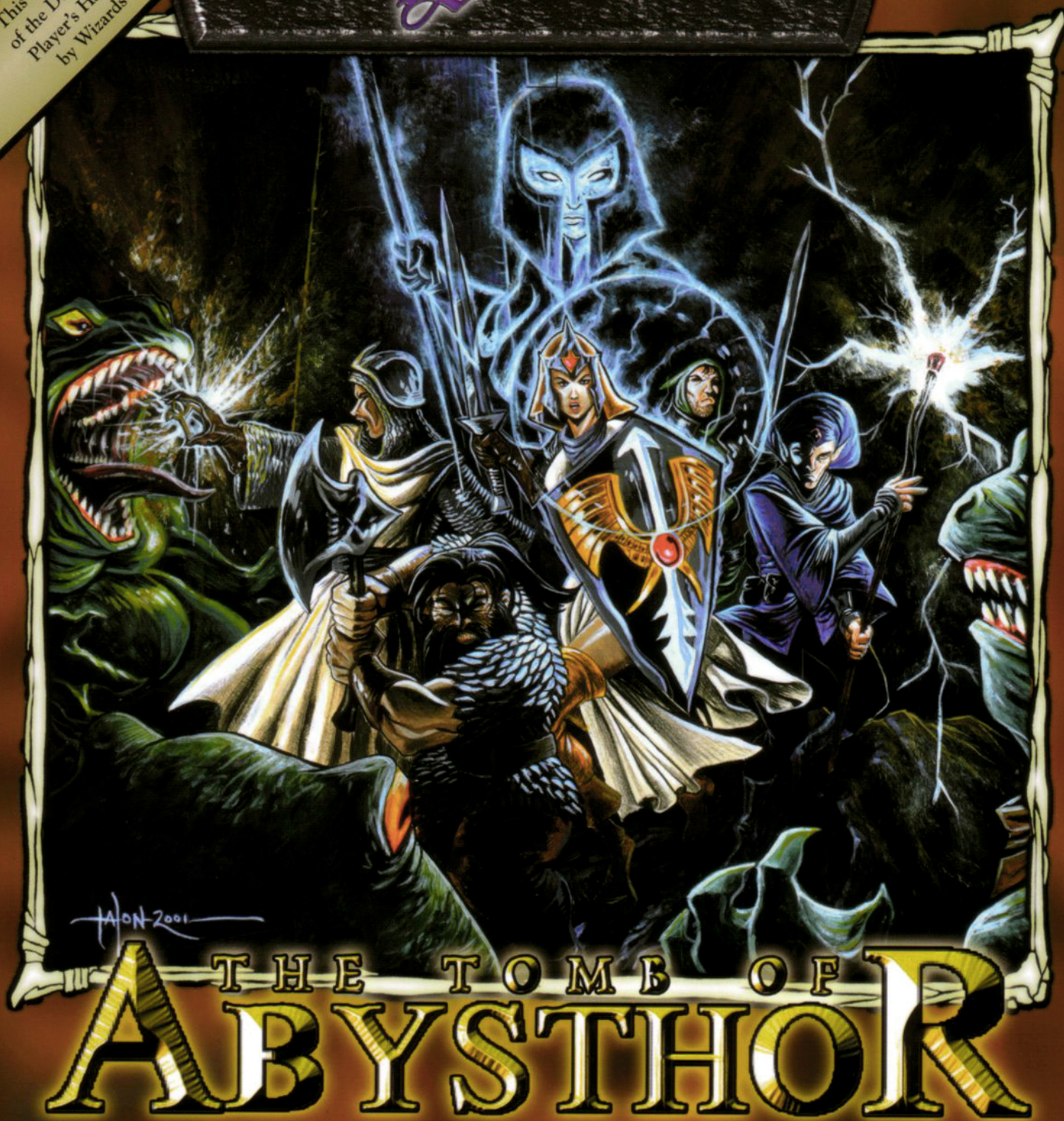


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SWORD & SORCERY™



by Clark Peterson and Bill Webb

An adventure for 4 to 6 characters 2nd to 8th level and higher

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the TOMB of ABYSTHOR

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Product Update Password for
The Tomb of Abysthor: Lokaug

This product requires the use of the **Dungeons and Dragons Player’s Handbook**,
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Introduction

Module Background

North of the city of Bard's Gate, in the hills of the Stoneheart Mountains, lie the ruins of twin shrines dedicated to Thyr and Muir—the God of Justice and the Goddess of Virtue and Paladinhood. Near the ruined shrines lies a series of catacombs used as burial halls for the followers of Thyr and Muir. Long abandoned, these catacombs are now home to various evil creatures. The complex has come to be known as the Stoneheart Mountain Dungeon.

This module details the entire Stoneheart Mountain Dungeon and is designed to challenge characters of 2nd to 8th level (with the deepest areas suitable for even higher level characters). This module can be used on its own or in conjunction with the *Bard's Gate* City Supplement and the *Wrath of Orcus* adventure.

As with all *Necromancer Games* products, the dungeon and the wilderness area surrounding it can be transplanted easily into any existing campaign. The specific gods used herein—Thyr and Muir—can be replaced by any other pair of lawful good deities related to paladins, or even merged and replaced with one lawful good deity. The Valley of the Shrines can be placed in the foothills a short distance away from any city in your campaign that has an accompanying temple dedicated to the lawful good gods. The gods you choose, however, should be minor deities in your campaign so that the themes of decay and decline can be maintained. Orcus, our favorite evil demon-prince, can be replaced with any evil god prevalent in your campaign that has a connection with undead. Don't replace Tsathogga unless your campaign just happens to have another demon frog god.

For more information on Thyr, Muir, Orcus and Tsathogga, download the free supplement "Gods and Demons of the Necromancer Games World," available at the Necromancer Games web site (www.necromancergames.com).

History

In ages past, two vast temples to Thyr and Muir were erected in Bard's Gate at the founding of that great city that still stands today. The priestly followers of these noble gods erected smaller duplicates of the twin temples in a small, secluded valley to the north of the city, adjacent to

a lake of crystalline clarity. This valley became known as the Valley of the Shrines. In the nearby hills they also carved burial halls to house their fallen heroes and worshipers. For years the worship of Thyr and Muir thrived, producing heroes and paladins of legend, some of whom are entombed in the burial halls.

But new gods came, replacing the older gods. And the worship of Thyr and Muir—both demanding deities—waned in favor of the more liberal gods of song, craft and commerce. Unable to maintain both the twin temples in Bard's Gate and the complex in the Valley of the Shrines, the priests of Thyr and Muir sealed the northern shrines in the valley and returned their worship to the temples in the city. Abandoned, the burial halls still remained sacred places, and small groups of pilgrims continued to make treks to the sealed temples to pay respect to their fallen predecessors and to peer into the crystalline lake.

As the years passed and the worship of Thyr and Muir declined further, the shrines in the northern valley increasingly fell to disuse and ruin. Only a handful of devoted priests, led by the high priest Abysthor, were left to continue the elaborate rituals of their gods. Even the great twin temples in Bard's Gate began to deteriorate. Despite Abysthor's devotion, his temple and the worship of his gods waned. In his final years, Abysthor spent many hours in the main temple in Bard's Gate in *commune* with his deity. Declaring he had received a great vision, he traveled alone—aged and infirm—to the Valley of the Shrines, claiming he would return soon and that the glory of Thyr and Muir would be restored. Abysthor never returned. Some said he had gone there to die and had done so alone because no other priest could cast the spells necessary to consecrate him properly. Many groups of priests followed after him, though none could brave the corruption that had infested the burial halls since they had been abandoned.

Abysthor's failed quest was taken as a sign of final decline. No more paladins were ordained to Muir, the once-shining lady of virtue; no more priests entered the worship of Thyr, the once-great god of justice. It has been some twenty years since Abysthor disappeared. Only a handful of lesser priests remain in the temples in Bard's Gate, their cavernous temples falling to ruin, empty of worshipers.

For the DM

The physical ruin of the shrines and burial halls in the Valley of the Shrines is by far the least of the corruption of the once-holy sanctuaries. In the great caves beneath the burial halls, the tsathar, inhuman priests of the foul god Tsathogga, long ago raised a temple to their hideous demon-frog god. The tsathar as a race are detailed in the Monster Appendix. More vile still, a contingent of priests of Orcus—the evil demon-god of the undead—recently came some ten years ago from the legendary dungeon of Rappan Athuk to corrupt the burial halls and exploit the location as a base of operations for further expansion of their evil cult. The followers of the two evil gods have reached an uneasy truce. Both, however, seek a power even darker still—the power of a legendary Black Monolith rumored to be hidden somewhere in these caverns, sealed away long ago by an ancient power.

The Levels of the Stoneheart Mountain Dungeon

Entrance Level: The Burial Halls of Thyr and Muir

Level 1: The Upper Caves

Level 2: The Lesser Tombs and Dark Natasha's Lair

Level 2A: Balcoth's Lair and the Priest Barracks

Level 3: The Greater Burial Chambers

Level 4: The New Temple of Orcus

Level 5: The Great Cavern and the Temple of the Frog

Level 5A: Tomb, Blood and Stone

Level 6: The Deep Caverns

In addition to these priests of evil, others inside the dungeon have their own agendas. “Dark Natasha,” a renegade drow sorceress, seeks refuge from the sun and a place to practice her demonic conjurations. Balcoth, an undead rune mage from another plane, has also taken up residence in the dungeon. Neither of these two has yet joined the priests of Orcus.

Beneath all of this lies a power that none of the present or prior occupants—save one—has yet discovered: a chamber of *earth blood* that holds the power of the Stoneheart Mountains themselves. Abysthor was told of this chamber by Thyr and instructed that its power could be used to purge the halls of evil and restore the temples to their former glory. Abysthor discovered this chamber when he descended into the depths of the caverns beneath the burial halls. In the gloom and evil of the great cavern beneath the halls, Abysthor encountered the vile tsathar and their high priest, Lokaug. Abysthor learned from Thyr of the Black Monolith and of Lokaug’s desire to find it and tap its power for his own evil ends. In the depths of the dungeon Abysthor built for himself a final resting place. But he knew he had one last task to complete—he needed to prevent either Lokaug or the priests of Orcus from accessing the Black Monolith. Dutifully, Abysthor warded his tomb against evil. Grasping his staff, he set out to find the legendary monolith. But Abysthor’s strength failed him. He was ensnared by the dark magic of the monolith and now lies trapped in the lowest chambers of the dungeon—his prepared burial hall empty. He did, however, successfully thwart Lokaug and the priests of Orcus from discovering either the *earth blood* or the Black Monolith. But his wards will not stand forever . . .

A DM might wonder why all these groups would build their temples at this location. It is not uncommon for holy sites to be built unknowingly on sites that held power in antiquity. Such is the case here, as a brief timeline explains. The area where the dungeon is now located is the location of the earth spirit of these mountains (see Level 2, area 6), which exudes a subtle but powerful aura of magic. In addition, many centuries ago, the earth god created the Chamber of Earth’s Blood (Level 5A, area 13) and his priests warded it. They disappeared. Next to arrive were the priests of Thyr and Muir, who, sensing the power in the mountains, chose this site for their burial halls. Long after that—and unknown to either group—Lokaug and his tsathar were drawn here by the same earth power and erected their foul temple on Level 5. The tsathar had no contact with the burial halls above them and no knowledge of the Chamber of Earth’s Blood. Then, as the power of Thyr and Muir waned, evil arose. Deific demonic forces placed the Black Monolith here, hopeful that their evil servants and followers would find it and use it as a gate to allow access to this plane. Lokaug became aware of this evil presence, though he could not locate it. Orcus commanded his priests to search for the monolith, and so some ten years ago Koraashag arrived with his contingent and built the evil temple to Orcus on Level 4 and corrupted the burial halls. Thus, what began as a source of earth power has over the ages drawn many groups.

Dungeon Politics

The dungeon, in addition to being a collection of evil creatures, is a dynamic setting. The priests of Tsathogga run their vile temple—the Temple of the Frog. They seek the Black Monolith and have the best access to the level in which the monolith is located. The priests of Orcus are rather new to the dungeon and have come here from the famed dungeon of Rappan Athuk to attempt to locate the Black Monolith as well. Thus, the two evil groups—though not openly in conflict—both seek the same thing. The priests of Orcus are trying to find a “back way” to the level that contains the monolith, and thus have constructed some barracks on Level 2A in addition to their temple on Level 4.

The leaders of the two groups of priests—Lokaug, the high priest of Tsathogga, and Koraashag, the high priest of Orcus—have established a détente of sorts, though each secretly searches for the monolith, hoping the other does not find it first. In addition to their desire to locate the monolith, the priests of Orcus have grand plans of expansion and covet the use of the upper levels and their newly created Font of Bones to lead an undead army against Bard’s Gate—to once and for all destroy the temples of Thyr and Muir.

Add to this mix Balcoth and Dark Natasha—two powerful individuals with their own goals and desires—and it is clear that the dungeon denizens are at a tense standoff. All intelligent residents are affiliated in some fashion with the main groups. Either group (including Balcoth and Natasha as well) may enlist the PCs’ aid against one of the other factions.

Use this Machiavellian environment to spice up a traditional dungeon crawl with cunning plans, elaborate subterfuges and chances for roleplaying.

Using a Dungeon

Dungeons are classic settings for heroic swords and sorcery adventuring. Turning your party loose in a dungeon to explore it and cleanse it of evil (and treasure) is a time-honored tradition. Certainly the Stoneheart Mountain Dungeon is loaded with evil and treasure sufficient to satisfy the lusts of any bold adventurer.

Dungeons, however, do not need to be tied to “hack and slash” adventuring. Instead, the best use of a dungeon is as a dramatic setting for storytelling. Rather than have your players simply bash in door after door looking for monsters and loot, design a purpose for the party to delve into the dungeon. Give them a quest or a goal to give them direction and a sense of accomplishment. It keeps their dungeon adventuring focused and keeps the tension high—there is a risk of failing to accomplish their mission.

There are a number of such story ideas for the Stoneheart Mountain Dungeon, from less to more difficult: recovering the holy tracts from the chambers beneath the shrine of Thyr, liberating a magic weapon from the stores beneath the shrine of Muir, retrieving the *Stone of Tircople* and the *Chalice of Elanir*, recovering the fabled *axe of blood* or even destroying

the Black Monolith and freeing Abysthor himself. There are appropriate tasks for parties of all alignments and levels. Use the rumors provided as a free download on the Necromancer Games website (www.necromancergames.com) to encourage your players to undertake specific adventures that bring them to the dungeon.

Standard Dungeon Features

Unless otherwise noted, the ruined temples and the Stoneheart Mountain Dungeon share the following features:

Dungeon Walls and Ceilings: The dungeon can be divided into carved sections and cavern sections. In the carved sections, passages are smoothly carved and run 8 to 12 feet in height. Interior masonry walls are generally 1 to 2 feet thick (Hardness 8; hp 90–120 per 10-ft. section; Break DC 35). The rooms in carved sections average 10 to 15 feet in height. Larger rooms may be 20 feet high. Walls in the cavern sections are rough and somewhat slick from mineral deposits. The passages in cavern sections range from 6 to 10 feet in height, varying with the width of the passage. Rooms in cavern sections vary widely in height, normally being a minimum of 8 feet high, though larger rooms are as high as they are wide, or higher. All cavern sections have stalactites and stalagmites, some of which are joined into columns.

Climbing: Climbing a wall in a carved section is DC 18, unless otherwise specified. Climbing a wall in a cavern section is DC 15, unless otherwise specified.

Doors: All doors in the dungeon are locked and made of iron-reinforced wood. They tend to swing shut 1d4 rounds after they are opened.

Iron Reinforced Wooden Doors: 2 in. thick; Hardness 5; hp 20; Break (DC 23); Open Lock (DC 25).

Secret Doors: All secret doors are made of stone and must be opened by a hidden latch to the right of the secret door. A counterweight opens the doors when the latch is pulled, and the same counterweight closes the door two rounds after it is opened.

Stone Secret Doors: 4 in. thick; Hardness 8; hp 60; Break (DC 30); Search (DC 20).

Stone Sarcophagi: Some rooms contain stone sarcophagi. Unless indicated otherwise, they have the following characteristics:

Stone Sarcophagus: 4 in. thick; Hardness 8; hp 60; Break (DC 30); Open Lid (Str check DC 20).

Noise: Except for the levels occupied by humanoids (Levels 2A, 4 and 5), most of the dungeon is very quiet. Noise echoes throughout the level. Though the sounds are disorienting to the players, the denizens of the dungeon have grown used to identifying the location of such noises. All denizens of the dungeon gain a +2 circumstance bonus to Listen checks, except on Level 4 and the tsathar-occupied portions of Level 5, both of which have far too much commotion to allow such a modifier.

Lighting: Cavern sections are unlit, since they are mostly occupied by creatures with darkvision. The only exception is Level 5, which is dimly lit by the strange phosphorescence of the lake and the evil glow of the statue of Tsathogga. Carved sections all include sconces and torch holders. Normally these are empty or the torches unlit unless the area is occupied by humanoids (such as portions of Level 2A and all of Level 4). In that case, the torches are lit. Level 4, in addition, is lit with a hellish glow from the braziers of the temple of Orcus.

Monsters and Statistics

Monsters encountered in this module are detailed in the text of the module in an “abbreviated stat block” format, which provides the DM with all the information he or she needs to run the encounter. Refer to the **MM** for more details. The tsathar, a new monster race, and several more new creatures are detailed in full in the Monster Appendix.

A Note on Wandering Monsters: This module provides wandering monster tables. These tables are meant as a guide for possible encounters, reflecting the frequency and type of creatures that can be found roaming a level or an area. You should not allow a random table to dictate your game session. If you feel the result indicated is too challenging for your particular group, feel free to discard or reroll the result, or simply decide that the creatures watch the players rather than attack. The tables are provided as an aid, not as a requirement.

The Wilderness Areas

The Wilderness Map depicts the Valley of the Shrines, which lies in the foothills of the Stoneheart Mountains to the northwest of the city of Bard's Gate, as well as the wilderness area surrounding the Valley.

The vale north of Bard's Gate and the Valley of the Shrine are verdant green, dotted with birch and pine. The foothills of the Stoneheart Mountains in this region are rough, with sharp exposed rock. The mountains themselves are rougher still, making travel difficult. Because the region is so lush, even the foothill areas that are not marked as forested are wooded with pine and birch. It rains frequently and water is plentiful in the area surrounding the Valley. In the colder months, snow caps the tips of the Stoneheart Mountains. The nearby forest at the northwest end of the Valley has long been known as the Forest of the Faithful, since it contains the Burial Halls of Thyr and Muir. Now, however, it has fallen under the corruption brought by the priests of Orcus.

Encounter Areas

The following areas are indicated on the Wilderness Map.

1. Ancient Path

This path winds its way from the floor of the vale north of Bard's Gate through the foothills up to the Valley of the Shrines. At points the path is steep and consists of stone stairs cut into the side of the hills. This path was made to facilitate pilgrims or groups of worshipers from Bard's Gate reaching the shrines. It is now rarely traveled and the beginning of the path from the vale below is difficult to find, requiring a Spot check (DC 15) to find the two weathered white marble obelisks that mark the start of the path. Even today, a feeling of calm blankets those who travel the ancient path to the valley of the shrines, as if Thyr and Muir yet watch over those who would travel to their holy place. At the end of the path—at the entrance to the Valley of the Shrines—is another pair of weathered obelisks of white marble.

2. Shrines to Thyr and Muir

Near the dark lake stand the two Romanesque temples to Thyr and Muir, which were blackened and desecrated some 10 years ago when the temple of Orcus was established in the Stoneheart Mountain Dungeon. The shrine to Muir sits to the west of the shrine to Thyr. Both shrines face towards the center of the lake.

Each shrine shares the same layout—a stone slab foundation with a large central room, ringed by mighty pillars supporting a gently sloping inverted V-shaped stone roof. Thus, one map depicts the interior for each of the two shrines (as well as the rooms beneath, which are also identical in layout). The front of each shrine was once worked with bas relief images of their respective deities as well as with priests and warriors of legend. Inside of each shrine originally stood a great statue of the god to which the shrine is dedicated, standing some 20 feet tall, in front of which is a large stone altar.

Wandering Monsters

When the PCs travel in the area depicted in the Wilderness Map, check for a wandering monster every 3 hours or every time the party enters a different hex on the wilderness map. An encounter occurs on 1—4 on 1d20. Roll the result on the following table on 1d6 with the following cumulative modifiers:

+1 in the northwest hex of the Valley of the Shrines (which contains part of the forest), +1 in a hill or foothill hex, +2 in a low mountain hex, +3 in a mountain hex, +2 in a forested hex, +2 if at night.

1. **Special.** See below.
2. 2d4 **Goblins**, 50% chance they are led by 1 **Goblin Leader** (Rog3).
3. 2d4 **Stirges** (2d8 at night)
4. A group of **Acolytes of Orcus** (2 Cle2s) led by a **Lesser Priest of Orcus** (Cle4). See below.
5. 2d6 **Wolves**. If at night they are accompanied by 1d2+1 **Worgs**
6. 2d4 **Ghouls**, if more than 4 ghouls there is a 25% chance they are accompanied by 1d2 **Ghasts**
7. 2d6 **Monstrous Spiders**
8. **Brundle the One-Eyed Troll**. See area 7, below.
9. 2 **Priests of Orcus** (Cle5) from the dungeon accompanied by 1d8+4 **Font Skeletons**. See area 2, below.
10. 1d2 **Manticores**
11. An **Ettin**
12. 1d3 **Wyverns**
13. The **Beholder**. See area 11, below.

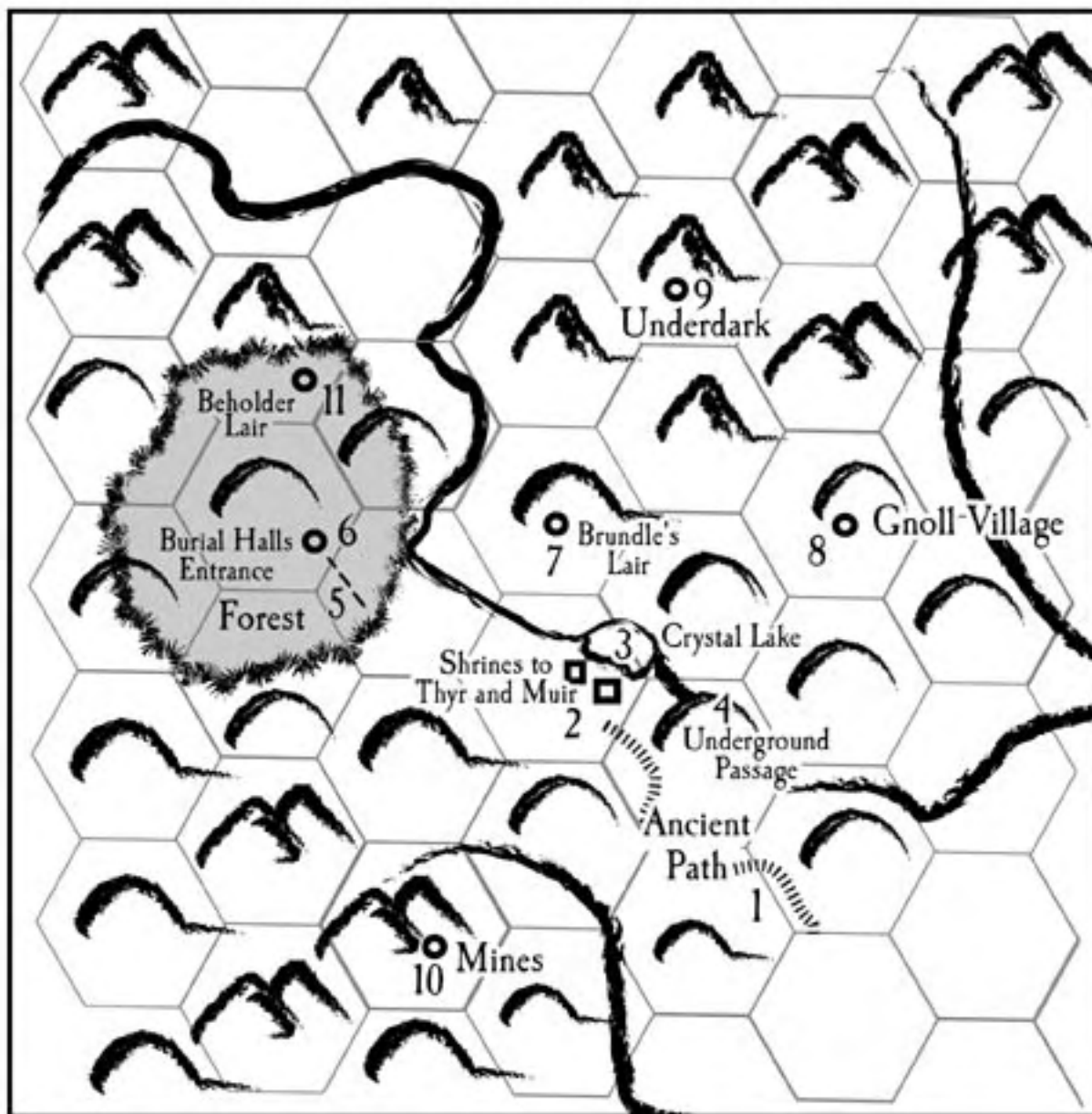
Special: The characters possibly encounter another adventuring party or a band of mercenaries; or possibly they have a sighting of Imril (the Captain of the Lyreguard from *Bard's Gate*) and a few of his elite guard on griffins flying overhead or possibly a sighting of what might be a wyvern or a black dragon.

