not even the ever-present carrion crows and vultures are to be seen. Wagons filled with the damned follow in the host's wake, wild-eyed prisoners who exist only to feed those undead who retain some semblance of their intelligence and sanity.

Column after column of skeletal warriors march in perfect order. Their emaciated and rotting bodies are covered in battered pieces of armor, and they carry weapons both ancient and new. In their midst, dark-robed legates ride horses lathered in fear, kept in check only by cruelly barbed bits and spiked riding crops. Loping to the sides of the column are the grotesque wreckage of once-noble animals animated to serve the dark lord. Amongst them are dire lions with metal spikes bursting from their flesh and great bears with metal sheathed claws.

Three Oaks

Near the southern edge of the Carraheen, where the great escarpments slowly sink toward the murky waters of the Druid's Swamp, is a nexus of great power that is crucial to the Caransil defense. Three Oaks is named after the three enormous oaks that enfold the nexus in the safety of their roots. The nexus is a series of springs that fill a vast cavern and feeds the streams that run throughout the escarpment. The waters of the nexus infuse the plants with incredible vitality. All plants fed by the nexus' water increase in size by one category (e.g., Tiny to Small). Those plants closest to the nexus have also developed a crude intelligence in their battles with the orcs.

The nexus is controlled by the Oak Sept, a group of druids who use the nexus's power to restore plants damaged by the orcs' attacks. The nexus is so crucial that the Oak Sept will not allow others to use its power. Members of the Oak Sept have used the waters of the nexus to create some uniquely powerful items. One item used by druids throughout the Darkening Wood is a wand made from the roots of Three Oaks that allows the bearer to cast the spell *plant growth* (caster level 15). The wand must touch the earth at the start of the spell, serving as its focal point.

Three Oaks

Spell energy: 120

Feats allowed: Craft Spell Talisman, Craft Great Spell Talisman, Craft Staff, Craft Wand, Craft Wondrous Item

Affinity: Elven and Forest Magic 4

Recovery: 20

The Shadow's priest, Sunulael, has sent three generals to command this force. Leading the mindless dead is the former Sarcosan traitor Salis Khan, now called the Hanged Man. Salis Khan betrayed his fellow freeriders, leading them to slaughter. The few that survived hunted him down, hung him, and left his body to the carrion eaters. The Shadow does not forget those who serve him well, and the husk that was Salis Khan was restored to a parody of life. His head is permanently twisted to one side and his neck is stretched thin, clear evidence that the body hung for days.

The second of this dark trio could easily be mistaken for one of the giant-men of the Highhorn Mountains. He was once a Dorn, massive even for that race, standing just less than nine feet tall. His body is



draped in furs that are no longer needed to keep his lifeless body warm. His skin is stretched thin as parchment and has darkened over what must have been centuries spent under the peat bogs of Eris Aman. Who he was in the past is unknown—probably a great chief of the early Dornish tribes. Today he is known simply as the Hunter. His undead beasts have shattered many defensive lines, shrugging off wounds that would have crippled their once living forms.

The final member of the trio still breathes—the great misfortune of his people, the Caransil. Renouncing his heritage, he has taken the name Jaran the Reaver. Jaran was raised in Cambrial to detest his fey heritage and its denial of the one god. He is known and feared as a reaver of souls. Those fey that cannot end their lives once captured are brought to him, and the cruel necromancer rips the souls from their bodies in a ritual of sacrifice to the dark god. The body dies, but the soul is not set free. Jaran binds the souls in an ebon staff that radiates despair. With command of their souls, the corrupted elf forces his brethren to serve him as they served the Witch Queen in life.

The Army Gathers

As the year 99 LA comes to a close, Kulos has begun to move north from Cambrial to gather together the various pieces of his army. The maelgral have

begun their march and will reach the edge of the Druid's Swamp before the turn of the year. All of his legions and half of his war bands are gathered south of Eisin awaiting the orders of the Exonerated. The other half of Kulos's army is on the move and should arrive at the war front by the first arc of spring. The human soldiers are gathering for training and outfitting outside the walls of Cambrial and plan to join with the combined host southeast of Three Oaks by the arc of Sahaad. By the time of the great arc of Obares, the fey resistance in the Darkening Wood will either be crushed or Kulos will be sacrificed to his god.

The Coldest Wood

In the far north amongst the clawed hands of the Highhorn Mountains a war has raged for thousands of years. The Erunsil, the greatest of the fey warriors, fight the spawn of the Shadow, the orcs and oruks, tortured and corrupted spirits, and the legendary giant-men from the roof of the world. The Erunsil fight from great tree fortresses and strongholds cut from the barren rock. While the rest of the fortress wall lies shattered and forgotten, the Erunsil keep to their pledge to hold back the darkness. With bow, knife, and magic that freezes the blood, they have stood their ground and crushed every army sent against them. They neither expect nor ask for help. They fight as they always have, alone.

The Erunsil are the most feared of the fey. Their prowess with their icewood bows and fighting knives is the stuff of legends. They move like ghosts across the battlefield, rising up from the snow and ice to decimate orc patrols and then disappear, leaving no trace of their passage. They are not afraid to take the fight to their enemies. Erunsil raiders have struck as far north as the Night King Ardherin's stronghold of Bandilrin. Orc settlements throughout the Highhorns have woken to dead guards and destroyed buildings and supplies. The Erunsil are like the great icewood trees: In the darkest hours, in the greatest storms, they bend but do not yield.

Shadow Forces

Since the end of the Second Age, the Shunned Mother tribe has dominated the Highhorn Mountains. The tribes of orcs, goblinkin, and even the giant-men have given their fealty to the *kurasatch udareen* of the Shunned Mother tribe. Together with its allied tribes, they have more than 140,000 warriors fighting the Erunsil along a 2,000-mile front of frozen tundra, thick pine and fir forests, and extremely hazardous mountains. Cold and hunger are also their enemies; despite their rugged constitution, hypothermia, frostbite, and starvation are common.

The leader of the tribe's *kurasatch udareen*, the withered crone known as Teegath, wields the true power in the Shunned Mother tribe. She is both high priestess to the dark god and the greatest sorceress of her people. With the great migrations of the orcs' other tribes into Erenland, Teegath has taken the opportunity to expand the Shunned Mother yribe's power and influence in the breeding grounds of the Northern Marches. In the icy Highhorns, she has forged an alliance of convenience with the Night King Ardherin, supplying warriors and slaves to the dark sorcerer in return for knowledge of magics steeped in fire and malice. While she is devoted to the dark god's victory, she secretly fears what will become of her tribe when the fey are swept aside. To that end, she seeks to make the Highhorns a fortress for the children of the Shunned Mother.

Shadow Tactics

The war leader of the Shunned Mother tribe, Hulgrut Fireeyes, is a rarity among oruks, a true albino with skin as pale as the Erunsil he fights. Hulgrut's eyes are bloody orbs of unbroken red, providing a stark and chilling contrast to his colorless skin. Hulgrut has adopted the pure white armor and fighting style of the snow elves, leading some to believe he was once an Erunsil warrior that was molded into a form more pleasing to Izrador. Whatever his origins, Hulgrut has proven to be both deadly and resourceful. He is responsible for the subjugation of

The Order of Shadow

The Order of Shadow is no stranger to the fighting in Erethor. Thousands of warrior legates fight with the war bands using the powers granted by the dark god to spread disease and corruption among the fey and to infuse the orcs with dark rage. Teams of specially trained and equipped legates are sent to capture spirits and the great beasts of the forest and corrupt their bodies and souls so they can be turned against their former allies. Along the Darkening Wood and in the great army gathering at Cambrial, legate generals lead thousands of orcs and mercenaries into battle, using their dark gifts and years of experience to claw their way into hated Erethor.

The influence of the legates varies from army to army. From long experience of watching legates send orcs into useless battles, Grial does not trust legates to lead his armies. He values their powers and the fearsome creatures they bring to battle, but he knows they have their own agenda. In the frozen Highhorn Mountains, the *kurastach udareen* control the tribes and have little use for the human priests. On the Gamaryl, Belark Blackheart fears the legates and their leader Menethas using the river to limit their influence. In the Green March, Fraag Longtusk listens to the whispers from the legates and spreads destruction and suffering in his wake. Along the Burning Line, legates play a crucial role feeding the great beast Maugrim and keeping the forest ablaze. South of the Felthera, the Kinslayer shuns the legates as his army bleeds away to strengthen Sunulael's dog, Kulos the Exonerated. Only in Kulos's army do the legates reign supreme.

The schism in the Order of Shadow between the followers of Sunulael, the Devout, and the heirs of Belial the Betrayer, the Cabal, is rife amongst the legates. The Cabal is strongest in the Green March and along the Burning Line. The Devout flock to Kulos's army and serve Menethas along the Gamaryl River. Each faction has its spies and assassin in every army. The Cabal does not want Kulos's offensive to succeed and will do anything to prevent the further ascension of Sunulael's power. If the offensive fails, blood will spill in the dark tower.

the giant-men and the expansion of the tribe's lands to the north and east. If he has a weakness, it is his distrust bordering on loathing for the dark sorcery of Bandilrin. He does not agree with the alliance with Ardherin and believes the Night King will ultimately betray the dark god and his tribe.

Hulgrut has lived with hunger all his life and adapted his tactics to bring that hunger to the Erunsil. His scouts search for hidden groves of fruit-bearing trees and sheltered game-filled valleys that provide food for the fey and their allies. Springs free from ice are poisoned or fouled to drive away game and trees are brutally hacked down and burned. Hulgrut has sent his war bands far to the west to the open wind-blasted plains along the shores of the Endless Sea, seeking to bypass the living tree forts and strike deep into the unprotected forests of the south, denying it as a source of supplies.

Despite his tactical brilliance and unorthodox strategies, Hulgrut, like many of his predecessors, is obsessed with destroying the Erunsil fortress of Silverthorn. This defiant edifice has been a literal thorn in the side of his people since they first poured from the icy mountains to drink and bathe in elfkin bood. The oruk's fury at this offensive spire has begun to consume all his attention. Hulgrut intends to break Silverthorn, and to this end he gathers his giant-men and blight ogres to the north of Bandilrin, waiting for the passing of the worst of the snows and the clearing of the mountain passes. When they do, Silverthorn will feel the true might of the Shunned Mother tribe.

Elven forces

The Erunsil people are born to war and their society is focused on supporting their warriors. From a population of barely 130,000 souls, the Erunsil can keep almost 70,000 warriors defending the tree fortresses and patrolling more than 1,000 miles of contested woodlands and wind-swept coastal plains. The very young, the old and infirm, and those too heavily wounded to fight on the battle lines tend the fruit groves, cure meat, and make arrows for the warriors. Erunsil channelers are kept busy creating hearthstones and using their magic to preserve stores and create salves to protect against frostbite and heal wounds.

Due to the vast expanse of woodlands the Erunsil have to defend and weather that greatly restricts movement, they have created three separate Erunsil commands all under the leadership of the legendary general Ciomiral Ap'Nar.

West of the last brooding cliff of the Highhorn Mountains, Meolitan, an accomplished warrior and druid, commands an army of 15,000. He relies on wide-ranging winter wolves, dire eagles, and the growing strength of the Whisper to provide word of

orc raiding parties. Recently, Meolitan has had to shift his forces farther west to combat the increasing number of orc raids along the shores of the Endless Sea.

Between the orc-infested arms of the Highhorn Mountains, Baealian, leads the bulk of the Erunsil army from Silverthorn: 45,000 battle-tested warriors and their allies, the great eagles, horned snow owls, and dire wolves.

In the eastern Veradeen, shielding the Coldest Wood from demon-haunted Cale and guarding against the orcs of Fallport, a force 10,000 strong is under the command of Yelian, a veteran of the siege of Cale. The wildlanders and druids are assisted by packs of winter wolves and the dire wolves and bears that call this region home.

The Erunsil have had the same goals for thousands of years: defend the Veradeen, protect their people, and kill any and all spawn of the Shadow that dare to enter their woods. To defend the Veradeen, the Erunsil still man 30 great living tree forts along the shattered Fortress Wall. The tree fortresses serve as a base for the Erunsil armies and a bulwark against the hordes of orc and goblin that infest the Highhorns. Each fortress houses between 300 and 500 warriors and their families. They command critical passes and key defensive terrain, limiting the orcs' ability to raid into the Veradeen. The warriors not assigned to the tree fortresses raid into the Highhorns and hunt orc war bands that enter the forest.

Elven Tactics

The Erunsil are a race of warriors. Only the very young or the extremely old do not carry a bow or fight on the shifting lines of battle. Their villages and groves are well hidden and equally well protected. The Erunsil raid deep into the Highhorns, wiping out orc hunting parties, setting deadly traps, and assassinating the leaders of the Shadow's forces. The purpose of these raids is to force the orcs and their allies to divert troops from their own raids and to lead them away from Erunsil villages. The snow elves realized long ago they could never hope to completely eliminate the hordes that dwell on their border, but they can strike with surgical precision to lance the festering boil before it threatens to engulf them. The raids also provide vital information on the number of orcs and their preparations for future attacks.

Erunsil warriors are masters of their environment, moving unseen through the snow and ice. Their armor and clothing are designed to allow them to blend into the surroundings. With their ability to remain virtually motionless for hours at a time, the Erunsil seem to rise like ghosts to ambush orc patrols. A typical ambush will have Erunsil archers hidden in the boughs of the great firs and expert knife fighters hidden in the snow to attack those orcs that try to flee.

For larger raids, dire bears and winter wolves join the fey in their attacks. The fey have littered the landscape with lethal traps, snow-covered deadfalls, spears of ice that can punch through orc boots, and in the Highhorns, avalanches of rock and snow.

Erunsil raiding parties number no more than 40 warriors. Their clothing and armor are white to match the snow and ice that is prevalent almost year-round. Dire eagles and the great northern owls act as their eyes and ears, allowing the Erunsil to avoid orc strongholds. Centuries of fighting and their own dwindling numbers force the Erunsil to fight only when they have the advantage of surprise or superior numbers. While they are lethal with their fighting knives, hand-to-hand combat is a last resort. There is no honor in choosing to die for your people—choosing to live takes far greater courage.

The Hunger

From the Ardune north to traitor-infested Baden's Bluff and south through the grasslands to the necropolis of Cambrial, every resource is directed toward feeding and supplying the army of Grial the Fey-Killer. With slaves, armorers, weaponsmiths, animal handlers, and other non-combatants, there are more than 400,000 mouths to feed. Slave-run farms along the banks of the Eren River and in the fertile plains south of Baden's Bluff are stripped bare to feed this great host. Herds of boro, sheep, and oxen from the vast grasslands around Al Kadil are constantly on the move north and west to satisfy the orcs' desire for fresh meat. Thousands of wild horses, all that are left of the once-great herds, are captured and driven to the slaughter. With the arrival of Kulos the Exonerated's army, the demands for food, weapons, and other supplies is only increasing.

The effects of the war extend beyond the southlands. In the frozen north, tens of thousands of orcs start the long march toward the Carraheen. Along their path they take what they need, moving like locusts through land already despoiled by a century of occupation. Weapons, armor, and iron bars flow from the forges of Steel Hill to waiting gnome barges and are sent down to ships on the Pellurian Sea. Fleets of cargo ships manned by the most craven of collaborators brave the icy sea and the wrath of the Norfall fleet. Great caravans of supplies stretch as far as the eye can see from Baden's Bluff, Erenhead, and Eisin, all moving inexorably west to feed the great hunger of Grial's army.

Those that still resist the Shadow in the North do what they can to disrupt this flow. In the land of the Dorns, the free clans raid the weapon shipments from Steel Hill and poison wells and waterholes along the road to Davindale. On the Pellurian Sea, the proud fleet of the Norfalls has sent hundreds of the Shadow's ships to an icy grave. In the grasslands to

the south, the remaining freeriders attack the great herds of boro, trying to deny Grial's army its greatest source of meat. All of these attacks, while brave and often deadly, are little more than a distraction. A lost shipment of weapons, a herd of boro, or the death of a hundred orcs or goblinkin, is a mere pinprick to the Shadow's armies

The Strong Survive

The life of the Odrendor, the chosen of Izrador, is one of constant struggle; the struggle to survive, find food, obtain weapons, earn the right to mate, and ultimately to lead the tribe. The weak, those who fail in this struggle, are slaughtered to feed the strong. Loyalty follows a strict hierarchy: Izrador, yourself, and then your tribe. More meat makes you stronger, better armor and weapons make you deadlier. You must have them and you will take them where and from whomever you can. Those who are obviously stronger than you must be obeyed, but only until you are strong enough to challenge them. These rules have made the orcs the force that destroyed the Kingdom of Erenland and have driven the fey to the brink of extinction.

These same instincts drive the great tribes and the battle-carred army commanders in Erethor. Old enmities from the breeding grounds of the north are not forgotten in the armies of the south. Within the war against the fey, other battles rage: for glory, for territory, food, weapons, and for slaves. Jahzir's five great armies in western Eredane do not fight together; they each seek their own glory and would as soon see their rivals dead or disgraced. If Kulos's host falters, Jorg Kinslayer will not move to its aid. The Kinslayer will let Kulos bleed his army dry on the fey defenses and only then move in to claim the kill. The lack of cooperation between the forces of the Shadow may be all that saves the fey.

CHAPTER 7

Adventures

This chapter provides some brief suggestions for running adventures against the backdrop of the war in Erethor, as well as sample encounters in some of the unusual terrain of the great forests and a number of detailed encounter ideas. Suggestions for running adventures where the characters serve the Shadow are also presented.

While the adventure suggestions provided here are unlikely to deflect the fury of the Shadow, they provide the characters with the opportunity to take part in its valiant defense or, if fighting within Izrador's endless host, the chance for glory and power in the dark god's name.

All rules and game statistics in this chapter, including the names and mechanics of hazards, are designated as **Open Game Content**. Setting material, background text, and the names of NPCs are designated as closed content.

Adventures in Erethor

The following adventure types are intended as inspiration for the DM and to provide a framework for adventures or even a campaign within the wartorn forests of Erethor.

Ambush

An ambush is, in many ways, simply a successful skirmish campaign. Where skirmishing is a dispersed meeting engagement, ambush allows the force that seizes the initiative to choose the time and place of battle, attack with the advantage of surprise, and defeat

the enemy in detail. Elves are almost always the ambushers rather than the ambushed, and scores of orcs die every day in Erethor without ever seeing their killers, or even knowing they were under attack. The most rugged and thickly wooded parts of Erethor are the best for this kind of battle. Elves ambush orcs to deal as much damage with as little risk to themselves as possible; refugees use the tactic to protect their communities and seize enemy materiel; canny officers of the Night Kings understand that ambush is just another tactic in the war, one they rarely get the opportunity to use on their enemies.

Assassination

Assassination has become a vital weapon in the fighting in Erethor, where powerful heroes and villains can change the course of battles and possibly an entire campaign. Assassinations are not limited to killing leaders of armies and powerful spellcasters. Killing an enemy informant, a captured ally who might betray critical information, or someone with an irreplaceable skill or knowledge can be equally effective. The fey have learned to use selective assassination to breed distrust and even open combat between opposing tribes or factions in the Shadow's armies. In occupied territory, or one of the few free villages, assassination of particularly brutal orcs or aggressive goblin slavers can make life at least bearable and avoids the risk of open rebellion, which might lead to devastating reprisals. For the Shadow's minions, the Witch Queen's avatars, powerful whisper adepts, and charismatic leaders are all prime targets for assassination. A well-placed blade can often be far more valuable than a legion of blooded orcs.

Assault

While much of the fighting in the eaves of the great forest is fluid battle with a frontline that constantly shifts, there are key areas of difficult terrain, choke points, or other locations that have to be held and therefore are heavily fortified. In some cases, the fortifications can be bypassed but often they have to be captured or destroyed to ensure the success of the campaign. In *Fury of Shadow*, some examples are Silverthorn, Three Oaks, the River's Fangs, and even lowly Dern's Hold. For the fey, assaulting the River's Fangs and destroying the dark mirror would kill thousands of orcs and at least temporarily eliminate the greatest threat on the Gamaril River. In the Green March, if the humans could take Dern's Hold, they remove one of the worst raiders and slave traders in the region. The Shadow will have to assault a number of fortified locations if it wants to crush the fey resistance. Besides the ones listed above, there are elven outposts and tree forts at key, defensible sites and along the major rivers, such as the indomitable Keep of the Cataracts, and the ancient keeps of the Fortress Wall.