Acolytes and Lesser Priest of Orcus: This group consists of 3 acolytes and 1 lesser priest of Orcus. They are either heading to or returning from further desecrating the shrines in the valley.

Priests of Orcus and Font of Bones Skeletons: This group is on a significant mission from the evil temple of Orcus on Level 4 of the dungeon, either making contact with the orc bands in the surrounding area or parlaying with the beholder at area 11. The skeletons accompanying the priests are the 2HD variety created by the Font of Bones on the Entrance Level of the dungeon.

Both shrines have since suffered neglect and defilement. Having been abandoned long ago, their roofs are mostly collapsed and many of the pillars are crumbled and broken. Both have been blasted by magical evil fire and their once white walls are now blackened. The standing

VALLEY OF THE SHRINES



pillars and the interior rooms of both shrines are covered with evil writings and smears of humanoid feces and blood. The small interior fonts for holy water have been chipped and broken (or left intact and foully corrupted) and the great statues of Thyr and Muir have been defaced and broken. Any Lawful Good person inside or near either shrine and able to witness the depths to which they have fallen suffer a -1 morale penalty to all rolls. The interior of each shrine is treated as if under the effects of a *desecrate* spell. There is a 50% chance that each shrine contains **2d4 font skeletons**. These skeletons are called "font skeletons" because they were created by the Font of Bones at area 6 of the Entrance Level of the dungeon. They serve the will of the priests of Orcus.

Font Skeletons: CR 1; SZ M Undead; HD 2d12; hp 16 each; Init +5; Spd 30 ft.; AC 14; Atk +2 melee (1d8+1,

longsword) or +2 melee (1d4+1 [x2], claws); SQ undead immunities, reduced damage (1 point from piercing, 1/2 from slashing); AL NE; SV Fort +0, Ref +1, Will +2; Str 12, Dex 12, Con —, Int —, Wis 10, Cha 10.

Skills: None. **Feats:** Improved Initiative.

Possessions: Small wooden shields and longswords.

Cleansing the Shrines: Cleaning the filth and removing the runes in either shrine takes over 100 man hours of work in addition to 100 vials of *holy water* and 12 *consecrate* spells. If the PCs attempt to cleanse either of the shrines before destroying the temple of Orcus on level 4 of the dungeon, a group of **4 acolytes of Orcus**, **2 lesser priests of Orcus**, a **priest of Orcus** and **2d10 font skeletons** are dispatched to prevent the clean-up operation. Cleansing either shrine nets a 1000 XP story award, 2000 XP for both.

Inside the Shrine of Thyr

Inside the shrine of Thyr the statue of the seated Thyr the Lawgiver has been beheaded. The head is nowhere to be found. The rod of kingship he once held in his right hand is destroyed and the chalice of peace once held in his left hand is now a broken and unrecognizable lump of stone.

The statue of Thyr covers stairs down to secret rooms below. Barely discernible on the base of the great statue amid the evil runes and filth is a line of runes written in Celestial. On the base of the statue of Thyr are inscribed the words: “As you obey the commands of Thyr so does this figure obey your COMMAND.” If a Lawful Good cleric casts a *command* spell and commands the statue to “open,” or “move,” the statue of Thyr shifts, revealing the stairs to the secret rooms below.

Trap: A total of three *glyphs of warding* have been placed in the shrine of Thyr—one is located at the base of the statue of Thyr and the other two located randomly on the walls of the shrine. The *glyphs* are triggered by any Good-aligned character passing over, touching or reading the *glyph*.

Glyph of Warding (blast): CR 2; 1d8 blast damage (negative energy); Reflex save (DC 15) for half damage; Search (DC 28); Disable Device (DC 28). Each *glyph* may be identified (with *read magic*) without triggering it with a successful Spellcraft check (DC 13).

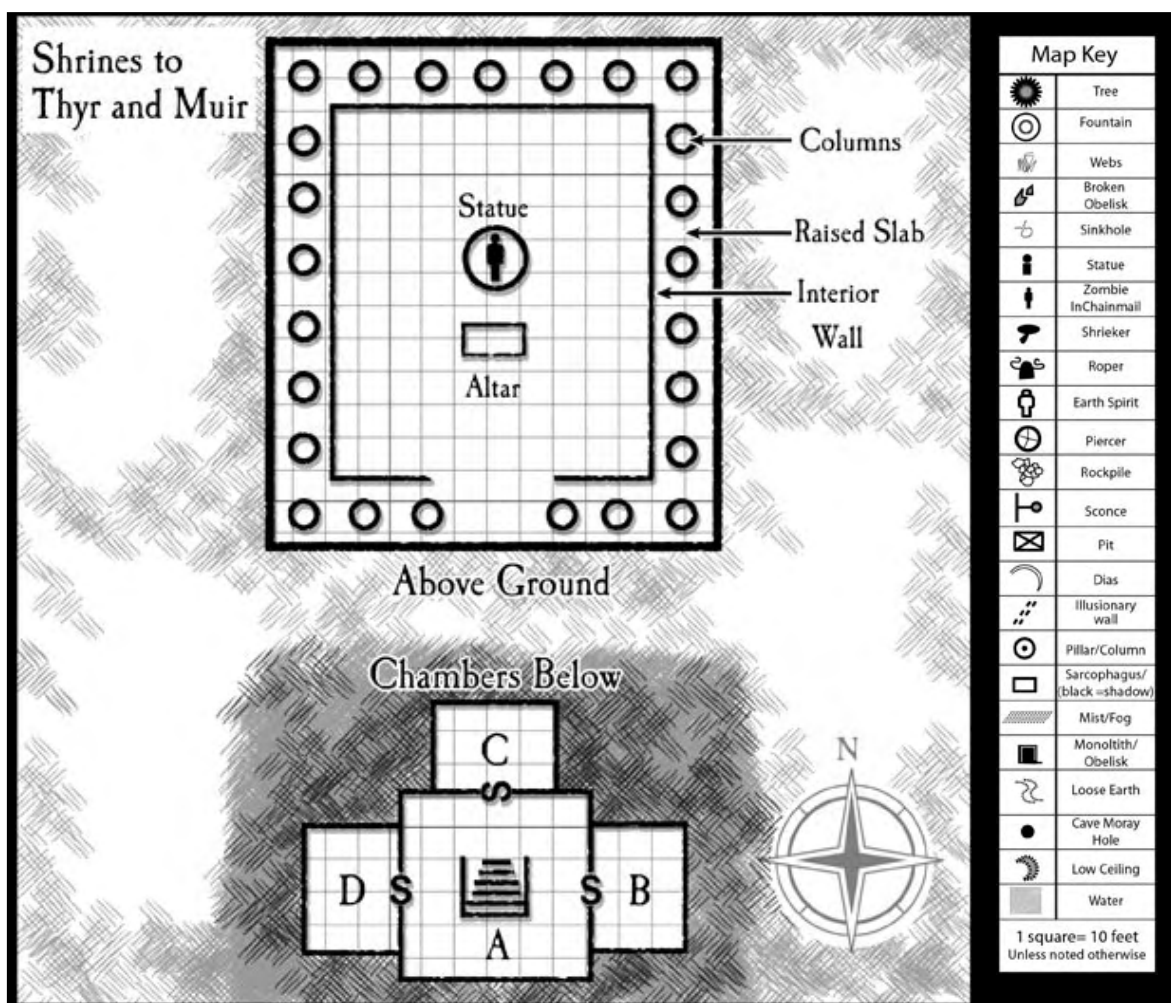
Beneath the Shrine of Thyr

The main room (A) is a central study chamber, with chairs, tables and book stands. Among the books are several journals and lesser holy tracts valuable to priests of Thyr or to historians (Appraise check DC 15 reveals 100 gp value).

The Secret Doors: The secret doors in the central study chamber are easy to locate (Search DC 8). Each door bears writing in Celestial. The door to room B reads: “Passage comes with the blessing of Thyr.” The door to room C reads: “Intone praises to Thyr, brother, and you may enter.” The door to room D reads: “Devout prayer is the pathway to knowledge.” The doors can be opened by any good-aligned cleric casting *bless*, *chant* (a new spell, see the **Magic Appendix**) and *prayer* respectively on the doors to rooms B, C and D. The doors open freely from the inside allowing passage back out to room A.

The Secret Rooms (B-D): Each secret room contains several cots as well as tables and chairs used long ago by the priests of the shrine for study and contemplation. Each secret room also contains several small chests with vestments and various minor religious items. In addition to these standard features, each secret room contains a number of unique items. Room B contains 3 *divine scrolls*, each containing 5 divine spells: *cure light wounds* (x2), *bless*, *chant* and *prayer*. The room also contains 20 vials of *holy water*. Room C contains a large cache of 11





divine scrolls, each containing one spell: 3 *bleed*, 3 *cure light wounds*, 3 *protection from evil* and 2 *prayer*. The room also contains 5 *potions of cure light wounds*. Room D contains greater holy texts, worth 500 gp to priests of Thyr or historians. It also contains a cache of 14 *divine scrolls*, each containing one spell: 2 *magic weapon*, 2 *divine favor*, 2 *shield other*, 2 *augury*, 2 *cure serious wounds*, 2 *remove paralysis* and 2 *dispel magic*. In addition, in an unlocked chest, is a +1 *light mace*. These items were left behind by the priests when they sealed the shrines long ago in the event that they may one day be needed. Lawful Good characters may use these items in need but should not be allowed to greedily take all of them.

Inside the Shrine of Muir

Inside the shrine of Muir the statue of the Lady of Paladins has been beheaded. The head lies on its side next to the base of the statue. It has been chipped away so that its features are unrecognizable and is covered with evil runes. The blade of her upraised sword has been broken off at the hilt. The shield of truth she bears has been defaced with a symbol of Orcus.

The statue of Muir, as with the statue of Thyr, covers stairs down to secret rooms below. On the base of the statue of Muir are inscribed the following words in Celestial: "Speak, O warrior stouthearted and true, the triune

virtues of our Valorous Lady." If a Lawful Good character speaks the words "Truth, Honor and Courage," which are the tenets of Muir, the statue of Muir shifts, revealing the stairs to the secret rooms below. PCs may attempt a Knowledge (religion) check (DC 20) to see if they know the tenets of Muir. PCs failing the roll ordinarily will not know the tenets of Muir unless they have previously acquired that knowledge in Bard's Gate through roleplaying or unless one of the PCs is a paladin of Muir or cleric of Thyr or Muir.

Trap: A total of five *glyphs* are located in the shrine of Muir (one on the decapitated head of the statue, one on the front of the statue's shield, one at the base of the statue and the other two located randomly on the walls of the shrine). The *glyphs* are triggered by any Good-aligned character passing over, touching or reading the *glyph*.

Glyph of Warding (blast): CR 2; 1d8 blast damage (negative energy); Reflex save (DC 15) for half damage; Search (DC 28); Disable Device (DC 28). Each *glyph* may be identified (with *read magic*) without triggering it with a successful Spellcraft check (DC 13).

Beneath the Shrine of Muir

The main room (A) beneath the Shrine of Muir is lined with four tapestries depicting Muir with her upraised sword (as depicted in the statue in the shrine above), Muir

battling demons, Karith the Paladin slaying a dragon with his holy sword and a group of questing Justicars (high paladins of Muir). These tapestries are very valuable (Appraise check DC 12 indicates value of 500 gp each), though it would be sacrilege for any paladin or good-aligned cleric to disturb them.

The Secret Doors: As with the rooms beneath the shrine of Thyr, the secret doors in the central chamber are easy to locate (Search DC 8). Each door bears an inscription in Celestial. The door to room B reads: "Invoke the divine favor of our goddess and speak the name of the virtue that is her shield." The door to room C reads: "Call upon the power of our goddess to make your weapon as hers and speak the name of the virtue that is her sword." The door to room D reads: "Pray to our goddess that through your self-sacrifice you may protect others and speak the name of the virtue that is her armor." The doors can be opened by any Lawful Good character who casts the proper spell and speaks the proper word. The door to B requires the opener cast a *divine favor* spell and speak the word "Truth." The door to C requires the opener cast a *magic weapon* spell on his weapon and speak the word "Courage." The door to D requires the opener cast a *shield other* spell and speak the word "Honor." Note that paladins may use the scrolls from beneath the shrine of Thyr to cast the proper spells to open these doors.

The Secret Rooms (B-D): Room B contains numerous cots, as if the room once housed many warriors. Also in the room, neatly stacked, are 12 longswords, 12 short swords in scabbards and 12 small wooden shields. Room C similarly includes a large number of cots as well as 12 longswords in

scabbards, 12 small steel shields and 12 suits of studded leather armor. Room D contains only a few cots. It also contains four suits of chainmail, four large steel shields, four full helms, four surcoats bearing the device of Muir (the red upturned sword), and, set aside on their own, laid over a large trunk, a +1 *longsword* and a suit of +1 *chainmail*. Inside the unlocked trunk are 2 *divine scrolls*, each containing 5 divine spells: *cure light wounds* (x2), *bless*, *chant* and *prayer*.

Any lawful good character touching the magic sword or armor is visited by an apparition of the great paladin Karith, who commands the character to don the armor and take up the sword in the name of Muir and recover the *stone* and *chalice* on the 2nd level of the dungeon (Level 2, area 2C) and return them to the main Temple of Muir in Bard's Gate. Any non-good aligned character wearing the magic chainmail suffers -4 initiative. In the hands of any non-good aligned character, the magic sword is treated as a -2 *longsword*.

3. The "Crystal Lake"

Once a lake of crystalline clarity, the lake is now fouled with the excrement from the breeding pits of the Temple of the Frog in the caverns below the burial halls. Muck rings the lake and reeds clog its shores. Anyone spending time on the shore of the lake amidst the reeds has a 1—5 on 1d20 chance of encountering 1d6 **giant frogs**—insignificant tadpoles that escaped from the breeding pits and now make their home in the lake. In the depths of the lake (inaccessible without magical



means) is an underwater passage that leads to the pools in the breeding pits of the Temple of the Frog at area 4 of Level 5 of the dungeon (See that area for more details).

Giant Frogs: CR 1; SZ S Animal; HD 2d8+2; hp 10; Init +2; Spd 15 ft., swim 30 ft.; AC 13 (+1 natural, Dex); Atk +0 melee (1d6, bite) or +2 ranged touch (0, tongue, see SA); Reach 10 ft. with tongue; SA adhesive tongue; swallow whole; leap (20 ft. horizontally, 8 ft. vertical as charge attack); SQ low-light vision; AL N; SV Fort +1, Ref +4, Will +2; Str 11, Dex 14, Con 13, Int 1, Wis 14, Cha 4.

Skills: Hide +13, Listen +5, Spot +5; **Feats:** Weapon Finesse (tongue). Due to their coloration giant frogs receive a +4 racial bonus to Hide checks.

4. Underground River Passage

The crystal lake at area 3 flows into a smaller river that eventually runs into a narrow canyon channel and falls through a crevasse into an underground passage. It emerges from a cave opening to the southwest. Running the entire distance of the underground river channel, next to and slightly above the water level, are a set of ancient stone stairs carved from the surrounding rock. They are extremely slick and require a Reflex save (DC 8) every hour they are traveled. Those failing the save fall into the underground river and may drown. This treacherous path is another way to access the Valley of the Shrines. It is also rumored that along this path is a secret door leading to more tombs.

5. Path to the Burial Halls

As the PCs near the edge of the woods on the west side of the valley, they may detect that there is a break in the uniform wall of trees (Spot DC 16). This break is the beginning of the path to the entrance to the Burial Halls. It is flanked by two stone monoliths, similar to the ones flanking the ancient path at area 1. The path and the twin obelisks, however, are overgrown and covered by trees and shrubs. The PCs may also find the path by skirting the edge of the wood. If they do so, allow them to retry the check with a +2 bonus. Once the path is detected, it is strangely clear and easy to follow. It leads to area 6.

As the PCs travel the path, check for an encounter every hour. On a 1—8 on 1d20 the PCs encounter **2d4 medium size monstrous spiders**. This check is made in addition to any normal wandering monster checks since the forest is filled with the evil vermin.

6. Entrance to the Burial Halls and the Stoneheart Mountain Dungeon

The path ends in a small clearing surrounding an indentation into the side of the mountain. Set in that indentation is the entrance to the Burial Halls. Refer to the Entrance Level, area 1, for more details.

7. Lair of Brundle the One-Eyed Troll

In a small cave a few miles east of the entrance to the Burial Halls is the lair of **Brundle the one-eyed troll**. His lair contains the hides of several bears and deer and a number of human and elven skulls. At the far end of the lair is a medium chest that is neither locked nor trapped. It contains 583 gp, 1,248 sp, four 100 gp gems, a golden chalice worth 50 gp, which was once a holy artifact from the temple of Thyr that Brundle got from killing an evil Priest of Orcus, a *potion of cure serious wounds*, a *necklace of missiles* and a +2 dagger.

Brundle the One-Eyed Troll: CR 5; SZ L Giant; HD 6d8+24; hp 56; Init +5 (Improved Initiative, Dex); Spd 40 ft.; AC 18 (+7 natural, Dex, -1 size); Atk +9 melee (1d6+6 [x2], claws) and +3 melee (1d6+3, bite); Reach 10 ft.; SA rend; SQ regeneration (5 hp/round), darkvision (60 ft.), scent; AL CE; SV Fort +11, Ref +2, Will +4; Str 23, Dex 12, Con 20, Int 6, Wis 10, Cha 6.

Skills: Jump +8, Listen +5, Spot +5. **Feats:** Alertness, Improved Initiative, Iron Will, Multiattack.

Tactics: Brundle was brash in his younger years, before an eager paladin with a flaming sword slashed his left eye, earning him his name. Rending that one was very enjoyable. Now he older and wiser and he prefers to ambush his victims, attacking from concealment with hit-and-run tactics. He has learned the danger of fire and is overly wary of it, retreating if he sees his victims produce fire or acid.

8. Gnoll Village

At this location is an above-ground village of **gnolls** containing 100-200 male gnolls, in addition to females and young. There are additionally 10 **lieutenant gnolls** (+3hd) and 1 **chieftain gnoll** (+5hd). These forces will one day be brought to bear against Bard's Gate. Refer to the **MM** for gnoll statistics. PCs should be able to avoid these settlements, at worst encountering a small patrol of 2d4 gnolls.

9. Entrance to the Underdark

This dark cave leads steadily downward. It has no major side chambers or other passages. Hundreds and hundreds of feet below it joins up with a major passage of the Underdark. The only significant feature of the downward path occurs when the passage intersects an underground river. The passage opens into a larger cavern at that point. The river plummets 100 feet below from an opening in the wall of the cavern. A stone stairway, slippery from the spray of the falls, parallels the waterfall and descends to the cave floor below where the downward passage continues. The cave has several side passages and chambers and is possibly the lair of a powerful monster.

10. Abandoned Mines

These caves, once worked by miners from Bard's Gate, are now the home of **Calthraxus the black dragon**. Calthraxus is beginning to call to his lair other evil

creatures to reside there with him. He has allowed several **trolls** and a group of **45 black orcs** (3 HD) to take up residence in the upper levels. Calthraxus' hoard is small, as he has eaten most of the gems. This location is detailed further in the **Necromancer Games** product *The Wrath of Orcus*.

II. The Beholder's Lair

Here, in a deep, twisting cave, **Xarrx the beholder** makes his lair. He is not as intelligent as most beholders, but he has little problem surviving due to his formidable eye rays. In recent weeks, the priests of Orcus have sent a delegation to speak with him in an attempt to form an alliance.

Xarrx the Beholder: CR 13; SZ L Aberration; HD 11d8+11; hp 85; Init +4; Spd 5 ft., fly 20 ft. (good); AC

20; Atk +7 ranged (various eye beams, ranged touch attacks), +2 melee (2d4, bite); SA eye rays; SQ all-around vision, anti-magic cone, fly; AL LE; SV Fort +4, Ref +3, Will +11; Str 10, Dex 10, Con 12, Int 10, Wis 14, Cha 14.

Skills: Hide +7, Knowledge (arcana) +10, Listen +15, Search +18, Spot +20. **Feats:** Alertness, Fly by Attack, Improved Initiative, Iron Will, Shot on the Run.

Note: As a result of combat, Xarrx has lost his *flesh to stone* eye stalk.

Treasure: In his lair, Xarrx has 3000 gp, 4000 sp, 5 *potions* (bull's strength, glibness, invisibility, detect scrying and spectral hand), a *wand of magic missiles* (29 charges), a +2 *dancing longsword*, a *helm of underwater action* and one dose of *universal solvent*, in addition to a large amount of mundane weapons and armor, from his various victims.



Entrance Level: The Burial Halls

This main level is the uppermost level of the ancient burial halls of Thyr and Muir. It contains the minor crypts and the old worship rooms once used by visiting clerics to pay respects to the dead. It was also once used as a viewing area for final rites on bodies being interred in the lower catacombs. The most significant feature on this level was the Font of the Ancients—a fountain of holy water. With the coming of the priests of Orcus this level has been defiled. They recently finished placing an exceedingly powerful rune on the fountain at area 6, converting it into a horrible cursed item of evil—the Font of Bones—a fountain that can create an army of skeletons. Skeletons created from this evil fountain are more powerful than normal and are called Font Skeletons (See area 6, below). The priests of Tsathogga rarely venture this close to the surface and are unaware of the activities of the priests of Orcus on this level.

I. Entrance (EL 2)

The entrance to the burial halls is flanked by what were once two white marble monoliths worked with silver-inlaid glyphs and holy symbols of Thyr and Muir. Those monoliths still stand but have been desecrated and blackened by fire. The top has been knocked off each of the monoliths, and the inlaid symbols have been rudely chipped away. The entranceway itself was once made of white marble and covered with symbols of Thyr and Muir. It, too, has been defiled and now bears evil symbols written in charcoal or blood. The archway opens to a small room beyond with a hallway leading north.

The runes and symbols appear to have been placed recently. A Knowledge (religion) check (DC 12) reveals the evil symbols on the archway to be linked to the demon-god Orcus. They are part of the plan by the priests to control the entrance to the dungeon for use in later assaults on Bard's Gate and the surrounding wilderness. Nearly invisible among the evil symbols is a **trap**.

Trap: One of the symbols is a *glyph of warding*. The *glyph* is traced on the front side of the capstone of the archway and is triggered by any good character passing beneath. In addition, triggering the *glyph* causes the Font of Bones at room 6 to generate **4 font of bones skeletons** and dispatch them to this area (see room 6, below).

Glyph of Warding (blast): CR 1; 1d8 blast damage (negative energy); Reflex save (DC 15) for half damage; Search (DC 28); Disable Device (DC 28). The *glyph* may be identified (with *read magic*) without triggering it with a successful Spellcraft check (DC 13).

Font of Bones Skeletons (4): CR 1; SZ M Undead; HD 2d12; hp 16 each; Init +5; Spd 30 ft.; AC 14; Atk +2 melee (1d8+1, longswords) or +2 melee (1d4+1 [x2], claws); SQ undead immunities, reduced damage (1 point from piercing, 1/2 from slashing); AL NE; SV Fort +0, Ref +1, Will +2; Str 12, Dex 12, Con —, Int —, Wis 10, Cha 10.

Skills: None. **Feats:** Improved Initiative.

Entrance Level

Difficulty Level: 2 for most of the level, 4 at the Font of Bones and 12 at area 10.

Entrances: Main entrance only.

Exits: A poorly hidden secret door hides a passage to Level 1. A magically guarded secret door in the rear of the level leads to the evil temple on Level 4. Rat tunnels also lead to Level 1.

Wandering Monsters: There are few wandering monsters on this level. Roll a wandering monster check on 1d20 once per hour (–1 to the roll if it is night outside):

1. 1d3 Ghouls

2. 2d6 Dire Rats

3. 1d6+1 Font Skeletons (see area 1, below)

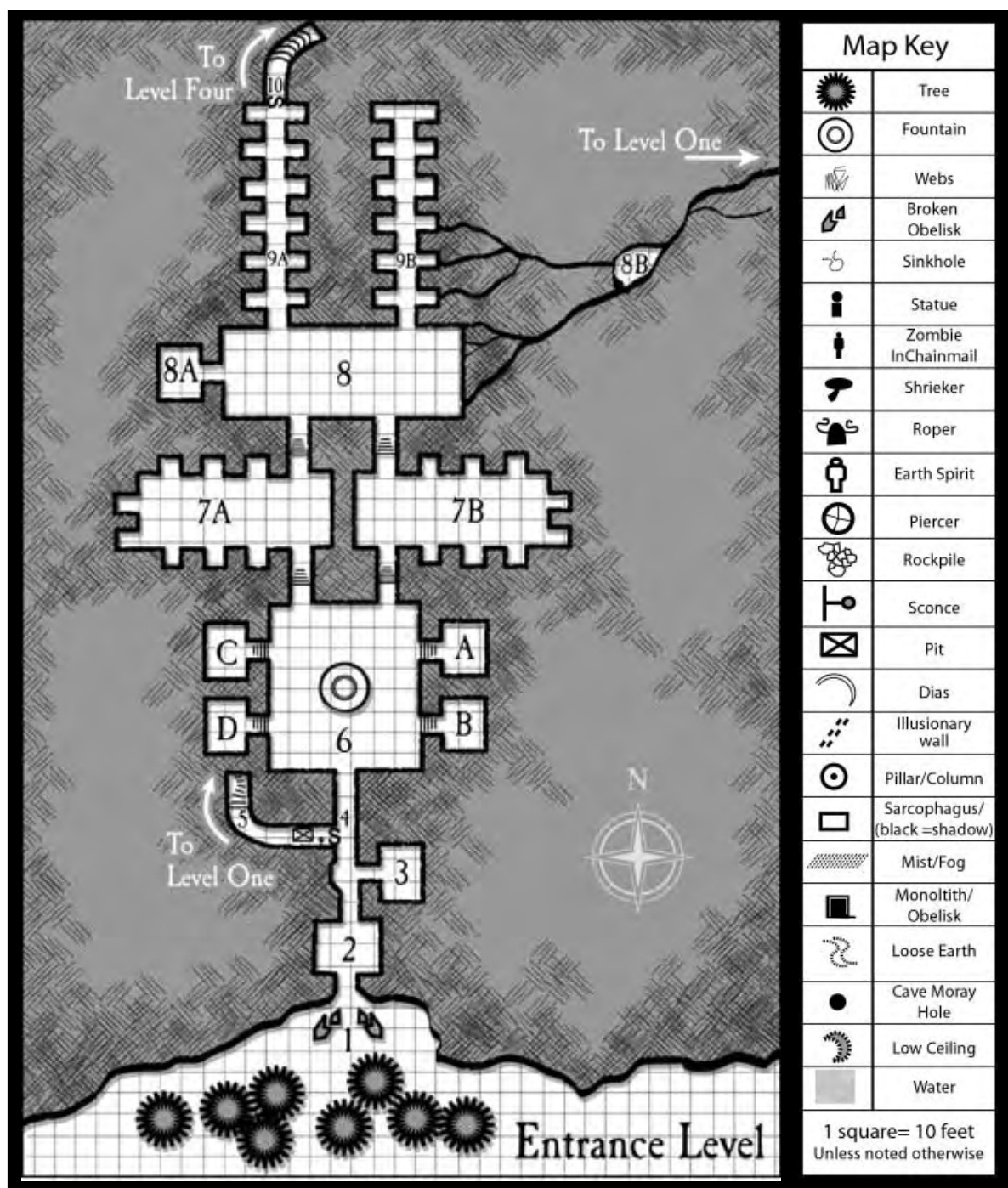
4. 3 Acolytes of Orcus, 50% chance accompanied by 2d4 Font Skeletons

5–20. No encounter

Detections: PCs checking for magic or evil should be given the following information. They detect evil to the north of the entrance centered around the Font of Bones at area 6. Past the Font of Bones, general evil can be detected with faint good toward 8A and extreme evil to the north at areas 9A and 10. Strong *necromantic* magic emanates from the Font of Bones and can be detected easily 60 feet away.

Continuous Effects: Due to the evil symbols, the entire level is treated as if under the effects of a *desecrate* spell. An *unhallow* spell is centered on the Font of Bones at area 6. The only way to remove this effect is to physically cleanse each room with *holy water* (requiring one thousand man hours and one thousand vials of hold water) followed by casting a *consecrate* spell in every cleaned room. Doing so nets a 3,000 XP story bonus. This does not destroy the evil of the Font of Bones, however, which must be handled separately.

Standard Features: All of the rooms on this level are made of worked stone of extraordinary craftsmanship, recently marred by the priests of Orcus in their attempt to control this level. The walls of this level were once carved with the sacred eagle and lion of Thyr and the falcon of Muir, as well as their respective holy symbols. Those have all been marred or desecrated in some way. The beautifully worked white marble has also been desecrated or marred. The whole level is covered with foul runes and symbols of Orcus. Each room contains numerous symbols of evil associated with the demon-god Orcus and drawn in a paste of what appears to be charcoal and blood.



Possessions: Small wooden shields and longswords.

Modification: If good-aligned characters make a successful foray into the dungeon against the priests of Orcus (or if your party is of 5th or higher level), the priests of Orcus replace any discharged *glyphs* with *glyphs* that trigger *bestow curse* (−4 to attacks, checks and saves permanently until removed).

2. Entrance Room

This room must have once been an antechamber to the burial halls. A pair of strange stone protrusions, which in ages past must have been basins for holy water, flank the inside of the archway. They are smashed

and desecrated. Tattered shreds of ancient tapestries depicting Thyr and Muir hang on the walls. More filth and foul symbols of evil cover the walls. None are magical.

3. Priest's Room

Yet another defiled room, this chamber was once the room of the priest overseeing the burial halls, who would greet those entering the halls. His simple cot and plain table have long been destroyed. Nothing remains here but filth and vile runes of evil. The ancient book kept by the priest, bearing the names of all who visited the halls, was taken and burned long ago.

4. Secret Door (EL 3)

The secret door itself is rather easy to find (Search check DC 12) because of its obvious seam, though the mechanism to open it is not (Search check DC 20). The opening mechanism is a small stone to the right of the door on the west wall that presses in and opens the door. Several of the runes on the surface of the door appear to overlap the outline of the secret door. An Intelligence check (DC 8) reveals that opening the secret door would most likely violate the integrity of the symbols. Two of the symbols are magical traps.

Stone Secret Door with Fire Trap and Summoning Rune: CR 3; 4 in. thick; Hardness 8; hp 60; Break (DC 28); Search (DC 12 door, DC 20 opening mechanism); opening triggers *fire trap* spell (5 ft. radius, 1d4+8 fire damage) and summons skeletons; Reflex save for half (DC 16); Search (DC 18); Disable Device (DC 29).

Trap: The first of the two magical sigils is a *fire trap*, which, if disturbed, explodes for 1d4+8 hp in a 5-foot radius of the secret door. Disturbing the second sigil, which is highly unusual in appearance, causes the Font of Bones in room 6 to create 8 font of bones skeletons and send them toward the door (see room 6, below). Both symbols can be removed normally, such as with an *erase* spell. Physically disturbing either rune (such as by opening the secret door) triggers them. The summoning rune is a strange and alien rune taught to the priests of Orcus by the rune-mage Balcoth on Level 2A.

Font of Bones Skeletons (8): 16 hp each; See area 1, above, or area 6, below, for more details.

5. Trap and Stairs Down (EL 2)

Beyond the secret door is a passage that curves to the north. On the south wall, just inside the door, is a small metal lever. The lever sits in a slot carved in the stone wall and is in the “up” position. The lever controls the locking mechanism for the trap.

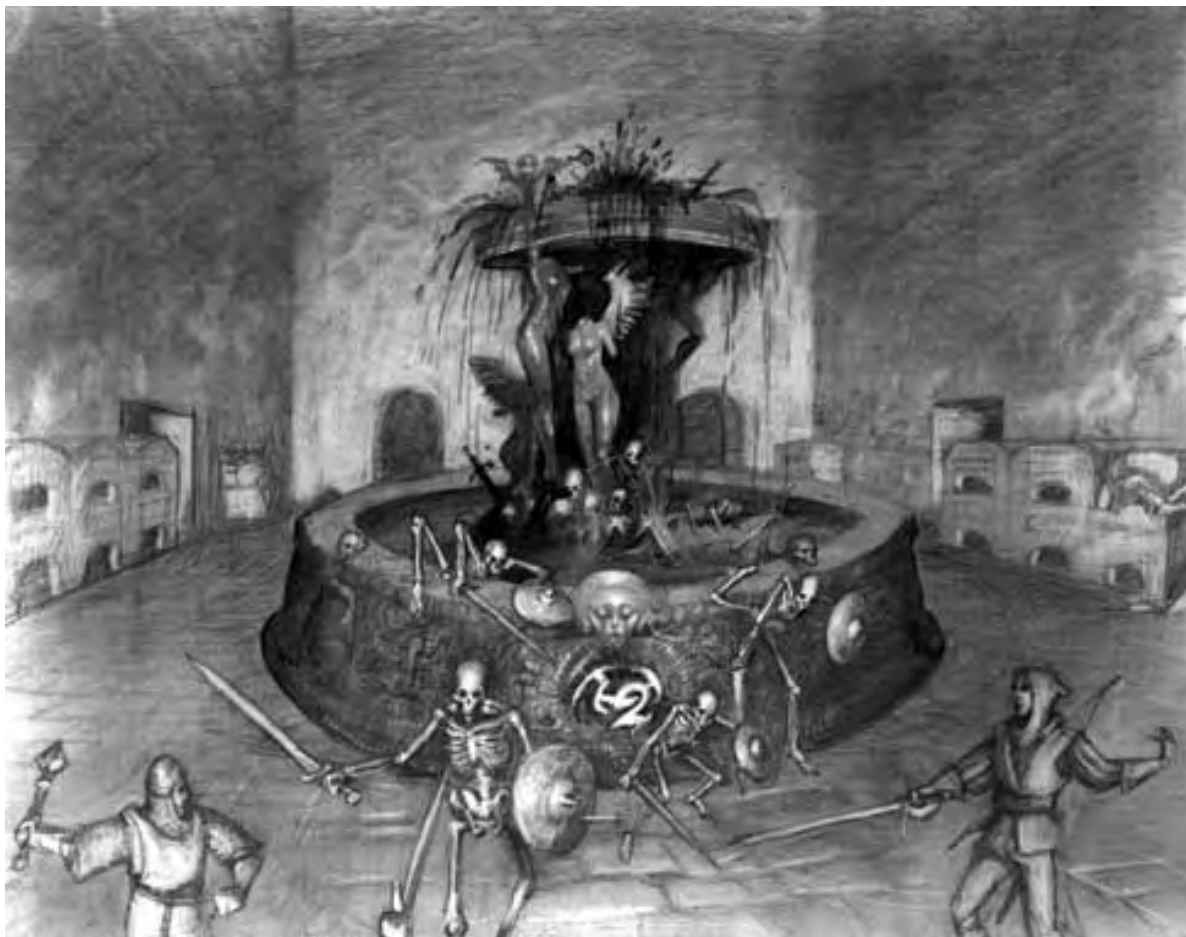
Trap: In the “up” position, the lock is disabled and the pit opens when 50 or more pounds of weight are applied to its cover. A person falling into the pit falls 30 feet and takes 4d6 damage. The cover of the pit resets itself after two rounds, trapping anyone inside of the pit until it is opened again. In the “down” position, the lock is engaged and the pit may be crossed safely. In any case, moving the lever causes a metallic grinding noise. Beyond the pit are stairs down to Level 1.

30-Foot-Deep Covered Pit: CR 2; no attack roll necessary (3d6); Reflex save (DC 20) avoids; Search (DC 20); Disable Device (DC 20 or by proper use of lever).

6. Main Burial Hall— “The Font of Bones” (EL 4)

This great hall contains over twenty stone sarcophagi and was once the main burial room. The holy symbols within the room have been desecrated and defiled. In the center of the room is something that is an abomination to





behold: a fountain of what once was white marble, now stained crimson, filled with blood and bones. A glowing red rune, radiating pure evil, has been rudely carved into the once-pure fountain base. Gouts of blood bubble a spurt grotesquely from the top of the fountain, spattering the floor around the font with red ichor. The pall of evil hangs heavy here.

The sarcophagi are now all empty, their contents pillaged and piled in the Font of Bones. The room radiates *doom* (–2 morale penalty for good creatures to attack rolls, weapon damage, ability checks, turn checks, skill checks and saves) as well as *desecrate*. Presence in the room of any good-aligned character causes **4 font of bones skeletons** (2hd) to animate every other round within the font and move out to attack. There is no limit to the number of skeletons that may be generated this way; the skeletons continue to animate as long as any good-aligned character remains in the room. The glowing rune on the font is a *rune of undeath*, learned by the priests of Orcus from Balcoth, the undead rune mage on Level 2A. It cannot be removed unless the font is restored, as described below.

The Font of Bones: In the center of the room is the major feature of the room: a large fountainlike holy water font with a wide basin collecting the spilling water, similar to the fountains set in the plaza of a great city. Once a source of goodness, known as the Font of the Ancients, it is now filled with blood and piled deep with the desecrated bones of the

faithful. This horrible artifact of evil was created by the priests of Orcus in mockery of the reverence of the followers of Thyr and Muir for their buried ancestors. It was created by a month-long ritual, and its power is tied to the evil temple of Orcus on Level 4. If that temple is destroyed and *consecrate*, *hallow* and *holy word* are subsequently cast on the font, it will be restored to its former goodness, providing unlimited holy water that additionally acts as *delay poison* and *lesser restoration*. Doing so nets the PCs a 6,000 XP story award. Strong necromantic magic emanates from the Font of Bones and can be detected easily 60 feet away.

Font of Bones Skeletons (4): CR 1; SZ M Undead; HD 2d12; hp 16 each; Init +5; Spd 30 ft.; AC 14; Atk +2 melee (1d8+1, longwords) or +2 melee (1d4+1 [x2], claws); SQ undead immunities, reduced damage (1 point from piercing, 1/2 from slashing); AL NE; SV Fort +0, Ref +1, Will +2; Str 12, Dex 12, Con —, Int —, Wis 10, Cha 10.

Skills: None. *Feats:* Improved Initiative.

Possessions: Small wooden shields and longwords.

Note: When resolving turn checks against font skeletons, remember that their turn resistance makes them turn as 3 HD undead. The *doom* and *desecrate* spell effects in this room make the skeletons attack at +2 to hit and receive +2 hit points. Good-aligned PCs suffer a total of –8 to turn the skeletons (–2 from *doom*, –6 from *desecrate*), and a –2 morale penalty to attack rolls, weapon damage, ability checks, turn checks, skill checks and saves.

6A–D: Side Rooms (EL 2)

Each of these rooms up small stairs from the main room contains slightly more elaborate sarcophagi. Each is empty. Presence of good-aligned characters in these rooms triggers the creation of an additional **4 font skeletons** every other round.

Font Skeletons (8): 16 hp; See areas 1 or 6, above, for more details.

7A–B: Greater Crypts

These recessed crypts were once the burial place of more important clerics of Thyr and Muir. They, too, are empty, their bones now corrupted and piled in the font at area 6.

8. Lesser Crypts (EL 1–2)

This room is filled with smaller stone coffins. All are empty. **3d6 dire rats** are present. There are large rat tunnels in the east wall, though no opening is more than 2 feet high. A Medium-size character could scurry through on his or her belly or hands and knees with difficulty. A Small-size character could crouch or travel normally on hands and knees.

Dire Rats: CR 1/2; SZ S Animal; HD 1d8+1; hp 4 each; Init +3; Spd 40 ft., climb 20 ft.; AC 15; Atk +3 melee (1d4-3, bite plus disease); SA disease (*filth fever*: 1d3 Dex/1d3 Dex, Fort save DC 12); SQ scent; AL N; SV Fort +3, Ref +5, Will -1; Str 5, Dex 17, Con 12, Int 1, Wis 12, Cha 4.

Skills: Climb +11, Hide +11, Listen +1, Move Silently +6. **Feats:** Weapon Finesse (bite).

8A. Priests' Tombs

This small side room holds four sarcophagi of ancient priests of Thyr. The room is under a *protection from evil* spell due to the enchanted stone sarcophagi and has not been *desecrated*. The aura of good is quickly apparent to any good-aligned creatures who enter, in stark contrast to the rest of the level. No monsters enter this room, including font skeletons. Font skeletons are not generated while the PCs are in this room. The remains of the priests are intact. They may not be disturbed by creatures of good alignment without suffering alignment conflict. PCs may rest here without fear.

8B. Rat's Nest (EL 2–3)

There are **3d6+6 dire rats** here. Also in the nest, amidst a large pile of heavily soiled cloth and leather items, are 128 gp, 387 sp and 1,091 cp, as well as six gems of 25 gp value. There are also four daggers, one of which is a masterwork kukri. Also here is a *ring of resistance* (18 charges, casts *resistance* on the wearer). Beyond the nest continuing to the east are more rat tunnels, which eventually connect with the rat tunnels at area 5 of Level 1. The PCs must make a Search check (DC 7 for the weapons, 18 for the coins, gems and ring) to locate the items.

Dire Rats: 4 hp.

9A–B. Hallway of Lesser Crypts (EL 2)

These two passage are lined on either side with inset crypts, all of which are empty—their contents having been added to the Font of Bones. At the end of passage 9A, a glowing red, pulsing light can be seen, as if from an evil light source. If the PCs head toward it, proceed to area 10 below. Passage 9B includes dire rat tunnels that link up with 8B and eventually lead to area 6 of Level 1. There is a 50% chance that there are **2d6 dire rats** in tunnel 9B.

Dire Rats: 4 hp.

10. Secret Door and Symbol (EL 12)

As PCs approach within 30 feet of the end of the hall, they observe the source of the evil, red pulsing glow: a large red rune inscribed on the end of the hallway. They can't quite make out the details of the rune at this distance. If any good-aligned PCs approach any closer and look at the rune, they trigger the **trap**. The rune covers a secret door.

DM Note: This is an extraordinarily dangerous trap. Allow low-level characters to feel an aura of evil so strong that good-aligned characters must make a Fortitude save (DC 14) or pass out from the intensity of the evil. Do your best to discourage them from traveling to the end of the passageway. Of course, if they do not heed the warning, their deaths are at hand.

Trap: The rune at the end of the hallway is a *symbol of persuasion*, which glows with an evil, red pulsing glow. The *symbol* is triggered by any good-aligned character coming within 10 feet of the *symbol*, or by anyone touching or reading the *symbol* (see the **PHB**). Failure to save against the *symbol* makes the character sympathetic to the will of Orcus. Triggering the trap (or calling out the name Urriligishool) also *gates* in the guardian of the door, **Urriligishool the Gatekeeper Demon** (a lesser Hezrou demon). This *symbol* was placed by a high priest of Orcus from Rappan Athuk who helped establish the temple on Level 4.

Symbol of Persuasion: CR 6; all creatures within 30 feet must make a Will save (DC 25) or change alignment to chaotic evil for 1d20 x 10 minutes and act as if under a *charm person* spell; Search (DC 8); Disable Device (DC 32).

Urriligishool the Gatekeeper, Lesser Type II "Hezrou" Demon: CR 10; SZ M Outsider [Chaos, Evil]; HD 6d8+12; hp 48; Init +0; Spd 30 ft.; AC 20 (+10 natural); Atk +10 melee (2d4+3, bite) and +7 melee (claws [x2], 1d6+3); SA stench, spell-like abilities, summon demon; SQ demon immunities, demon resistances, telepathy, damage resistance (15/+1), spell resistance (18); AL CE; SV Fort +7, Ref +5, Will +6; Str 16, Dex 10, Con 15, Int 12, Wis 12, Cha 12.

Skills: Concentration +7, Hide +9, Listen +10, Move Silently +10, Search +8, Spellcraft +10, Spot +10. **Feats:** Blindfight, Multiattack, Power Attack, Weapon Focus (bite).

SA—Stench (Ex): A lesser hezrou's skin exudes a foul-smelling, toxic liquid when it fights. All creatures within 10 feet must make a Fortitude save (DC 15) or be overwhelmed by nausea and rendered helpless from gagging and vomiting.

as long as they remain in the area of effect and for 1d4 rounds afterward. Creatures who succeed at the save still suffer a –2 morale penalty to attack rolls but are immune to the stench effects from the same lesser hezrou for one day. A *delay poison* or *neutralize poison* spell removes the effect from one affected creature.

SA—Spell-like Abilities (Sp): At will—*blink*, *darkness*, *desecrate*, *detect good*, *detect magic*, *telekinesis*, *teleport without error* (self plus 50 pounds of objects only). These abilities are treated as spells cast by a 10th-level sorcerer.

SA—Summon Demon (Sp): Once per day a lesser hezrou can attempt to summon 2d8 dretch demons or another lesser hezrou with a 35% chance of success.

Tactics: If all persons present are evil, the demon opens the secret door and admits them to the temple below. He attacks any who are not evil, casting *darkness* and *blink* and *teleporting* back and forth amongst the party. He uses *telekinesis* on any who try to flee. If a cleric of another deity fails his save, Urrilishool does not slay

him, but instead joins with him (and any other PCs affected by the *symbol of persuasion*) in destroying the remaining party members. He then leads the persuaded cleric to the temple below, where he is rewarded with the converted cleric's soul. Any cleric persuaded by the *symbol* and led to the temple is offered three levels of experience, several magic items and eternal life as a powerful undead (vampire or lich) if he converts immediately to the worship of Orcus by Orcus himself.

Secret Door: The passage ends in a wall that is in fact a secret door. The door is covered with a powerful limiting magic and, short of a *limited wish* (which suspends the restriction for 1 hour), *wish* or *miracle*, it may be opened only by the demon, Urrilishool the Gatekeeper. If Urrilishool is slain, the door may be opened normally. This door was added by the evil priests of Orcus and hides a passage down to the evil temple on Level 4.

Stone Secret Door: 4 in. thick; Hardness 8; hp 60; Break (impossible); Search (DC 20); covered with *symbol of persuasion* (see above). May be opened only by the demon or if the demon is slain.



Level 1: The Upper Caves

This level was once the exclusive home of Gorbash the ogre. The priests of Tsathogga never cared much about the levels near the surface and allowed him to create his lair here, though they have placed some of their lesser frog servants here to watch the passage to the lower caverns. Recently, the priests of Orcus installed Draeligor on this level in an attempt to gain control of the entrance to the dungeon as part of their future plan to use the dungeon as a base of operations for assaults on Bard's Gate. Gorbash and Draeligor have an uneasy truce. Unlike the entrance level, this level is not covered with evil runes of Orcus.

1. Entrance Cave and Iron Portal (EL 2)

The stairs come to an end and open into a small cavern. A large iron door is set into the cave wall on the far side of the cavern. The door is covered with strange runes similar to those on the level above. The wall has sconces for torches, all empty. A small pool of dark water fills one part of the room. PCs must skirt this pool to reach the far door. The air here is still.

In the pool, hidden beneath the surface of the dark water, are 2 **giant frogs**—the least of the monstrosities bred in the dark pits of the Temple of the Frog in the caverns far below. They can be seen with a successful Spot check (DC 20). They do not molest a large party, though one may attempt to use its tongue to seize a single character of Small size if that character is some distance from the main party, such as a scout or a rear guard. The pool leads to a small cave where the frogs make their lair. They have no treasure.

Giant Frog: CR 1; SZ S Animal; HD 2d8+2; hp 10; Init +2; Spd 15 ft., swim 30 ft.; AC 13 (+1 natural, Dex); Atk +0 melee (1d6, bite) or +2 ranged touch (0, tongue, see SA); Reach 10 ft. with tongue; SA adhesive tongue; swallow whole; leap (20 ft. horizontally, 8 ft. vertically as charge attack); SQ low-light vision; AL N; SV Fort +1, Ref +4, Will +2; Str 11, Dex 14, Con 13, Int 1, Wis 14, Cha 4.

Skills: Hide +13, Listen +5, Spot +5. **Feats:** Weapon Finesse (tongue). Due to their coloration giant frogs receive a +4 racial bonus to Hide checks.

Iron Door: The large iron door on the far end of the room is carved with strange runes. None of them is magical. A successful Knowledge (religion) check (DC 15) reveals that some were once holy symbols of Thyr and Muir that have now been covered with symbols of the cult of Orcus. The door is not trapped. Any priest of Orcus (not including Acolytes or Lesser Priests) has a key to this door. The lock is somewhat rusted, allowing for an easier than usual chance to break in the door. Doing so prevents the door from being locked in the future.

Locked Iron Door: 2 in. thick; Hardness 10; hp 60; Break (DC 20); Open Lock (DC 20).

Level 1: The Upper Caves

Difficulty Level: 2–3.

Entrances: The three Sinkholes from the surface (area 3), the cave access (room 1).

Exits: Cave hole to level 2, Stairs to levels 3, 4 and 5. No water passages.

Wandering Monsters: Once past the door at area 1, roll a wandering monster check on 1d20 once per 30 minutes or after the party makes any significant noise. Subtract 1 from the check if the party is in or to the east of the singing corridor.

1. 1d3 **Font Skeletons**

2. 3d4 **Dire Rats**

3. 1d6 **Stirges**

4. **Gorbash the Ogre:** See area 15, below. If he is encountered, play him intelligently. He would most probably lead the party to area 11, and then to his rock pile setup. Note that Gorbash does not normally go into room 17 or beyond or room 9 or beyond.

5. 10d6 **Normal Bats**

6. **Screaming Gust of Wind:** Torches go out 50% of the time, lanterns 20% of the time. Papers are disrupted, communication is difficult and spell casting requires a Concentration check (DC 12).