Courier/Envoy

Travel in many parts of Eredane is dangerous due to orcish patrols, sniffer demons wearing the bodies of seemingly innocuous animals, and a fearful populace that might betray a stranger for reward or influence, or just to avoid punishment by the orcish oppressors. The art of delivering a message or some other important item to the right person or place is a highly coveted skill set, particularly in the murderous terrain of wartorn Erethor. Envoys of the Witch Queen, loyal agents of the Dornish princes in exile, freeriders of a true sussar's band—all may be asked by their liege lords to traverse the dangerous roads of Eredane with a critical message or vital piece of information. Refugees who have long forgotten what it is to have a home might take errands from insurgent rebels or the elfkin defenders of Erethor, out of gratitude for the refuge they are given under the forest's eaves or in return for food or supplies. The Shadow's forces, too, make great use of messengers. While legates of the Order of Shadow can send messages via spells or their astiraxes, sometimes the matter demands their personal attention or is more suited to the care of one of their many minions. In such cases, an orcish guard or a demon-possessed steed might be used to ensure that their missive gets to its destination in good time.

Desertion

The war in Erethor is hellish, especially along the Burning Line. Life is a desperate struggle and many don't have the will to stand and fight in the face of adversity. Broken in body, mind, or soul, they flee to isolated glades or barren areas hoping the war will simply pass them by. War, however, is a jealous mistress



and rarely lets anyone escape her clutches. Deserters bereft of the protection of their army or tribe are easy prey for the predators that lurk on the edges of the battlefields. Deserters are a much more common problem amongst the Shadow's armies than the fey and human resistance groups, who ultimately have no where to flee. The Shadow is especially harsh to deserters, hunting them down and displaying their broken bodies as a reminder of what happens to those who disobey their god. The fey are more forgiving and when possible try to gently coax their deserters to return. Human deserters, if they can get clear of the battle area, are best able to blend back into the cities and towns in Eredane and try to rebuild their lives. For adventuring, deserters offer an easier target to attack, a possible source of weapons and information, and just possibly, an unexpected source of allies.

Escort Duty

The collapse of Erenland's economy and shortages of metal weapons and food make the movement of supplies crucial to the war effort. Making certain that invaluable weapons, soldiers, or food arrive at their destination is an extremely important mission. Escort duty can be more than just the transport of mundane goods but also of a rare magical item, a soldier who witnessed an important event, or a creature that could

ensure an important victory over the Shadow. Erunsil and Caransil guards often travel dangerous paths to see that food arrives in Veradeen villages before cold and hunger wipe it from existence. Orcish wardens are justifiably worried during their trip from Steel Hill to Erethor with sharp new vardatch and orcish plate mail. Refugees and insurgents alike would attack such a caravan despite the guards if they thought they could gain possession of a significant amount of food or a full compliment of metal weapons or armor.

Evasion

Combat is not always desired or required to meet an objective. In the battles in the eaves of Erethor, attacking the enemy where he is strong is a quick way to die. Avoiding the enemy and then striking where he is weak is far more effective. Reaching undefended areas is not an easy proposition. The fey have built layered defenses and the Shadow's vast numbers means that very few areas are truly safe to travel. The Old Ways offer an alternative route, so far free of the Shadow's influence, but these strange and twisting paths through the Place Between offer their own dangers. Movement near the lines of battle requires stealth and speed to avoid patrols and defensive positions. Evasion is especially important for the fey assassination teams and the Erunsil patrols that strike into the Highhorn Mountains. Human refugees and resistance groups don't have the strength to fight the Shadow's armies, so evasion is a matter of survival. Even the Shadow's armies need to avoid fey patrols to reach critical targets. Solitary demons, corrupted fey, and scouting parties all try to evade the fey defenses to assassinate fey leaders, foul or destroy shrines and nexuses, and bring back information on fey defenses.

A faint hope

Both the fey and the human resistance groups know that the Shadow will eventually triumph, unless some miracle occurs. Aradil has sent her agents across Eredane searching for that miracle. She seeks the great dragons that resist the dark whispers of Izrador. The Order of Truth searches for lost lore of the elder fey hoping to unlock the legendary powers of the ancients. Human resistance leaders desperately hunt for that item or event that will rouse the spirit of the oppressed and lead to an uprising against the Shadow: some legendary weapon, a hidden heir to the throne of Erenland, or lost heroes that have lain in slumber for centuries awaiting the day they are needed to lead their people to freedom. These great quests are fraught with danger, great hardships, and often require traveling to the wildest and least known parts of the continent. While the war rages in Erethor and thousands upon thousands die, the actions of a few could bring salvation.

Hunting

While large armies clash along the Fortress Wall, the Burning Line, and in the Darkening Woods, there are vast areas of Erethor where the conflict is far more personal. Individual warriors or small bands play out a deadly duel of hunter and hunted. In the Veradeen, silent and deadly Erunsil warriors hunt orc and giant-men in the snowy peaks of the Highhorn Mountains. Farther south, orcs from the Redstone Hills to the Gamaril River hunt elusive fey archers that loose their deadly shafts then disappear without a trace. Amongst the craggy hills of the Green March, orcs and goblin slavers hunt for human slaves. In the fetid jungle of the Aruun, demons stalk and are stalked by the brave Danisil demon-hunters. One of the most dangerous hunts are those where the prey must be delivered alive. The Shadow pays well for captured dire animals and fey that can be corrupted to serve the dark god. Capturing a legate or senior warrior could provide valuable information if you can get them safely back to the fey. In the battles for Erethor, it is often difficult to tell who is the hunter and who is the prey.

Infiltration

Getting an agent inside the enemy's forces is the most coveted way of gaining information and lore concerning their upcoming actions. The Shadow and the insurgents are constantly attempting to place spies within each other's armies. This kind of cloak-and-dagger war has led to rampant distrust on both sides, sometimes leading to the death or dismissal of a true ally out of ignorant fear. Halfling refugees who paint themselves as goblins, human Erenlander defenders who walk the roads as beggars, and orcish followers of the mythical White Mother tribe are some spies the insurgents utilize. Izrador's trickery often makes use of the considerable magic at his command, using illusory magic items to hide the Shadow's agent in plain sight. The Shadow will sometimes torture a creature, human or elfkin, until it is willing to do his bidding, but the success rate is not high.

Patrol

Patrolling is part of daily life for those who wish to see the next morning. Villages, caravans, even armed camps are vulnerable to raids or worse if they don't have strong patrols out to provide warning of an attack. Patrols vary in size and the distance they travel. In relatively safe areas, patrols tend to be smaller and stay much closer to their base. As you approach the edge of the great forest, the patrols get larger, better equipped, and range farther to provide as much warning as possible. The fey use patrols to supplement the Witch Queen's agents and the Whisper. The fey patrols look for Shadow

spies and orc raiding parties. The Shadow patrols key supply lines and areas of critical importance, such as the River's Fangs and Fachtendom. Human refugees and resistance groups have far-ranging patrols to both provide warning and hopefully lead the Shadow's war bands and slavers away from their families.

Pitched Battle

Mercifully for the defenders of Erethor, open battle is a rare occurrence. Each and every instance since the beginning of the Last Age has been a conclusive victory for the Shadow, who can call upon greater numbers of more ferocious warriors, supported by deadly monsters and demons, which the elves' few channelers and dire allies are hard pressed to counter. Because the elves have long experience at skirmishing, they are able to avoid pitched battles most of the time; the thick forests of their homeland also help, by depriving either side of the necessary fields to stage a battle, even if they wish it. There is nothing orcs love more than charging into the fray, shoulder to shoulder in overwhelming numbers, but nowhere in Erethor have they found armies willing to take the field against them for the past century. The only time the elves are ever prepared to risk pitched battle is when a large force of orcs has penetrated deep into the forest without being dispersed or deflected; then, to protect the tree-cities, the elves resign themselves to the bloody necessity of mass combat.

Raid

Raiding is a common activity during a war, particularly when an offensive is bogged down in hostile terrain with little open ground, such as the Shadow's war in Erethor. Raids are hostile incursions into enemy territory, surprise attacks by a small force of desperate warriors or trained killers, and lightning strikes against enemy fortifications. Erunsil death squads taking an orc outpost by stealth, resistance fighters striking the slow-moving supply caravans of the Shadow's armies, and orc war bands pillaging a refugee village or Erunsil tree village revealed to them by treachery are all examples of adventures based on raids. Adventurers might be part of the raiding party, its targets, or just caught in the crossfire.

Scouting

Intelligence is the perception of any army, as vital as sight and sound are to an individual. The elves have many sources available: Aradil's Eyes are the finest spies on the continent; countless resistance cells gladly tell the elves anything they can in exchange for magical aid and supplies; skilled wildlanders prowl the woods, alert for spoor and trailsign; the Whisper reports any

violation of its sacred precinct, and the beasts themselves can speak of what they have seen. The elvish army has many scouts—usually wildlanders, rogues, and foresters who are observant and stealthy—loosely attached to their regiments. For special missions, adventurers make fine scouts: Their diverse talents may be essential for tricky tasks, and they are often unusually competent. The Shadow forces have fewer sources of intelligence than the defenders; they rely on scrying, aerial spies, human traitors skilled in scouting, and a few highly skilled orc foresters. Locating enemy troop concentrations, dispositions, and fortifications is essential for both factions.

Skirmish

With the exception of fixed fortifications and along the Burning Line, most of the fighting in Erethor involves skirmishes. The fey use the great forest to compensate for their smaller numbers and physical disadvantages when compared to the Shadow's armies. Unless surprised or cornered, the fey fight quick actions with the orcs and goblin. Pitched battles between large numbers of warriors are the exception rather than the rule. The fey can ill afford the losses and will only stand for battle when there is no other choice. Even along the Burning Line, the fey can not match blade for blade and use their superior mobility and the protection of the forest to fight limited battles where they can gain some advantage. Human refugees and resistance groups don't have the warriors to fight large battles and skirmish with the orcs to protect their villages or allow time to move their families farther from the war zone. The orcs are well accustomed to this type of warfare from years of conflict with human resistance groups, fighting in the Kaladrans, and competition between tribes in the Frozen North.

Encounters

Ash & Ruin (EL ~3)

Jagged fingers of onyx smoke claw at the sky above, dragging a shroud of premature twilight across the sky and twisting the dying light into vivid bands of green and orange around the horizons. Soot falls as a constant, feather-soft touch on the wind, staining hair and clothing as black droplets of rain so dense with ash that they flow like oil trickle down cheeks, ebon tears of mourning. The breeze stirs fitfully, carrying the smell of a roast charnel house and the hollow whistling of pain too deep for screams. When it picks up a little too much, the ground underfoot is disturbed and a cloud of searing cinders rakes up in a wave of glowing, smoldering danger. Underfoot, charcoal and blackened bones mingle into a crackling carpet, everything a tangle of burned



roots, soot-crusting stones, fallen branches, and charred remains. Here and there, the stump or skeleton of a tree stands like a broken widow over a battlefield, and in the distance the dark smudges of unburned forest eaves can be seen, illuminated by the hellish glow of the still-advancing flames.

Places like this can be found all along the Burning Line and in the wastelands of the Fields of Ash and Blood, plains of desolate ash where the Shadow's campaign of military arson has been all too successful. There is danger in these places, both in the literal sense and to morale. Physical threats arise from the prevalence of heat, ash, and smoke, but also from the perversion and acceleration of the woodland's natural burning cycle. Morale is imperiled because few elves, halflings or any others who love the forest can bear to see such destruction brought down upon it. Areas that have been subject to these kinds of holocausts are war graves for orcs and elves, traitors and resistance fighters alike.

Heroes and warriors may be called to cross an ash wasteland for a variety of reasons. If they are allies of Erethor, they may be asked to enter or leave the forest in order to bring information, medicine, weapons, or other resources important to the defense effort to agents of the Witch Queen or resistance leaders. Heroic PCs must beware the front lines of the war, where the Burning Line interfaces with the trembling forest, due to the concentrations of troops there, and equally beware the

parts of the Erenland plains where the Shadow's armies mass and make their camps. The ash wastes themselves are crossed only by narrow columns of fresh troops making their way to the killing fields and harried supply convoys. Ironically enough, the burned areas where the Shadow has already marched through may be the place where heroes encounter the fewest enemy soldiers.

If the PCs serve the Night Kings, the ash plains will serve as an unpleasant no-man's land between the front lines and the reserves. Although forage is nigh impossible and the environment can be hazardous, the risk of attack by elves is far less in the ash wastes. Any halfling or Erenlander resistance bands that decide to attack can be seen from a good distance when the raging ash storms don't obscure the view. However, the Fell remnants of the armies that sold their lives to win and defend these miles of ground attack indiscriminately. Orcs find the presence of a legate or *kurasatch udareen* comforting as a ward against the undead that haunt these desolate wastes.

In this encounter, the party is crossing the ash plains for whatever reason suits the DM's campaign, and are, possibly unknown to them, being stalked by a group of ungral who will use the dangers of the environment against them. The Fell's goal is to drive the PCs into the burned-out shell of a tree keep that is home to their diabolical master: a wounded, twisted treeman named Tcharrbough.

The Fell

Ungral orc trooper, male orc fighter 2: CR 3; hp 13; Init +1; Spd 20 ft.; AC 20, touch 11, flatfooted 19; Base Atk +3; Grp +7; Atks +7 melee (1d12+4, vardatch) or +3 ranged (1d6+4, javelin); SQ orc traits, undead traits; AL NE; SV Fort +3, Ref +1, Will +0; Str 18, Dex 12, Con —, Int 8, Wis 10, Cha 8; *Skills:* Climb -2, Intimidate +2, Jump -2, Survival +2; *Feats:* Cleave, Power Attack, Weapon Focus (vardatch); *Possessions:* Scale mail, large steel shield, vardatch, dagger, javelins (4), damp rags (fire resistance 2 or +2 to saves against fire).

Appearance and Personality: Orcs are ugly; those that died of fire and smoke inhalation but returned with an unslakeable hunger for the flesh of the living are uglier. Their gray-black skin is torn by angry red burns and they reek of burned hair and rotten but overcooked meat.

Ungral elf warrior, male and female Caransil fighter 2: CR 3; hp 13; Init +4; Spd 30 ft.; AC 19, touch 14, flatfooted 15; Base Atk +2; Grp +3; Atks +3 melee (1d8+1, spear) or +7 ranged (1d8, longbow); SQ elf traits, undead traits; AL NE; SV Fort +3, Ref +5, Will +0; Str 12, Dex 18, Con —, Int 10, Wis 10, Cha 10; *Skills:* Listen +7, Spot +7, Survival +5; *Feats:* Point Blank Shot, Rapid Shot, Weapon Focus (longbow); *Spell-Like Abilities:* Three of the following, 1/day each: daze, flare, ghost sound, touch of fatigue, mage hand, message, open/close, prestidigitation; *Possessions:* Leather armor, spear, longbow, arrows (20), dagger, damp rags (fire resistance 2 or +2 to saves against fire).

Appearance and Personality: These elves have become monsters, denied bliss in the embrace of the Whisper. They are as ash-stained and charred as the orcs but in some ways more horrific, because though they lack the bloody ferocity of the orcish Fell, they retain a certain elvish aesthetic joy about the murder and cannibalism they indulge in.

A typical group of these creatures consists of two orcs and two elves, united together in death and hunger as they never were in life. A group of this type is EL 6.

The Environment

Little cover exists within the ash plains. Here and there blackened stumps of trees are large enough to hide a Medium creature and some places are quite hilly or craggy, but for the most part the former forest is simply a great, rolling expanse of flat ground, covered with charcoal branches and ash drifts.

The following environmental hazards might be encountered within the Fields of Ash and Blood. See also Firestorms and Howling Ash in Chapter 1, page 25.

Cinder Storms (CR 3): Wide areas of the Burning Line are covered by fields of hot cinders that lie on or just below the thin layer of insulating ash. When stirred by the wind, these cinders can become a glowing storm

of stinging, burning danger as hot pinpricks sear the skin and the air rapidly heats to kiln-like temperatures. Cinder storms deal 1d4 points of fire damage and 1d4 points of nonlethal damage from heat each round (a DC 15 Fortitude save negates the nonlethal and halves the fire damage) and last as long as the wind blows at severe or greater strength. Anyone in a cinder storm will be blinded by the heat and ash and had best cover their eyes to avoid permanent blindness. These storms can cover moving fronts miles across and can easily set new blazes if they reach fresh woods.

Firefalls (CR 2): Forests are naturally full of gullies, short drops, animal dens, and other depressions. After fire has passed these by, sometimes they are left covered by a layer of ash, mud, and charred branches that can make the ground seem safe when it actually houses a short fall into fiery pain. These pits act as reservoirs of heat, full of smoldering cinders and occasionally even hot pockets of natural gas or coal seams that can burst back into flame when exposed to air. Anyone unfortunate enough to fall into a smoldering pit takes 1d6 points of falling damage and 1d6 points of fire damage from the fall, and 1d6 points of fire damage every round thereafter. This can make rescue difficult, as ropes will often begin to burn as soon as they are lowered to the trapped victim (hemp rope has 2 hp but takes half damage from fire; thus, if the fire pit's damage roll is 4 or higher, the rope will burn through enough to break in the character's hand before he or she tries to climb). The fire typically dies out after 1d6+4 rounds.

Firefall: CR 2; mechanical; location trigger (5-ft. square); no reset; DC 20 Reflex save avoids; 10 ft. deep (1d6 fall + 1d6 fire damage every round); Search DC 24; Disable Device DC 20.

Encounter

The Fell will probably have little difficulty tracking the PCs: ash is considered to be very soft ground, so an average party will leave a trail with a Track DC of 4 (very soft ground 5, -1 for a four-person party). The Fell therefore can usually afford to travel at normal speed and still have a good chance of keeping on the scent. They try to remain two or three miles behind the PCs but allow themselves to be seen if the PCs look to be slowing down in the journey or turning aside, driving the characters forward through fear. The Fell try to guide the PCs by having more of their members appear along the flanks, encouraging the party to continue down a certain path, towards the tree keep.

After about one day of trailing the PCs, the Fell know that a cinder storm will blow up: They are familiar with the weather patterns of the Fields of Ash and Blood and have timed their ambush to take advantage of them. The PCs' first warning will be banks of windborne ash that rise up and begin to wash over them as the still air begins to move in ever stronger gusts (wind strength increases from no or light to severe over the course of two hours). Characters skilled in Survival may be able

to predict this change in conditions before it occurs and grant themselves a bonus to saves against the deadly storm's effects. The wind persists at severe strength for only two minutes (20 rounds) before falling back to moderate and then gradually dying away, leaving everything coated in freshly stirred ash and the air hot, sooty, and uncomfortable to breathe. The ungral have less to fear from the cinder storms, being immune to the nonlethal damage, though the fire damage can still harm them. They dress in rags wetted from hidden streams and muddy waterskins to help alleviate the worst of the cinder storm's effects. Most likely, the PCs will stop and take cover to protect themselves against the fiery winds; whether they do so or press on, the Fell choose this time to attack. The elvish ungral attack with a shower of arrows, using their Rapid Shot feat if possible, and then the orcish Fell charge in to attack with ferocity, targeting the strongest-looking melee combatants while the archers concentrate on spellcasters and PCs with ranged weapons.

The Fell's goal is to drive the PCs forward, not to kill them or allow themselves to be killed; they hope that the damage and exhaustion brought about by the unbearable weather will make the party reluctant to commit to a full-on fight. The Fell will therefore attack until the PCs call for or attempt to retreat, or until they themselves begin to suffer serious damage or become outnumbered or outflanked. If the Fell should be destroyed there are many more lurking in the ash wastes.