7. 1 **Shadow**

8–20: No encounter

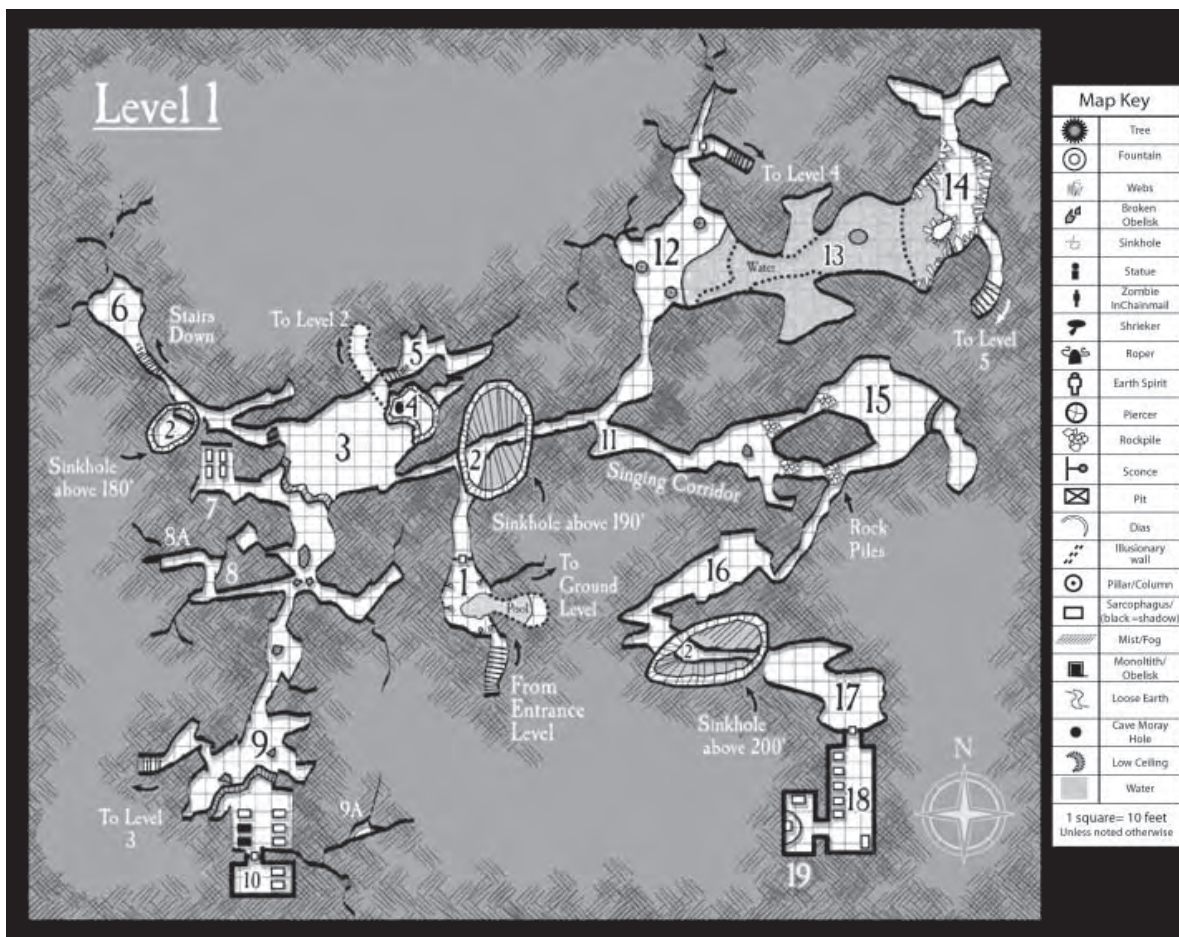
Standard Features: In the carved areas and the areas where the worshipers of Thyr and Muir were buried (including caverns), the walls have been worked with lions, eagles and falcons as well as holy symbols of Thyr and Muir, though the latter have been marred or destroyed. The craftsmanship is exquisite.

Light: This level is dimly lit from sinkholes or other cracks to the surface.

2. Sinkhole Above (EL 1–2)

The floor and walls of these areas are covered with bat guano. Faint rays of light hit the floor, as the sinkhole allows access to the surface. The bats and stirges in the cave complex use these holes as a means of entry and exit. There is a chance of an encounter here aside from any wandering monster encounters. Roll 1d20 any time the PCs enter these areas: 1–2: a **swarm of normal bats**; 3–4: 2d4 **stirges**, 5–20: no encounter.

Normal Bats (Swarm): CR 1/10; SZ D Animal; HD 1/4d8; hp 1; Init +0; Spd 5 ft., fly 40 ft. (good); AC 16; Atk —; SA swarm (as *summon swarm* spell); SQ blindsight; AL N; SV Fort +2, Ref +4, Will +2; Str 1, Dex 15, Con 10, Int 2, Wis 14, Cha 4.



Skills: Listen +9, Move Silently +4, Spot +9. Bats receive a +4 racial bonus to Spot and Listen checks. These bonuses are lost if their blindsight is negated.

Stirges: CR 1; SZ T Beast; HD 1d10; hp 6; Init +4; Spd 10 ft., fly 40 ft. (poor); AC 16 (12 if attached); Atk +6 melee (1d3, touch, plus attach and blood drain); Face/Reach 2 _ ft. x 2 _ ft./0 ft.; SA attach (touch attack), blood drain (1d4 temporary Con per round); SQ darkvision (120 ft.); AL N; SV Fort +2, Ref +6, Will +1; Str 3, Dex 19, Con 10, Int 1, Wis 12, Cha 6.

Skills: Hide +14, Spot +8 (acute sense of smell). **Feats:** Weapon Finesse (touch).

3. The Large Cavern

The tight passage opens into a much larger cavern. Passages lead off in several directions. The far southwestern side of the cavern apparently ends in a ledge, leading to darkness. Immediately to the right is a 10-foot depression containing loose earth, blocking access to a passage beyond. Strangely, the cavern lacks stalactites and stalagmites.

Though large, the main cavern is empty. Its ceiling is some 30 feet above the floor. If a *detect evil* spell is in operation, it indicates the presence of evil toward the ledge in the southwest corner of the room. The ledge rises 10 feet from the floor of the cavern to area 7. The depression at area 4 is 10 feet below the level of the cavern floor. The passage to area 6 is difficult to spot until the PCs are within 20 feet of the opening.

4. The Collapsed Section (EL 3)

The floor in this area has collapsed 10 feet below the level of the main cavern. Its floor is soft earth, and there are bones of several giant rats littered about. Ten feet under this soft earth is an **ankheg**, which waits for its meals to descend into the pit and cause vibrations that tell it to come and eat. Also within this depression is a hole in the wall of the cliff made by the collapsed portion of the floor, which leads to a passage that slopes down to Level 2.

Ankheg: CR 3; SZ L Beast; HD 3d10+9; hp 30; Init +0; Spd 30 ft., burrow 20 ft.; AC 18; Atk +6 melee (2d6+7, bite plus acid); Face 5 ft. x 10 ft.; SA improved grab (hit with bite attack allows automatic bite and acid damage each round until killed or prey escapes), acid (1d4 acid damage in addition to bite); spit acid (30-ft. stream of acid deals 4d4 damage once per 6 hours); SQ tremorsense; AL N; SV Fort +6, Ref +3, Will +2; Str 21, Dex 10, Con 17, Int 1, Wis 13, Cha 6.

Skills: Listen +4.

Treasure: If the PCs spend several minutes sifting through the soft earth and bones in the floor of the depression and make a successful Search check for each of the following items (DC 18 for each of the weapons, DC 22 for the coins and gems), they locate 25 gp, a +1 *keen throwing axe*, a masterwork dagger, a mace and five large pieces of malachite worth 25 gp each.

5. Dead End (EL 1–2)

Stairs descend 20 feet to a dead-end passage. There is a 1–3 on 1d20 chance that **2d6 dire rats** are here.

Dire Rats: CR 1/2; SZ S Animal; HD 1d8+1; hp 4; Init +3; Spd 40 ft., climb 20 ft.; AC 15; Atk +3 melee (1d4+3, bite plus disease); SA disease (*filth fever*: 1d3 Dex/1d3 Dex, Fort save DC 12); SQ scent; AL N; SV Fort +3, Ref +5, Will –1; Str 5, Dex 17, Con 12, Int 1, Wis 12, Cha 4.

Skills: Climb +11, Hide +11, Listen +1, Move Silently +6. **Feats:** Weapon Finesse (bite).

6. The Fungus Cavern (EL 1–2)

The walls of this cavern, due to dampness and air from the sinkhole, are covered with a barely luminescent green moss. Several (3d6) mushrooms of abnormal size also are in this room, but they are not magical. There is a 1–3 on 1d20 chance that **2d4 dire rats** are here feasting on the fungus and mushrooms. Several of the rat tunnels lead to the Entrance Level, areas 8B and 9B.

Dire Rats: 4 hp.

7. The Burial Room (EL 2)

In this man-carved alcove are four rotted coffins. They all contain **skeletons**, which wield scimitars and animate when any coffin is disturbed, or if a force of good comes within 15 feet of the coffins. These skeletons all wear *amulets of protection from good*, which provide +2 turn resistance in addition to the benefits of a *protection from good* spell.

Skeletons (4): CR 1/3; SZ M Undead; HD 1d12; hp 8; Init +5; Spd 30 ft.; AC 14; Atk +0 melee (1d6, scimitar, crit 18–20) or +0 melee (1d4 [x2], claws); SQ undead immunities, reduced damage (1 point from piercing, half damage from slashing), turn resistance (+2, due to *amulets*); AL N; SV Fort +0, Ref +1, Will +2; Str 10, Dex 12, Con —, Int —, Wis 10, Cha 10.

Skills: None. **Feats:** Improved Initiative.

Possessions: Small wooden shields and scimitars and *amulets of protection from good*.

Treasure: In the coffins is a total of 26 gp and 134 sp.

8. The Rat Caves

These passages are all no more than 4 feet in height, and the rat tunnels themselves are from 2 to 3 feet in high.

8A. The Nest (EL 3)

There are a total of **28 dire rats** here of various sizes and from 1 to 4 hit points. The nest is made of rotted clothing, straw and fungus.

Dire Rats: 1–4 hp.

Treasure: Several shiny pieces of metal are in the nest, and one is a *ring of sustenance*. There are also a kukri and a punch dagger, both of which are nonmagical, as well as several nonmagical rings of both silver and gold (six valued at 5 gp each and three valued at 10 gp each), and a small jade statuette of a serpent worth 20 gp. The characters searching need to make Search checks (DC 7 for the daggers and statue and 18 for the rings and gems) to locate the various items.

8B. The Hidden Nest (EL 2)

Reaching this nest requires the PC to crawl through rat tunnels; on the way he or she meets **12 dire rats**.

Dire Rats (12): 4 hp.

Treasure: The nest here is mostly made of shredded cloth, and within it is a total of 12 gp, 64 sp and 129 cp. There are also five 1 sp rings, one *ring of climbing* and a masterwork longsword in a bejeweled scabbard worth 100 gp. The characters searching need to make Search checks (DC 7 for the sword, 10 for the coins and 18 for the rings) to locate the various items.

9. Cavern

The passage opens up to reveal a strangely shaped cavern with a depression at the far end that leads to an obviously man-made alcove. A wooden door is set in the far man-made wall. The alcove is filled with what appear to be wooden coffins, though they have rotted and decayed.

The main cavern itself is unpopulated, as is the depression to the south, which descends 10 feet below the floor of the main cavern. The depression contains a man-made alcove filled with six rotted and destroyed coffins. They are unoccupied. However, the **shadows** from area 10 may be present. If so, they occupy the two sarcophagi marked on the map. See area 10 for more details. The small passage to the west contains stairs down to Level 3, area 1. A wooden door in the south wall leads to area 10. The door is locked with a poor-quality lock and is rather old.

Old Locked Wooden Door: 1 in. thick; Hardness 5; hp 10; Break (DC 12); Open Lock (DC 15).

9A. Dire Rat Shadows (EL 5)

The shadows at area 10 captured a pack of dire rats that lived in the nest to the east of their room and turned them into **5 dire rat shadows**. These rather strange undead befuddle anyone familiar with the power of normal shadows, which usually create only human shadows. They have no treasure. The shadows took it all.

Dire Rat Shadows (5): CR 1; SZ S Undead [Incorporeal]; HD 1d12; hp 8; Init +3; Spd 40 ft., climb 20 ft.; AC 15; Atk +4 melee (1d4, bite plus disease and strength drain) or +3 melee (strength drain, incorporeal touch attack); SA disease (*filth fever*: 1d3 Dex/1d3 Dex, Fort save DC 12), strength drain (1d4 temporary Str damage); SQ incorporeal (only harmed by +1 or better magic weapons or magic), undead immunities, spawn, darkvision (60 ft.), scent; AL N; SV Fort +3, Ref +5, Will –1; Str —, Dex 17, Con —, Int —, Wis 12, Cha 4.

Tactics: These dire rat shadows swarm in their incorporeal state and attack once with an incorporeal Strength-draining bite. They then become corporeal and attack with their bite that causes disease as well as Strength drain (a powerful attack). They serve the whim of the shadows and attack until slain or commanded to retreat. How they were created is a mystery, and the anomaly of their existence would confound sages schooled in the lore of undead.

10. The Back Room (EL 4, 7 if they summon the rat shadows)

These coffins are the normal home of **2 shadows**. They are most likely encountered at area 9, however. See “Tactics,” below.

Shadows (2): CR 2; SZ M Undead [Incorporeal]; HD 3d12; hp 24; Init +2; Spd 30 ft., fly 40 ft.; AC 13; Atk +3 melee (strength drain, incorporeal touch attack); SA strength drain (1d6 temporary Strength damage); SQ incorporeal (only harmed by +1 or better magic weapons or magic), undead immunities, spawn, darkvision (60 ft.); AL CE; SV Fort +1, Ref +3, Will +4; Str —, Dex 14, Con —, Int 12, Wis 12, Cha 13.

Skills: Hide +8, Intuit Direction +5, Listen +7, Spot +7.

Tactics: The shadows that reside here will most likely not be in their coffins. The light from the approaching party's torches disturbs them, and they move to wait for the party in the corners of the alcove in area 9 to come upon the party from behind. Once the PCs draw near, they summon their servitor **dire rat shadows** that they have created from area 9A. The shadows then attack with their touch attacks, draining Strength. If discovered and successfully attacked, they use their incorporeal form to pass through the walls and escape their attackers. They never materialize or enter melee (aside from their touch attacks).

DM Note: Use your discretion with this encounter. If your PCs are of too low a level or are not schooled in the concept of running to fight another day, you may decide not to have the shadows summon the dire rat shadows.

Treasure: Coffin 1 contains silver jewelry amounting to 45 gp, as well as 28 gp, 18 pp, fourteen 25 gp gems, three *potions of cure light wounds* and a masterwork dagger. Coffin 2 contains 183 sp, two silver rings valued at 2 gp each, a gold statuette of a nude woman of exquisite craftsmanship valued at 300 gp, a *potion of delay poison*, a *potion of glibness* and a *scroll of 2 arcane spells* (caster level 7, *web* and *ice storm*).

11. The Singing Corridor

At this corridor, due to the wind between the sinkholes, there is a great whistling, and the party is affected by a blast of wind as if Wandering Monster Table result #6 had been rolled. Listen checks are at –4 due to the loud noise masking other sounds.

12. The Pool Cavern (EL 2, 4 if dire frogs are present)

The dripping of the water from the stalactites into the pool can be heard echoing down the corridor before this room is entered. This room is very wet, and a thin patina of water covers the whole room. Any fast movement in the room (such as combat) requires a Reflex save (DC 12) or the character slips and falls. At the three “x”s are the denizens of this room: **3 piercers**. There is, however, no treasure in this room since the piercers do not care about it and the other monsters in the dungeon scavenge it off the floor. There is also a 1–4 on 1d20 chance that **1d3 giant poisonous dire frogs** from area 13 are lurking in the portion of the pool that intrudes into this room.

Piercers (CR 2): These creatures wait for unsuspecting victims to pass beneath them. They are hard to Spot (DC 28) amidst the stalactites. A Reflex save (DC 20) can be made to avoid them. Failure results in 1d6 (up to 1d12 for large piercers) plus 2d6 sneak attack damage as the piercer impales itself in its victim. Once impaled, they continue to inflict 1d3 damage each round until removed (Strength check DC equal to 5 plus damage done). Once on the ground, piercers are helpless and can be attacked as a helpless defender. They are AC 18 and have 10 hp each.

Giant Poisonous Dire Frogs: CR 2; SZ M Animal; HD 3d8+6; hp 18; Init +7; Spd 20 ft., swim 40 ft.; AC 16 (+3 natural, Dex); Atk +5 melee (1d6+4, bite), SA leap (30 ft. horizontal, 10 ft. vertical as charge attack), improved trip, rake (+6/+6 melee for an additional 1d6+1 damage each against tripped opponents), adhesive tongue, swallow whole, poison (Fortitude save DC 18 if bitten, 12 if touching its skin or suffer 1d6/1d6 temporary Str damage); SQ low-light vision; AL NE; SV Fort +5, Ref +6, Will +1; Str 14, Dex 16, Con 14, Int 2, Wis 14, Cha 11.

Skills: Hide +9, Listen +6, Spot +6, Swim +10. **Feats:** Improved Initiative, Weapons Finesse (tongue), Weapon Focus (bite). Due to their coloration, giant dire frogs receive a +4 racial bonus to Hide checks.

Door and Stairs: Here, a door bars passage down to Level 4. The large bronze door has a silver lock. The lock can be picked only at –55% after the door itself has had a *knock* or *dispel magic* cast on it. Otherwise, one needs one of the several silver keys that the priests of the temple possess to open this door.

13. Water Passage (EL 8)

Only a very strong swimmer could make this swim through the narrow underwater passage without magical aid, let alone without light, since the water is very dark. In the northern area of the water passage, under an inch of silt on the bottom, are a suit of Medium-size masterwork half-plate armor (that can be restored with a Craft check DC 15 and 200 gp worth of material) and a +1 *helm of deflection*. The pool itself is occupied by **6 giant poisonous dire frogs**. These frogs were placed here by the priests of Tsathogga and are killing machines bred in the pits of the Temple of the Frog in the caverns below.

Giant Poisonous Dire Frogs (6): 18 hp; See area 12, above, for details.

Tactics: The poisonous dire frogs viciously attack any persons swimming through the passage. If successful with bite attacks they also use their rake attack. They always pair up when attacking, with at least two frogs attacking each victim, allowing a flanking bonus.

14. The Crystal Cavern (EL 5)

This room has its walls covered by highly reflective crystals of an unusual size. Any light source brought into the room causes shimmering colors and strange and blinding prismatic special effects. The crystals themselves are quite hard and not easy to break. They have little value individually, other than to be used as curios on pendants by superstitious commoners.

Alcoves: In these side alcoves north of the main room are 2 more giant poisonous dire frogs.

Giant Poisonous Dire Frogs (2): 18 hp; See area 12, above, for more details.

Stairs: The stairs from this room lead down to the Great Cavern and the Temple of the Frog on Level 5.

15. Gorbash's Lair (EL 4)

In this large cave, filled with skins and bones and garbage, is **Gorbash the ogre**. Gorbash is rather bright (unlike his brother Ambro, who resides in the dungeon of Rappan Athuk) and has consumed several parties of adventurers, earning the experience that raised him to 6 Hit Dice. Gorbash does not like undead, though he has an uneasy truce with Draeligor the wight—purchased by the magic maul given to him by the priests of Orcus on Level 4. For now the evil priests are content to purchase Gorbash's loyalty. He does not ordinarily travel into room 17 (or beyond). Nor does he go into areas 9 or 10. In fact, he generally does not even travel down the corridor to room 16 unless he is forced to, as described below. Instead, Gorbash waits for his meals to come to him, as described under "Tactics," below. He can occasionally be caught roaming the halls of this level, hunting for dire rats, which are his favorite food (when adventurers are unavailable).

Gorbash the Ogre: CR 4; SZ L Giant (8 ft. 6 in. tall); HD 6d8+24; hp 64; Init +1 (Dex); Spd 30 ft.; AC 21 (–1 size, +6 natural, +5 armor, Dex); Atk +11 melee (2d6+11, +1 maul); Reach 10 ft.; AL CE; SV Fort +9, Ref +3, Will +4; Str 24, Dex 12, Con 18, Int 8, Wis 14, Cha 12.

Skills: Climb +10, Listen +6, Spot +8. **Feats:** Weapon Focus (maul).

Languages: Common, Giant.

Possessions: Chainmail crudely modified to fit him, a +1 maul (a Huge-size morningstar that Gorbash uses two handed, unusable by Medium-size creatures, given to him by the priests of Orcus).

Tactics: His favorite tactic is to wait by the big column that divides the entrance into his room into a north and a south passage. He has learned that torchlight means a meal is on its way. At the points on the map marked "rock piles," he has piled a small rock wall low enough for an 8-foot, 6-inch ogre to jump over easily but high enough to require smaller characters to climb (Climb check DC 10). Since the rocks are an obstacle to PCs, Gorbash waits and looks to see where any approaching light is coming from. This delay allows him to get a good fix on the party. He then waits for the light to start moving again—telling him that the party is past the first of the two rock walls. Gorbash then circles around the other path and comes on the party from behind—hopefully while they are between the two rock walls. If the party is few in number, he tries to sweep right through it. If the party is large, he kills the rear character (and maybe one more) and then goes back around the other way while the PCs struggle with the rock walls. If combat goes against him, Gorbash tries to flee to areas 18 and 19, where he calls on the aid of Draeligor. He is loathe to do so, however, since such an act would

establish Draeligor as the leader of this level. If summoned to Gorbash's aid, Draeligor brings four of his skeletons.

Small Cave: There is a small cave at the far east end of Gorbash's cave. The entrance to this cave is some 15 feet off the ground. It can be reached with a Climb check (DC 10).

Treasure: In this cave is Gorbash's treasure. It consists of five sacks, a small wooden chest and a pile of clothing, weapons and armor.

The five sacks respectively contain the following: sack 1: 2,063 sp; sack 2: 45 sp, 350 gp; sack 3: 1,067 gp; sack 4: eight 50 gp gems, three necklaces (worth 10 gp each), a silver bracelet (5 gp) and a small jade statuette (25 gp); sack 5: two brass candleholders (8 gp), a fine mirror (25 gp), a silver chalice (10 gp), seventeen assorted earrings (1 gp total), five gold rings (worth 2 gp each), a ring of jumping and a silver holy symbol (10 gp).

Locked Wooden Chest (small): 1 in. thick; Hardness 5; hp 1; Break DC 17; Open Lock DC 20.

The small wooden chest is locked and contains three *potions: water breathing, heroism and poison*. Gorbash once opened the chest and tasted the poison potions and decided they were icky, so he left them be.

In a pile in the rear of the cave Gorbash has collected six longswords, two maces, three shortwords, eight daggers, two throwing axes, a greatsword, a masterwork composite longbow made by a famous half-elf bowyer in Bard's Gate, a light crossbow, a dwarven waraxe, a greataxe and a +1 *frog bane trident*. In a pile he has various cloaks and other items of clothing, a suit of halfling-size leather armor, a suit of dwarven chainmail, three sets of human-size chainmail, a suit of elf-size studded leather, three medium shields with serious damage to them and two tower shields. All of the armor requires some degree of repair from obvious combat damage (DM to determine—from 5% to 50% of the value of the armor). The weapons, though, are in good condition, except for the light crossbow, which is without its string or goat's foot lever.

16. Cavern

This cavern is empty save for four half-burned-out torches lying on the floor and a broken holy water vial near the far wall.

17. Worked Cavern

This cave is empty and deathly still. The south wall has obviously been worked and has a door in the center of it that is wooden with iron bands. It is not locked, but it requires forcing, as the wood of the door has expanded due to the dampness of the dungeon. Two discarded longswords lie on the floor, one of which is heavily notched.

Stuck Iron-Banded Wooden Door: 1 in. thick; Hardness 5; hp 20; Break (DC 15).

18. Crypt (EL 3)

This room of carved stone contains six stone sarcophagi. Each holds a skeleton in chainmail with a scimitar. Once a force of good enters the room, the 6 skeletons animate. Their proximity to the evil shrine at 19 as well as their amulets give them turn resistance (+4).

Skeletons (6): CR 1/3; SZ M Undead; HD 1d12; hp 8; Init +5; Spd 30 ft.; AC 18; Atk +0 melee (1d6, scimitar, crit 18–20) or +0 melee (1d4 [x2], claws); SQ undead immunities, reduced damage (1 point from piercing, half damage from slashing), turn resistance (+4, due to evil shrine and *amulets*); AL N; SV Fort +0, Ref +1, Will +2; Str 10, Dex 12, Con —, Int —, Wis 10, Cha 10.

Skills: None. **Feats:** Improved Initiative.

Possessions: Small wooden shields, chain shirts, scimitars and *amulets of protection from good*.

Treasure: Each of the skeletons has a 15 gp ruby in each of its eye sockets (twelve in all), which glow while the creatures live their unlife. Each skeleton also wears an *amulet of protection from good*, which provides +2 turn resistance in addition to the benefits of a *protection from good* spell while worn. When the skeletons are destroyed, the gems cease to glow. There is a 75% chance that combat in this room draws Draeligor, the denizen of room 19, into this room.

Tactics: Draeligor prefers to remain in his shrine unless drawn by the sound of combat in room 18. He immediately uses a charge from his *armor of fear* and wades in to attack any persons not stricken by fear. He attacks priest first, using his energy drain power. Even if the tide of battle turns against him, Draeligor does not flee. Death of his corporeal form is nothing compared to the torment he would suffer at the hands of Orcus for abandoning the shrine he was entrusted to guard.

Treasure: In his crypt, Draeligor has 21,476 cp, 1,612 sp, 222 gp, 50 ep, four small 100 gp diamonds and three golden statues of Orcus valued at 50 gp each, as well as a +1 *buckler* and a *quiver of Ehlonna*.

Experience: In addition to XP for the combat encounter, destroying the shrine by cleansing it with holy water and *consecrating* it nets a 900 XP group story award and good-aligned clerics and paladins an additional 200 XP individual award.

19. The Shrine of Darkness (EL 4)

This room contains a dais of black stone carved in a demonic likeness (Knowledge check DC 12 reveals it to be Orcus) and spattered with blood. The room is permanently shadowed. Even strong light provides no more than flickering illumination, effectively negating normal light sources to 10 feet of illumination. In this evil room all undead gain turn resistance (+4). Further, merely being in this room causes good characters to make a Will save (DC 12) or suffer a –1 morale penalty and 1d3 temporary Strength damage from the negative energy emanating from the altar.

The stone sarcophagus in this room is the resting place of the evil undead guardian of this horrible shrine of darkness—Draeligor the wight. Draeligor came to this dungeon with the priests of Orcus from Rappan Athuk. He was stationed here to gain control over the first level of the dungeon. He wears magical banded mail emblazoned with an obscene magical rune of Orcus that causes fear.

Draeligor the Wight: CR 4; SZ M Undead; HD 4d12; hp 32; Init +1; Spd 30 ft.; AC 22 (+4 natural, +7 armor, Dex); Atk +3 melee (1d4+1, buffet plus level drain); SA energy drain (successful hit drains one level); SQ undead immunities, spawn, turn resistance (+5, +4 due to shrine and +1 natural); AL LE; SV Fort +1, Ref +2, Will +5; Str 12, Dex 12, Con —, Int 11, Wis 13, Cha 15.

Skills: Climb +5, Hide +8, Listen +8, Move Silently +16, Search +7, Spot +8. **Feats:** Blind-Fight.

Possessions: +1 *banded mail of fear* (armor possesses 6 charges of *cause fear*; when invoked as a free action, all in 30-ft. radius must make Will save [DC 14] or be stricken as per the *fear* spell), six vials of *unholy water* (2d4 damage).



Level 2: The Lesser Caves and Dark Natasha's Lair

This strange level is home to a diverse set of occupants. It contains one of the hidden burial halls of Thyr and Muir. Dark Natasha makes her home on this level in the rooms beyond the strange mist she created to shroud approach to her lair. Stirges fill the northern caves and are a deadly nuisance throughout the level. The priests of Orcus have temporary barracks here near the stairs down to their temple. Though he does not live on this level, Balcoth (from Level 2A) is a constant threat. Balcoth and Dark Natasha are at a standoff, having reached an agreement that neither is to enter the other's domain. Neither Balcoth nor Dark Natasha has yet joined with the priests of Orcus, though the evil priests are courting them. Carrion crawlers wander the entire level and are a continuous menace, particularly to low-level adventurers.

1. Entrance Cavern (EL 2, or by wandering monster)

This large, vaulted cavern smells faintly of offal and decay. The ceiling is over 60 feet above the cavern floor. A passage leads off to the south. Obvious on the northern wall

is an opening some 30 feet above the cave floor (see area 1A, below). It appears that passages lead off from that opening in either direction.

Wandering Monsters: As the PCs enter, immediately roll on the **wandering monster** table, as the sound of approaching footsteps and light has a chance to draw a monster.

Illusory Wall (CR 2): The passage leading to area 2 has been covered with an *illusory wall* spell to appear as part of the surrounding stone wall. A Will save (DC 16) is allowed to disbelieve the illusion if the *illusory wall* is interacted with. See Illusions in the *PHB* and the *illusory wall* spell description for more details.

Detections: The *illusory wall* radiates faint *illusion* magic, if detected.

1A. Passage above to Balcoth's Lair

Here, the passage is blocked by a ledge that rises to 30 feet above the floor (the ceiling is 50 feet above) and bisects the passage. On either side of the ledge, 30 feet above the ground, are openings that lead to Level 2A—Balcoth's Lair.



Level 2: The Lesser Caves and Dark Natasha's Lair

Difficulty Level: 4.

Entrances: Cave passage from Level 1, area 4.

Exits: Overhead intersecting passage that leads to Level 2A (Balcoth's Lair), Stairs to Level 3 and hidden stairs to Level 4.

Wandering Monsters: The level is divided into several areas for purposes of wandering monsters:

Rooms 1 and 5–8: Check once per 30 minutes on 1d20:

1. **2d6 Stirges.** If a lightly armored character is killed in combat with a stirge horde, eight to ten stirges combine to carry the character back to area 3A.

2. **1d4 Carrion Crawlers**

3. **2d4 Dire Bats**

4–20. No encounter

Rooms 2–4: Follow the "Stirge Check" guides given in area 3. All random encounters here are **Stirges**. If a lightly armored character is killed in combat with a stirge horde, eight to ten stirges combine to carry the character back to area 3A.

Rooms 9–15: These areas do not have random encounters since no monsters enter the mist that Natasha has created. Natasha herself is not always in one set location.

Rooms 16–21: These areas are very densely populated. Check once per 30 minutes on 1d20:

1. **1d6 Ghouls**

2. **1d4 Medium-Size Monstrous Spiders**

3. **2d6 Dire Rats**

4. **2d6 Stirges.** If a lightly armored character is killed in combat with a stirge horde, eight to ten stirges combine to carry the character back to area 3A.

5. **Balcoth.** In his insubstantial form, Balcoth is roaming this level, testing out the limits of Natasha's watchfulness. He observes the party but does not attack unless he is attacked. He is never found in or beyond area 9 (the purple haze). See Level 2A, area 7, for details.

6. **1 Manticore**

7. **Dark Natasha.** She is most likely *invisible*. She spies on the party. From this point on she is alerted to their presence. She does not attack them immediately. See area 12 for details.

8. **1d4 Carrion Crawlers**

9–20. No encounter

Room 24–25: Roll 1d20 when any such room is entered:

1. **A Delegation of Priests** (1 Lesser Priest and 1d4 Acolytes of Orcus) either heading to or coming from the graves at 21 or Balcoth on Level 2A.

2. **Acolyte Workers** (1d6 Acolytes of Orcus led by a Lesser Priest) defacing holy runes and spreading filth.

3. **1d4 Ghouls**

4–20. No encounter

Standard Features: The cavern sections are unlit. The worked sections have torch holders every 20 to 30 feet—simple iron rings in which torches can be set.

Continuous Effects: All spell effects on this level are at caster level 9 unless otherwise noted. Areas 2, 2A–C, 4 and 4A are covered by a *hallow* spell. Area 9 is filled with the *magical mist* created by Dark Natasha.

See Level 2A, area 1. This passage also effectively keeps monsters out of the area to the north, except for the major denizen: stirges.

To pass over the ledge to areas 3 and 4 beyond, characters (and monsters) must climb (or fly) up the south side of the ledge and then go down the north face, which on that side is 40 feet above the floor of the cavern, requiring a Climb check (DC 12).

Detections: Magic (*divination* and *abjuration*) can be detected emanating from the magical runes Balcoth has placed on the ledge above. See Level 2A, area 1, for more details.

2. The Hidden Cave and the Sanctuary (EL 2)

This area, accessed by a narrow path behind the *illusory wall*, appears to be nothing but a small cave. The west wall, however, is also covered with an *illusory wall* spell. A Will save (DC 16) is allowed to disbelieve the illusion if the *illusory wall* is interacted with. See Illusions in the *PHB* and the *illusory wall* spell description for more details.

Even if the *illusory wall* is not detected, this area is under the effects of a *hallow* spell (see area 2C). Good-aligned

creatures feel the presence of the protection this spell provides and feel safe here.

Detections: The *illusory wall* radiates faint illusion magic, if detected. *Evocation* magic from the *hallow* spell can also be detected.

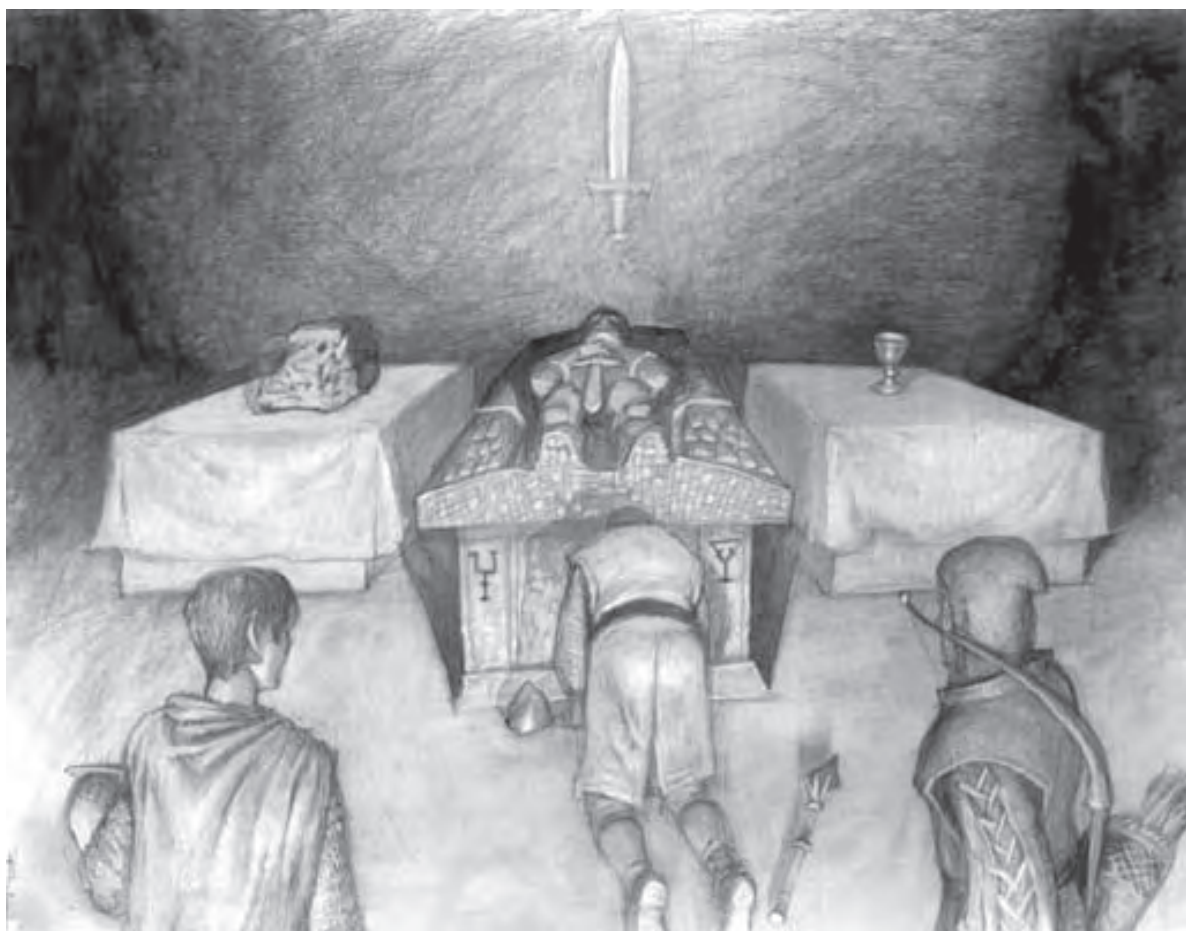
2A. Anteroom

This room of white stone was carved long before this complex was corrupted by minions of evil and has remained pure ever since. The four white pillars are graven with holy runes. In the northeast wall is a silver basin filled with the equivalent of ten vials of *holy water*. This water replenishes itself at the rate of one vial per day.

This room is also covered by the *hallow* spell (see area 2C).

2B. Hall of Warriors

This room is filled with eight standing stone sarcophagi (see Standard Features) that contain the corpses of valiant warriors who have fallen in the service of Thyr and Muir. PCs can make a Knowledge (history or religion) check (DC 22) or Bardic Knowledge check (DC 18) to recognize the names of these lesser knights of legend. DMs are free to create these names as befits their campaign.



Each corpse wears a suit of armor of differing types (four wear chainmail, one wears scale, one wears banded, one wears splint and the last wears a breastplate), and each bears a shield (four are large steel, two are tower, one is a small steel and one a large wooden) and a weapon (two are longswords, three are bastardswords, one is a greatsword, one a heavy mace and one a longspear). The armor, shields and weapons may be of special make. Roll 1d20 individually: 1: +1 and *light emitting* if a weapon; 2: masterwork and *keen* if a weapon; 3–4: masterwork; 5–20: normal. Each wears a circlet of silver worth 50 gp.

This room, too, is under the effects of the *hallow* spell (see area 2C).

Experience: Absent a quest or some other deific justification, any good-aligned character disturbing these sarcophagi or their contents loses 500 XP. Any lawful good-aligned character loses 1,000 XP, must do *atonement* prior to advancing in level and is *quested* to return any items taken.

2C. The Tomb of Alaric

This tomb is lined with eight stone sarcophagi (see Standard Features) of heroes as is the tomb described above (see area 2B). However, at the far end of the tomb on a raised dais is the tomb of Alaric the Paladin, who lived during the time of the great reign of the Third High Lord, before the corruption and downfall.

Inside of this stone sarcophagus (see Standard Features) is the perfectly preserved corpse of Alaric himself, dressed in +2 *full plate* and holding his +3 *bastard sword*. Both of these items are restricted to use by lawful good persons, or the user

finds that he or she becomes –1 *full plate armor of arrow attraction* and a –1 *bastard sword* (wielder receives a –1 curse penalty to hit). Alaric also wears a circlet of pure gold worth 1,000 gp.

The Chalice and the Stone: To his right and left side are small altars, both covered with a small silk cloth. Behind his tomb is a large holy symbol of Muir. On the altar to the right is a silver chalice. On the altar to the left is what appears to be a broken chunk of carved marble.

The silver chalice is the *chalice of Elanir*, a holy chalice that radiates good. Any liquid poured into it becomes pure wine of a fine quality, fit to drink (regardless of its previous magical qualities, poison content or impurities—excepting only earth blood, which it will not change). Filling the chalice with holy water and then consuming the entire contents acts as a *cure serious wounds* spell, operating in this manner once per day.

The broken piece of marble is the *stone of Tircople*. This holy artifact is a piece of the altar stone of the now ruined and desecrated great temple in the ruined holy city of Tircople. The holder of the stone gains a permanent *protection from evil*.

The two may be used in combination. If the *stone* is placed within the *chalice* and the *chalice* filled with two vials of holy water and the whole is consecrated with a *bless* spell and then consumed, whoever drinks receives the effects of a *cure disease* spell in addition to the *cure serious wounds* effect above. The *stone* and *chalice* can operate together in this manner once per week, and only if the *cure serious wounds* power has not been used on the day in question.

Both the *stone* and the *chalice* have an effective caster level of 12.

Obtaining the Chalice and Stone: If proper respect is given to the tomb, and if a cleric or paladin of Thyr or Muir worships at the tomb as is befitting ceremony, the character is visited and instructed that he or she is worthy and has been chosen to carry the *stone* and the *chalice* from the tomb to further the will of his or her deity.

Hallow: This tomb is the focus of the *hallow* spell, which also protects areas 2, 2A and 2B. Long ago, the priests of Thyr and Muir placed a *hallow* spell on this tomb, along with an accompanying *bless* spell. The *bless* spell has long since worn off and has not been renewed.

Experience: This tomb should not be troubled or desecrated in any way by any good-aligned character. Absent a quest or some other deific justification, any good-aligned character disturbing these sarcophagi or their contents loses 500 XP. Any lawful good-aligned character loses 1,000 XP, must do *atonement* prior to advancing in level and is *quested* to return any items taken. However, proper care by good-aligned characters nets them a 100 XP bonus; lawful good characters (or clerics or paladins of other religions) earn a 200 XP bonus. Being chosen to bear the *chalice* and *stone* from the tomb is worth an additional 500 XP individual award.

3. The Stirge Caverns (EL 8)

DM Note: This section is very dangerous. Discourage low-level characters from entering. An attack by a small group of stirges with the threat of many more in the caves beyond should do the trick.

These caves are filled with stirges. There are at least **24 stirges** here in these several caves at all times. This number does not reflect the total number of stirges that inhabits the cavern, as many are flying outside and around the various levels. Stirges are vital elements of the dungeon food chain, and destroying this complex of caves (with several *fireballs* or the like) causes a meteoric rise in the rat and bat populations until the stirges can be replaced by the **stirge demon** (see area 3B, below).

Stirges (24+): CR 1; SZ T Beast; HD 1d10; hp 6; Init +4; Spd 10 ft., fly 40 ft. (poor); AC 16 (12 if attached); Atk +6 melee (1d3, touch, plus attach and blood drain); Face/Reach 2 _ ft. x 2 _ ft./0 ft.; SA attach, blood drain (1d4 temporary Con per round); SQ darkvision (120 ft.); AL N; SV Fort +2, Ref +6, Will +1; Str 3, Dex 19, Con 10, Int 1, Wis 12, Cha 6.

Skills: Spot +8 (acute sense of smell), Hide +14. **Feats:** Weapon Finesse (touch).

Stirge Check: Upon entering area 3 by coming over the ledge to 2A, roll 1d6 every minute. On a 1–3, 2d6 stirges show up and attack. Continue this process as long as the characters remain north of the ledge to 2A. Remember to continue checking every minute, even when combat is joined.

3A. The Main Lair (EL 4)

This is where stirge hatchlings from the stirge demon are brought by the stirge drones and nursed. Young stirges are disgusting, misshapen larvae that are a sickly pinkish white in color. Currently twelve of the foul hatchlings are here.

They are helpless. They are attended by **2d4 stirges** at all times.

Stirges: hp 6 each; see area 3, above.

Treasure: Also in this room is the following treasure: 2,365 cp, 1,704 sp, 4,339 gp, six gems worth 50 gp each, twelve pieces of jewelry worth 25 gp each, a *keen kukri*, a *staff of striking*, a set of +1 *leather shadow armor*, a *scroll of 3 arcane spells* (caster level 5, *bloodstorm*, *animate shadow* and *dark flames*) and two *potions: cure critical wounds* and *polymorph self*. **Note:** the spells contained in the *scroll* are detailed in *Relics and Rituals* by Sword and Sorcery Studio.

3B. Lair of the Stirge Demon (EL 11)

At the far end of the stirge cave is a small hole, about 2 feet in diameter. It reeks of offal and of the abyss. It radiates demonic-level evil.

DM Note: You should discourage all but high-level PCs (8th level plus) from exploring this hole.

Beyond the hole is a twisting passage about 2 feet in diameter that heads practically straight down over 100 feet. At the terminus of this long passage is a set of small caverns. In one of those caverns, not depicted on the map, attended by **12 stirges**, is the **stirge demon**. The stirge demon lays the larval stirges that are then taken by the stirge drones up to area 3A, where they hatch. The dungeon will never fully be rid of stirges until this demon is destroyed.

Stirge Demon: CR 11; SZ L Outsider [Chaos, Evil]; HD 7d8+21; hp 62; Init +2 (Dex); Spd 20 ft., climb 20 ft., fly 60 ft. (good); AC: 22 (-1 size, +2 Dex, +11 natural); Atk +10 melee (2d4+4 [x2], claws) and +5 melee (1d8+2, bite); SA spell-like abilities, improved grab, blood drain, drone, fear aura, summon demons and stirges; SQ damage reduction (20/+2), darkvision (120 ft.), demon qualities, spell resistance (19), telepathy; AL CE; SV Fort +8, Ref +7, Will +6; Str 18, Dex 14, Con 17, Int 14, Wis 13, Cha 12.

Skills: Concentration +13, Hide +7, Knowledge (any one) +10, Listen +13, Move Silently +11, Search +10, Sense Motive +11, Spellcraft +11, Spot +13. The stirge demon receives a +8 racial bonus on Listen and Spot checks. **Feats:** Power Attack, Cleave.

SA—Spell-Like Abilities (Sp): At will—*darkness*, *desecrate*, *detect good*, *detect magic*, *see invisible*, *telekinesis* and *teleport without error* (self plus 50 pounds of objects only). These abilities are as the spells cast by a 12th-level sorcerer (save DC 11 + spell level).

SA—Improved Grab (Ex): To use this ability, the stirge demon must hit with its bite attack.

SA—Blood Drain (Ex): On a successful grapple check the stirge demon drains blood, dealing 1d4 points of temporary Constitution damage for each round it remains attached. It has an AC of 20 while attached.

SA—Sleep Drone (Su): At all times, except when using any spell-like abilities, the stirge demon drones and buzzes like a fly. Every creature within a 30-foot radius must succeed at a Will save (DC 16) or fall into a comatose sleep for 2d4 hours. A creature that makes a successful save is immune to the droning for 24 hours. If the stirge demon attaches itself to a sleeping victim and drains blood, the victim receives a save (DC 12) on the first round to awaken.

SA—Fear Aura (Su): As a free action, anyone within a 30-foot radius of the demon can make a Will save (DC 16)

to negate the *aura*, as with a *fear* spell cast by an 8th-level sorcerer. A creature that makes a successful save is immune to the fear effect for 24 hours. Other demons are immune to the *aura*.

SA—Summon Demons and Stirges (Sp): Once per day the stirge demon can attempt to summon 2d8 dretches with a 35% chance of success and 2d20 stirges with automatic success.

SQ—Demon Qualities (Ex): Immune to poison and electricity; cold, fire and acid resistance 20.

SQ—Telepathy (Su): The stirge demon can communicate with any creature within 100 feet that has a language.

Description: The stirge demon is a loathsome cross between a human, a stirge and an abyssal fly. It stands on four stirgelike hind legs and grasps with its humanlike forelimbs, which end in chitinous, clawlike fingers. It has the wings of a stirge, though wrinkled and seemingly useless. Its stirgelike head has distinctly human features. Its head is topped with a bristled, backswept mane. Its mouth is tiny and filled with fangs, though its nose is long and sharp and is used to pierce and draw blood. The stirge demon can walk on walls and ceilings.

4. Undisturbed Tomb —Anteroom (EL 1)

Due to the number of stirges that have since made their home here, this tomb has never been disturbed or corrupted by the evil minions of Orcus. The room marked “4” proper is the anteroom to the tomb. It has several moldy tapestries hanging from the walls.

Stirge Check: Once the party begins down the passage toward area 4, the “Stirge Check” mentioned above in area 3 happens only once every 5 minutes. This continues as long as the players remain in areas 4 and 4A.

Door and Pit Trap: The door to 4A is a large wooden door with a lock (see Standard Features). It is trapped with a pit in front of the door that opens along with the door. The pit is 25 feet deep and is filled with gooey mold that is not harmful.

Pit Trap (20 Ft. Deep): CR 1; no attack roll necessary (2d6); Reflex save (DC 20) avoids; Search (DC 20); Disable Device (DC 20).

Detections: The tomb beyond the door detects as good.

4A. The Tomb

Within this tomb are four stone sarcophagi. Each contains the corpse of a warrior. Two of them are dressed in masterwork chainmail and hold masterwork bastard swords, and the other two are dressed in masterwork half plate and hold masterwork great swords. The weapons and armor are in fine condition. The two-handed swords are of fabulous workmanship. They are fine weapons made by the old master weaponsmiths. They are also rather impressive as antique works of skill. Some of the crafting techniques have been lost and the items are of special value to craftsmen.

Protection from Evil: This tomb is under the permanent effects of a *magic circle against evil*. All good-aligned characters instinctively feel that this is a safe place.

Experience: Absent a quest or some other deific justification, any good-aligned character disturbing these sarcophagi or their contents loses 500 XP. Any lawful good-aligned character loses 1,000 XP, must do *atonement* prior to advancing in level and is *quested* to return any items taken.

5. Large Cavern (EL 8, lower if number of creatures reduced)

In this large cavern, which gives off a rather foul odor of dung, are 3 **carrion crawlers**.

DM Note: Carrion crawlers are very dangerous. If you feel your characters are either too low level or are unacquainted with the concept of running away from an encounter, feel free to reduce the number of creatures to one or two. Reduce the EL of the encounter accordingly.

Carrion Crawlers (3): CR 5; SZ L Aberration; HD 3d8+6; hp 19; Init +2 (Dex); Spd 30 ft., climb 20 ft.; AC 17 (–1 size, +2 Dex, +6 natural); Atk +3(x8) melee (no damage [x8], tentacle, plus paralysis), +1 melee (1d4+1, bite); SA paralysis (Fortitude save vs. DC 13 or be paralyzed for 2d6 minutes); SD scent; AL N; SV Fort +3, Ref +3, Will +5; Str 14, Dex 15, Con 14, Int 1, Wis 15, Cha 6.

Skills: Climb +10, Spot +6. **Feats:** Multiattack.

Treasure: In a pile of offal in the most easterly spur of the room (Search 20, only if specifically searched) are the following: 3,561 cp, 2,450 sp, 687 gp, a *potion of alter self* and a –1 *cursed longsword* placed here by Balcoth (see Level 2A) as a cruel joke.

6. The Cavern of the Stone Enigma

In this cavern is a large, humanlike head standing 8 feet tall. It has a blank stare and a closed mouth, but one gets the distinct feeling that it is on the verge of speaking one very powerful word. The statue radiates neither good nor evil, but it does radiate magic—a dim flicker of magic, deep within and distant. The radiation of magic is due to the fact that the root of this statue reaches down into a pool of *earth blood* (see Level 5A), and the power courses through the statue. Mortal weapons or spells may not harm the statue. The original builders of the complex unearthed it long ago.

This statue is an earth spirit. In fact, it is the spirit of the Stoneheart Mountains. It spoke the word that made these mountains when the earth god commanded it, and it will one day speak the word that shall destroy them. It is said that a spirit such as this exists within every formation of earth that is a distinct entity: mountain ranges, gorges, hills, cliffs, and so on. Further, it is said that these spirits, if found, may be made to reveal the words that they can speak—words of great power. It is rumored that when Margon and Alychthon raised the Wizard's Wall and changed the face of the land, they did so only because the combined power of their wizard's staves was able to extract one of these great words from the earth spirit of that region.

If one stays in the chamber for a sufficient period of time and examines the face, it becomes obvious that for some reason it grieves. Possibly for the word it must one day pronounce; possibly for the corruption of the earth that it embodies by the foul minions of Orcus and Tsathogga and their shrines; possibly because it wishes to speak that word that lingers on its lips now, but knows it cannot or possibly

because of some fate man cannot fathom. The statue should fill the characters with a sense of awe of the powers above their pitiful magic, of the powers that exist in the very earth itself, of the life that is in all things.

7. Cavern

This cavern is empty.

8. Cavern (EL 2)

This cavern is also of little interest, except that its southwest exit is shrouded in the purplish mist that Natasha has placed here to guard her lair. Also, as indicated by the circled “x” on the map, one of her zombie guards is located here.

Zombie in Chainmail: 19 hp; See area 9, below.

Note: See the description of the purple haze below for its effects and the concealment it provides to the zombies stationed within the mist.