Assuming the PCs continue to be herded by their pursuers, they will eventually see a burned, half-ruined tree keep ahead. With undead stalking them on all flanks and from behind, they may decide to make a stand in this defensible position. If the PCs enter the keep, the Fell surround the structure and wait, prepared to cut off any escape. However, many PCs may be suspicious and try to avoid the sinister-looking shell. If this is the case, the Fell close in *en masse*, trying to force the PCs into the keep through the sheer weight of their numbers. Attack by eight to 10 Fell would be an encounter of EL 9–10. If the PCs somehow manage to defeat this mass of foes, allow them to go on their way without investigating the tree keep, if they wish. The wails of rage and despair emanating from Tcharrbough as his minions are butchered so close at hand may encourage them to stay away in any case.

Once inside the keep, the PCs are in danger from the monstrous, blood-hungry tree. Tcharrbough waits until all the PCs are within his reach, which stretches all across the inner courtyard of the keep, preferably with their backs to him as they watch the Fell. He then attacks, directing his attacks first against anyone that looks swift or nimble enough to escape from him. Any attempts to communicate with the tree are met with ravings and howlings in his deep, rumbling voice. If the PCs try to flee, the Fell gather around and use their weapons and bodies to keep the party within the keep (once again, there are eight to 10 of them on hand).

If Tcharrbough kills two PCs, he is so overcome

by hunger that he immediately stops fighting to devour the bodies, commanding his Fell to gather around so that they might receive scraps as a reward. Any surviving PCs may take this opportunity to flee, as both the tree-monster and the Fell will ignore them as they eat unless they are attacked.

If the PCs can finish off the wounded treant, who will fight to the death, the Fell will creep off as best they can, their source of unity broken and perceiving the PCs as too dangerous a target.

Tcharrbough, Maimed and Maddened Treant:

CR 4; Huge Plant; HD 7d8+35; hp 10 hp; Init -1; Spd 10 ft.; AC 20, touch 7, flatfooted 20; Base Atk +5; Grp +22; Atks +12/+12 melee (2d6+9, slam); Space/Reach 15 ft./15 ft; SA double damage against objects, trample 2d6+13; SQ Damage reduction 10/slashing, low-light vision, plant traits, vulnerability to fire; AL CE; SV Fort +10, Ref +1, Will +7; Str 29, Dex 8, Con 21, Int 12, Wis 16, Cha 6; *Skills* Diplomacy +0, Intimidate +3, Knowledge (nature) +6, Listen +8, Sense Motive +8, Spot +8, Survival +8; *Feats* Improved Sunder, Iron Will, Power Attack; *Possessions*: none, but parts of his body are valuable (see below).

Appearance and Personality: Tcharrbough resembles a broken, flame-blackened oak tree, the keyword of the keep when it was whole but maimed by the same flames that consumed the fortress. His leafless, scrawny branches wave pathetically in the air, and his trunk is marred by fire and what look like axe-cuts. These are in fact his face; his eyes and mouth look like scarred bark when closed. He is quite mad and believes that fresh victims are the fertilizer he needs to heal himself.

Tcharrbough was crippled by the flames that destroyed his tree keep, and anger and hate have seeped into his heartwood and worked a dark corruption. Due to his injuries, Tcharrbough has only 10 hp remaining from his maximum 66, has lost his ability to animate trees, and suffers from reduced movement. The Fell serve him out of fear and respect for his power and also because neither side in the relationship is quite sane.

If the PCs make at least a token examination of the treant once they defeat him, a character who succeeds at a DC 20 Knowledge (arcane) or Knowledge (nature) check will notice that parts of the monstrous creature are charged with magical energy:

- A true charm that grants a +4 luck bonus to AC against plants (a sliver of miraculously unburned heartwood).
- 1d4 greater charms that grant immunity to nonlethal damage caused by heat for eight hours (long strips of burned bark, worn as bracelets).
- 2d8 lesser charms that grant a +2 luck bonus to the character's next save (charred acorns).

Scaling the Adventure

If a DM should so desire, she could make the characters' lives even more difficult by adding further environmental hazards on the journey to Tcharrbough's

lair. A ravenous giant ash beetle erupting from the ash, stumbling across a dangerous area of firefalls, or another Fell ambush would all be appropriate additions to this encounter. The PCs should feel as if they are being surrounded and run to ground; the Fell are numerous and present everywhere, apparently waiting for a moment of weakness to strike. Emphasize this by having any PCs that become separated pounced upon by a pack of ungral and having the undead always lurking on the horizon, glimpsed then obscured by the swirling ash.

Firebugs (CR 4): Fire forms a natural part of the ecology of forests, freeing up nutrients from old trees to be returned to the soil and allowing new growth to flourish. Though few humans would believe it, the elves with their long lives have seen and participated in this cycle for eons, allowing controlled burns to revitalize the forest. But, as with everything it touches, the Shadow has perverted this process. The unholy fires of Izrador's armies burn too quickly and over too wide an area, causing permanent, perhaps irrevocable damage to Erethor, especially when combined with the drought. Normally, there are breeds of beetle that lie dormant under the soil, waiting for an opportunity to feed on new green shoots and fertilize the ash-laden soil with their excrement; but in the Burning Line, there is no regrowth to nourish them and they become ravenous predators. In Erethor's mystical ecology, some beetles can grow to prodigious size.

Giant Ash Beetle: CR 4; Large Vermin; HD 7d8+21; hp 51; Init +0; Spd 20 ft.; AC 19, touch 9, flat-footed 19; Base Atk +5; Grp +15; Atks +10 melee (4d6+9, bite); Space/Reach 10 ft./5 ft.; SA Trample 2d8+3; SQ Darkvision 60 ft. fire resistance 5, vermin traits; AL N; SV Fort +8, Ref +2, Will +2; Str 23, Dex 10, Con 17, Int —, Wis 10, Cha 9; Skills: —; Feats: —.

Knives in the Snow (EL ~10)

Narzakil spat a plume of ice crystals that stank of rotten meat as he growled a sigh. All around him, trickles of snow dropped from over-laden pine branches to the drifts on the ground, and the evening sky was as clear as glass above. It would be a good, dark night, but he still itched for a fight. By the Black Father of all Orcs, but it was bracing to be this far north again. The plains of the south held no more appeal for him—they had been new and fascinating enough when he was a callow, unscarred, unblooded youth, but that was all of two years ago, now. The villages and cities of the little southern men always held something new: new produce to pillage, new people to torture—bah, some of them had never even seen an orc—but he had had enough of fighting skirmish battles with horsemen and archers. He wanted a nice, dirty, close-up fight, fist and vardatch.

With foes he could really sink his teeth into.

It must have been because he'd done so well, spotting that caravan full of illegal spices and clothes, that

he'd been rewarded by this redeployment into the northlands. At least, that's what the legate, Katuuf, had said. The priest had been grinning at the time, but in Narzakil's experiences humans did that a lot. In truth, it was refreshingly cold here—not nearly as pleasant as home, far away by the Vale of Tears, but at least there was good frosty air to fill your lungs with. But, disappointingly, there had been hardly anything to fight. The big, light-colored humans that lived in the north were entertaining enough—they could be quite capably violent, if provoked right. Setting a few of them on fire usually worked, or cutting their offspring's scalps away. They were all bald anyway—what was the difference?

The orc craned his blocky head around, looking at his tribe-mates as they squatted in the snow, not bothered by the cold. Some were chewing on dried meat rations, others taking the opportunity to show their contempt for the forest in a bodily manner. The commander spotted his second leaning against a tree. Moshakk was holding some kind of small, furry animal with a bushy tail between his leathery hands, grinning in glee as it struggled and squeaked as he crushed the life out of it. Narzakil approached his underling and got his attention with a lip-splitting backhand.

"Moshakk! Where are Azort and Brugh? Those bastards were supposed to be watching our rear," the commander demanded as Moshakk whined submissively. "Go find them, or I'll have your hide for a grog skin!"

Moshakk dropped the remains of the animal with a disappointed grunt, leaving the twisted blob of meat twitching in the snow, and levered his bulk out of the clearing, drawing his axe from under his fur cloak. Narzakil put his horny foot down on the thing without interest or rancor, silencing it with a squelch. Again, he looked around at his men—wait, where was Ruzok? Just a moment ago, he'd been emptying his bladder on a seedling, now he was nowhere to be seen. Just like the dirt-eater to wander off. . . Growling, Narzakil strode across the camp, kicking a dozing orcs in the guts to encourage them to wake up faster.

The orc commander mounted the snowdrift that Ruzok had been standing by, and peered out into the gathering darkness, looking for his trooper. There. . . that looked like something, a few paces down, half-hidden by the scrub. Narzakil picked his way down the slope, more used to the permafrost and hard-packed snow of the far north than this slushy, seasonal stuff. He got closer and saw that the black mass was an orc, Ruzok almost certainly, sprawled on his side. Narzakil flipped the body with his foot, saw the bulging eyes, the fangs caked with black blood, the gleaming, silver-fletched arrow emerging from the throat. He almost grinned; well, hunting snipers wasn't quite what he'd hoped for, but it was something.

By the time Narzakil got to the top of the snow bank again, his lungs were filled and ready to roar a call to arms to his orcs, but as he crested it he saw Moshakk entering the clearing. Narzakil's second was stumbling,

his cloak wrapped around him. The leader moved towards his officer . . . until Moshrakk slumped forward, blood rushing from his lacerated body. He hit the ground already dead.

Narzakil cursed. "Up, you milk-suckers!" But most of his orcs were already scrambling for weapons and getting to their feet. Something whistled through the air in front of Narzakil as he tore his vardatch free from the sling that held it. He spun, following it, and saw an orc collapse with an arrow through his eye. He turned back, quickly, too wily to be taken by surprise, and saw Drommoch fighting with . . . it looked like a tall, sinuous man, clad in sleek furs and leathers, and it moved fast, wielding long knives. An arrow cut a gouge in the commander's hide armour and nicked his muscular arm, making him snarl. He looked around for the archer; there was another orc, pinned to a tree trunk by an arrow through the ribs. Right in front of his eyes he saw Kroj, bleeding from a wound that looked to have carved the top of his skull clean off, exposing the lump of meat in his head, drop to his knees with a blank face, blood and drool oozing from his slack jaw. One of the skinny, agile figures held a pair of blood stained knives; gray eyes studied the orc dispassionately from a long, white face. Howling, Narzakil swung his vardatch; the attacker danced back easily, then leaped straight up into the arms of a fir tree, vanishing.

The orc wheeled again, making sure he was not being surrounded. Where were his orcs, his warriors? All he could see were dead ones, stuck with arrows or cut with knives, sprawled dead across the ground. Suddenly, a slender but strong hand latched onto his shoulder, and he felt a line of steel touch his throat. A light, musical voice murmured into his ear, in very passable Black Tongue.

"Now you die, monster."

Narzakil felt his neck slashed open, almost painlessly, so sharp was the blade. His world spun. By the time his dying bulk hit the snow, eyes open, face first, it was already washed black by his lifeblood.

* * *

Selusrien knelt in the snow, examining the poor, dead squirrel. Around him, he could hear sinewy cutting sounds as his elves eviscerated the dead orcs in wordless concentration. He had found gutting them in the right way just as effective as beheading the bodies, in preventing reanimation. Additionally, it frightened any humans that might be traveling with them and made other orcs reckless with excitement, even if they lacked the empathy to fear that the same would happen to them. He began to scrape a hollow in the boot-stamped snow with his hands, and eased the tiny animal's crushed remains into the hole.

He was just packing it down as his lieutenant Phyrissa approached silently. Her vulpine face was cold as ever, more so than the deepening night above them.

"The bodies are buried and the snow brushed down, my Blood," she informed him softly.

Selusrien stood gracefully, nodding. "Then we should be about intercepting the next patrol. Clear this area."

The Erunsil melted away into the darkness, continuing the never-ending hunt.

Any group of the Shadow's minions trekking into the Veradeen are taking their lives into their hands; or rather, delivering them into the merciless hands of the Erunsil. Of all the elven peoples, the snow elves are the most adept at guerrilla fighting. They do not have as many channelers as the Caransil or Miransil, or the tradition of elite demon-hunters that the Danisil possess, but they do have many dedicated, cold-eyed warriors willing to kill and die to keep the winter woods safe.

PCs who are confirmed friends of the elves will not suffer from this encounter; if the Erunsil recognize them as allies, they will leave them be or, perhaps, offer a little aid when it is most needed. Elves, halflings, and peaceable-looking humans that travel with such will usually get the benefit of the doubt. Obvious enemies, such as anyone that travels with legates or orcs, will find the resolute fury of the snow elves turned against them. Strangers, from dwarves to unknown humans, will be watched closely and stalked for as long as it takes to discern their intentions, and then the elves will react accordingly; wreaking terror against foes and greeting potential friends to divine their purpose and perhaps enlist their aid in an urgent mission.

Elves and their friends are most likely to be in the Veradeen for two reasons: as part of the defense effort, waging a war of attrition and skirmish against hordes of orcs, traitor humans, and powerful, deadly creatures like blight ogres and dragons; or passing through on their way north or east, seeking to infiltrate the Shadow's outposts in the Highhorns or make their way into occupied Dornish lands, perhaps heading to Steel Hill on a mission for the resistance. A competent band of proven warriors passing through the northern woods might be asked by the Erunsil to deal with a dangerous band of orcs and monsters. This would place the PCs in the reverse of the assumed position for this encounter.

The assumed position is that the PCs will draw the hostility of an elite band of Erunsil hunters as they trek through the snow-bound forests and begin to suffer from their deadly hit-and-run attacks. A party of about 6th level will find this adventure challenging, though if they are 4th to 5th level and traveling with, for example, a contingent of low-level orc fighters and warriors and a slightly higher or equal level legate leader, this may also fit.

Erunsil Warriors

Snow Hunters, female or male snow elf fighter 2: CR 2; hp 9; Init +4; Spd 30 ft.; AC 16, touch 14, flatfooted 12; Base Atk +2; Grp +3; Atk +7 melee (1d6+2, fighting knife in two hands) or +7 ranged (1d8, longbow); SQ snow elf traits; AL CG; SV Fort +3, Ref

+4, Will +0; Str 12, Dex 18, Con 8, Int 10, Wis 10, Cha 10; *Skills*: Listen +7, Spot +7, Survival +5; *Feats*: Point Blank Shot, Weapon Finesse, Weapon Focus (longbow); *Spell-Like Abilities*: Two of the following, 1/day each: *cure minor wounds*, *flare*, *guidance*, *resistance*; *Possessions*: Leather armor, fighting knife*, longbow, arrows (20), dagger, white and green cloak.

* Erunsil-forged: +1 enhancement bonus vs. orcs.

Appearance and Personality: Quiet and disciplined, snow hunters form the bulk of the scattered army of guerrillas and killers that make the Veradeen a killing ground for the Shadow.

Master Archer, female or male snow elf fighter

4/wildlander 2: CR 6; hp 31; Init +5; Spd 30 ft.; AC 18, touch 15, flatfooted 10; Base Atk +6; Grp +7; Atks +8/+3 melee (1d6+2, fighting knife in two hands) or +14/+9 ranged (1d8+2, masterwork icewood longbow); SQ snow elf traits, wildlander traits: master hunter (orcs), stealthy; AL CG; SV Fort +8, Ref +6, Will +2; Str 13, Dex 20, Con 10, Int 11, Wis 13, Cha 10; *Skills*: Climb +7, Craft (traps) +5, Hide +19, Knowledge (nature) +6, Listen +7, Move Silently +10, Spot +7, Survival +8; *Feats*: Far Shot, Point Blank Shot, Rapid Shot, Weapon Focus (fighting knife), Weapon Focus (longbow), Weapon Specialization (longbow); *Spell-Like Abilities*: Two of the following, 1/day each: *cure minor wounds*, *flare*, *guidance*, *resistance*; *Possessions*: Refugee leather armor, masterwork fighting knife*, masterwork icewood bow, masterwork arrows (20), dagger, *cloak of elvenkind*.

* Erunsil-forged: +1 enhancement bonus vs. orcs.

Appearance and Personality: Erunsil with keener aim and more experience in battle often become veteran snipers, used to roaming the woods alone to take out enemy warriors and leaders from afar. They tend to be laconic and watchful, always seeking out high ground to give them an unobstructed view of the land around.

Winter Witch, female or male snow elf channeler (spiritual) 7: CR 7; hp 24; Init +3; Spd 30 ft.; AC 13, touch 13, flatfooted 10; Base Atk +5; Grp +5; Atks +5 melee (1d6, quarterstaff); SQ Art of magic, snow elf traits, master of two worlds, summon familiar; AL CG; SV Fort +3, Ref +5, Will +9; Str 10, Dex 16, Con 10, Int 12, Wis 17, Cha 14; *Skills*: Concentration +10, Heal +13, Intimidate +12, Knowledge (arcana) +11, Knowledge (nature) +11, Knowledge (Veradeen) +11, Spellcraft +11; *Feats*: Craft Spell Talisman, Dodge, Extend Spell, Magecraft, Spellcasting (Abjuration), Spellcasting (Lesser Conjunction), Spellcasting (Lesser Evocation), Spellcasting (Necromancy), Spellcasting (Transmutation), Spellcasting (Universal); Spell Focus (Lesser Evocation). *Spell-Like Abilities*: Two of the following, 1/day each: *cure minor wounds*, *flare*, *guidance*, *resistance*; *Possessions*: Quarterstaff, white and green cloak, spell talismans (*daylight* and *snare*).

Spells Known (12 points of spell energy/day; base DC 13 + spell level): 0—*create water*, *frost burst* (cold



acid splash), *mage hand*, *mending*, *prestidigitation*; 1st—*cure light wounds*, *longstrider*, *mage armor*, *magic weapon*, *obscuring mist*; 2nd—*barkskin*, *chill metal*, *daylight*, *nature's revelation*, *wood shape*; 3rd—*halt undead*, *ice arrow* (cold flame arrow), *sleet storm*, *snare*.

* Lesser Evocation spell. The base save DC for these spells, where applicable, is 14 + spell level.

Appearance and Personality: Erunsil channelers often become more akin to the snow than any of their relations, becoming as cold and withdrawn as ice until their ire is drawn. When roused, they become as deadly as any blizzard.

Master Blade, female or male snow elf fighter 5/rogue 3: CR 8; hp 46; Init +4; Spd 30 ft.; AC 19, touch 14, flatfooted 15; Base Atk +7; Grp +10; Atk +11/+11/+6/+6 melee (1d6+5, two fighting knives); SA Sneak attack +2d6; SQ elf traits, evasion, trapfinding, trapsense +1; AL CG; SV Fort +5, Ref +10, Will +3; Str 17, Dex 19, Con 12, Int 11, Wis 12, Cha 11; *Skills*: Balance +9, Bluff +6, Climb +8, Escape Artist +9, Hide +9, Listen +14, Move Silently +14, Spot +14, Survival +12; *Feats*: Combat Reflexes, Improved Two Weapon Fighting, Two Weapon Defense, Two Weapon Fighting, Weapon Focus (fighting knife), Weapon Specialization (fighting knife); *Spell-Like Abilities*: Two of the following, 1/day each: *cure minor wounds*, *flare*, *guidance*, *resistance*; *Possessions*: Masterwork chain shirt, two masterwork fighting knives*, white and green cloak, *boots of elvenkind*.

* Erunsil-forged: +1 enhancement bonus vs orcs.

Appearance and Personality: Master Blades are those Erunsil with a taste and talent for melee, using two fighting knives in the distinctive and deadly style of their kind. Some are more taciturn and contained than even other Erunsil, while others are relatively boisterous, enjoying the moments when they are away from battle. All are lethal and ruthless killers.

The Environment

The Veradeen is thick, rugged, and tangled. The ground is rent by deep, wooded valleys, rocky or icy crevasses, and steep hills that rise into mountains. All forms of evergreens crowd the landscape, restricting travel to pre-existing paths, which are all known to the elves that patrol them. Trails can be found along ridges or winding through valleys and are seeded with Erunsil watch posts. Blazing one's own path is time consuming and not much less dangerous than going under the snow elves' gaze: The treacherous landscape can lure explorers into falls and dead ends, and roving Erunsil hunters will doubtless find any trespassers, regardless of where they walk.