9. The Purple Haze (EL 2)

Natasha created this mist through a strange and intricate ritual that she herself only partially understands. The formula for this ritual can be found in her spell tomes. The moist, purplish mist feels wet and cold. Vision is limited to 5 feet in the best of light conditions, such as light from a *daylight* spell or *darkvision*. Torchlight allows only sputtering light that often cannot illuminate the hand at the end of a human’s outstretched arm. Natasha and her zombie minions are immune to the mist’s effect on vision, seeing through it as if it were not there. The mist cannot be moved with any wind spells. It can be dispelled if two successful *dispel magic* rolls are made, treating the mist as created by a 20th-level wizard.

There is a 1–4 on 1d20 chance that **Dark Natasha** (see area 12) is present in the mist, keeping watch for Balcoth.

Concealment: The mist provides total concealment to those inside of it (50% miss chance on all attacks against those concealed). Remember that Natasha and the zombies are immune to the mist’s effect on vision, and so their attacks do not suffer the miss chance.

Zombies in Chainmail: Within the mist, at the spots designated on the map with a circled “x,” Natasha has posted her guards: **6 zombies in chainmail**.

Zombie in Chainmail: CR 1; SZ M Undead; HD 2d12+3; hp 19; Init –1; Spd 30 ft.; AC 16 (–1 Dex, +2 natural, +5 armor); Atk +2 melee (1d10+1, halberd, crit x3) or +2 melee (1d6+1, slam); SQ undead, partial actions only; AL CE; SV Fort +0, Ref –1, Will +3; Str 13, Dex 8, Con —, Int —, Wis 10, Cha 1.

Skills: None. **Feats:** Toughness.

Possessions: Chainmail, a halberd.

Note: Remember to apply the miss chance to all attacks against the zombie due to the mist.

Zombie Tactics: The zombies stay within the mist. They use their pole arms to attack outside the mist, but they themselves do not leave it. Natasha can give them simple commands, such as “attack” or “return,” which cause them to return to area 10.

Natasha’s Tactics: If Natasha has ample warning or is alerted to the presence of intruders, she wanders inside the

mist to see if it is Balcoth approaching. If it is, she slips back into room 10. If it is not, she harasses any intruders with spells from the mist and then retreats to area 10.

Iron Door: Also located within the mist is a large iron door that is not physically locked, but is *arcane locked* and warded with an *alarm* spell that goes off quietly in areas 10, 12 and 13. The password for the door is “Balcoth.” Since it is Balcoth she is primarily protecting against, Natasha finds her selection of his name as a password quite amusing. She does, however, consider him a serious adversary, though now they are at a standoff.

Arcane Locked Iron Door: 2 in. thick; Hardness 10; hp 60; Break (DC 38); Open Lock (impossible unless *arcane lock* is dispelled). The password “Balcoth” suspends the *lock* and allows one person to pass.

10. The Room of Protection

This circular chamber is 60 feet in diameter and 35 feet high. Created long ago to house priests servicing this level of the burial halls, the room has a pentagram of magical protection, which operates as an inward facing *magic circle against evil* in the center of the room, and a *magic circle against evil* around the perimeter of the room. These circles are carved into the floor and are permanent. Natasha has chosen not to attempt to remove them, as they serve to keep Balcoth (and his summoned minions) from entering this room, though the symbols cause her discomfort.

Tactics: Natasha generally retreats to this room to prepare for battle. Natasha likes to hide up in the shadows of the room’s ceiling (using *spider climb*) when adventurers enter, and rain spells down onto them after summoning her guards from the next room to come and melee the intruders. She then flees *invisibly*.

11. Guard Room (EL 6)

This barren room contains six more of Natasha’s zombies in chainmail, which come at her command.

Zombie in Chainmail: 19 hp; See area 9, above.

12. Natasha’s Room (EL 13, if Natasha is present)

This chamber is lavishly decorated with silks and satins, velvet curtains and pillows, a warm fire of coals from a bronze brazier, a divan and a large bed, a wardrobe full of sumptuous robes of various silken textures and rich furs, and a very large full-length silver mirror. Natasha is a sensuous creature who enjoys the vanity and comforts that her power and beauty bring her. From the brazier, a trail of musky incense rises, giving the whole room a very sexual feel. Above the bed, the canopy is hung with a gossamer resembling a spider’s web. On her small table is a golden idol of the demon spider goddess (worth 300 gp). This is Dark Natasha’s shrine. She does not keep her treasure in this room.

Dark Natasha, Female Drow Sor8/Cle5 (Queen of Spiders): CR 13; SZ M (5 ft., 1 in. tall); HD 8d4+21 plus 5d8+15; hp 80; Init +7 (Dex, Improved Initiative); Spd 30 ft.; AC 19 (+3 Dex, +3 ring, +3 armor); Atk +12/+7 melee (1d6+4, +2 *unholy spiked light mace of venom*, plus 2d6 unholy damage against good, plus poison as per *dagger of venom*) or +10/+5 ranged (1d4, hand crossbow

plus drow poison [Fort DC 17, or unconscious], crit 19–20, range 30 ft.); SA death touch, spell-like abilities; SQ control undead, will save bonus (+2), darkvision (120 ft.), light blindness; SV Fort +9, Ref +6, Will +14; AL CE; Str 14, Dex 16, Con 17, Int 17, Wis 18, Cha 22.

Skills: Alchemy +12, Concentration +14, Craft +5, Hide +4 (+14 with *cloak*), Intuit Direction +6, Knowledge (Arcana) +11, Knowledge (Nature) +6, Knowledge (Religion) +10, Listen +7, Move Silently +3, Pick Pocket +3, Scry +11 (+8 Rank, +3 Int), Search +5 (+3 Int, +2 Racial), Spellcraft +14, Spot +8, Use Rope +3, Wilderness Lore +6. **Feats:** Enlarge Spell, Improved Initiative, Silent Spell, Skill Focus (Knowledge [Religion]), Weapon Finesse (light mace).

SA—Spell-like Abilities (SP): Once per day: *dancing lights*, *darkness* and *faerie fire* as per sorcerer of Natasha's level (13th).

Sorcerer Spells Known (Cast per Day: 6/8/8/6/4): 0—detect magic, disrupt undead, distort shadow, ghost sound, light, mage hand, ray of frost, read magic; 1st—alarm, detect undead, magic missile, silent image, sleep; 2nd—arcane lock, invisibility, web; 3rd—haste, fireball; 4th—illusory wall.

Divine (unholy) Spells Per Day (5/4/3/2): 0—bleeding disease, create water, cure minor wounds, read magic, shockwave; 1st—command, cure light wounds, invisibility to undead, protection from good; 2nd—death knell, hold person, silence; 3rd—animate dead, dispel magic.

Domain Spells (Death/Vermin): 1st—spider climb; 2nd—summon swarm; 3rd—poison. See the Magic Appendix for more on the Vermin domain.

Special Domain Abilities: Dark Natasha gains a +4 on her saves against poison and can cast detect poison 2/day; she may use a death touch once per day (see below). See the Magic Appendix for more on the Vermin domain.

SA—Death Touch (Sp): Natasha must succeed at a melee touch attack against a living creature (using the rules for touch spells). She then rolls 5d6. If the total equals or exceeds the creature's current hit points, it dies. No saving throw is allowed.

Languages: Common, Elven, Gnoll, Goblin, Orc, Undercommon.

Possessions: +1 leather armor, a +2 unholy spiked light mace of venom (poison damage as per dagger of venom), a cloak of elvenkind (*drow*), a +3 ring of deflection, a ring of spectral hand (7 charges, see side bar), seven potions (*dominate person*, *levitation*, *cure critical wounds*, *haste*, *polymorph self* and *cure serious wounds* [x2]), a scroll of 3 arcane spells (caster level 9, *ethereal bolt* [x3]), a hand crossbow, twenty bolts each envenomed with drow poison (see **MM**, page 86).

Note: Several of Dark Natasha's spells, including the spell *ethereal bolt* on Dark Natasha's scroll, are contained in **Relics and Rituals** by Sword and Sorcery Studio.



Natasha's Tactics: Natasha attacks the party directly only if it seems to present an immediate threat. Even then, she attacks with her zombie minions, supporting them with spells such as *poison* and *hold person* as well as her death touch power in conjunction with her *spectral hand ring*. She is most concerned with shifting the balance of power against Balcoth, and to that end she may engage the PCs with promises of magic items if they agree to exterminate him. She has no intent to live up to her end of the bargain. Instead, she follows behind the PCs *invisibly* to either finish off the party or Balcoth, depending on who is left standing.

If events go against her, Natasha has been known to return to this room and pretend to be the trapped concubine of the wizard that the “valiant party has obviously driven off.” Now the characters can “rescue” her and reap their rewards, which she is willing to give. Of course she slays the party when given the opportunity.

Secret Door: The secret door is hidden behind a velvet curtain and is *arcane locked*. It is opened by touching first the stone to the right of the door and then the stone to the left. It makes for an excellent getaway hatch.

Escape Route: If Natasha escapes using this secret door, she heads north through room 14, past the *illusory wall* at area 15 and down to area 9, where she reenters the mist and heads west and south, bypassing areas 16 and 17 and then heading up to area 22, where she takes the stairs down to Level 3, then up the stairs on Level 3 to Level 1, passing the shadows and room 4 and going out to the surface. There, she heads to the entrance to the underdark labeled on the Wilderness Map.

13. Natasha's Study

This room is more spartan. It contains several tables, bookshelves and a desk. It also has a cask of both water and wine and a large barrel holding iron rations (which Natasha covers with a *silent image* to appear as gourmet meals). There are three chests in the room. The tables are covered with spell components for all the spells that Natasha knows as well as other odd chemicals and unguents and several neat stacks of parchment holding Natasha's current notes and thoughts.

Trapped Chests: The chests are trapped with poison needles covered in potent spider poison.

Locked Wooden Chest: 1 in. thick; Hardness 5; hp 10; Break (DC 18); Open Lock (DC 24).

Poison Needle Trap: CR 2; +10 melee (1, plus *large spider poison*, Fort save DC 18, 1d6 Str/1d6 Str); Search (DC 24); Disable Device (DC 24).

The chests hold:

Chest 1: 12,407 sp.

Chest 2: 4,562 cp, 3,875 gp and four *potions* (*cure serious wounds*, *fly*, *invisibility* and *polymorph self*). Natasha normally does not carry these potions with her, holding them in reserve for special need.

Chest 3: fine silks and furs worth 800 gp total, several necklaces, rings and other female jewelry worth 500 gp total.

14. The Back Room

This small cavern has a cask of wine and a cask of water as well as a sleeping bag in a backpack. The pack also contains 50 feet of rope, iron spikes, two small sacks, two vials of unholy water, and flint and steel in a tinderbox. This is Natasha's special hideout room.

15. Alarm-Trapped Illusory Walls (EL 2)

The two locations marked as “15” on the map are both locations where Natasha has covered a boulder-filled passage with an *illusory wall* spell to make the passage appear to be part of the surrounding wall. A Will save (DC 16) is allowed to disbelieve the illusion if the *illusory wall* is interacted with. See Illusions in the *PHB* and the *illusory wall* spell description for more details.

Alarm: Also, both locations are covered with *alarm* spells. They go off with a small chime in areas 10, 11, 12 and 13.

Detections: The *illusory walls* radiate faint illusion magic, if detected.

16. The Gauntlet (EL 6–9)

This place is the home of 14 *cave morays*, which live in holes or fissures in the cave walls. The holes are noted on the level map. They lunge out and strike at anything that passes. A Spot check (DC 15) allows PCs within 15 feet of a hole to notice it. Roll for each hole.

Cave Morays (14): CR 2; SZ M Vermin; HD 4d8+4; hp 22; Init +3; Spd 5 ft.; AC 18 (+5 natural, Dex); Atk +5 melee (1d6+3, bite); Face/Reach 5 ft. x 5 ft./10 ft.; SA ambush, charge, improved grab; swallow whole; SQ tremorsense, darkvision (60 ft.); AL N; SV Fort +5, Ref +4, Will +2; Str 14, Dex 17, Con 13, Int 2, Wis 13, Cha 10.

Skills: Hide +6, Intuit Direction +4, Listen +5. A cave moray receives a +4 bonus to Hide skills when in rocky or stony surroundings due to its coloration.

Note: See the Monster Appendix for more details on this new monster.

Experience: Remember that consciously avoiding these creatures can be worth XP as well. We propose that you award 500 XP for traveling the southern route—which only goes by four holes, as opposed to the main passage, which goes by nine holes. Use your discretion in this matter. Players should not get additional XP for blindly stumbling on the proper path. Award this bonus only if they consciously choose the wiser path.

17. Mold Cavern (EL 2)

This large cavern is rather damp. It is covered with fungi of various types, including large mushrooms. They are neither special nor harmful. There is a 45% chance of 1d3 *piercers* being in this room.

Piercers (CR 2): These creatures wait for unsuspecting victims to pass beneath them. They are hard to Spot (DC 28) amidst the stalactites. A Reflex save (DC 20) can be made to avoid them. Failure results in 1d6 (up to 1d12 for large piercers) plus 2d6 sneak attack damage as the piercer impales itself in its victim. Once impaled, they continue to inflict 1d3 damage each round until removed (Strength

check DC equal to 5 plus damage done). Once on the ground, piercers are helpless and can be attacked as a helpless defender. They are AC 18 and have 10 hp each.

18. Dripping Cave (EL1)

This small cave has a large stalactite in the center of it, which slowly drips water onto the floor. There is a small pool of water beneath the formation. It is good, fresh water, and there is a 25% chance that 1d6 dire rats are here.

Dire Rats: 4 hp.

19. The Manticores (EL7)

This room is the play area for 2 **Manticores**. It is a large cavern with a very high ceiling (nearly 75 feet), facilitating use of the creatures arching volleys of tail darts. They live primarily off of the rats that drink at the pool at 18, or wandering spiders. In fact, one is often waiting by the intersection leading to area 18. They also occasionally leave the dungeon by half-clawing and half-flying up the crevasse on the map near their lair that leads to a secluded section of the surrounding mountains. There, they hunt other creatures.

Manticores (2): CR 5; SZ H Magical Beast; HD 6d10+24; hp 60, 55; Init +2; Spd 30 ft., fly 50 ft. (clumsy); AC 16; Atk +9 melee (2d4+5 [x2], claws) and +7 melee (1d8+2, bite) or +6 ranged (1d8+2 [x6], tail spikes); SA spikes; SQ scent; AL LE; SV Fort +9, Ref +7, Will +3; Str 20, Dex 15, Con 19, Int 7, Wis 12, Cha 9.

Skills: Listen +9, Spot +9. **Feats:** Multiattack.

Lair: In the small alcove to the north of the main room, in a bed of straw, is the lair of the two Manticores. It smells of urine and rat corpses.

Treasure: In the eastern spur of the northern alcove, in a pile on the ground, is the treasure the monsters have collected: 3,872 cp, 2,976 sp, 623 ep, 2,812 gp, a +3 *longsword*, a *potion of fire breath*, a *wand of magic detection* (23 charges) and a *scroll of 5 arcane spells* (caster level 9, *airy water*, *lower water*, *evard's black tentacles*, *stone shape* and *cone of cold*).

20. Rats (EL1)

In this large cave, and in the unmapped tunnels that lead from it, live over 50 dire rats. There are 2d8 dire rats here when the characters enter.

Dire Rats: 4 hp.

21. The Graves (EL8)

This room once held graves of the faithful of Thyr and Muir, but they have since been unearthed—leaving foul-smelling open pits—and the contents turned into vile undead. In this room there are 12 **ghouls**, and their leader, who is a **ghast**. The priests of Orcus took all of their treasure.

Ghast: CR 3; SZ M Undead; HD 4d12; hp 28; Init +2; Spd 30 ft.; AC 16; Atk +1 melee (1d4, claws [x2], plus paralysis) and +4 melee (1d8+1, bite, plus paralysis); SA paralysis (Fortitude save DC 15 or paralyzed for 1d6+4 minutes), stench (all within 10 ft. Fortitude save DC 15 or –2 circumstance penalty due to nausea); SQ undead immunities, spawn; AL CE; SV Fort +1, Ref +3, Will +6; Str 13, Dex 15, Con —, Int 13, Wis 14, Cha 16.

Skills: Climb +6, Escape Artist +8, Hide +8, Intuit Direction +3, Jump +6, Listen +8, Move Silently +7, Search +6, Spot +8. **Feats:** Multiattack, Weapon Finesse (Bite).

Ghouls (12): CR 1; SZ M Undead; HD 2d12; hp 14; Init +2 (Dex); Spd 30 ft.; AC 14 (+2 natural, Dex); Atk +3 melee (1d6+1, bite, plus paralysis) plus +0 melee (1d3, claws [x2], plus paralysis); SA paralysis (Fortitude save DC 14 or paralyzed for 1d6+2 minutes); SQ undead immunities, spawn; AL CE; SV Fort +0, Ref +2, Will +5; Str 13, Dex 15, Con —, Int 13, Wis 14, Cha 16.

Skills: Climb +6, Escape Artist +7, Hide +7, Intuit Direction +3, Jump +6, Listen +7, Move Silently +7, Search +6, Spot +7. **Feats:** Multiattack, Weapon Finesse (bite).

22. The Spider Room (EL6)

This cave is the home of 7 **Medium-size monstrous spiders**. Natasha has taken all of their treasure.

Medium-Size Monstrous Spiders (7): CR 1; SZ M Vermin; HD 2d8+2; hp 13; Init +3; Spd 30 ft., climb 20 ft.; AC 14; Atk +4 melee (1d6, bite plus poison) or +5 ranged (web, as per net attack, see *PHB*, page 102); SA poison (Fort save DC 14, 1d4 Str/1d4 Str), web; SQ vermin; AL N; SV Fort +4, Ref +3, Will +0; Str 11, Dex 17, Con 12, Int —, Wis 10, Cha 2.

Skills: Climb +12, Hide +10, Jump +0, Spot +7. Spiders receive a +4 racial bonus to Hide and Spot checks. **Feats:** Weapon Finesse (bite).

Webs: Note that the spiders have spun webs in this room as detailed in the *MM* (page 210). These sheets of sticky webbing can be seen with a Spot check (DC 20); otherwise the approaching creature stumbles into the web and is trapped as though by a successful web attack.

Webs: hp 6; Break (DC 26); Escape (DC 20); Spot (DC 20); SQ damage reduction (5/fire).

23. The Fresco Room (EL4)

This room, though empty, has three sides of worked stone that were carved with frescos and decorations honoring the dead that were buried beyond the door. Those carvings have since been destroyed and defaced by the priests of Orcus. The door itself is a large iron door. It has a heavy lock and must be picked. The evil priests have also added a poison needle trap.

Locked Iron Door: 2 in. thick; Hardness 10; hp 60; Break (DC 28); Open Lock (DC 20). **Poison Needle Trap:** CR 4; +10 melee (1, plus *shadow essence*, Fort save DC 17, 1 Str permanently/2d6 Str); Search (DC 24); Disable Device (DC 24).

24. Empty Rooms

Each room is filled with cheap wooden coffins that have been destroyed. Their contents are now vile undead in the service of Orcus. All of the rooms show signs of having been recently occupied by humanoids—bedrolls, litter, scraps of somewhat fresh food, empty water skins and so on, even if the room does not currently have occupants.

Roll on the **wandering monster** table for room 24 when any of the rooms marked “24” are entered.

25. Secret Door Room

This room is like the others before it, except that it contains a secret door to Level 4. The secret door is opened by a small catch in the seam of the north and south wall. Like in room 24, check for a **wandering monster** here as well.

26. Priests of Orcus (EL 7)

This room is the sleeping quarters for **Barzag**, a 5th-level cleric of Orcus, as well as **4 Acolytes of Orcus**. Barzag is in charge of defiling these graves and the ones in area 21. As can be seen, his task is nearly complete. The room holds their bedrolls as well as various and sundry supplies.

Barzag the Priest of Orcus, Orc male, Cle5 (Orcus): CR 5; SZ M; HD 6d8+18; hp 50; Init +2 (Dex); Spd 20 ft. (30 ft. base); AC 19 (+5 armor, +2 shield, Dex); Atk +8 melee (1d8+4, +1 *unholy morningstar*, +2d6 vs. good) or +7 melee (death touch, target's armor is ignored); SA death touch, increased evil spells; SQ control undead, racial abilities (if half-orc); SV Fort +7, Ref +3, Will +7; AL CE; Str 16, Dex 14, Con 16, Int 16, Wis 16, Cha 16.

Skills: Appraise +4, Concentration +8, Diplomacy +5, Heal +6, Intimidate +7, Knowledge (arcana) +6, Knowledge (Rappan Athuk) +7, Knowledge (religion) +11, Scry +4, Search +4, Sense Motive +4, Spellcraft +5, Spot +4. **Feats:** Expertise, Power Attack, Weapon Focus (morningstar).

Unholy Spells (5/4/3/2): 0—cure minor wounds (x3), guidance, resistance; 1st—bane, bless, doom, protection from good; 2nd—bull's strength, hold person, silence; 3rd—contagion, dispel magic.

Domain Spells (Death/Evil): 1st—cause fear, 2nd—death knell, 3rd—bestow curse.

Special Domain Abilities: Priests of Orcus cast evil spells at +1 caster level. They may also use a death touch once per day (see SAs).

SA—Death Touch (Sp): Barzag must succeed at a melee touch attack against a living creature (using the rules for touch spells). He then rolls 5d6. If the total equals or exceeds the creature's current hit points, it dies. No saving throw is allowed.

Possessions: *Masterwork chainmail*, a large steel shield, a +1 *unholy morningstar*, a bone unholy symbol of Orcus, a prayer book, a fine black robe emblazoned with the symbol of Orcus, 38 pp, 60 gp.

Acolytes of Orcus (4), Human male, Cle2: CR 2; SZ M Humanoid; HD 2d8+4; hp 18; Init +1 (Dex); Spd 20 ft. (30 ft. base); AC 17 (+5 armor, +1 shield, Dex); Atk +3 melee (1d8+2, heavy mace) or +3 melee (death touch, target's armor is ignored); SA death touch, increased evil spells; SQ control undead; SV Fort +5, Ref +1, Will +6; AL CE; Str 14, Dex 12, Con 14, Int 12, Wis 16, Cha 12.

Skills: Concentration +1, Knowledge (Rappan Athuk) +3, Knowledge (religion) +4, Listen +2, Search +2, Spellcraft +1, Spot +2. **Feats:** Power Attack, Sunder.

Unholy Spells (4/3): 0—cure minor wounds (x3), resistance; 1st—bane, doom, protection from good.

Domain Spells (Death/Evil): 1st—cause fear.

Special Domain Abilities: Acolytes of Orcus cast evil spells at +1 caster level. They may also use a death touch once per day (see SAs).

SA—Death Touch (Sp): Acolytes of Orcus must succeed at a melee touch attack against a living creature (using the rules for touch spells). They then roll 2d6. If the total equals or exceeds the creature's current hit points, it dies. No saving throw is allowed.

Possessions: Heavy mace, chainmail, small steel shield, three vials of *unholy water*, an unholy symbol of Orcus, a black robe emblazoned with the symbol of Orcus, a small sack with 4d10 gp.

Level 2A:

Balcoth's Lair and the Priest Barracks

This relatively small level contains the lair of Balcoth—a wizard from another dimension who practices strange magic and has transformed himself into a wraith. He has surrounded himself with a great many magical protections as well as a charmed rust monster and a group of su-monsters. Also on this level is a delegation of priests of Orcus who are attempting both to persuade Balcoth to join their cause and to use this level as a means of entering Level 6 and thus level 5A—where they hope to find the Black Monolith. Balcoth also seeks the Black Monolith for his own reasons. The tsathar priests of Tsathogga do not venture to this level and are unaware of the activities of the priests of Orcus here. Dark Natasha, aware of Balcoth's magical traps through hard experience, does not venture onto this level.

Level 2A: Balcoth's Lair and the Priest Barracks

Difficulty Level: 6 (9 if Balcoth or the Delegation is encountered)

Entrance: Passage opening dropping to Level 2 below.

Exits: Stairs to Level 6 behind a secret door in the newly constructed priest barracks.

Wandering Monsters: Once onto the passageway area at 1 from Level 2, check every 30 minutes on the following table:

1. **2d4 Stirges** (past area 2, treat as no encounter, since stirges don't make it past the webs)
2. **The Phase Spider** (see area 2)
3. **"Rusty" the Rust Monster** (see area 4)
4. **Balcoth** (see area 7). **Note:** Balcoth is most likely aware of the party. He generally chooses to watch it and to retreat to his lair if it appears to notice him.
5. The sound of very large footsteps in the distance
6. **1d2 Su-Monsters** (see area 6)
7. A **Delegation of Priests** of Orcus (3 lesser priests sent by the priests on Level 4 as emissaries to Balcoth)
- 8–20. No encounter

1. Ledge (EL 6)

This ledge has slopes down on the north and south sides that lead to Level 2 (with the ledge being 30 feet above the floor on the south and 40 feet above on the north). Both sides are very steep. The ceiling, 20 feet above the ledge, also serves as the ceiling for Level 2, area 1.

Runes: Balcoth has placed a *rune of fire* (7d6), a *rune of darkness* and a *rune of seeing* here. Refer to **Relics and Rituals** by **Sword and Sorcery Studio** for more information on these unique spells. Balcoth has also placed an *alarm* spell here, which alerts him to the presence of individuals on the ledge. Like *glyphs*, the runes are very difficult to spot (Search DC 27). See the spell descriptions for more details. If Balcoth is actively using the *rune of seeing* to spy on the PCs, all characters with Intelligence 12 or more can make a Scry or Intelligence check (DC 20) to notice the scrying through the *rune*.

Balcoth's Tactics: Once the *alarm* spell sounds, Balcoth activates his *minor circle of seeing* and views the ledge through the *rune of seeing* placed there (see area 7 for more details on the *minor circle*). If there are several intruders, he activates the *rune of fire*, which explodes for 7d6 damage. He then sends Rusty the rust monster (see area 4) and/or several su-monsters (see area 6) to dispatch the intruders.

Detections: The runes, though not visible, detect as faint divination and abjuration magic.

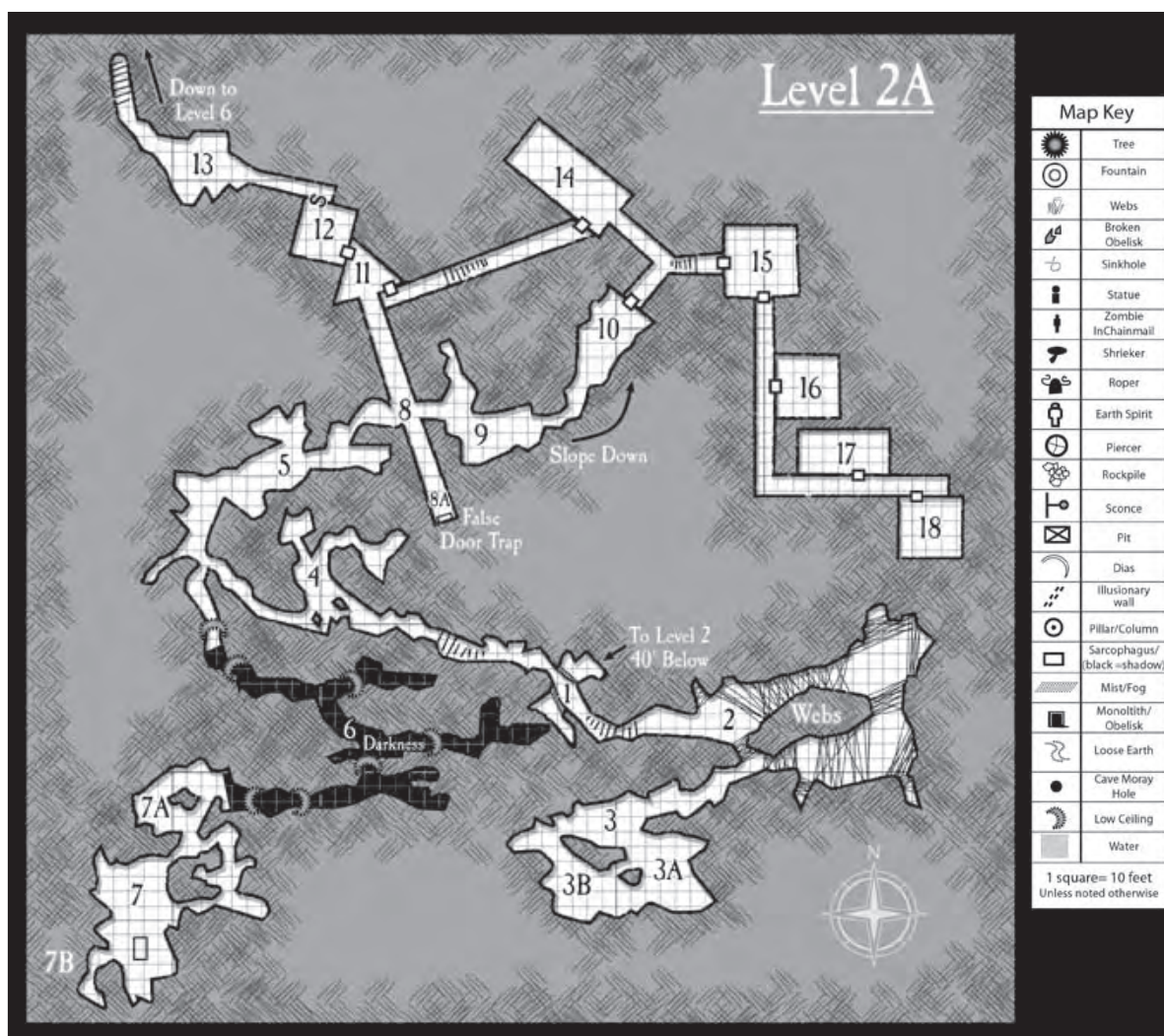
"Stirge Check": In addition to any wandering monster checks, roll 1d6 every minute PCs remain on the ledge. On a 1–3, 2d6 stirges show up and attack. Remember to continue checking every minute, even when combat is joined.

Stirges: CR 1; SZ T Beast; HD 1d10; hp 6; Init +4; Spd 10 ft., fly 40 ft. (poor); AC 16 (12 if attached); Atk +6 melee (1d3, touch, plus attach and blood drain); Face/Reach 2 _ ft. x 2 _ ft./0 ft.; SA attach, blood drain (1d4 temporary Con per round); SQ darkvision (120 ft.); AL N; SV Fort +2, Ref +6, Will +1; Str 3, Dex 19, Con 10, Int 1, Wis 12, Cha 6.

Skills: Spot +8 (acute sense of smell), Hide +14. **Feats:** Weapon Finesse (touch).

2. Caves of Webs

These caves are high ceilinged. If ample light is in the room, it can easily be seen that the ceiling is covered in webs. Also both the entrances to the two eastern-most caves are closed off with webs. However, there is no spider here. This is his stirge trap. The spider lives in area 3.



Webs: The phase spider has spun webs in these caves as detailed in the **MM** (page 210). These sheets of sticky webbing can be seen with a Spot check (DC 20); otherwise the approaching creature stumbles into the web and is trapped as though by a successful web attack. These webs are gooey and do not burn easily or quickly.

Webs: hp 12; Break (DC 32); Escape (DC 26); Spot (DC 20); SQ damage reduction (5/fire), fire resistance (10). Note that the phase spider normally uses *ethereal jaunt* to pass through his own webs.

3. The Spider (EL 5)

Out of phase in area 3, near the tunnel entrance, lurks the **phase spider** who has made the webs in area 2. On occasion he can be found in area 2 feasting on trapped stirges. The priests of Orcus have bargained with him, offering him fresh food (humans captured from the surrounding villages) in exchange for allowing them unmolested passage on this level. This particular spider is rather intelligent and slightly evil.

Phase Spider: CR 5; SZ L Magical Beast; HD 5d10+15; hp 50; Init +7; Spd 40 ft., climb 20 ft.; AC 15; Atk +7 melee (1d6+4, bite plus poison); SA *ethereal jaunt*, poison (Fort save

DC 15 or 2d6 Con/2d6 Con); AL NE; SV Fort +7, Ref +7, Will +2; Str 17, Dex 17, Con 16, Int 8, Wis 13, Cha 12.

Skills: Climb +12, Move Silently +11, Spot +9;
Feats: Improved Initiative.

3A. Treasure

Here the spider keeps the older bones and corpses of his kills. As a result of that collection, he has amassed some treasure, consisting of 2,376 cp, 4,207 sp, 584 ep, 2,081 gp, two pearls (worth 100 gp each), two nonmagical rings of gold (25 gp each), a silver necklace (25 sp), a +1 *keen scimitar* and a *ring of blinking*.

3B. Food

This cave has several decalcified corpses and a few fresh ones. There is also a pile of clothing nearby. Within it is a *robe of eyes* (Search check DC 18).

4. Rusty's House (EL 3)

This is the normal home of **Rusty the charmed rust monster**. If he has not been previously encountered or moved by the will of Balcoth, he can

be found here. Rusty lives here in a pile of cloth strips. Rusty wears a strange hardened leather collar carved with runes that was created by Balcoth. Any creature wearing the collar comes under the mental control of Balcoth as if under a *dominate monster* spell. The collar does not work on humanoids. Normally prone to leaping and bounding like an enthusiastic puppy, Rusty is instead subdued and depressed due to the leather collar he wears that subjects him to the evil will of Balcoth.

“Rusty” the Charmed Rust Monster: CR 3; SZ M Aberration; HD 5d8+5; hp 30; Init +3; Spd 40 ft. (Rusty will chase you down!); AC 18; Atk +3 melee (antenna touch attack, rust) and –2 melee (1d3, bite); SA rust; SQ scent; AL N; SV Fort +2, Ref +4, Will +5; Str 10, Dex 17, Con 13, Int 2, Wis 13, Cha 8.

Skills: Listen +9, Spot +9. *Feats:* Alertness.

Note: Removing Rusty’s collar frees him from Balcoth’s control. He immediately flees the level.

5. Cave of Spikes (EL 0, or by monster)

This cavern is full of stalactites and stalagmites of a very large size. Though players may become paranoid, there are no piercers in here. However, there is a 1–5 on 1d20 chance that one or both of the **su-monsters** are here, playing amongst the stalactites (see area 6 for details).

6. The Dark, Constricted Passages (EL 3 or by monster)

These tight passages are bathed in magical darkness (see below) and often have areas that constrict down to 4 feet in diameter (marked by dashed lines on the map). The sections that are not so constricted have high ceilings—some 15 to 20 feet high. The tall sections are filled with stalactites and stalagmites. If the passage constriction, stalactites and darkness were not bad enough, these passages are the hunting grounds of 2 **su-monsters** (unless previously encountered in area 5) who have made a pact with Balcoth to guard him. He uses his *rune of seeing* to help locate food for them.

Su-Monsters (2): CR 3; SZ M Magical Beast (4 1/2 ft. long); HD 5d10; hp 30; Init +6 (Improved Initiative, Dex); Spd 40 ft., climb 40 ft.; AC 16 (+4 natural, Dex); Atk +6 melee (1d4+1 [x4], claws) and +5 (2d4, bite); SA mind blast; SQ prehensile tail, darkvision (90 ft.); AL CN; SV Fort +4, Ref +6, Will +4; Str 12, Dex 14, Con 10, Int 10, Wis 16, Cha 12.

Skills: Climb +12, Hide +10, Listen +5, Move Silently +10, Spot +6. *Feats:* Multiattack, Improved Initiative, Dodge, Weapon Focus (Claw).

SA—*Mind Blast (Sp)*: This attack is a cone 60 feet long. Anyone caught in the cone must make a Will save (DC 16) or be stunned for 3d4 rounds. Su-monsters use this power to



stun their foes while they hang from their prehensile tails prior to attacking with their razor-sharp claws.

SQ—Prehensile Tail (Ex): Su-monsters have a 10-foot-long prehensile tail that allows them to hang from trees and attack with all four claws as well as their bite in one round. A su-monster on the ground may attack only with two claws and his bite. They can also use their tail to retrieve and manipulate items. It is as dexterous as an additional hand.

Description: Su-monsters appear to be a strange cross between a baboon and a lizard. Their fur is dirty gray and their tail and face are jet black. Their paws are blood red. They have razor-sharp claws on all four limbs. Their red eyes flash with a wicked intelligence.

Greater Rune of Darkness (CR 3): At the location of the number 6 on the map is a *greater rune of darkness* permanently inscribed on the ceiling. Balcoth placed this rune using a *scroll* and a ritual as a means of warding his lair. He no longer knows how to cast this spell. The effect of the magical darkness covers the area marked on the map with impenetrable darkness as if by a *deeper darkness* spell. Balcoth and the su-monsters are immune to the darkness effect, having been specifically named when the *greater rune* was placed. Normal light brought into the darkness is extinguished. Magical *daylight* temporarily negates the darkness within its sphere of illumination, allowing normal light to function.

6A. The Su-Monster's Lair (EL 0 or by monster)

If not previously encountered, the su-monsters are here. They have a pile of treasure that consists of 4,829 gp and a +1 *keen mageblade longsword*. **Note:** This item is detailed in *Relics and Rituals* by Sword and Sorcery Studio.

7. Balcoth's Lair (EL 12)

DM Note: Balcoth is a rune wizard and knows many powerful rune spells detailed in *Relics and Rituals* from *Sword and Sorcery Studio*. Familiarity with those spells is imperative for running this encounter.

This dank, wet and unnaturally dark cavern is the haunt of the wraith-wizard Balcoth. His resting place, an ornate stone sarcophagus, is in the south end of the room. Around his sarcophagus is a *permanent magic circle against good*. Behind Balcoth's sarcophagus is his permanently inscribed *minor circle of seeing* (see the spell description for details).

About the room, amid the smell of putrid decay, are various rotted trappings of a wizard: divans and bookshelves with rotted tracts; a table in the south corner with several glass and stone jars holding various liquids, powders and unguents; colored chalks; bees wax; candles; sulfur and various carving and inscribing tools, as well as all of the spell components to cast each spell he knows several times.

Runes: Balcoth has placed a number of runes around this room. He can trigger any of them with a *trigger rune* spell. At the entrance to the cavern he has also placed two

runes of darkness and four *runes of fire*. He has also placed a *rune of poison* near his sarcophagus. He can discharge these with the *trigger rune* spell (see the spell description for details). In addition, he placed the runes that are found on the entrance ledge to this level at area 1. Balcoth has been working on placing other runes—particularly *runes of seeing* keyed to his *circle*—but Dark Natasha keeps erasing them. Balcoth knows several other *rune* spells that are not detailed in his spell books, including *rune of control* (allowing a control person or monster effect) and several other types of *runes of protection*.

Balcoth the Wraith/Rune Mage, Wiz9 (Divination): CR 12; SZ M Undead [Incorporeal]; HD 12d12; hp 85; Init +7 (Dex, Improved Initiative); Spd 30 ft., fly 60 ft. (good); AC 15 (Dex, +2 deflection); Atk +8 melee (1d4, incorporeal touch, plus Con drain); SA constitution drain (Fort save DC 14 or 1d6 permanent Con drain), create spawn, arcane spells; SQ darkvision (90 ft.), daylight powerlessness, incorporeal, manifest, spell resistance (15), turn resistance (+5), undead, unnatural aura; AL NE; SV Fort +3, Ref +5, Will +10; Str —, Dex 16, Con —, Int 18, Wis 14, Cha 15.

Skills: Concentration +12, Hide +11, Intimidate +10, Intuit Direction +6, Listen +12, Scry +12, Search +10, Sense Motive +8, Spellcraft +12, Spot +12. **Feats:** Alertness, Blindfight, Combat Reflexes, Improved Initiative.

SQ—Manifest (Su): Unlike most wraiths, Balcoth can become corporeal. Shifting his state from incorporeal to corporeal or back again is a full-round action. Balcoth must be corporeal to cast spells.

Arcane Spells Memorized (4/5/5/4/3/1): 0—detect magic, read magic, mage hand, open/close; 1st—alarm, magic missile, trigger rune [x3]; 2nd—dispel magic, rune of darkness, nondetection, melf's acid arrow, spectral hand; 3rd—bloodstorm, dispel magic, rune of fire, fireball; 4th—minor circle of seeing, rune of poison, ice storm; 5th—wall of force.

School Specialization (Divination, prohibited school: Enchantment) Spells: 0—enumerate; 1st—true strike; 2nd—detect thoughts; 3rd—rune of seeing; 4th—minor circle of seeing; 5th—contact other plane.

Note: Many of Balcoth's spells (including his powerful *rune* and *circle* spells) are detailed in *Relics and Rituals* by *Sword and Sorcery Studio*.

Languages: Common (with an unusual dialect), Infernal, Undercommon.

Possessions: Balcoth wears a *broach of shielding* (16 charges) that operates whether he is corporeal or incorporeal.

Background: Balcoth is a wizard from a far-off plane who specializes in rune magic. By an arcane and evil ritual Balcoth long ago turned himself into a wraith. Balcoth is evil because of his undead nature, but above all he seeks knowledge and will barter with the players for information. Some years ago he learned of a monolith of power here under these mountains and he came to these halls to look for it. He believes he has located it, though he cannot approach it because of the wards. He might employ the



PCs to gain access to the monolith. Were he to join with the priests of Orcus, the balance of power in the dungeon would shift in their favor. He is reluctant to join with them because he is suspicious of them attempting to control him. Remember that though he is undead, he is not a servant of Orcus. He also distrusts the tsathar and their vile god. He is adverse to Natasha because when he manifested and attempted to speak to her to form an alliance she was repulsed by him, rebuffed him and attacked him. They are currently locked in a standoff, with both parties wary of the other though taking no direct action against one another. Balcooth may employ the PCs to assault or spy on Natasha.

Tactics: Balcooth is ordinarily aware of any intruders on this level that enter the level by way of the ledge at area 1. He uses his *circle* to view the ledge through the *rune of seeing*. Thus, he should be familiar with any foes who come against him. He normally lurks in the shadows and sends Rusty against any fighters in the party. He requests the aid of the su-monsters to attack the party. If intruders enter his lair, he detonates his *rune of darkness*, *rune of fire* and *rune of poison*. He then casts *bloodstorm* and goes incorporeal and uses his energy drain ability. If the circumstances require it, he erects a *wall of force* to trap the PCs while he escapes in incorporeal form. He prefers to remain in the area of his sarcophagus.

7A. The Cave of Chains

This small cave is full of jingling, wet chains. Some are on the wall and end in manacles. Others are dangling from the ceiling and end in meat hooks. All are covered with either dried or fresh blood. Hanging from one hook is a dead and partially flayed and dismembered halfling. Many skeletons litter the floor. This is a favorite waiting place for Balcooth when he is expecting a group of victims. He often lurks here.

7B. Treasure and Books

Treasure: Balcooth keeps all of his spell books here in a large bookcase. There are twenty-one volumes in all—including one huge volume that is set to the side on its own table. There is also a wooden chest present.

Books: Each set of books is written in a strange and alien language, requiring magical aid to read. The spells contained in the volumes listed below can come from either the *PHB* or *Relics and Rituals*, though none contains enchantment spells or *rune* spells unless specifically mentioned.

- Three small tomes bound in black leather with bronze catches, written in cramped script, contain all 0-level and 1st-level spells.
- Another two large books covered in thick brown leather with stained parchment contain twenty 2nd-level spells.
- Three books made of solid bronze covers with thin metallic plates for pages, the words stamped in an alien language, detail eight 3rd-level spells, including *bloodstorm* from *Relics and Rituals*.

- Four more tomes of various sizes, each bound in what appears to be the hide of a strange animal and dyed white, detail a total of six 4th-level spells.
- A huge volume covered in red hide and written with broad brush strokes on thick wooden boards contains three 5th-level spells (including *permanency*). This book weighs over 200 pounds and, because of its size, requires four persons to lift and carry. This volume is not in the bookcase but is instead on a large table to the side of the bookcase.
- Six tracts—one each detailing the spells *trigger rune*, *rune of seeing*, *rune of darkness*, *rune of fire* and *rune of poison* plus a volume detailing Balcoth's work on inventing other rune spells—are more properly described as six groups of notes, drawings and diagrams each held together by a bronze clip and contained in a tube of some type of otherworldly horn and topped with a silver-fitted cap. Each of these silver caps is trapped with a *fire trap* cast at 9th level. The *fire trap* detonates if the word "Berarja" is not spoken as the caps are removed.
- A small and cramped book of vellum pages, bound in unadorned black hide, contains the spell *minor circle of seeing* as detailed in **Relics and Rituals**. The book is written in strange black and red ink that seems to shift and swirl as the words are read. Reading this book requires the viewer to make a Will save (DC 12) or lose 1 point of Wisdom permanently due to the alien and chaotic nature of the ideas contained in the book. The pages (and cover) of this book are trapped with a coating of nonmagical contact poison (*black lotus extract*, Fort DC 20, 3d6/3d6 Con).
- The final volume is a tome of blue leather, beautifully bound in gold and wrapped in an exquisite red silk cloth. The book is a *tome of clear thought* +1. Balcoth has not read this book.

These tomes—particularly the ones on *rune magic*—are nearly priceless and are a good way to introduce spells from **Relics and Rituals** to your players.

Chest: Also here is a locked chest with a poison needle trap that contains: a *potion of resist elements*, a *potion of haste*, 6,540 cp, 3,590 sp, 239 ep, 3,805 gp, four gems worth 100 gp each and a pair of diamond earrings worth 300 gp.

Locked Wooden Chest: 1 in. thick; Hardness 5; hp 10; Break (DC 18); Open Lock (DC 20). **Poison Needle Trap:** CR 4; +10 ranged (1, plus *shadow essence*, Fort save DC 17, 1 Str permanent/2d6 Str); Search (DC 24); Disable Device (DC 22).

8. The Remains

At this spot, there was a battle between Balcoth and a party of adventurers. The intersection is scorched and burned as if by a *fireball* explosion. There are some charred skeletons and globs of metal and wood cinders that were once weapons. There is, however, nothing important here, as this area has been picked clean.

8A. The Old False Door Gag (EL 5)

When the party reaches the end of this corridor and the door is touched, the 10-foot-square slab in the ceiling drops on all in front of the door.

Falling Ceiling Slab Trap: CR 5; +15 melee (6d6) Search (DC 20); Disable Device (DC 25); *Note:* strikes all characters in the last 10 feet of the corridor.

9. The Empty Cave

This cave is empty, though water can be heard dripping from the many stalactites and stalagmites in the southern half of the room. The eastern passage slopes steeply downward to area 10.

10. Worked Cavern and Hidden Glyph (EL 3)

This cavern is nondescript, save that the east face has been worked smooth and is set with a large door. On the lintel above the door on the east side of the door is traced a *glyph of warding*. It inflicts damage as per an *inflict serious wounds* spell to any person of good alignment that passes beneath it in either direction.

Note: Persons approaching from the west cannot see the *glyph* since it is carved on the east side of the door.

Glyph of Warding (Inflict Serious Wounds): CR 3; no attack roll necessary (3d8+5); Will save (DC 15) for half damage; Search (DC 28); Disable Device (DC 28). The *glyph* may be identified (with *read magic*) without triggering it with a successful Spellcraft check (DC 13).

11. Triangle Room (EL 3)

This room is empty save for two doors. The south door is normal and has a *glyph of warding* as in area 10 on the lintel above the door on the south side.

12. Secret Door Room (EL 3)

This room is not only empty, it is immaculately clean. It is devoid of all dust, dampness, cobwebs and odor associated with dungeons. The door to area 13 is covered with an *illusory wall* spell, preventing the easy location of the secret door. A Will save (DC 16) is allowed to disbelieve the illusion if the *illusory wall* is interacted with. See Illusions in the **PHB** and the *illusory wall* spell description for more details. Unless the *illusion* is bypassed, the door cannot be located.

13. The Room of Sigils and Stairs (EL 2)

This semiworked cavern is covered with odd and meaningless sigils. There is a *nystul's magic aura* on each and every one (there are 3,593 in all). They cover the floor, walls and ceiling (and there are illusory symbols suspended in midair as well), and there is no way to cross the room

without stepping on at least a few hundred. The stairs lead down to the great bottom level: Level 6.

14. The Delegation (CR 12)

This room is the temporary lair of 6 priests from the temple on Level 4. They are here as emissaries to Balcoth, in attempt to align him with the followers of Orcus. Three of the priests are wandering around the level and will not be encountered here (see the Wandering Monster Tables), however, Staurauth and two lesser priests will be here.

The room contains several mats and a bed, as well as several backpacks that the priests have filled with food and equipment to reach Balcoth. Also, though they have no treasure, Staurauth has a great silver key that opens the door on Level 1 at area 12 that leads to Level 4. The key detects as magic.

Staurauth is second in command to Koraashag (found on Level 4), and he has personal ambitions of power. He hopes to make an alliance with Balcoth and overthrow Koraashag to become leader of the evil priests. He is a fearsome fighter and uses his *spectral hand* spell to deliver many of his touch spells, prior to wading into combat with his wicked mace.

Staurauth the Necromancer/Priest, male half-orc Cle6 (Orcus)/Wiz4 (Necromancy): CR 10; Size M (6 ft., 0 in. tall); HD 6d8+18 plus 4d4+12; hp 77; Init +2 (Dex); Spd 30 ft.; AC 22 (+7 armor, +3 shield, +2 Dex); Attack +13/+8 (1d8+7, +2 *unholy heavy mace of wounding*); SA death touch; SQ control undead, racial abilities; SV Fort +9, Ref +5, Will +13; AL CE; Str 20, Dex 14, Con 16, Int 16, Wis 19, Cha 10.

Skills: Climb +5, Concentration +9, Diplomacy +6, Hide +4, Intimidate +5, Knowledge (religion) +10, Knowledge (arcana) +10, Knowledge (demons) +10, Knowledge (Rappan Athuk) +5, Listen +5, Move Silently +3, Search +5, Spellcraft +13, Spot +6; **Feats:** Cleave, Combat Reflexes, Maximize spell, Power Attack, Quicken spell, Scribe scroll, Sunder.

SA—Death Touch (Sp): Staurauth must succeed at a melee touch attack against a living creature (using the rules for touch spells). He then rolls 6d6. If the total equals or exceeds the creature's current hit points, it dies. No saving throw is allowed.

Arcane Spells Prepared (4/4/3): 0—disrupt undead, detect magic, read magic, resistance; 1st—chill touch, magic missile, sleep, charm person; 2nd—arcane lock, ghoul touch, invisibility.

Specialty School Spells (Necromancy; prohibited school: Conjuration): 1st—ray of enfeeblement; 2nd—spectral hand.

Divine Spells Prepared (5/4/4/3): 0—create water, cure minor wounds (x2), detect poison, guidance; 1st—bless, command, cure light wounds, protection from good; 2nd—augury, bull's strength, hold person, silence; 3rd—dispel magic, glyph of warding, blindness/deafness.

Domain Spells (Evil/Death): 1st—cause fear; 2nd—death knell; 3rd—animate dead.

Special Domain Abilities: Staurauth casts evil spells at +1 caster level and may use death touch once per day.