Cold is rarely a problem for the prepared party. Orcs, Dorns, and Erunsil are all but immune to dangerous wintry weather, and others can protect themselves by bringing extra clothing. Still, a particularly bad snowfall or windstorm can cause problems for anyone, especially if it prevents them from hunting or making a fire to keep warm (see *Frigid Demesne* in Chapter 2, page 29). However, the worst danger in this encounter comes not from the vagaries of nature, but from the wrath of the elves.

Encounter

By listening to the Whisper and relying on the skills of their many trained trackers, the Erunsil are seldom unaware of invaders in their lands. They will likely locate and begin to stalk the PCs within days of their entry into the Veradeen. A typical hunting band in this case might be one master blade, one winter witch, one master archer, and one snow hunter per two enemies, or one per three if the foe number more than about 20. To make up for their lack of numbers, the Erunsil rely on traps, ambush, and surprise attacks that utilize hit-and-run techniques.

Attacking Outliers: Once the enemy is far enough into the Veradeen that retreat will prove difficult, the hunters begin to whittle away at them. Any orcs or men who venture far from the main band of troops will find themselves watched, ambushed, and butchered. Note that, for the elves' purposes, the main body refers as much to power as numbers. If the enemy group includes dangerous or powerful creatures and individuals like blight ogres, legates, treacherous channelers, or champion warriors, the Erunsil will avoid them at first, seeking to deprive them of minions and supporters until the leaders can be removed at leisure. This phase of the

attack usually involves the entire band of hunters, so as to maximize the number of casualties they can inflict while retaining the element of surprise. The elves always operate in at least pairs and attack servants or troopers for preference, ambushing them as they hunt, fetch water, or stand sentry. The PCs are likely to be stronger and more skilled than the average trooper, so the elves may choose not to attack them at first, unless one or two at most of the PCs become separated and can be cornered by two or three of the Erunsil elite.

Attrition: The enemy will quickly realize they are under attack and begin to take precautions. This limits the elves' options a little more, and they typically begin to attack in earnest with constant light, pinprick attacks that sap the strength of their targets. The winter witch will deposit snares along the enemy's path (along with more mundane traps built by the other elves, if time allows), place extended sleet storms that force them to stop, exposing them to flights of arrows from the waiting elves, and drive off any animals the foe could hunt for with his channeler gift. Master blades often stalk close behind the enemy party, waiting for the opportunity to sneak attack the rearguard, depleting the enemy's numbers one by one. Master archers will gradually wear down the stronger foes with shoot-and-flee tactics. The snow hunters will take any opportunity to shoot at the weaker foes, thinning their numbers.

The overall strategy is designed to exhaust and weaken the enemy with numerous wounds, prevent rest, frighten them, and frustrate them by providing no target for retaliation. Two factors govern this stage of the attack: minimizing the risk to the Erunsil and the knowledge that a wounded foe is better than a dead foe. At this stage the elves take care in their attacks, particularly the snow hunters; they ensure they have a clear shot and a clearer escape route and strive to avoid notice. There are always fewer elves than foes, so every life must be husbanded. With grim practicality, the elves also know that it is better to maim than kill: a wounded man requires one or two comrades to carry him and his gear, reducing the effectiveness of each, while a wounded orc will often be killed and devoured by his tribe-mates and may fight back hard enough to hurt some of them.

The PCs will quite likely attempt to find their attackers, charging headlong into the forest or using their own tracking and hunting skills. Their success is dependent on their skills: The elves are at home in this terrain and prove no easy prey to locate. It is important not to draw the attrition part of the ambush out too long, for exactly the reason that the PCs may be too successful in counterattacking the elves.

Provocation: Once the party is tired, bloodied, and itching for a fight, the elves give them one. The Erunsil create a gauntlet along a section of the trail the party is following, hiding snow hunters in the trees along the path at fairly dispersed distances. The master blade will then appear ahead of the party, lunging in to attack their vanguard, then fleeing along the path to draw them onwards. If the PCs give chase, they will be

shot at all along the route, but if they stop to try to root out the archers, the blade stops fleeing and attacks again, keeping their attention.

Fall of Winter: The climax of the elves ambush takes place on a narrow, icy bridge above a deep gorge. On the far side, the master archer and the winter witch wait, ready to use their skills against the PCs from the cover of the ravine. The blade attempts to lure the PCs out onto the bridge, which has been specially weakened so that it will collapse if more than 130 lbs. crosses the midpoint (the blade and his gear together weigh about 140 lbs).

Collapsing Ice Bridge Trap: CR 8; mechanical; location + weight trigger; no reset; DC 20 Reflex save avoids; 300 ft. deep (20d6, fall); multiple targets (all targets within a 5-ft.-by-20-ft. area); Search DC 25; Disable Device DC 25.

A kind DM may allow any character that falls a DC 15 Climb check if he fails his Reflex save; success indicates that the character grabs hold of the edge of the broken bridge and is left dangling over the abyss, exposed to enemy fire until he can pull himself up (another DC 15 Climb check). This is a softening of the normal rules regarding pits and catching yourself while falling, but it provides a nod to the near-certain lethality of the fall for anyone without wings or spells.

The PCs will likely arrive hot on the elf's heels, and he does his best to lead them out onto the bridge. If they hesitate, the other elves will continue to bombard them with arrows and spells, while the snow hunters drive into the party from behind. The master archer and the snow witch work together to launch *daylight*-enspelled arrows into the midst of the party if they have any orcs amongst their numbers.

The resolution of the encounter is up to the players and the DM. If the trap was successful, some of the PCs may have fallen to their deaths, and any survivors may be divided between the two sides of the ravine, possibly outnumbered and outflanked.

Of Men and Orcs (EL ~2)

The forest rustles on all sides, and you catch glimpses of wiry, dirty figures clad in rags and scars shuffling through the trees. Here and there, a yellow-toothed mouth hisses a threat, broken nails claw at the crude iron hilt of an orcish sword, or an eye rolls, white and mad. The wild looking creatures—shockingly, they look human, or were, once—emerge from the shadows all around, heavily armed and savage. One bearing thick blue war paint points a vardatch at you and growls in broken, guttural Erenlander: “Do you serve the Night Kings?”

The barbarians crowd around, awaiting an answer.

Orcmen are a harrowing warning to the elves of Erethor and those humans that fled the collapse of

Erenland and still cling to the tattered shreds of their civilization. They are once cultured, or at least peaceable, humans who prove the old gnomish maxim: any society is three meals away from anarchy.

When a refugee has lost too much, suffered too much, been pushed too far, two things can happen. They might give way under the oppression, falling into despair and accepting their defeat; or they may lose something vital, that spark of morality that separates humans from monsters. They become as bestial as the orcs they fight, raw and savage warriors who embrace the weapons and strategies of their foes. Other humans hold them in dread; the elves find them revolting but perhaps necessary; and orcs actually enjoy having enemies they can fight on an almost equal footing.

Wildmen of the Woods

Orcmen Blooded, male Erenlander warrior 1/ barbarian 1: CR 2; hp 15; Init +1; Spd 40 ft. (8 squares); AC 13, touch 11, flatfooted 10; Base Atk +2; Grp +4; Atks +5 melee (1d12+3, vardatch) or +3 ranged (1d6+2, javelin); SQ Erenlander traits, fast movement, rage 1/day; AL CE; SV Fort +6, Ref +1, Will +0; Str 14, Dex 12, Con 14, Int 10, Wis 10, Cha 8; *Skills:* Climb +3, Intimidate +4, Jump +3, Listen +3, Profession: Soldier +4, Survival +4, Swim +3; *Feats:* Cleave, Exotic Weapon Proficiency (vardatch), Power Attack; *Possessions:* Vardatch, heavy wooden shield, two javelins, filthy and lousy clothing.

Appearance and Personality: With their hair unshaven, their bodies unwashed and wearing rags, orcmen at first sight look like the most destitute of refugees. However, when you see their battle-scarred wooden shields, well cleaned but worn orcish cleaver-swords, and the staring, red-rimmed rage in their eyes, it is easy to see they are dangerous and unstable barbarians.

Obarn, male Erenlander rogue 4: CR 4; Medium Humanoid (5 ft. tall); HD 4d6+4; hp 18; Init +2; Spd 30 ft.; AC 12, touch 12, flatfooted 10; Atk +3 melee (1d6, club); SA Sneak attack +2d6; SQ human traits, trapfinding, trapsense +1, uncanny dodge.; AL CN; SV Fort +2, Ref +6, Will +5; Str 10, Dex 14, Con 12, Int 13, Wis 15, Cha 16.

Skills: Bluff +12, Craft: Woodwork +8, Diplomacy +10, Escape Artist +9, Gather Information +10, Heal +5, Knowledge (arcane) +4, Knowledge (nature) +4, Sense Motive +9, Sleight of Hand +9, Spellcraft +8.

Feats: Charm Lore, Magecraft (Charismatic), Persuasive, Spellcasting (Divination), Spellcasting (Universal).

Languages: Erenlander, High Elvish, Pidgin Orcish.

Spells Known (3 points of spell energy/day; base DC 13 + spell level): 0—*arcane mark, guidance, prestidigitation*; 1st—*detect snares and pits, detect undead*; 2nd—*locate object*.

Possessions: Club, 10 assorted lesser charms, various pieces of pilfered jewelry and trinkets.



Appearance and Personality: Short, scrawny, and riddled with nervous twitches, Obarn survives in a tribe of savages that despises weakness by being useful and by playing the others against each other. An accomplished liar, he feigns submission to the will of the others and acts as a wise man, using his knowledge of medicine, negotiation, the environment, and limited magical skills to help the tribe prosper. Skannoch beats him occasionally, and Obarn accepts this mutely, secretly confident that he pulls the strings in the tribe.

Skannoch, male Dorn barbarian 5: CR 5; Medium Humanoid (5 ft. 4 in. tall); HD 5d12+15; hp 48; Init +1; Spd 40 ft.; AC 14, touch 11, flatfooted 13; Base Atk +5; Grp +9; Atks +10 melee (1d12+6, vardatch); SA Rage 2/day; SQ Dorn traits, fast movement, improved uncanny dodge, trapsense +1; AL CN; SV Fort +8, Ref +2, Will +1; Str 18, Dex 12, Con 16, Int 8, Wis 10, Cha 13.

Skills: Climb +4, Diplomacy +7, Intimidate +11, Jump +4, Survival +8

Feats: Exotic Weapon Proficiency (vardatch), Negotiator, Power Attack.

Languages: Norther, Erenlander, Orcish.

Possessions: Crafted vardatch, masterwork light mace, hide armour, orcish head-brace (+2 Intimidate).

Appearance and Personality: Short, muscular, and gnarled, Skannoch is covered in kill-mark scars and Dornish tattoos in equal measure. His blond hair is cut into a mane, his facial hair is spiky and uneven, and he

moves with a bow-legged shuffle that belies his speed and power. He wears armor made of layered animal skins, and his head is surrounded by a heavy brace made of wood and bone. This structure resembles a blocky orcish jaw, fitting around Skannoch's own, and is studded with the tusks of his orcish victims. It is a very intimidating piece of headgear.

Skannoch is far from a genius, but he possesses stubbornness and a level of animal cunning that has secured his place as leader of his tribe, even though he won the place in the traditional orcmen way: by claiming more kills than the former leader on the field of battle. He has learned a little of the art of diplomacy from the whispered urgings of his advisor, Obarn, as the little man is seldom far from Skannoch's side.

The Caves

Skannoch's tribe resides in a series of caves in a particularly rugged area of the Green March. The forest is thin in the nearby area, so it sees a lot of traffic by the Shadow's forces, as it reduces the chance of ambush. The orcmen only recently moved into the caves, having claimed them after halfling refugees abandoned them. The orcmen expanded the small tunnels, dug a few new burrows to serve as storage, and set up makeshift defenses outside. The cave mouth opens in a steep slope of brown rock and is fairly discreet, being hidden by the folds of the hill around it. The grassy ground below the entrance slopes away in a series of goat-flattened earthen terraces.

The Palisades: Bundles of stakes make a crude palisade wall, from behind which four orcmen glare aggressively at anyone approaching and shout challenges in their broken tongue. Four more lie atop the hill with a supply of extra javelins, ready to rain down attacks upon intruders. The guards are vigilant but fairly unobservant and will attack orcs or other obvious Shadow-servants on sight, raising enough of a racket to alert their tribe-mates inside. Climbing over the palisade takes three squares of movement. The orcmen at the palisades are initially unfriendly to humans and halflings and hostile towards anyone else. Intimidating the guards to allow access requires a DC 16 check, while using Diplomacy requires a DC 25 check.

The Great Cavern: Through the five-foot-high cave mouth there is an equally short packed-earth tunnel. After a short distance, this opens into a large, roughly round cavern that houses a massive fire pit, a number of crude stone benches, fur rugs and flax carpets, piles of broken and discard tools, food scraps, and an unholy stench. The women and children of the tribe, 40 of them, tend to live and work here when not foraging. They are under the watchful eye of up to 20 warriors, when they are not out hunting and raiding. Often, Skannoch can be found holding crude court over the dirty, desperate people, wielding an ornate legate's mace as scepter. The mewling of undernourished children fills the air, along with the grunts of the orcmen as they

shamble around their lair.

Supply Burrows: Like the orcs they model themselves after, orcmen make no differentiation between weapons, armor, tools, food, and other supplies: all are war materiel, the province of the warriors. Burrows have been dug to store all such goods, piled carelessly in dirt alcoves. Most of the weapons the orcmen have are stolen from orcs, so vardatches and javelins predominate, while much of the clothing and food are gifts from the elves, so it is well made and nutritious. Two orcmen stand guard over the supply dump at all times.

Sleeping Caves: The smell of sweat and close, unwashed bodies fill these two caves, which are filled with crude sleeping places made from rags, dried bracken, and leaves. The sleeping area tends to be empty during the day.

Chieftain's Cave: Skannoch sleeps and stores the best of the spoils of war here. This amounts to a few ancient and useless gold coins, a ragged silk cloak, and few pieces of silver jewelry kept in a clay urn. Obarn sleeps curled like a dog at the foot of the pile of furs that serves as the chief's bed. The advisor has used fast-talking and trickery to steal some of the chieftain's treasure for himself, and keeps it secured about his person.

Encounter

The orcmen are not friends of the elves. They hold them in near-dread, treating them as mythic forest spirits who occasionally leave gifts for the warriors they manipulate. If they actually encountered an elf, the orcmen would be as likely to attack out of alarm as to speak to it or stand awestruck.

For their part, the elves avoid the uncouth savages. From time to time, however, they feel that the orcmen could play a useful part in the overall strategy of the war and require someone to act as ambassador to them. This is where the PCs could come in; if the party includes at least a majority of humans, the elves may ask them to approach the orcmen and persuade them to begin staging raids against the mercenaries and slavers of Dern's Hold. Alternatively, if the PCs are already engaged in a campaign against Dern and his band for their own reasons, they may hear tell of a band of orcmen nearby: a ready-made army. On the other hand, Dern may have heard the same thing and be planning to win the orcmen over to his side with lavish bribes and treachery.

Generally, the orcmen are in favor of anything that lets them indulge in brutal battle and do not object to attacking fellow humans if properly motivated. Skannoch is gruffly arrogant at first and will not deign to deal with the PCs unless they draw his interest. He loves precious loot, so providing him with gold, jewels, and ancient Erenlander treasures is a good way to do this, as is displaying great and gory triumph over many foes, for which an orc-ear or -tusk fetish, like his head-brace, may suffice. Skannoch is a little tired of lurking in his cave; he knows it is a good lair, with defenses and fresh

water on hand, but the lack of combat in recent arcs irks him.

Obarn is another matter, though. Skannoch listens to the little rat's advice more than he cares to admit even to himself, realizing that the magician is much cleverer than he is. Obarn is desperate to maintain and improve his standing in the tribe; these powerful outsiders with their weapons and magic are an insult and implicit threat to him. He counsels Skannoch not to trust them, suggesting they want to lure the orcmen into a trap for the elves or the Shadow. An observant PC might take note that Obarn hovers constantly at the chieftain's side, and how the hulking Dorn gives great credence to the little man's suggestions; they may attempt to sow distrust between the pair. Proving that Obarn's advice is flawed or inadequate or that Skannoch looks weak by relying on others is one possibility (though this might backfire unless the PCs can provide better guidance, or make Skannoch look stronger themselves). Another option is discovering, then revealing, that Obarn has been stealing from his master; this results in either the little man's immediate, brutal death by the vengeful Dorn, or his panicked flight.

Without Obarn's "assistance," Skannoch is still stubborn but becomes much easier to convince. Until the advisor is deposed, any Diplomacy attempts must overcome Obarn's skill check, rather than Skannoch's, to be effective. Obarn receives a +4 circumstance bonus to his check while he has the chieftain's confidence.

CHAPTER 8

friends & foes

A host of powerful creatures and individuals walk amongst the ancient trees of Erethor: ancient inhabitants of the forest, monstrous creations of the dark god's spawning vats and the sorcerous summonings of the legates' spells, fey spirits and flesh and blood elfkin, savage orcs and lumbering trolls. All these and many more are fielded in the Shadow's war with the elves.

The monsters and NPCs that follow are provided as examples of the dangers that lurk within the sylvan realm and some of the personalities that shape the outcome of the war. The names and game statistics of this chapter are designated as **Open Game Content**. The background and descriptive text is designated as closed content.

New Monsters

The following new monsters are introduced in Fury of Shadow and can easily be incorporated in any DM's MIDNIGHT campaign.

Bog Hag

Medium Monstrous Humanoid

Hit Dice: 8d8+11 (51 hp)

Initiative: +0

Speed: 20 ft. (4 squares), swim 20 ft. (4 squares)

AC: 18 (-2 Dex, +10 natural), touch 8, flatfooted 18

Base Attack/Grapple: +8/+12

Attack: Claw +12 melee (1d4+6 plus disease)

Full Attack: 2 claws, +13 melee (1d4+4)

Space/Reach: 5ft./5 ft.

Special Attacks: Disease

Special Qualities: Darkvision 60 ft., damage reduction 2/bludgeoning, mimicry, spell-like abilities, spell resistance 18, swamp sight.

Saves: Fort +3, Ref +4, Will +9

Abilities: Str 19, Dex 6, Con 12, Int 13, Wis 13, Cha 14

Skills: Hide +15, Intimidate +7, Knowledge (Eris Aman) +5, Listen +6, Spellcraft +6, Spot +6, Survival +3.

Feats: Alertness, Iron Will, Toughness

Climate/Terrain: Foul Bog of Eris Aman

Organization: Solitary or covey (3-9 bog hags)

Challenge Rating: 5

Alignment: Usually chaotic evil

Advancement: By character class

A tortured mockery of the humanoid form lurches out of the cold, swirling mists, its gnarled limbs like the black twisted trees whose menacing shapes loom above the brackish pools, and its skin the same color as the fetid water that fills them. Large, faintly luminous eyes, covered by thick cataracts that obscures the pupil and iris beneath, stare balefully from a scarred and pock-marked face. With dawning horror, you realise that this hag was once an elf.

A bog hag is a horribly misshapen elf, corrupted by the vile magics that lingered after the Battle of Three Kingdoms. Wild tangled hair, the green of sickly moss, hangs lankly from the bog hag's deformed crown, and her black, broken teeth jut out at painful angles in a mouth shriveled by age and spite. The bog hag's body is bloated and pale like a corpse that has recently emerged from a watery grave. These corrupted elves are evil beyond redemption and exist now only to sow the seeds of their hate.

Combat

A bog hag's limbs are so twisted that it is difficult and painful for them to move. Due to their various deformities, bog hags are smaller than their original elven forms, normally no more than four and a half feet tall, and their movement is slow and torturous like



that of a venerable crone. However, bog hags are hardy and resilient and their fingers end in vicious claws. Bog hags prefer to attack from hiding, usually after distracting their foes. During combat, they use the shifting mists and their ability to sense their enemies in the murk, only revealing their horrid forms when they are sure of the advantage.

Disease (Ex): So filthy and vile are the bog hags' claws that any character struck by them must succeed at a DC 15 Fortitude save or be infected with foul bog fever (incubation period 1d2 days, damage 1d4 Str and 1d4 Con). The save DC is Constitution based.

Mimicry: The bog hag can imitate the sounds of almost any animal found in the Foul Bog, as well as the sounds of human or elven children in distress.

Spell-Like Abilities: 1/day—*change self* (elf only), *dancing lights*, *entangle*, *ghost sound*, *pass without trace*, *tongues*, *warp wood*, *water breathing*. Caster level 8th.

Swamp Sight (Su): Bog hags are one with the wet earth and chilling air of the Foul Bog of Eris Aman. When within the bog they gain blindsight to 60 ft. and are able to effectively “see” within the thick swirling mists. Bog hags can sense all foes within 60 feet as a sighted creature would, no matter the concealment provided by fog or other weather conditions. Even creatures moving silently or under the effects of an *invisibility* spell do not escape the bog hag's uncanny senses; the evil bog and malignant mists reveal the location of a bog hag's enemies. Beyond 60 ft., all targets are considered as having total concealment from the bog hag.

Bog Hags as Characters

Most bog hags with class levels are channelers.

Bog hag characters possess the following racial traits.

- +8 Strength, −4 Dexterity, +2 Constitution, +2 Intelligence, +2 Wisdom, +4 Charisma.
- Medium size.
- A bog hag's base land speed is 20 feet.
- Racial Hit Dice: A bog hag begins with eight levels of monstrous humanoid, which provide 8d8 Hit Dice, a base attack bonus of +8, and base saving throw bonuses of Fort +2, Ref +6, and Will +6.
- Racial Skills: A bog hag's monstrous humanoid levels give it skill points equal to 11 x (2 + Int modifier, minimum 1). Its class skills are Hide, Intimidate, Knowledge (Eris Aman), Listen, Spellcraft, Spot, and Survival. Bog Hags gain a +10 racial bonus to Hide checks in marsh terrain.
- Racial Feats: A bog hag's monstrous humanoid levels give it three feats.
- Weapon Proficiency: A bog hag's are proficient with all simple weapons. They are not proficient with any type of armor or shield.
- +10 natural armor.
- Special Qualities (see above): Disease, mimicry, spell-like abilities, swamp sight 60 ft.
- Automatic Languages: Black Tongue, High Elven
- Favored Class: Channeler.
- Level adjustment +10

The Hags of Eris Aman

The bog hags of Eris Aman currently number seven, a wicked covey that seeks to spread the evil of their dismal home into the surrounding lands. They are all powerful sorceresses (bog hag channeler 8–13), having once been elf maid channelers in one of the Witch Queen's own Battle Septs. Their horrid fate has ravaged their once beautiful forms but only strengthened their arcane power. The covey is led by the strongest of their number, a particularly foul hag known as the Iycatrix (bog hag channeler 16). This foul and blighted soul has become the embodiment of evil in the Foul Bog. The Iycatrix taps the power of the Foul Bog to fuel her magic and has crafted several items to strengthen her hold over its denizens. The bog hags hate all life and watch the growth of the Shadow's power in Fallport with a wary eye; they do not wish to see Izrador's dark grasp extend into their domain. The lair of the Iycatrix and her covey is at the dark center of the bog, the Fetid Hole (see Fetid Hole, page 43).

Dark Tree (Dubhíich)

Huge Plant

Hit Dice: 10d8 + 60 (105 hp)

Initiative: +2

Speed: 0 ft.

AC: 18 (–2 size, –5 Dex, +15 natural), touch 3, flat-footed 18

Base Attack/Grapple: +7/+25

Attack: Slam + 17 melee (2d6+10)

Full Attack: 2 slams +17 melee (2d6+10), 1 bite +10 melee (3d6+5) and 2 roots +10 melee (1d4+5)

Space/Reach: 10ft./15 ft. (roots 20ft.)

Special Attacks: Animate trees, breath weapon, dark whispers, improved grab

Special Qualities: Camouflage, damage reduction 10/slashing, fire vulnerability, low-light vision, plant traits

Saves: Fort +13, Ref —, Will +1

Abilities: Str 30, Dex —, Con 22, Int 14, Wis 6, Cha 12

Skills: Intimidate +7, Listen +6, Spot +6, Knowledge (local) +2

Feats: Multiattack, Power Attack, Improved Natural Attack (slam), Improved Natural Attack (bite)

Climate/Terrain: Eastern Caraheen

Organization: Solitary

CR: 10

Alignment: Neutral evil

Advancement: 11–16 HD (Huge); 17–21 HD (Gargantuan)

The shadows seem to cling to the twisted tree before you, like a tattered funeral shroud. Its bark is cracked and the lines and ridges seem to suggest a sinister face. Long leafless branches end in claw-like twigs. With a roar, the tree shudders and the bark of its bole

cracks open to reveal red, baleful eyes and a yawning maw filled with teeth of sharpened wood.

The origins of the dark trees are a mystery. It is unknown whether they were originally sentient or enchanted trees twisted by evil or normal specimens embodied by the anger and hate that builds in the forests of the eastern Caraheen. Whatever their origins, dark trees are embodiments of sylvan corruption and fury. They act as dark shepherds to awaken the surrounding trees and fan the flames of their anguish and wrath into a killing rage.

Although a dark tree is immobile, rooted in the forest floor, it is by no means helpless. The dead-looking limbs of these rotting hulks are sinewy and strong and their bark is resilient to all but fire. Foul vapours collect within the dark tree's rotting bole, produced by the corruption that consumes its physical and spiritual form, and the vile creature can breathe these fumes in a nauseating cloud that blinds and sickens those caught within its billowing yellow mass. However, it is the dark tree's corrupted spirit that poses the greatest threat to the other inhabitants of its wood. The dark tree can send out its malevolent will as shadowy tendrils of thought into the surrounding lands where it seeks the unsuspecting minds of other sentient creatures. The foul entity calls to its prey with dark whispers, a demanding summons that grows stronger as the dark tree's shadowed grove is approached.

Combat

A dark tree attempts to lure its prey to its grove using its dark whispers ability and then attacks, using its breath weapon followed by lashing branches and grabbing roots. A dark tree will drag any character successfully grabbed by its roots into its space and attack with its lashing branches and tooth-filled maw. The dark tree will animate the surrounding trees to prevent its prey from escaping or if it is sorely pressed by attackers and needs aid.

Animate Trees (Sp): A dark tree can animate trees within 200 feet at will, controlling up to two trees at a time. Animated trees, like the dark tree, cannot move but can lash with their branches as a dark tree. Animated trees lose their ability to attack if the dark tree that animated them is incapacitated. The ability is otherwise similar to the *liveoak* spell (caster level 12th). Animated trees have the same vulnerability to fire that a dark oak has.

Camouflage (Ex): To the untrained, a dark tree appears to be simply a dead tree in the forest. However, those who make a DC 16 Knowledge (local forest) or Knowledge (nature) check recognize it as a dark tree when they come within 30 ft.

Dark Whispers (Su): A dark tree can insinuate its oily presence into its prey's mind, disarming their suspicions and filling their thoughts with images of the thing they most desire. Its sibilant voice promises that won-

drous things await just a little way into the woods, in a shaded grove. The dark tree can affect one person at a time and must take a standard action each round to maintain its domination. Anyone that the dark tree targets must succeed at a DC 15 Will save or fall instantly under the dark tree's influence as though affected by a *dominate person* spell from a 10th level caster. This ability has a range of one mile. The save DC is Charisma-based.

Foul Vapors (Sp): 20-foot cloud, once every 1d4 rounds (but no more than five times per day), as *stinking cloud* spell (caster level 12th) in all other respects, Fortitude DC 19 negates. The save DC is Constitution-based.

Improved Grab (Ex): To use this ability, a dark tree must hit a creature at least one size smaller than itself with its root 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 drags the opponent into its space as a free action without provoking an attack of opportunity.

Faergral

From the horror of the searing heat and choking smoke of the Burning Line, a new and hideous form of an old and dangerous enemy has emerged in the holocaust devastation on Erethor's eastern edge. The combination of unleashed magic, terrible slaughter, and the awakened spirits of fire and the dead have created the faergral, the flaming dead. The faergral are the insane spirits of the dead, damned to restless undeath until their bodies are consumed by fire. Like Fell, they rise shortly after their natural death, but unlike normal ungral, their bodies are wreathed in flame, an everlasting cloak of fire that slowly consumes their dead flesh.

Faergral do not have the intelligence or deviousness of the ungral or faengral, and even the maelgral are more cunning. The pain of their immolation often proves too much for their minds, which are as black and cracked as their outer shells. The risen faergral focuses on only one thing: to spread its pain and burning destruction as far as it can before it is consumed by its own fire. However, the arcane energies that animate the faergral make them far stronger than normal Fell, and although their bodies are eventually devoured by the hungry flames, while they are animate their charred limbs are charged with terrible power.

Creating a Faergral

"Faergral" is a template that can be added to any corporeal creature with an Intelligence score of five or more other than an undead (referred to hereafter as the "base creature").

Size and Type: The creature's type changes to Undead and it gains the Fire type modifier. It loses all other type modifiers. It uses all the base creature's sta-

tistics and special abilities except a noted here.

Hit Dice: Remove all Hit Dice from class levels, triple the number of Hit Dice left, and raise to d12.

Speed: Same as the base creature. If the base creature has a burrow, climb, or swim speed, it retains those abilities. If the base creature has a flying speed, its maneuverability is reduced to clumsy.

Armor Class: The base creature's natural armor is increased by a number based on the faergral's size.

Size	Natural Armor
Fine	+1
Diminutive	+1
Tiny	+2
Small	+3
Medium	+4
Large	+6
Huge	+8
Gargantuan	+12
Colossal	+16

Attack: The faergral retains all the attacks of the base creature and also gains a slam attack if it didn't already have one. Recalculate the faergral's melee and ranged attack bonuses based on its undead creature type and new abilities (+4 Strength, -2 Dexterity). Undead creatures have a base attack equal to half their total Hit Dice (as wizard). If the base creature can use weapons or natural weapons, the faergral retains these abilities. A faergral fighting without weapons uses either its slam attack or its primary natural weapon (if it has any). A faergral armed with a weapon uses its slam or the weapon, as it desires.

Full Attack: A faergral fighting without weapons uses either its slam attack (see above) or its natural weapons (if it has any). If armed with a weapon, it usually uses the weapon as its primary attack along with a slam or other natural weapon as a natural secondary attack.

Damage: Faergral have slam attacks. If the base creature does not have this attack form, use the appropriate damage value from the table below according to the faergral's size. Creatures that have other kinds of natural weapons retain their old damage values or use the appropriate value from the table below, whichever is better.

Size	Damage
Fine	1
Diminutive	1d2
Tiny	1d3
Small	1d4
Medium	1d6
Large	1d8
Huge	2d6
Gargantuan	2d8
Colossal	4d6

Special Attacks: A faergral loses all the special attacks of the base creature, but gains the burn special attack described below.

Burn (Ex): Any creature that is hit by the faergral's slam attack (or that hits the faergral with a natural weapon or an unarmed attack) must succeed at a DC 15 Reflex save or catch fire (see Catching on Fire in the DMG). The fire burns for 1d4 rounds.

Special Qualities: The faergral loses all special qualities of the base creature and gains the undead type (see the MM), fire subtype, and the following special qualities.

Consumed (Ex): A faergral is slowly consumed by its own flames from the moment it arises, suffering one hit point of damage each hour as the fire devours its flesh.

Fire Subtype (Ex): A faergral is immune to fire damage but takes double damage from cold or water-based attacks unless a saving throw for half damage is allowed. In that case, the creature takes half damage on a success and double damage on a failure.

Single Actions Only (Ex): The faergral have poor reflexes and can perform only a single move or attack action each round. They can move or attack but can only do both if they charge.

Saves: A faergral loses the base creature's saving throws, and gains good Will saves and poor Fortitude and Reflex saves.

Abilities: The faergral's Strength increases by 4, its Dexterity decreases by 2, it has no Constitution score, its Intelligence and Wisdom decreases to one-quarter of the base creature's, and its Charisma decreases to 1.

Skills: The faergral loses all skills.

Feats: The faergral loses all feats.

Environment: Any, usually same as base creature.

Organization: Any.

Challenge Rating: The CR of a faergral is based on its Hit Dice.

Hit Dice	CR
1/2	1/4
1	1/2
2-3	1
4-5	2
6-7	3
8-10	4
12-14	5
16-18	6
19-20	7

Treasure: None

Alignment: Always neutral evil

Advancement: None

War Boro

Huge Animal

Hit Dice: 8D8 + 48 (84 hp)

Initiative: -1

Speed: 50 ft.

AC: 17 (-2 size, -1 Dex, +10 natural)

Base Attack/Grapple: +6/+23

Attack: Gore + 15 melee (2d6+13)

Full Attack: Gore +15/+10 melee (2d6+13)

Space/Reach: 15ft./10 ft.

Special Attacks: Trample 2d6+13

Special Qualities: Warbeast

Saves: Fort +12, Ref +0, Will +3

Abilities: Str 29, Dex 8, Con 23, Int 2, Wis 13, Cha 5

Skills: Listen +1, Spot +1 (22)

Feats: Power Attack, Improved Bull Rush

Climate/Terrain: Northern Marches, Northlands and Erethor Front

Organization: Solitary

CR: 5

Alignment: Always neutral

Advancement: 9-10 HD

With a thunderous snort and shaking of the earth, a huge bovine beast with wicked curving tusks lumbers from between the trees amidst the shriek and crack of splintering wood. A war-clad oruk stands astride its broad back, which appears to be armored with iron plates fused and grafted into the beast's flesh. The oruk turns the massive brute by pulling on reins made from thick iron chain attached to its steel-tipped tusks. Muscles bunch beneath scabrous hide as it lowers its head and paws at the earth with iron clad trotters, preparing to charge . . .

War boros are the creation of dark magic and brutal training in the breeding pits of the Northern Marches. Steel plates are grafted to its bones, giving the creature's back a carapace of metal, which is particularly thick around the shoulders. The tusks and trotters of the animal are sheathed in iron and their normally docile, nervous demeanor is bred out in favor of aggression and ferocity. War boros are considerably larger than the herd animal native to the southern and central plains of Erenland, grown to their huge size by the sorcery of Izrador's channelers. The same wizards often carve baleful runes into the steel plates of the war boro's back that strengthens and augments the creature further. Some enchantments protect the war boro from fire and arrows, making them perfect mounts for oruks and mobile siege engines in the fighting on the Erethor front. The oruk commanders use these huge beasts to devastating effect, uprooting trees and carving a broad path of destruction on which the Shadow's armies can advance.

Combat

War boros charge into battle, trampling everything in their way and using their tusks to deadly effect. However, being rather stupid animals—intelligence not being a trait that was bred into them in the north—they require a rider to direct them in battle; otherwise they can rampage indiscriminately, causing as much damage to the Shadow's troops as their enemies.

Trample (Ex): DC 23 Reflex save for half damage.

Warbeast (Ex): A rider on a trained warbeast mount gets a +2 circumstance bonus on all Ride checks. A trained warbeast is proficient with light, medium, and heavy armor.

Carrying Capacity: War boros are massive beasts and can carry and drag prodigious loads. A light load for a war boro is up to 2,796 pounds; a medium load, 2,797–5,598 pounds; a heavy load, 5,599–8,400 pounds. A war boro can drag an incredible 42,000 pounds.

NPCs

The game statistics for many NPCs are included in their descriptions throughout the text. The following additional NPCs are introduced in *Fury of Shadow*.

Ahlissa

Female awakened dire snake rogue 6: CR 11; Huge Magical Beast; HD 9d10+6d6+30; hp 101; Init +10; Spd 30 ft., climb 20 ft., swim 20 ft.; AC 19, touch 14, flatfooted 19; Base Atk +14/+9/+4; Grp +29; Atks +22/+17/+12 melee (2d6+10 plus poison*, bite); SA Constrict 1d6+10, improved grab, poison*, sneak attack +3d6; SQ Evasion, low-light vision, scent, trapfinding, trap sense +2, uncanny dodge; AL NE; SV Fort +10, Ref +17, Will +5; Str 25, Dex 23, Con 15, Int 14, Wis 11, Cha 16.

Skills: Appraise +8, Balance +20, Bluff +15, Climb +11, Diplomacy +10, Gather Information +10, Hide +20, Intimidate +15, Knowledge (Druid's Swamp) +8, Knowledge (local) +8, Listen +10, Move Silently +20, Search +5, Sense Motive +10, Spot +10, Survival +5, Swim +10.

Feats: Alertness, Dodge, Improved Initiative, Persuasive, Power Attack, Stealthy, Weapon Focus (bite).

Language: Black Tongue, High Elven Pidgin, Trader's Tongue.

Possessions: Various trinkets in her lair.

* **Poison (Ex):** Ahlissa has a venomous bite that deals initial and secondary damage of 1d6 Con. Fort save DC 15. The save DC is Constitution based.

The rippling coils of a huge snake wind around the great bald cypress, its pale green and white scales



blending almost perfectly with the moss-stained bark of the tree. Its broad, flat head tapers to a blunt nose and is crested by two bony ridges above red eyes that glitter with reptilian intelligence. As the monster lazily sways, it opens its mouth to reveal long sharp fangs and issues a sibilant hiss that, with surprise, you recognize as speech.

Ahlissa is a treacherous beast. Awakened by a Danisil druid that she later killed and consumed, the dire snake has been playing a dangerous game ever since. Ahlissa dwells in the watery cypress groves of the Druid's Swamp where she helps the elfkin of Druid's Swamp reporting on the movements of the orcs and other servants of the Shadow that move through her domain, and often hunting them for food and sport. However, when she can get away with it, the calculating killer also hunts her allies, preferring the soft succulent flesh of elf to the hard, bitter meat of orc.

As well as indulging her more visceral instincts, Ahlissa enjoys playing mind games with the warring races. Ahlissa delights in setting the various factions of the Shadow against one another, and watching these dramas of her making play out to their bloody conclusions. But it isn't only the orcs and legates that she manipulates in this way; the malicious serpent attempts to drive daggers of doubt and mistrust between the human resistance and the elves and constantly seeks ways to sunder the ancient Dire Pact. At any one time, the snake is embroiled in one or more double-crosses; betraying the elves to the Shadow's forces and vice versa or fermenting discord within each camp's ranks. She always uses the information to her own best advantage and when she can get away with it, demands payment for her "aid." It is largely the challenge and thrill of the subterfuge that motivates the scheming snake, although she also has a weakness for pretty trinkets and glinting blades that she secrets in her lightless lair in the caves beneath the swamp.

Alashal

Female wood elf wildlander 12: CR 12, Medium Humanoid (5 ft tall); HD 12d8+12; hp 87 hp; Init +10; Spd 30 ft (6 squares); AC 19, touch 14, flatfooted 15; Base Atk +12; Grp +13; Atks +16/+11/+6 melee (1d8+4, +2 *longsword*) or +14/+9/+4 (1d6+2, fighting knives) or +14/+9/+4 ranged (1d8+2, masterwork composite longbow); SA Smite 2/day; SQ Caransil traits, danger sense: bonus to spot enemies, never surprised, wildlander traits: ghost walk, master hunter (orcs), sense dark magic 1/day, stealthy, tracking; AL NG; SV Fort +9, Ref +8, Wil +4; Str 13, Dex 18, Con 13, Int 11, Wis 12, Cha 8.

Skills: Climb +15, Craft (bowyer) +10, Heal +8, Hide +23, Knowledge (Caraheen) +14, Knowledge (nature) +10, Listen +16, Move Silently +23, Search +13, Spot +19, Survival +16

Feats: Far Shot, Improved Initiative, Point Blank

Shot, Precise Shot, Rapid Shot, Shot on the Run, Track.

Spell-Like Abilities: Once per day: *cure minor wounds, ghost sound, mending.*

Languages: Erenlander, High Elven, Orcish, Patrol Sign.

Possessions: Masterwork composite longbow, +2 *long sword, elvenchain* shirt, buckler, two quivers of arrows (15 arrows each), silver locket with portrait of her dead brother.

Turning to face you is a Caransil maid that once would have been famed for her beauty, with lustrous black hair and haunted but still beautiful eyes the color of the sky. That beauty is now marred by skin pitted and discolored by acid. That she survived is a miracle but looking into her eyes you realize it might have been better if she died.

Alashal was born in Althorin in 870 TA, when the great city was already in decline. The signs of the coming darkness were clear and even the youngest were forced to learn the bow and blade. Alashal and her older brother Eoasal proved especially adept and joined in the defense of the city as the Shadow's armies swarmed over the Fortress Wall. In the first year of the Last Age, Alashal earned the respect of her fellow warriors with her skill and bravery.

In the third year of the Last Age, Althorin was attacked by several orc and oruk war bands led by the dragon Amorktia. Alashal and Eoasal killed almost two dozen orcs during the first day of the fighting. No matter how successful they were, none could stand against Amorktia whose breath melted stone and seared flesh. With their beloved city reduced to a smoking ruin, the remaining defenders tried to gain their revenge against Amorktia and strike a blow against the Shadow. By exposing themselves to the dragon's breath, they lured the dragon close enough to let their arrows strike true. The dragon was brought down and lay mortally wounded but was still very lethal. In its dying rage, Amorktia spewed its acid at the few remaining defenders. Alashal and Eoasal were too close to Amorktia and were caught in the dragon's acidic breath. Eoasal sacrificed himself to try to shield his sister by covering her body with his own. He deflected most but not all of the acid and Alashal screamed as her body burned.

With the dragon's death, the orcs hunted down the remaining inhabitants of Althorin, leaving Alashal for dead. In a delirium of pain, she pulled herself toward the city's ruined harbor. With the last of her strength, she threw herself into its cool and soothing waters. The water washed the acid from her skin, but the damage was already severe. Two days after the battle she was found barely alive, laying on the rocky shore. The healers were able to preserve her life and reduce her scarring, but she was still disfigured, her face and arms pitted and discolored by the acid. Alashal suffered more than just physical injuries: her family and friends were all dead and she had seen her brother consumed by acid trying to save her life.

Alashal has long since recovered from her physical wounds and now leads the few remaining warriors of the ruined city of Althorin. No one alive knows the city or the surrounding forest better than Alashal. She roams deep into the surrounding forests hunting orcs and leading them away from the city. That she occasionally speaks as if the city was never destroyed and her former companions were still alive is easily forgiven by those who see the damage done to her by the Shadow.

Dern Halfhand

Male Erenlander warrior 2/fighter 6: CR 8; Medium Humanoid (6 ft. 4 in. tall); HD 2d8+6d10+16; hp 58; Init +5; Spd 30 ft; AC 17, touch 11, flatfooted 16; Base Atk +8; Grp +11; Atks +12/+7 melee (1d8+5/19-20/x3 battleaxe) or +9 ranged (1d6+3 throwing axe); AL NE; SV Fort +8, Ref +3, Wil +2; Str 17, Dex 13, Con 15, Int 11, Wis 10, Cha 14.

Skills: Climb +9, Gather Information +6, Intimidate +6, Knowledge (Central Erenland) +9, Profession (Soldier) +11, Swim +9

Feats: Cleave, Dodge, Improved Bull Rush, Improved Critical (battleaxe), Improved Initiative, Leadership, Power Attack, Weapon Focus (battleaxe), Weapon Specialization (battleaxe)

Languages: Erenlander, Orcish, Trade Tongue

Possessions: battleaxe, chain shirt, large metal shield, throwing axes (2).

Standing in the remains of a tiny forest hamlet, a grizzled warrior with tired eyes watches as his men gather up the survivors. Gesturing with the wreckage of his left hand, he separates out those fit only for the slaves.

Dern Halfhand is unfortunately fairly typical of the scum who serve the Shadow's armies and profit from human misery. Skilled only at arms, they must fight for their livelihood and offer nothing to ease the suffering in Eredane. To these merciless soldiers, human life is measured in what it can bring them at the slave markets.

Dern Halfhand was born in a small village just north of Port Esben. He grew up watching his family having barely enough to eat, while the Esbens and their soldiers feasted. When he was old enough, he begged the local Esben soldiers for a chance to join them. He became their servant and object of abuse. For three years, he suffered beatings, deprivation, and was given the most demeaning tasks. The abuse finally ended when he took a fireplace poker to two of the soldiers, severely injuring them before he was restrained. Instead of killing him, the local commander sent him as part of their tribute of soldiers heading south to fight against the Sarcosan freeriders and the fey.

Dern fought for a variety of commanders, both human and orc, over the 12 years that followed, eventually gaining command of almost 50 soldiers. Most



recently, he served in the army of Fraag Longtusk in the Green March. His troop was used to infiltrate refugee villages and locate possible resistance to Fraag's army. Dern proved very adept at subduing the human villages. Seeing the war moving to the west, Dern has split off from the army and has set himself up as lord of the eastern marches. He is tired of the war and seeks an easier life controlling the scattered human villages. Dern takes pleasure in torture, a taste he acquired in his years of service to the Shadow. However, as the new lord of the region, he has curbed his sadistic tendencies somewhat and generally only hurts those who don't obey his orders. He actually believes the humans of the Green March will be better under his rule.

Jaran the Reaver

Male wood elf channeler 5/haunted one 7: CR 12; Medium Humanoid (5 ft. 3 in. tall); HD 12d6; hp 42; Init +2; Spd 30 ft; AC 16, touch 12, flatfooted 14; Base Atk +8; Grp +10; Atks +12/+6 melee (1d6+6, Craven Staff) or +11/+5 ranged (1d8+2, masterwork composite longbow [+2 Str]); SQ Ghost sight, literate, master of two worlds, séance (3/day), spirit manipulation, summon familiar, wood elf traits; AL N; SV Fort +3, Ref +5, Will +12; Str 15, Dex 14, Con 10, Int 12, Wis 16, Cha 8.

Skills: Concentration +14(+18), Heal +15, Knowledge (arcana) +16, Knowledge (undead) +16, Knowledge (nature) +6, Sense Motive +18, Spellcraft +16, Survival +4.



Feats: Cleave, Combat Casting, Great Cleave, Magecraft, Maximize Spell, Power Attack, Spellcasting (Abjuration), Spellcasting (Divination), Spellcasting (Lesser Conjunction), Spellcasting (Necromancy), Spellcasting (Transmutation), Spellcasting (Universal), Spell Focus (Divination), Spell Focus (Necromancy).

Languages: Black Tongue, High Elven, Orcish, Norther, Erenlander.

Spells Known (15 points of spell energy/day; base DC 13 + spell level): 0—*acid splash*, *create water*, *cure minor wounds*, *detect magic**, *detect poison**, *disrupt undead****, *guidance**, *know direction**, *mage hand*, *read magic*, *touch of fatigue****, 1st—*mage armour*, *cause fear****, *chill touch****, *comprehend languages**, *detect undead**, *entangle*, *jump*, *magic weapon*, *ray of enfeeblement****, *true strike**; 2nd—*acid arrow*, *alter self*, *barkskin*, *blindness/deafness****, *bull's strength*, *cat's grace*, *command undead****, *detect chaos**, *detect evil**, *detect good**, *detect law**, *detect thoughts**, *false life****, *fog cloud*, *ghoul touch****, *locate object**, *scare****, *spectral hand****, *tongues**, *web*; 3rd—*arcane sight**, *clairaudience/clairvoyance**, *flame arrow*, *fly*, *gentle repose****, *halt undead****, *haste*, *poison****, *ray of exhaustion****, *slow*, *speak with plants**, *stinking cloud*, *vampiric touch****, *water breathing*; 4th—*animate dead****, *arcane eye**, *bestow curse****, *black tentacles*, *contagion****, *detect scrying**, *enervation****, *fear****, *locate creature**, *polymorph self*, *scrying**, *solid fog*; 5th—*blight****, *cloudkill*, *death ward****, *magic jar****, *permanency*, *symbol of pain****, *telepathic bond**, *transmute rock to mud*, *wall of stone*, *waves of fatigue****, 6th—*acid fog*, *circle of death****, *create undead****, *cure/inflct moderate wounds (mass)*, *disintegrate*, *eyebite****, *fire seeds*, *stone tell**, *symbol of fear****, *true seeing**, *undeath to death****, *wall of iron*

* Divination spell. The base save DC for these spells, where applicable, is 14 + spell level.

** Necromancy spells. The base save DC for these spells, where applicable, is 14 + spell level.

Possessions: Craven Staff, mithral chain shirt, bone arrows (20) [on injury, require the target to make a Fort save DC 13 or contract the shakes disease], *ring of regeneration* (wrought of bone), composite longbow [+2 Str].

Iklin, Crow Familiar: CR 3; Tiny Animal; HD 12d8; hp 21; Init +6; Spd 10 ft., fly 40 ft. (average); AC 20, touch 14, flatfooted 18; Base Atk +8; Grp -5; Atks +10 melee (1d2-5, 2 claws); SA spell-like abilities; SQ improved evasion, share spells, empathic link, deliver touch spells, speak with master, speak with animals of its kind, SR 17; AL N; SV Fort +3, Ref +5, Will +11; Str 1, Dex 15, Con 10, Int 11, Wis 14, Cha 6.

Skills: Concentration +14, Heal +14, Knowledge (arcana) +15, Knowledge (undead) +15, Knowledge (nature) +5, Sense Motive +17, Spellcraft +15, Survival +3.

Feats: Improved Initiative, Dodge, Mobility, Weapon Finesse, Blind Fight.

Languages: Black Tongue.

As the mists draw back like the ghostly curtains of a haunted stage, a midnight-cloaked elf takes solid shape amidst a mound of broken warriors. His milky white eyes meet yours and see beyond the flesh and blood that imprisons your spirit. The figure moves gracefully towards you, his face burdened with numb candor. A black crow glides suddenly from the billowing fogs, its raucous caw sending a shiver through your soul. As you look back, the figure is upon you, the spike of his staff reaching towards your heart.

Jaran was a child when his father, a Caransil chan- neler in service to Izrador, imprisoned him in the bowels of Cambrial. Jaran existed in darkness; a dangling sus- pended cage, cramped and rotten, was his home for all but two hours of every day. The two hours the child was allowed free from the confines of his cell were spent upon an icy cold table, tortured by the necromantic energy conjured through the dark robed figures that chanted endlessly around him. Every day Jaran touched death; his weak spirit blurred between worlds, unsure whether to pass on from the living realm or to grasp to life and return. Jaran knew only his agony, and time held no meaning. Years passed and the cage grew too small to hold the child, as his fate was only beginning to be formed.

At the age of 98, still a young adult, Jaran was drawn from the dark pits beneath the dead city. His father, who he had not seen since before his memory began, awaited his arrival on the surface. Cold air swept across Jaran's tormented body as his eyes narrowed to behold twinkling stars above and all around him. There was a stirring inside of him and a cold fluid leaked from Jaran's milky white eyes. The ages of seclusion had bleached his once olive skin to a near ghost white, and the promise of the deep brown hair of the Caransil was stolen leaving it a dull, mousy gray. His frame was per- manently stained from the thousands of rituals; horrid scars and surgical tattoos marked Jaran's frail body.

For many years, Jaran learned the foul magic of necromancy and gained powerful insight through divi- nation. His talent had surpassed that of his father in a very short time and it was then Jaran learned the secret that was hidden from him for his entire life: It was his own father who led the chanting in the darkest recesses below. Jaran felt a soothing rage as he snatched the black staff from his father's hand and beat him to a bloody death. As he loomed atop the lifeless corpse, Jaran chanted a wicked curse.

May your spirit be eternally bound to the weapon of your death so that you shall never rest. I will forever be your master and you will never know peace.

His spiritworld eyes flared with wicked satisfac- tion as he witnessed the writhing soul of his father devoured by the gnarled staff.

His great task, leading the undead hordes into Erethor, was taken with quiet reluctance. While it was Sunulael who approached Jaran with the command posi- tion personally, the broken elf never felt a personal attachment to his mission. In time, however, things changed...

On the vast fields of battle from high vantage points, Jaran became obsessed with the fallen soldiers of ancient battles who continued to fight on in the spirit world. His supernatural vision saw both living and dead upon the same landscape. Jaran watched the spirits of the dead and regarded them with silent envy; his spirit had never been able to choose a world in which to exist,



constantly drifting between life and death. For reasons unknown even to Jaran, the elf began collecting the battle spirits into his black staff to finally free them from their war long forgotten. Slowly, the raging battle spirits changed Jaran, and his body became stronger and his magic more violent. Where once Jaran would allow the endless undead to fight upon the bloody fields, he now engages the enemy in fits of unrestrained violence. The power of the staff consumes his mind, demanding souls purged on the battlefield. Now, the elf mage longs only for battle . . . and death.

The Staff of Souls

This black stone scepter once belonged to the powerful necromancer, Remwuan, a traitor Caransil who served the Shadow in the necropolises of Cambrial. It was empowered when Remwuan's son, Jaran, killed him with it and cursed his soul to be bound within its spiked and twisted obsidian. Black spines jut out like devils' teeth along the length of the Craven Staff and an unsettling green glow emanates from tiny cracks and blemishes in its surface. As more souls are drawn with- in, the glow becomes a sickly effulgence.

1st Level: The Craven Staff grants the wielder the supernatural ability to trap souls within the staff. This ability only affects spirits that have been severed from their bodies by death and who have not failed their Will save to avoid rising as a Fell. The wielder must be able

to detect the spirit's presence (such as by the use of a *detect undead* or *true seeing* spell). The spirit is allowed a DC 19 Will save to resist the pull of the malign staff. Failure indicates it is trapped within the Craven Staff until it is freed by the staff's wielder. The souls stored in the Craven Staff can be consumed to fuel the other powers of the scepter. A single soul can be used to power one charge and is completely destroyed when expended in this way. There is no limit to the number of souls that can be trapped by this method, but storing more than 50 is risky for the staff's wielder. For every soul above 50 within the staff, there is a cumulative 5% chance that the staff's wielder loses control of the artifact and is subject to the effects of a *dominate person* spell (caster level 9th, Will save DC 20, to resist). Failure of the Will save results in the character being dominated by Remwuan's spirit and, if a PC, he becomes an NPC under the control of the DM.

2nd Level: A soul charge can be expended to increase the potency of the staff wielder's necromantic magic. The save DC of the next necromancy spell cast after activating this power is increased by 2. Activating this power is a free action.

4th Level: The Craven Staff gains the *ghost touch* ability and a +1 enhancement bonus for a number of rounds equal to the number of soul charges expended (maximum 20). Activating this power is a move action.

6th Level: By expending three soul charges, the wielder of the Craven Staff gains the ability to cast *fear* as a 9th-level channeler.

8th Level: The staff gains a +1 enhancement bonus. This enhancement does not stack with the +1 bonus granted by with the ghost touch ability. Also, for every three soul charges expended (maximum nine), the wielder receives a +1 enhancement bonus to a single ability score, skill check, or saving throw. Activation of this power is a move action and the effect lasts for one hour.

10th Level: The wielder of the Craven Staff gains the ability to cast *vampiric touch* focused through the staff for the expenditure of two soul charges. The wielder gains back only the magical damage of the spell, not the weapon damage. Using the ability is a free action taken before the attack is determined.

12th Level: The staff gains a +2 enhancement bonus. The wielder also gains the ability to cast *slay living* (caster level 9th, save DC 20) focused through the Craven Staff for the cost of four soul charges. If the target is slain by the attack, its soul is immediately imprisoned within the staff. Activating this power is a free action taken before the attack is determined.

Kiah the Flame Axe

Male orc barbarian 13: CR 13; Medium Humanoid (6 ft. 11 in. tall); HD 13d12+39; hp 124; Init +5; Spd 30 ft (6 squares); AC 21, touch 13, flatfooted 20; Base Atk +13; Grp +20; Atks +20/+15/+10 melee

(1d12+7, great axe) or +14/+9/+4 ranged (1d6+7, javelin); SQ Cold resistance 5, damage reduction 1/—, darkvision 60 ft., fast movement, greater rage 4/day, group combat bonus, improved uncanny dodge, light sensitivity, night fighting, orc traits, trap sense +4, uncanny dodge; AL NE; SV Fort +11, Ref +5, Wil +4; Str 24, Dex 13, Con 16, Int 10, Wis 11, Cha 13.

Skills: Climb +17, Intimidate +19, Jump +15, Knowledge (Northern Marches) +12, Wilderness Lore +16.

Feats: Ambidextrous, Improved Initiative, Leadership, Power Attack, Two Weapon Fighting.

Languages: Black Tongue, High Elven Pidgin, Old Dwarven Pidgin, Orcish.

Possessions: Two fire-scarred great axes, +3 chainmail, amulet of natural armor +2, ring of fire resistance, javelins (4), *potion of cure moderate wounds* (2).

In the midst of the heat and blowing ash, a massive, burn-scarred orc screams for his warriors to attack. Fangs bared and wild eyed, he raises his flaming axes and charges into the burning forest.

Kiah the Flame Axe commands the largest of the Fey-Killer's armies. He has held command for almost five years, an incredible length of time considering the hellish conditions and the competition between the tribes. Kiah has retained his position in part because he has no desire for much beyond destroying the Caraheen and the hated fey; he follows Grial's orders to the letter and has a respect bordering on awe for the famous general.

As a young warrior, Kiah was unremarkable; he fought well, but so did many others. The battles in the north against the feeble Dornish resistance gave him no opportunity to challenge for the leadership of his fist. After three years with little chance to truly test his skills, Kiah's legion was sent south to join the Fey-Killer's army fighting the elves. Kiah and his warriors were deployed to the Burning Line, a vast killing ground of blazing heat and blinding ash and soot where death came suddenly from the unseen fey archers.

Kiah's rise to command of his legion and later the army started with another of the countless assaults through the fires. During the attack, the fey turned the winds against the attackers, sending a wall of flame into his fist. As the fire was burning them alive, Kiah cut his way through the burning brush and crashing trees to reach safety. Much of his body was badly burned, but of the 20 orcs in the fist, he alone survived. After such a glorious acquittal, the horribly scarred Kiah began to move quickly through the ranks, first taking command of a fist and soon after that a war band.

Kiah became a legend on the Burning Line. Before battles, he would dip his axes into flaming pitch and then lead his warriors into the fire, cleaving into fey and the hated trees. The flames seem to worship him as if he were an avatar of fire spreading the holocaust through the Caraheen. His uncanny ability to survive



and his deadly skill with his twin axes eventually brought him to the Fey-Killer's notice and Grial rewarded the zealous warrior with command of an army, his sole mission to spread devastation on the Burning Line.

Menethas

Male Erenlander legate 14: CR 14; Medium Humanoid (5 ft. 9in. tall); HD 14d8+14; hp 77; Init +4; Spd 30 ft; AC 19, touch 17, flatfooted 16;; Base Atk +10; Grp +10; Atks +11/+6 (1d6, Staff of the Riven) or +10/+5 melee (1d4, cold iron dagger) or +13/+8 ranged (1d4, dart); SQ astirax companion, Erenlander traits, rebuke undead, spells; AL LE; SV Fort +10, Ref +6, Wil +16; Str 11, Dex 14, Con 13, Int 13, Wis 20, Cha 11.

Skills: Concentration +18, Diplomacy +10, Heal +10, Intimidate +10, Knowledge (arcana) +20, Knowledge (religion) +20, Scry +18, Sense Motivate +11, Spellcraft +10.

Feats: Combat Casting, Create Staff, Create Wondrous Item, Improved Initiative, Iron Will, Spell Focus (Abjuration), Spell Focus (Necromancy).

Languages: Black Tongue, Erenlander, High Elvish, Orcish, Trade Tongue

Spells Prepared (6/5+2/5+1/4+1/4+1/3+1/3/2; base DC 15 + spell level; domains: death and evil): 0—*detect magic*, *detect poison*, *guidance*, *read magic* (x2), *resistance*; 1st—*bane* (x2), *comprehend languages*, *death-*

watch, *entropic shield*, *protection from good**, *sanctuary*, *shield of faith*; 2nd—*augury*, *cure moderate wounds*, *darkness*, *death knell**, *desecrate*, *enthral*, *hold person*; 3rd—*animate dead**, *blindness/deafness*, *dispel magic*, *magic circle against good*, *prayer*, *speak with dead*; 4th—*cure critical wounds*, *discern lies*, *divination*, *poison*, *spell immunity*, *unholy blight**; 5th—*circle of doom* (x2), *scrying*, *slay living** (x2); 6th—*blade barrier*, *create undead** (x2), *harm*; 7th—*blasphemy** (x2), *destruction*

* Domain spell

Possessions: *Staff of the Riven*, *periapt of wisdom*, +4 *ring of protection*, *fell dust*, *vile robe* +2, cold iron dagger, darts, *potion of cure serious wounds*, various scrolls, holy symbol of Izrador.

Standing in the middle of a rune-inscribed circle, a man in heavy black robes stretches his fleshy arms to the heavens, hissing words of dark power, calling out to the darkness. Just outside the circle, slaves scream in panic as the sound of claws on stone approaches.

Menethas is a large, almost corpulent man with rapidly thinning and graying hair. His strength is not in his body but in his eyes, which have hints of madness and the fire of a zealot. His face and hands are tattooed with arcane symbols to ward against the demons he summons in the service of his dark god. Menethas tends the dark mirror, a dread *zordrafin corith* that drains the vitality from the Gamaril delta. The Night King Sunulael sent him to the River's Fangs to protect the mirror and extend the Shadow's power farther into the Caraheen.



Menethas is the scion of a noble family that has served the Shadow since the Third Age, and he is not the first of his family to devote his life to Izzador by joining the Order of Shadow. At the age of 10, Menethas was sent to Theros Obsidia to serve with one of his uncles and Menethas survived the petty jealousies and brutal treatment of the younger apprentices relatively unscathed thanks to the protection of his mother's kinsman, a powerful and high-ranking temple legate. Menethas' easy journey through his novitiate shaped the man he has become: petulant, vindictive, and accustomed to the finest luxuries. However, despite his childlike behaviours in certain respects, Menethas is no fool and realises the importance of patronage to advance and stay alive within the silent war of the Order. Like his uncle, Menethas is a confirmed member of the Devout and has pledged his soul to Sunulael. This allegiance gave Menethas access to some of the most ancient texts on demonic lore and the overweight legate has used this knowledge to gain control of demons and other outsiders trapped since the Sundering.

Menethas has been in the Gamaril delta for three years, tending the dark mirror and summoning nightmare creatures to release into the mists and terrorize the fey. He is despised and feared by the orcs, and the army's war chief, Belark the Blackheart, rightly considers him a dangerous viper. The orcs give Menethas a wide berth, and on moonless nights when the demons howl they stay close to the campfires with their weapons in hand.

Staff of the Riven: The Staff of the Riven is a unique item created by Menethas to aid in his binding and control of demons. The staff is inscribed with the runes that contain the true names of the demons he has bound. It grants a +10 bonus to any opposed rolls or the DC of any Will saves required to control or command a demon whose name is inscribed on the staff. The staff also has a +1 enhancement bonus/+3 vs. demons and outsiders.

Vile Cloak: This floor-length ebon cloak seems to repel light and life. The cloak infuses the wearer's skin with a resilient force, granting him a natural armor bonus of +1 to +6. The repulsive nature of the vile cloak bestows the benefits of a *protection from good* spell on the wearer, but its sinister aura has a negative effect on all Charisma-based skills and checks (except Intimidation) equal to the cloak's armor bonus.

Fell Dust: A gift from Sunulael, *Fell dust* can bind souls to any recently dead body. The dust, when sprinkled on a recently dead corpse, will cause it to rise as an ungral under the user's control (as per the *control undead* spell, unlimited duration). A normal pouch of *Fell dust* can create three or four ungral.

Vrolk, Master of the Eye

Male Erenlander lich legate 12: CR 14; Medium Undead; HD 12d12; hp 78; Init -1; Spd 30 ft. (6 squares); AC 14, touch 9, flatfooted 14; Base Atk +9; Grp +10; Atks +11/+6 melee (1d6+2, *staff of necromancy* +1), or +10/+5 touch (1d8+5 negative energy plus paralysis); SA Damaging touch, death touch (12d6), fear aura, paralyzing touch, rebuke undead, spells; SQ Damage reduction 15/bludgeoning and magic, lich immunities, natural armor, turn resistance, undead; AL LE; SV Fort +9, Ref +4, Will +14 (*cloak of resistance* +1); Str 13, Dex 8, Con —, Int 12, Wis 20, Cha 14.

Skills: Bluff +7, Concentration +11, Diplomacy +4, Hide +7, Intimidate +11, Knowledge (arcana) +15, Knowledge (history) +7, Knowledge (Southern Erenland) +3, Knowledge (religion) +8, Listen +13, Move Silently +7, Profession (scribe) +9, Search +9, Sense Motive +14, Spellcraft +13, Spot +5, Use Magic Device +3.

Feats: Enlarge Spell, Extend Spell, Greater Spell Focus (necromancy), Improved Counterspell, Quicken Spell, Scribe Scroll, Spell Focus (necromancy).

Spells Prepared: (6/7+1/5+1/5+1/4+1/4+1/2+1; base DC = 15 + spell level): 0—*detect magic*, *detect poison*, *guidance*, *inflict minor wounds*, *read magic*, *resistance*; 1st—*bane*, *cause fear**, *cause light wounds*, *death watch*, *entropic shield*, *obscuring mist*, *protection from good*, *shield of faith*; 2nd—*darkness*, *death knell**, *hold person*, *resist energy*, *shatter*, *withering speech*§; 3rd—*animate dead* (x2), *bestow curse*, *dispel magic**, *magic vestment*, *speak with Fell*§; 4th—*greater magic weapon*, *imbue with spell ability**, *inflict critical wounds* (x2), *spell immunity*; 5th—*greater command*, *scrying*,

*spell resistance**, *symbol of pain, unhallow*; 6th—*anti-life shell, anti-magic field**, *harm*.

* Indicates domain spell.

§ Described in *Sorcery and Shadow*.

Domains: Death, Magic.

Language: Courtier (literate), Erenlander, High Elven (literate), Old Dwarven (literate), Orcish.

Possessions: Once fine tattered and rotting robes (caked with dried blood and swamp muck), silver pendant symbol of Izrador, *cloak of resistance+1*, *phylactery* (kept by Sunulael for “safekeeping”), *staff of necromancy +1*.

The skeletal creature looks up from the balefully glowing orb over which it stoops. The sharp angles of its skull are encased by withered, leathery skin, stretched to breaking by its rictus smile, and in the empty eye sockets, two pricks of cold blue light grow larger at the audacity of your intrusion.

The hollow-eyed thing that was Vrolk of Cambrial was stripped of the last vestiges of his humanity in Theros Obsidia decades ago. Now, as then, he tends his master’s malignant bauble, the Cadaverous Eye, which now resides in the menacing fastness of the Obsidian Spire.

Vrolk had been a dutiful lesser legate serving at the main Temple of Shadow in Cambrial when his penchant for deciphering ancient texts was noticed by his superiors. He was sent to Highwall, to study in the vast library of Theros Obsidia, under the eyeless gaze of the sinister Librarian. Here he was tasked with searching through the moldering tomes that had been withheld from the burning of books and scrolls at the beginning of the Last Age. In his delving, Vrolk found mention of a terrible artifact from before the Time of Years, a dire sphere that gave control over the dead. With this discovery, the bookish legate came to the terrible attention of Night King Sunulael, First Legate of the Order, and was summoned to attend him. Shortly after, Vrolk joined the Priest of Shadow’s personal staff and began work on a secret project for his new master.

It took Vrolk many years to decipher the ancient texts pertaining to the Cadaverous Eye, and his mortal frame began to grow frail. However, much of his work concerned the powers of necromancy, and as he entered his seventieth year he used this knowledge to work a horrid transformation that freed him of such mortal con-

cerns. In the seventh decade of the Last Age, Vrolk the lich believed he had solved the riddle his master had set him. Setting out with a cadre of deadly sword brethren, the lich began the search for a long lost city of disturbing architecture and vile secrets built by the alien entities known as the Darghul. Only Vrolk returned from the quest, and his once scholarly mind had been twisted and cracked by his experiences. Nevertheless, he did not return empty handed, and his master was most pleased with the bauble he had recovered from that horrifying city beneath the earth.

It took Vrolk more than two decades to crack the Eye’s secrets, but as the first century of the Last Age drew to a close, the lich triumphantly unlocked the vile artifact’s power. Sunulael was well pleased with his servant’s labors and sent him immediately south, back to Cambrial, to set in motion the next phase of their malefic plan. No sooner had Vrolk arrived at the necropolis in Cambrial than he struck out west towards the Druid’s Swamp with a cavalcade of legates and minions and five strange boxes that had been brought up from the depths of Sunulael’s sinister laboratories in the City of the Walking Dead. A few months later, word reached the Witch Queen in Caradul and Grial the Fey-Killer in Fachtendom of a black tower on the edge of the swamp where necromantic powers swirled with black potency and the Fell roamed in ravening packs.

CHAPTER 9

New Rules

Feats

The following new feats are available to characters in the world of **MIDNIGHT** at the discretion of the DM. The names and mechanics of these feats are designated as **Open Game Content**.

Aruun's Bounty [Item Creation]

The Aruun is home to the finest potion brewers in all of Eredane. The jungle's bountiful ingredients and components, while dangerous to gather, allow Danisil potion-makers to create wondrous potions at a greatly reduced cost.

Prerequisites: Brew Potion, one other metamagic feat.

Benefit: By using the incredible bounty of the Aruun Jungle, you may create potions of unsurpassed power and skill. Whenever you brew a potion within the Aruun using components gathered in the jungle, you may create potions for half the normal XP cost. You must spend one day in the Aruun for every potion made in this manner.

Draw on Earth Power: Minor [General]

You have learned how to attune yourself to the thrumming lines of power that flow through Aryth and that are marked by ancient monoliths. You can draw upon this arcane energy to supplement your own power.

Prerequisites: Wisdom 13+, Concentration.

Benefit: While within the sphere of influence of an ancient menhir or dolmen, you may tap the arcane energy that is concentrated by the old stones. You may utilize up to your Wisdom bonus worth of spell energy from this source each day. You may not access the arcane energy collected by more powerful monoliths (tumuli and standing stones), which you find overwhelming and dangerous.

Normal: Without training or natural aptitude, characters cannot utilize the arcane energy that pools around Eredane's ancient monoliths.

Draw on Earth Power: Lesser [General]

You have gained greater proficiency in tapping the arcane power focused by ancient *elthedar* stones and can channel more energy as well as draw power from more powerful monoliths.

Prerequisites: Wisdom 15+, Concentration, Draw on Earth Power: Minor.

Benefit: While within their sphere of influence, you may tap the arcane energy that is concentrated by ancient menhirs, dolmens, and tumuli. You may utilize up to twice your Wisdom bonus worth of spell energy from these sources each day. The arcane flows of the mighty stone circles are still beyond your reach.

Swamp Taught Knowledge Table

DC	Type of Knowledge
10	Common, known through light scouting or tracking
20	Uncommon, known through dangerous scouting or amazing tracking
25	Obscure, known through infiltrating the Shadow's forces
30	Extremely obscure, known only through extensive spying or ancient tomes

Draw on Earth Power: Greater [General]

Your ability to tap the hidden earth magic has reached its pinnacle, and you can tap the roaring currents of arcane energy that flow through the most potent of stone nexuses.

Prerequisites: Wisdom 17+, Concentration, Draw on Earth Power: Minor, Draw on Earth Power: Lesser.

Benefit: While within its sphere of influence, you may tap the arcane energy from any ancient monolith and utilize up to three times your Wisdom bonus worth of spell energy from these sources each day.

Sister Trained [Metamagic]

The Order of the Sisters is well known for its improvisational and emotive style of magic. These sorceresses are trained to utilize their spells in new and innovative ways and can utilize metamagic feats that they have not yet fully mastered.

Prerequisites: Female spellcaster, any two metamagic feats

Benefit: You may use any metamagic feat, even if you have not yet acquired it, for twice its normal cost as long as any other prerequisites for that feat are met. For example, a metamagic feat that normally costs +2 spell energy would cost the sister trained character +4 spell energy. Feats that the sister-trained character has acquired as part of normal character development have the normal spell energy costs.

Swamp Taught [Metamagic]

Those schooled in the Druid's Swamp gain an ability to pluck lore out of the Whispering Wood with greater skill than other elfkin channelers.

Prerequisite: Must be an elfkin or somehow opened to the Whispering Wood.

Benefit: By spending one spell point, you may roll on the above table in order to gain wisdom, lore, or

gossip from the Whisper. You may add your class level plus your Wisdom or Intelligence modifier to the result of the roll.

Willow Schooled [Item Creation]

The Willow School of Magic is known for studying the history of magic before studying its arcane theory. Their knowledge of magic's use in past ages allows them to create marvelous items that aspire to the epic creations of the ancients.

Prerequisite: Any two item creation feats.

Benefit: You may create a magic item that emulates a legendary item from history. If you have a scroll that describes the item in detail, or if you have access to the item itself, you may create an item that is inspired by this legend with the same effect or school of magic used to create the new item for half of the spell energy cost.

Witch Sight [Metamagic]

The Queen's Academy is known for its amazing divinatory magics. During the Siege of Erethor, even with the Whisper to guide them, the Caransil are always seeking new ways to spy on their enemies.

Prerequisite: Spell Focus (Divination).

Benefit: While in Erethor you may cast any divinatory magics while using running water as a focus for half of the spell energy cost.

Prestige Class

The following prestige class is available to characters in the world of MIDNIGHT at the discretion of the DM. The name and game mechanics of the prestige class are designated as **Open Game Content**. All other text is designated as closed content

Erunsil Blood

In the savage north, the snow elves have long lived in Izrador's shadow and struggle and conflict has



become a part of their blood. Little wonder, then, that the leaders of the Erunsil packs and commanders of the Veradeen's defense are called Bloods. In the snow-bound landscapes of the Coldest Wood, the winter is their shield and Xione, Mistress of the Frozen Wood, their patron. The Bloods of the snow elves lead their packs of Erunsil warriors, wildlanders, and winter witches against orcs, giant-men, legates, and other Shadow-bred threats that teem in the northern forests. They are deadly, silent killers that appear like ghosts in the snow; only the splash of color they leave behind is proof of their passing.

Hit Die: d8.

Requirements

To qualify to become an Erunsil Blood, a character must fulfil the following criteria.

Race: Snow elf only.

Base Attack Bonus: +5.

Skills: Hide 8 ranks, Move Silently 8 ranks, Survival 8 ranks.

Feats: Quick Draw, Track, Weapon Focus (fighting knife).

Class Skills

The Erunsil Blood's class skills (and the key ability for each skill) are Balance (Dex) Climb (Str), Craft (Int), Handle Animal (Cha), Heal (Wis), Hide (Dex), Jump (Str), Knowledge (Veradeen) (Int), Listen (Wis), Move Silently (Dex), Search (Int), Spot (Wis), Swim (Str), Use Rope (Dex) and Survival (Wis)

Skill Points at Each Level: 6+ Int Modifier

Class Features

All of the following are features of the Erunsil Blood prestige class.

Weapons and Armour Proficiency: Erunsil Bloods are skilled with all simple and martial weapons. They are proficient with all light armor, but not with shields.

Silent Killer (Ex): The Blood moves more quietly than snow falling on a windless day. The Erunsil Blood gains a +4 competence bonus to Move Silently checks in forests and mountainous terrain.

Cuts Like Ice (Ex): The Blood's knives move with liquid, deadly grace. The Erunsil Bloods are the greatest knife fighters of their people. The whirling dance of their blades is filled with the grace of falling snow and the deadliness of a raging blizzard. The Erunsil Blood gains the Greater Weapon Focus feat with Erunsil fighting knives, if he doesn't already have it. After attaining 5 levels of the Erunsil Blood prestige class, the character gains the Weapon Specialization feat with his Erunsil fighting knives. If the character already has the Weapon Specialization feat, he gains the Greater

The Erunsil Blood

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+1	+1	+1	+0	Silent killer
2nd	+2	+2	+1	+0	Cuts like ice (Greater Weapon Focus)
3rd	+3	+2	+2	+1	Destiny marked
4th	+4	+3	+2	+1	Pale as snow
5th	+5	+3	+2	+1	Cuts like ice (Weapon Specialization)
6th	+6/+1	+4	+3	+2	Inspiring leader +2
7th	+7/+2	+4	+3	+2	Razor sharp
8th	+8/+3	+4	+4	+2	Pale as snow (15% concealment)
9th	+9/+4	+5	+4	+3	Inspiring leader +3
10th	+10/+5	+5	+5	+3	Xione's herald

Weapon Specialization feat applied to Erunsil fighting knives.

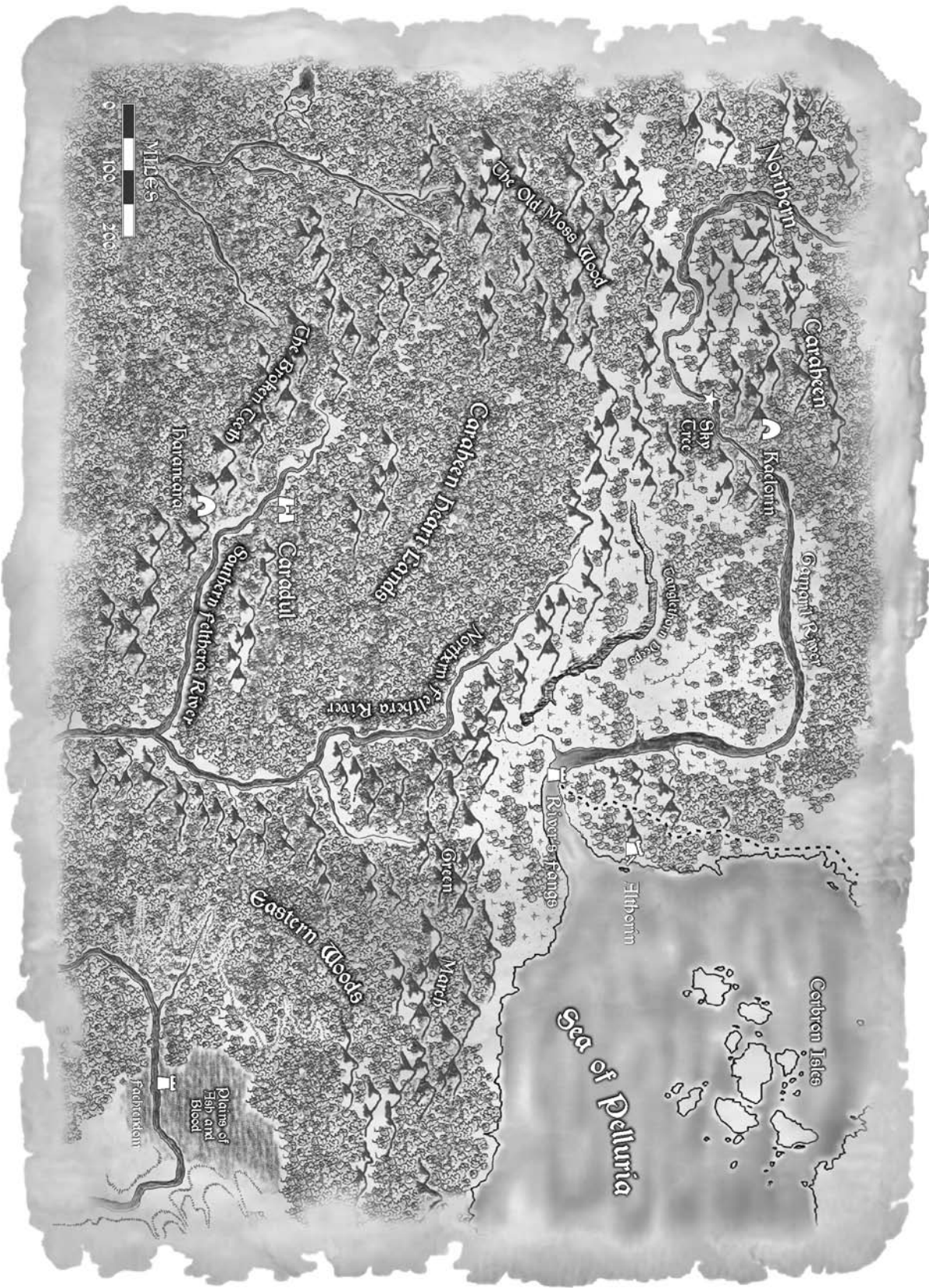
Destiny Marked (Ex): The hand of Xione is upon the protector of her chosen people. The Erunsil Blood character gains the Leadership feat, if he doesn't already have it. If the character already possesses the Leadership feat, he gains a +4 bonus to his leadership score.

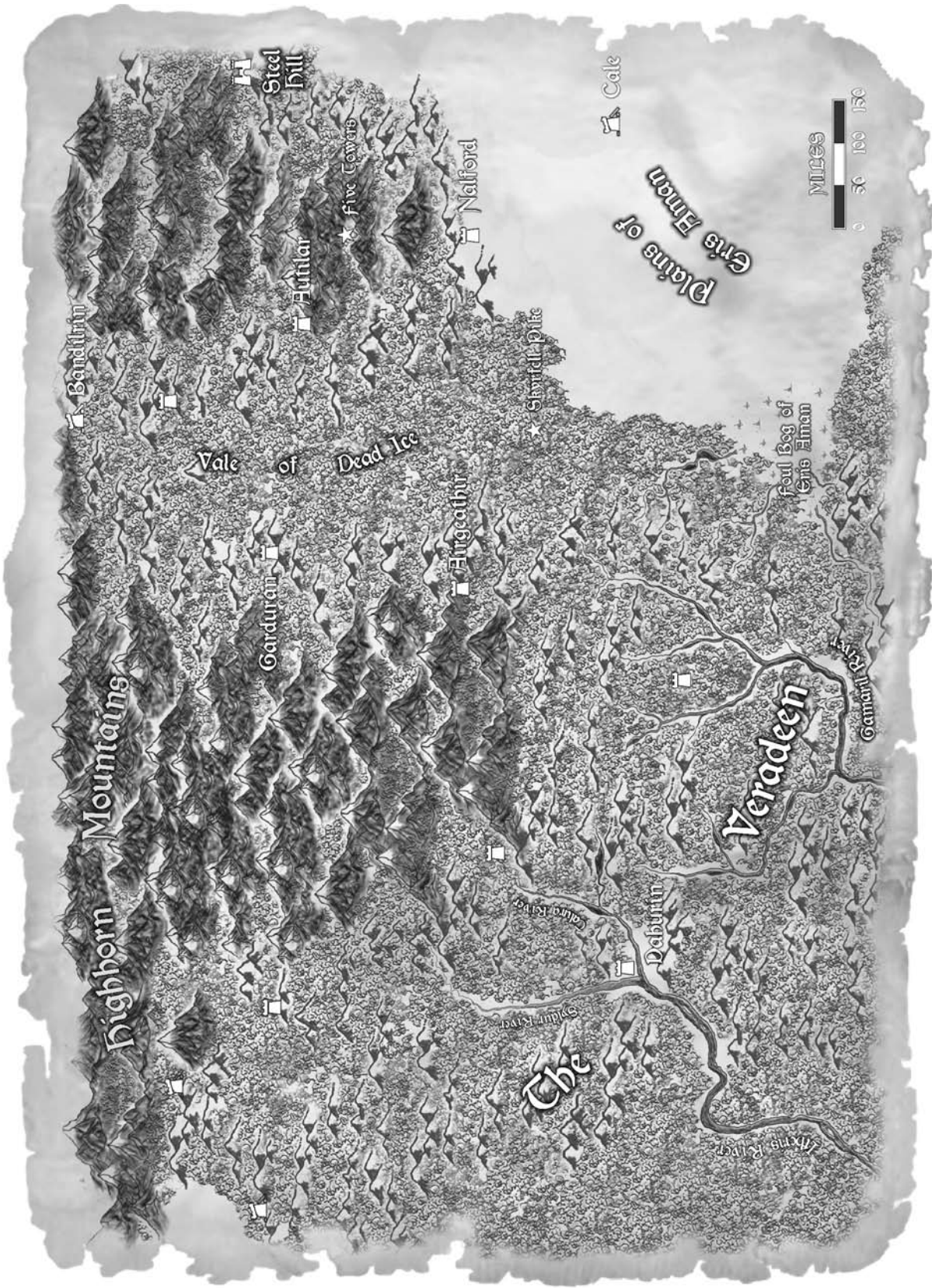
Inspiring Leader (Ex): A Blood's warriors will follow him to death and beyond. At 6th level, all allies of the Erunsil Blood within 60 feet of the character gain a +2 morale bonus to attack rolls as long as the Blood is on his feet and fighting. At 9th level, this bonus increases to +3.

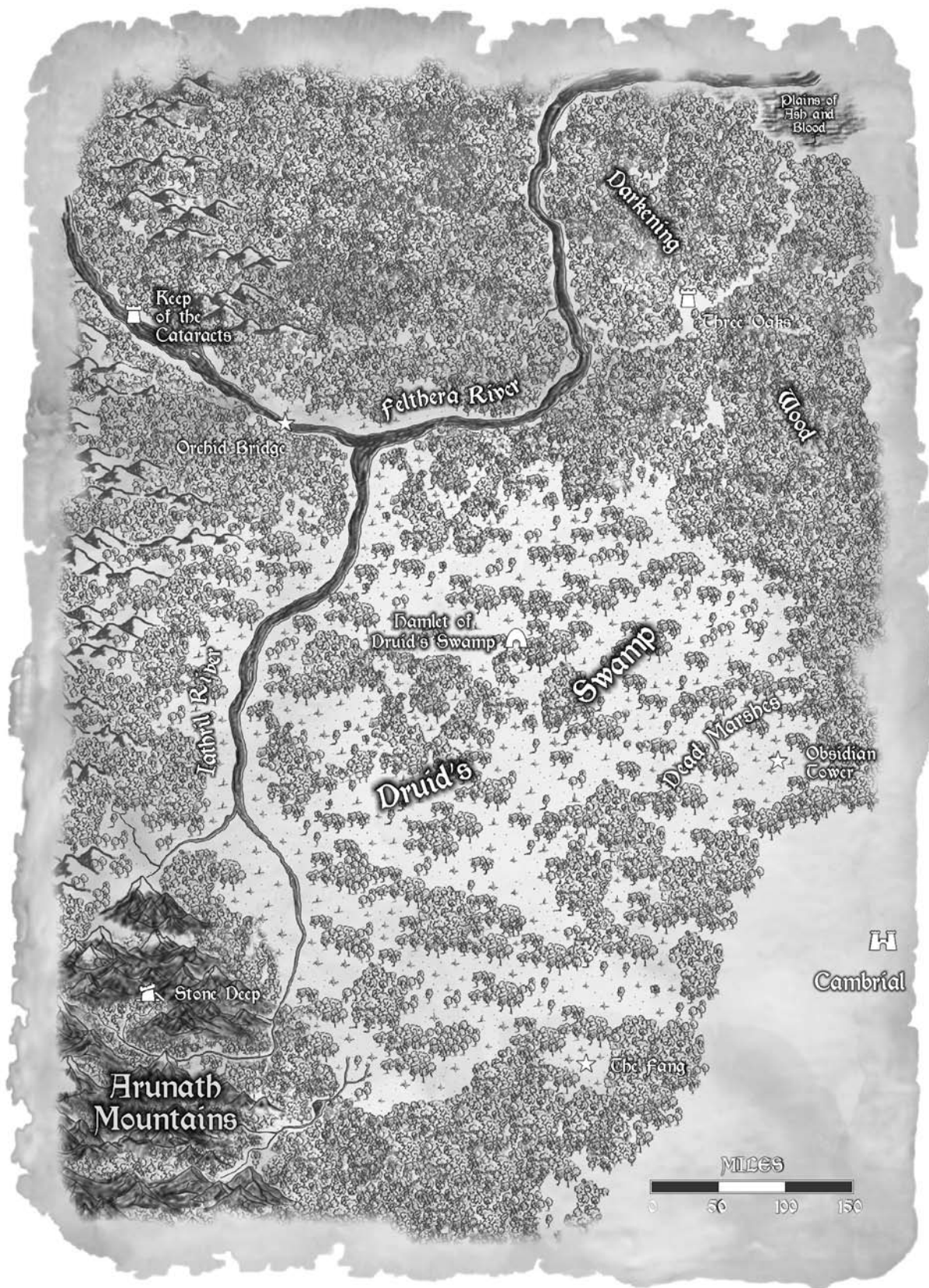
Pale as Snow (Ex): The Blood is one with the snows. After attaining 4 levels of the Erunsil Blood prestige class, the character gains a +4 competence bonus to Hide checks when in snowy terrain and is permanently affected by the *pass without trace* spell. After attaining 8 levels of the Erunsil Blood prestige class, the character gains partial concealment in snowy terrain (there is a 15% chance that any attack against the Blood will miss). Multiple concealment conditions (such as a Blood character in a fog) do not stack: the highest level of concealment supersedes all others.

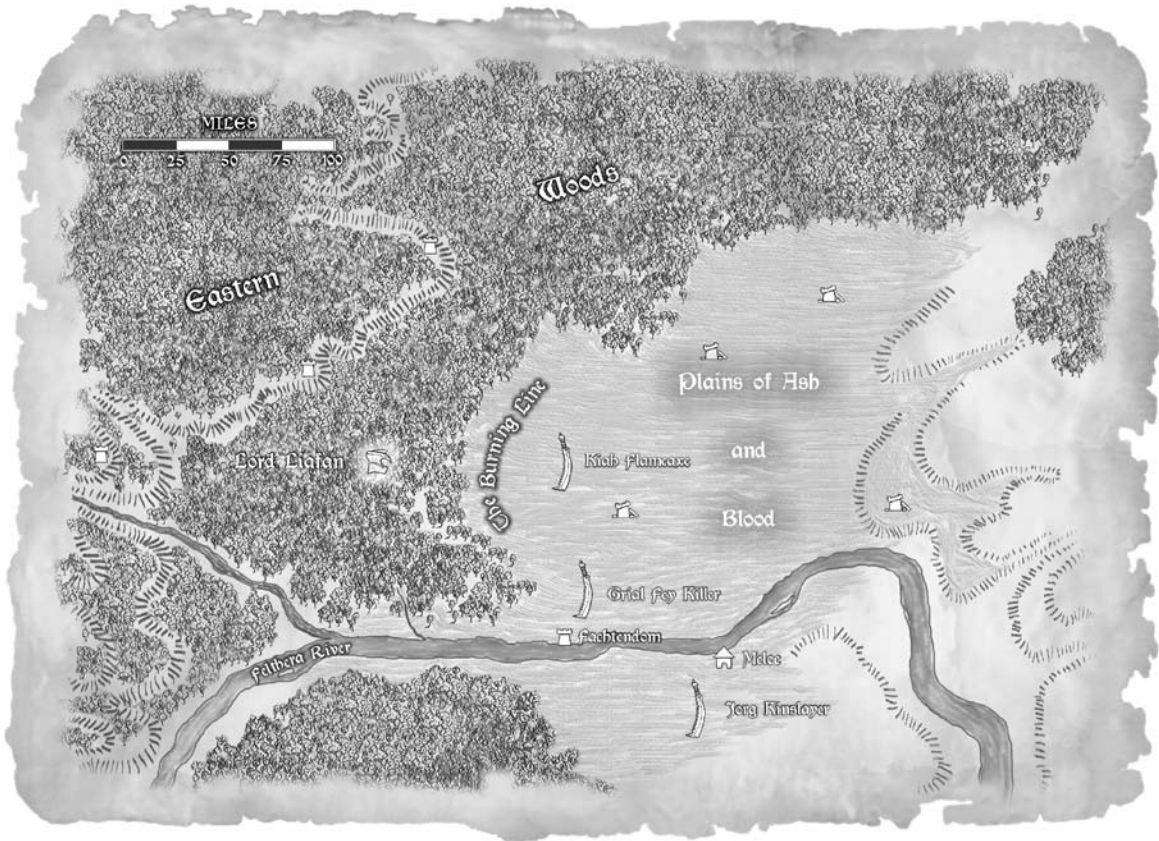
Razor Sharp (Ex): Like a razor, the Blood's knives cut to the heart of his enemy. The weapons of a Blood are treated as keen as long as he conducts a daily ritual of sharpening and prayer to Xione, to be performed under the open sky each evening. The ritual takes 10 minutes to complete.

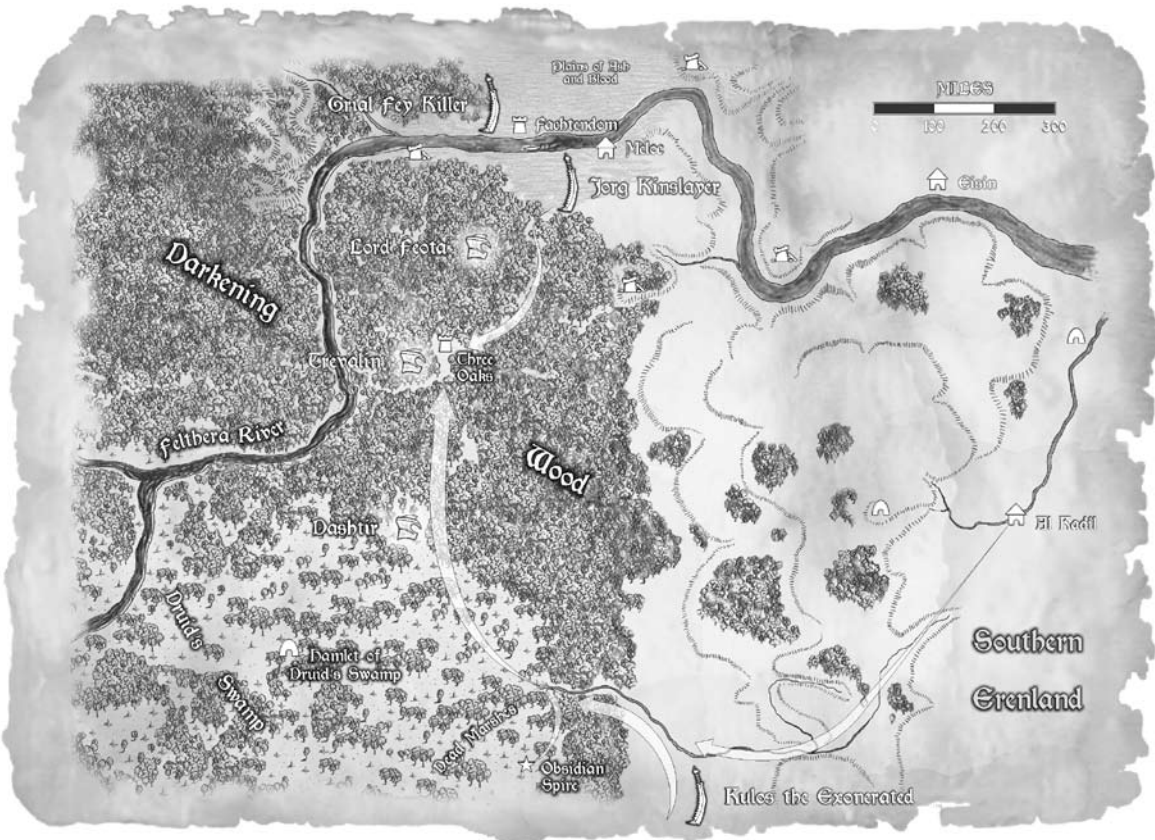
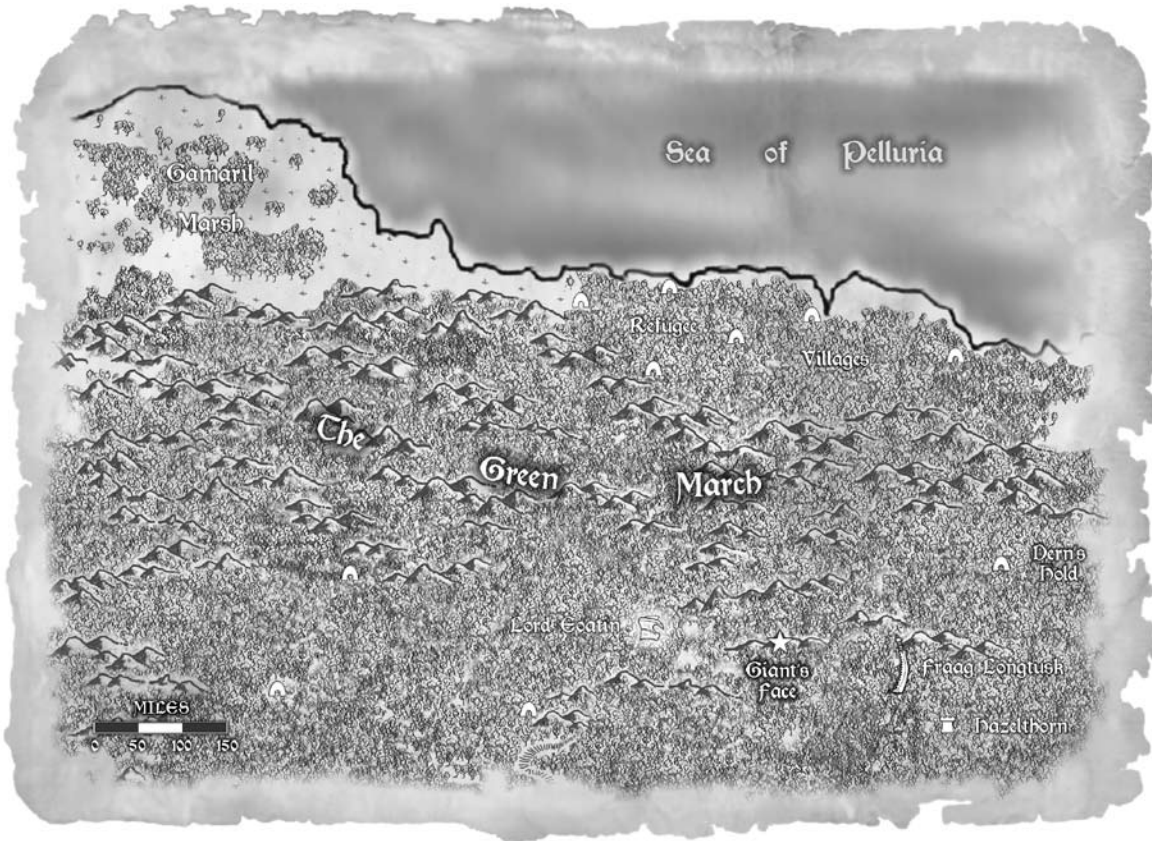
Xione's Herald (Su): The cold fury of Xione swirls around the Blood in a righteous storm. The Erunsil Blood wears an invisible cloak of swirling, righteous anger that casts fear into the hearts of all his enemies within a 30-foot radius. Opponents of the Erunsil Blood must make a successful Will save (DC 15 + Erunsil Blood's Charisma modifier) or become panicked for 10 rounds. If cornered, a panicked creature begins cowering (see the DMG for more information on panicked creatures). If the Will save succeeds, the creature is shaken for 1 round.











FURY OF SHADOW

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MIDNIGHT™

FURY OF SHADOW™

In the Last Age, the ancestral homeland of the elven people has become a battleground. Armies of orcs, ogres, giant-men, and trolls mass in the North, preparing to spill out of the Highhorns and lay waste to the Veradeen, the snow-clad home of the Erunsil elves. In the east, trained and disciplined orcish armies set out from Eisin, burning their way into the fey wood along the mighty Felthera River. Standing defiant between the bloody pincers of this assault is Caradul, the capital of the elven nation and the domain of Aradil, the Witch Queen of Erethor. If the Night Kings' grand campaign is successful, it could mean the end of organized resistance to the Shadow in Eredane. The outcome is as yet undecided: Your heroes could be the ones that save the elven nations . . . or doom them to defeat!

This Campaign Book for FURY OF SHADOW is your definitive guide to the soldiers, battles, and battlegrounds of the final battle for Erethor. It includes detailed setting and source material on Erethor, complete descriptions and statistics of major NPCs, new monsters and magic, and countless adventure hooks that you can easily incorporate into your campaign. This book gives you everything you need to chart the future of Erethor and the elven people, but only your heroes can decide the outcome of the epic struggle that has raged for a century in the Great Wood.



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