Languages: Abyssal, Common, Giant, Gnoll, Goblin, Infernal, Orc, Undercommon.

Possessions: +1 banded mail, +1 large steel shield, +2 *unholy heavy mace of wounding*, wand of magic missiles (caster level 3; 34 charges), wand of cure moderate wounds (caster level 5; 19 charges), scroll of 5 divine spells (caster level 5; spiritual hammer, aid, water walk, invisibility purge, magic circle against law); scroll of 4 arcane spells (caster level 5; web, locate object, summon swarm, summon monster II), potion of detect thought, potion of darkvision, potion of wisdom, silver holy symbol of Orcus, ten gems worth 100 gp each.

Lesser Priest of Orcus, Cle4: CR 4; SZ M Humanoid; HD 4d8+8; hp 28; Init +2 (Dex); Spd 20 ft. (30 ft. base); AC 19 (+5 armor, +2 shield, Dex); Atk +6 melee (1d8+4, +1 *heavy mace*) or +6 melee (death touch, target's armor is ignored); SA death touch, increased evil spells; SQ control undead; SV Fort +6, Ref +3, Will +7; AL CE; Str 16, Dex 14, Con 14, Int 14, Wis 16, Cha 14.

Skills: Concentration +4, Knowledge (Rappan Athuk) +5, Knowledge (religion) +6, Listen +3, Search +2, Spellcraft +3, Spot +2. **Feats:** Power Attack, Sunder.

Unholy Spells (5/4/3): 0—cure minor wounds (x2), detect magic, read magic, resistance; 1st—bane, doom, protection from good; 2nd—bull's strength, desecrate, hold person.

Domain Spells (Death/Evil): 1st—cause fear; 2nd—death knell.

Special Domain Abilities: Acolytes of Orcus cast evil spells at +1 caster level. They may also use a death touch once per day (see SAs).

SA—Death Touch (Sp): Acolytes of Orcus must succeed at a melee touch attack against a living creature (using the rules for touch spells). They then roll 2d6. If the total equals or exceeds the creature's current hit points, it dies. No saving throw is allowed.

Possessions: +1 *heavy mace*, chainmail, large steel shield, three vials of *unholy water*, unholy symbol of Orcus, black robe emblazoned with the symbol of Orcus, a small sack with 4d10 gp.

Tactics: The priests attack any good-aligned creatures without mercy. However, if things go against the priests, Staurauth flees. Also, if the priests are aware of a good party approaching, they assist Balcoth in defeating it, and possibly vice versa. If pressed, they may parley with the PCs, surrendering some of their armor and lesser items to spare their own lives.

15–18. The Unused Rooms

These rooms all have locked doors. All are empty. The rooms are still rough and unfinished. This section was planned to be a new set of burial rooms, but the work was never completed. Each room contains rotted crates and barrels of spoiled food (there is a 1–4 on 1d20 chance of having **burrowing grubs** in the molding food) and water, as well as wine that has turned to vinegar, that was to sustain the builders. In addition, rotted piles of timber and stone working tools are also present. There is a chance (DM to determine) that 1d3 **acolytes of Orcus** can be found meditating in any of these empty rooms.

Level 3: The Greater Burial Chambers

This level consists of two things: the major burial areas of Thyr and Muir and a set of monster lairs. Except as noted, monsters are not always in their lair. This is very much a wandering monster level, as there is a large amount of monster activity here. Also, throughout the level are statues of creatures that the basilisk that resides on this level has turned to stone (see the sidebar).

1. The Huge Entry Cavern (EL 6)

This gigantic cavern is in parts over 130 feet wide. Also, it is over 100 feet high. There are, however, very few stalactites or stalagmites in this room; it is very open. There are spots of bat droppings on the floor in more than the usual concentrations. That is because of the monsters that dwell in 1A. When a party enters this room, 1d6 mobats from 1A come to examine their new meal.

Mobats: CR 3; SZ L Magical Beast; HD 4d10+12; hp 32; Init +6 (Dex); Spd 20 ft., fly 40 ft. (good); AC 18 (+3 natural, -1 size, Dex); Atk +9 melee (1d8+4, bite); Face 10 ft. x 5 ft.; SA sonic screech (all in 30 ft. spread Will save DC 15 or stunned for 1d3 rounds); SQ blindsight (120 ft.); AL N(E); SV Fort +7, Ref +10, Will +3; Str 17, Dex 22, Con 17, Int 6, Wis 14, Cha 6.

Skills: Listen +8, Move Silently +6, Spot +8. **Feats:** Flyby Attack, Weapon Finesse (bite). Mobats receive a +4 racial

Level 3: The Greater Burial Chambers

Difficulty: 5

Entrances: Stairs from level 1, stairs from level 2

Exits: None

Wandering Monsters: Lots. Once every 15 minutes or any time the PCs make substantial noise or ignite a new source of light, roll 1d20 on the following table:

1. 1d4 mobats
2. 1d2 su-monsters
3. 2d4 stirges
4. 1 ankheg
5. the basilisk
6. 1d4 carrion crawlers
- 7–20. No encounter

Shielding: Areas 12, 13 and 14 are encompassed by a lead box worked into the stone of the place so that the demon at area 14 cannot *teleport* too far away. This lead lining interferes with *teleportation* and other types of magical transportation.



bonus to Listen and Spot checks. These bonuses are lost if blindsight is negated.

Stone Statute: The first of the stone statues (see the sidebar) is present in this room.

1A. Mobat Lair (EL 8)

Here, hanging upside down, are **2d6 mobats**. Light disturbs them. On a 1–4 on 1d20 they fly away; otherwise they attack. They have no treasure.

Mobats: 32 hp; See area 1, above.

2. Cave Morays (EL 6–9)

Like the level above it, this level also has a gauntlet of **18 cave morays**. This time the gauntlet is in two places—the north passage being the most deadly. There are eighteen in all, five in the north passage and thirteen in the south. They feed on mobats, stirges and regular bats, and the occasional evil priest or adventurer. They have no treasure.

Cave Morays (18): CR 2; SZ M Vermin; HD 4d8+4; hp 22; Init +3; Spd 5 ft.; AC 18 (+5 natural, Dex); Atk +5 melee (1d6+3, bite); Face/Reach 5 ft. x 5 ft./10 ft.; SA ambush, charge, improved grab; swallow whole; SQ tremorsense, darkvision (60 ft.); AL N; SV Fort +5, Ref +4, Will +2; Str 14, Dex 17, Con 13, Int 2, Wis 13, Cha 10.

Skills: Hide +6, Intuit Direction +4, Listen +5. A cave moray receives a +4 bonus to Hide skills when in rocky or stony surroundings due to its coloration.

Note: See the **Monster Appendix** for more details on this new monster.

Experience: Remember that consciously avoiding these creatures can be worth XP as well. Use your discretion in this matter.

3. The Obelisks and the Brazen Portals (EL 5)

Set into the northern worked face of this cavern are two large brass portals, flanked by two large white marble obelisks. The brass doors are worked with celestial figures and the images of Thyr and Muir. The obelisks are inlaid with gold and silver runes and glyphs holy to Thyr and Muir. The portals and the obelisks have not been defiled.

Obelisks: The obelisks radiate Good, Law and magic. They are enchanted with a *forbiddance* spell so that only lawful good-aligned followers of Thyr or Muir may pass without suffering damage. All others are met as if with a *wall of force*.

Brass Doors: The doors themselves have no handle, lock or hinges. As a result of a ritual enchantment, the doors can be opened only by a lawful good-aligned follower of Thyr or Muir who casts *bleed* upon the doors and then utters a *command* that they open. The doors, too, are covered with a *forbiddance* spell, limiting them to lawful good-aligned characters.

Rat Tunnel: The only way to bypass these protections is to use the rat tunnel to the west from the cavern that leads to area 5.

Stone Statues

There are a number of statues throughout the level, as indicated on the map by uppercase letters. These figures can be revived with a *stone to flesh* spell, presuming the creatures restored in this fashion make an appropriate saving throw. If this is done, the DM must determine appropriate statistics and equipment. The statues are as follows:

- A. A human adventurer (Ftr4) holding a lantern and a sword, with a startled look on his face, facing the door to the south
- B. A dwarf (Bbn5) with an axe at his feet in the process of shielding his eyes
- C. A su-monster
- D. 8 dire rats
- E. An elf mage (Wiz3) with a staff raised
- F. A halfling thief (Rog4) in creep mode, with a dagger out and his cloak pulled tight around him
- G. 2 charging human fighters (Ftr2s) both with swords and shields raised, but not raised high enough
- H. A basilisk—someone got lucky
- I. A human cleric (Cle5 Thyr) holding up a holy symbol of Thyr, but trying (in vain) to avert his eyes
- J. An evil priest (Cle4 Orcus) with a look of fear on his face in the act of fleeing, but foolishly looking over his shoulder
- K. A human fighter (Ftr5) with a mirror in one hand and a sword in the other, wearing +2 *chainmail* that was, amazingly, not turned to stone. This fighter had the right idea, he just didn't count on the second basilisk. Chipping away the stone or turning the statue to mud allows the armor to be retrieved.
- L. A large monstrous spider
- M. A half-elf female Ranger (Rgr4) lying on her back with a look of terror on her face trying to scurry backward
- N. An elf bowman (Ftr5) in firing position
- O. A human mage (Sor6) with his back pressed to the wall

Experience: Opening the door earns the character a 200 XP individual award.

4. The Inner Sanctum and Final Resting Place of Flail the Great (EL 5)

Here, on the stone slab at the north end of the room lies the body of Flail the Great—a famous priest of Thyr—who was killed on a great holy quest. On either side of the corpse is a small altar covered with a square of pure silk on top of



which is an *ever-burning candle* (similar to an *everburning torch*).

The three other caskets in the room hold his followers, their names lost in time. The two tapestries depict Flail teaching Bannor to be a Paladin, and Flail and Bannor together with sword and staff raised in full splendor.

This room is covered with *hallow* and spell.

Sanctifying a Person as a Justicar of Muir: Flail was one of the few persons who in life knew the ritual to ordain a worthy candidate as a Justicar (see the Justicar Prestige Class download, available at www.necromancergames.com for more details).

If a *resurrection* spell is cast on the corpse of Flail, he rises as a spirit and completes the ritual necessary to sanctify a person as a Justicar and casts *holy word*, presuming the candidate is worthy to receive ordination. He may also set some task in the form of a *quest* upon the candidate. Once ordination is complete, he offers his blessing to the new Justicar and returns to his rest. There is no limit to the number of Justicars he will ordain, though each request requires a separate *resurrection* spell to be cast on Flail.

Obtaining Knowledge from Flail: If *resurrection* is cast on Flail as detailed above, characters may ask Flail a question in lieu of asking him to ordain a Justicar. He answers the questions of lawful good-aligned characters, though he may require some small quest. This could be a means for the characters to gain information regarding Abysthor and the monolith on the lower levels. Flail answers only six such questions in this fashion.

Secret Door: The secret door is *invisible*, requiring true sight or some other form of magic to locate. It, too, is sealed with a *forbiddance* spell and can be opened only by one of pure faith speaking the name "Flail."

Experience: Interaction with the ghost of Flail can earn quite a bit of XP for the party. Use your discretion. This tomb should not be troubled or desecrated in any way by any good-aligned character. Absent a quest or some other deific justification, any good-aligned character disturbing these sarcophagi or their contents loses 1,000 XP. Any lawful good-aligned character loses 2,000 XP and must do *atonement* prior to advancing in level.

5. The Hall of Glory

This room is filled with fourteen stone sarcophagi (see Standard Features) that contain the corpses of valiant warriors who have fallen in the service of Thyr and Muir. PCs can make a Knowledge (history or religion) check (DC 22) or Bardic Knowledge check (DC 18) to recognize the names of these lesser knights of legend. DMs are free to create these names as befits their campaign. The last sarcophagus, undistinguished from the rest, is the final resting place of Eric the Paladin.

Each corpse wears a suit of masterwork chainmail and bears a masterwork shield and a +1 *keen longsword*. Each wears a circlet of silver worth 50 gp.

This room, too, is under the effects of the *hallow* spell (see area 4).

The Tomb of Eric the Paladin: This tomb contains the remains of Eric the Paladin. He is armed and armored as detailed above with one exception: also within the tomb is his magical lance. The lance is a +3 *holy heavy lance*. The lance cannot be removed from these chambers without the permission of Flail (see area 4, above). If it is removed without Flail's permission, the lance becomes simply a +1 lance.

Rat Tunnel: A small rat tunnel, dug by dire rats, opens into this room from the cavern to the south. The tunnel is very small and passable only by Small characters wiggling on their stomachs.

Experience: Absent a quest or some other deific justification, any good-aligned character disturbing these sarcophagi or their contents loses 500 XP. Any lawful good-aligned character loses 1,000 XP, must do *atonement* prior to advancing in level and is *quested* to return any items taken.

6. Inner Tomb

Here, behind the secret door, rests Flail's parents—their bodies preserved in stone sarcophagi. This room, like areas 4 and 5, is covered by the *hallow* spell.

Experience: Any good-aligned character disturbing these sarcophagi or their contents loses 1,000 XP.

7. Inner Shrine

Here, on the north and south walls respectively, are statues of Thyr and Muir, and on the east wall is a small shrine and basin of holy water. Good spells are cast here at +2 caster level.

Experience: Any good-aligned character disturbing this shrine loses 1,000 XP.

8. The Corridor of Stalactites (EL 4)

This corridor is, as its name implies, full of stalactites. It is the playground for the su-monsters at 8A and B. There is a 1–8 on 1d20 chance that 1d4 **su-monsters** are here. The openings that lead to 8A and B are 30 feet off the ground, and the ceiling height is 35 feet. The stalactites hang down about 15 to 20 feet.

Su-Monsters: 30 hp; See area 8A, below.

8A. Lair (EL 6)

There are 1d4+1 **su-monsters** here.

Su-Monsters: CR 3; SZ M Magical Beast (4 1/2 ft. long); HD 5d10; hp 30; Init +6 (Improved Initiative, Dex); Spd 40 ft., climb 40 ft.; AC 16 (+4 natural, Dex); Atk +6 melee (1d4+1 [x4], claws) and +5 (2d4, bite); SA mind blast (Will save DC 16 or stunned for 3d4 rounds); SQ prehensile tail, darkvision (90 ft.); AL CN; SV Fort +4, Ref +6, Will +4; Str 12, Dex 14, Con 10, Int 10, Wis 16, Cha 12.

Skills: Climb +12, Hide +10, Listen +5, Move Silently +10, Spot +6. **Feats:** Dodge, Improved Initiative, Multiattack, Weapon Focus (Claw).

SA—Mind Blast (Sp): This attack is a cone 60 feet long. Anyone caught in the cone must make a Will save (DC 17) or be stunned for 3d4 rounds. Su-monsters use this power



to stun their foes while they hang from their prehensile tails prior to attacking with their razor-sharp claws.

SQ—Prehensile Tail (Ex): Su-monsters have a 10-foot-long prehensile tail that allows them to hang from trees and attack with all four claws as well as their bite in one round. A su-monster on the ground may attack only with two claws and his bite. They can also use their tail to retrieve and manipulate items. It is as dexterous as an additional hand.

Treasure: In the north end of the cave is a pile of treasure containing 3,507 sp, 2,411 gp, twelve gems worth 50 gp each, a +1 *flaming long sword* and a suit of +2 *full plate*.

8B. The Little Lair (EL₃)

There is a 1–10 on 1d20 that 1d2 su-monsters are here.

Su-Monsters: hp 30; See area 8A, above.

9. The Big and Wet Fungus Cave (EL₂)

This big cavern has several large columns and a large, glassy pool of water fed ever so slowly by water dripping from the ceiling. The walls and floor are covered with fungus of various shapes and sizes, from mold to mushrooms. There are no piercers in this room, though there are 6 **shriekers** of various sizes within the room (marked by blue dots on the map). Light within 30 feet and movement within 10 feet sets them off. When this occurs there is a 1–15 on 1d20 chance of an immediate wandering monster

other than mobats for each round of shrieking until one appears.

Shriekers (6): CR 1; SZ M Plant; HD 2d8+2; hp 11; Init –5; Spd 0 ft.; AC 13; Atk —; SA shriek; SQ plant; AL N; SV Fort +4, Ref —, Will –4; Str —, Dex —, Con 13, Int 1, Wis 2, Cha 1.

10. The Lair of the Basilisk Family (EL₅)

This cavern area always contains 1 **basilisk**. There is another, though he is encountered only as a wandering monster. If the wandering basilisk has not been killed before the party kills the basilisk in this room, he comes to help his mate in 2d5+5 rounds.

Basilisk: CR 5; SZ M Magical beast; HD 6d10+12; hp 45; Init –1 (Dex); Spd 20 ft.; AC 16; Atk +8 melee (1d8+3, bite); SA petrifying gaze (range 30 ft., Fortitude save DC 13 or turn to stone); SQ camouflage (+4 Hide); AL N; SV Fort +9, Ref +4, Will +3; Str 15, Dex 8, Con 15, Int 2, Wis 12, Cha 10.

Skills: Hide +4, Spot +5. **Feats:** None.

Treasure: The fat section of the southern spur of this cave holds their treasure: 6,914 sp, 105 ep, 21,396 gp, twelve gems worth 50 gp each, four gems worth 200 gp each, two pieces of jewelry worth 100 gp each and a 2,000 gp crown inlaid with gems, a *ring of freedom of movement*, a *scroll of 2 divine spells* (caster level 7, *divination*, *prayer*) and a pair of *gauntlets of ogre power*.

11. Worked Cavern (EL 4)

The east wall of this cavern has been worked and a door placed in it. The door contains a thin sheet of lead within it to contain the teleport ability of the demon at area 14, if released. The door is trapped with a *stinking cloud* trap. Further, the bands of the door are covered with *explosive runes* that are triggered if read.

Locked and Trapped Iron-Bound Wooden Door: 2 in. thick; Hardness 8; hp 30; Break (DC 30); Open Lock (DC 25). **Stinking Cloud Trap:** CR 2; releases *stinking cloud* as per spell; Search (DC 25); Disable Device (DC 25). **Explosive Runes:** CR 3; detonate if read (6d6 damage), reader gets no save, others within 10 ft. Reflex save (DC 15) for half.

12. The Old Wizard's Lair

There used to be quite a bit of magical equipment here, but Balcoth and Natasha have taken all of it. There are now only various broken instruments and paraphernalia in various states of disrepair.

Note: Areas 12, 13 and 14 are encompassed by a lead box worked into the stone of the place so that the demon cannot *teleport* too far away. This lead lining interferes with *teleportation* and other types of magical transportation.

13. The Secret Door and Inner Chamber (EL 4)

Natasha and Balcoth, in haste not to disturb the statue at area 14, never discovered the secret door to this room, and thus it is undisturbed.

Secret Door: Unlike the standard secret doors in the dungeon, this one is opened by stepping twice on a loose tile directly in front of the door, which causes it to slide up into the ceiling.

The room beyond is a library, which holds 75% of all 1st-level spells, 45% of all 2nd-level spells, 25% of all 3rd-level spells and 10% of all 4th-level arcane spells. The spells are contained in a total of thirty-eight volumes. Each volume has a page of *explosive runes* and is trapped with a *fire trap*.

Explosive Runes: CR 3; detonate if read (6d6 damage) reader gets no save, others within 10 ft. Reflex save (DC 15) for half.

Fire Trap: CR 4; detonate if opened (1d4+10 fire damage), no save and item is consumed; Search (DC 29); Disable Device (DC 29).

14. The Statue (EL 13)

This circular room is very dangerous. Within it is a statue of **Zraaln the type I "vrock" demon**. His name is carved minutely in the base of the statue in an ancient tongue. The room itself faintly exudes evil, and if a force of Good or powerful magic enters the room, the statue ani-

mates. It also animates if its name is read on the base of the statue. This demon was summoned and imprisoned here as a servant by the mage that previously occupied this area. The mage disappeared, lost on another plane, though his servant remains.

Zraaln the Type I "Vrock" Demon: CR 13; SZ L Outsider [Chaos, Evil]; HD 8d8+24; hp 60; Init +2; Spd 30 ft., fly 50 ft. (average); AC 25; Atk +11 melee (1d8+4 [x2], claws), +9 melee (1d6+2, bite), +9 melee (1d4+2 [x2], rake); Reach 10 ft.; SA spell-like abilities, dance of ruin, gating, screech, spores; SQ damage reduction (20/+2); cold, acid and fire resistance (20); darkvision; electricity and poison immunity; spell resistance (22); telepathy; AL CE; SV Fort +9, Ref +8, Will +8; Str 19, Dex 15, Con 17, Int 14, Wis 14, Cha 12.

Skills: Concentration +14, Hide +9, Knowledge (arcana) +12, Listen +13, Move Silently +13, Search +13, Sense Motive +13, Spellcraft +12, Spot +12. Vrocks gain a +8 bonus to listen and spot checks. **Feats:** Cleave, Multiattack, Power Attack.

Note: See the **MM**, page 45, for a detailed description of this demon's special powers.

15. Broken Ground

Here, the ground is newly unearthed as if digging or burrowing has recently taken place. When here, there is a 1–5 on 1d20 chance of encountering an **ankheg**. If someone walks on the ground, an ankheg appears in 1d8+4 rounds.

Ankheg: CR 3; SZ L Beast; HD 3d10+9; hp 30; Init +0; Spd 30 ft., burrow 20 ft.; AC 18; Atk +6 melee (2d6+7, bite plus acid); Face 5 ft. x 10 ft.; SA improved grab (hit with bite attack allows automatic bite and acid damage each round until killed or prey escapes), acid (1d4 acid damage in addition to bite); spit acid (30 ft. stream of acid deals 4d4 damage once per 6 hours); SQ tremorsense; AL N; SV Fort +6, Ref +3, Will +2; Str 21, Dex 10, Con 17, Int 1, Wis 13, Cha 6.

Skills: Listen +4.

16. Sinkhole Above

These areas contain small crevasses in the ceiling that link to the outside. They cannot be traveled by creatures of larger than Tiny. There is a 1–4 on 1d20 chance that there are **2d4 stirges** here.

Stirges: CR 1; SZ T Beast; HD 1d10; hp 6; Init +4; Spd 10 ft., fly 40 ft. (poor); AC 16 (12 if attached); Atk +6 melee (1d3, touch, plus attach and blood drain); Face/Reach 2 _ ft. x 2 _ ft./0 ft.; SA attach, blood drain (1d4 temporary Con per round); SQ darkvision (120 ft.); AL N; SV Fort +2, Ref, +6 Will +1; Str 3, Dex 19, Con 10, Int 1, Wis 12, Cha 6.

Skills: Spot +8 (acute sense of smell), Hide +14. **Feats:** Weapon Finesse (touch).

Level 4: The New Temple of Orcus

This level is the home of the new temple of Orcus, founded by Koraashag, from the dungeon of Rappan Athuk. A vision from his dark god commanded Koraashag to search for a “pit of the abyss” and there build a new temple. Finding the pit at area 14 and the chamber to the north, Koraashag carried out the wishes of his demonic master and built this temple. From here, he hopes to discover the Black Monolith and harness its power and lead an assault against the surface dwellers.

The more senior priests live in the complex proper. Most acolytes and visitors live in the outer caverns, where slaves and sacrifices are kept in a large pen. The priests employ zombies and font skeletons to do menial labor and act as guards. A gang of ogres serves as more formidable guards. Aside from the named priests on this level and any others detailed on other levels, there are a total of 9 priests, 14 lesser priests and 22 acolytes of Orcus on this level. There are a total of 10 zombie guards, 20 zombie servants and 20 font skeletons, as well as 6 ghouls, in addition to the gang of 9 ogres. Many of these creatures are encountered as wandering monsters. In addition, undead from other levels of the dungeon could be here for their own evil purpose, such as the shadows or Draeligor the wight from Level 1, or the ghouls or ghast from Level 2.

Ordinarily, the denizens of this level go about their normal daily routine: sacrificing slaves, whipping underlings, creating and controlling undead, plotting secret evils and taking part in worship at the whim of the more powerful priests. There is no set schedule of worship or sacrifice, nor are there set times where the various occupants can be found in certain locations. The level is, on the whole, quite chaotic—lorded over by the evil will of Koraashag.

Cries of pain from torture, sacrifice or “discipline” are not uncommon on this level.

1. Entrance Chamber (EL 2)

This carved chamber is illuminated by the glow of several smoky torches. The air here is thick and foul. There are always at least 3 **zombie guards** here, standing watch. Since nothing ever comes this way except priests from the surface, they are not very alert (–2 circumstance penalty). There is also a 1–5 on 1d20 chance that there are 1d3 **acolytes of Orcus** here. Two large tapestries—one depicting Orcus standing with his skull-tipped wand and one depicting Orcus surrounded by hordes of demons and undead—hang on the north and south walls.

Zombie Guards (3): CR 1; SZ M Undead; HD 2d12+3; hp 19; Init –1; Spd 30 ft.; AC 12; Atk +2 melee (1d6+1, scimitar, crit 18–20) or +2 melee (1d6+1, slam); SQ undead, partial actions only; AL CE; SV Fort +0, Ref –1, Will +3; Str 13, Dex 8, Con —, Int —, Wis 10, Cha 1.

Skills: None. *Feats:* Toughness.

Level 4: The New Temple of Orcus

Difficulty Level: 8 (16 at the temple)

Entrances: Stairs from the demon door on the Entrance Level, area 10; stairs from Level 2, area 25.

Exits: Crevasse above Level 5, area 24A; pit ledge leading to a passage to the underdark from area 14.

Wandering Monsters: Most monsters on this level are priests or their undead servants. Check for wandering monsters once every 10 minutes by rolling 1d20 on the following table:

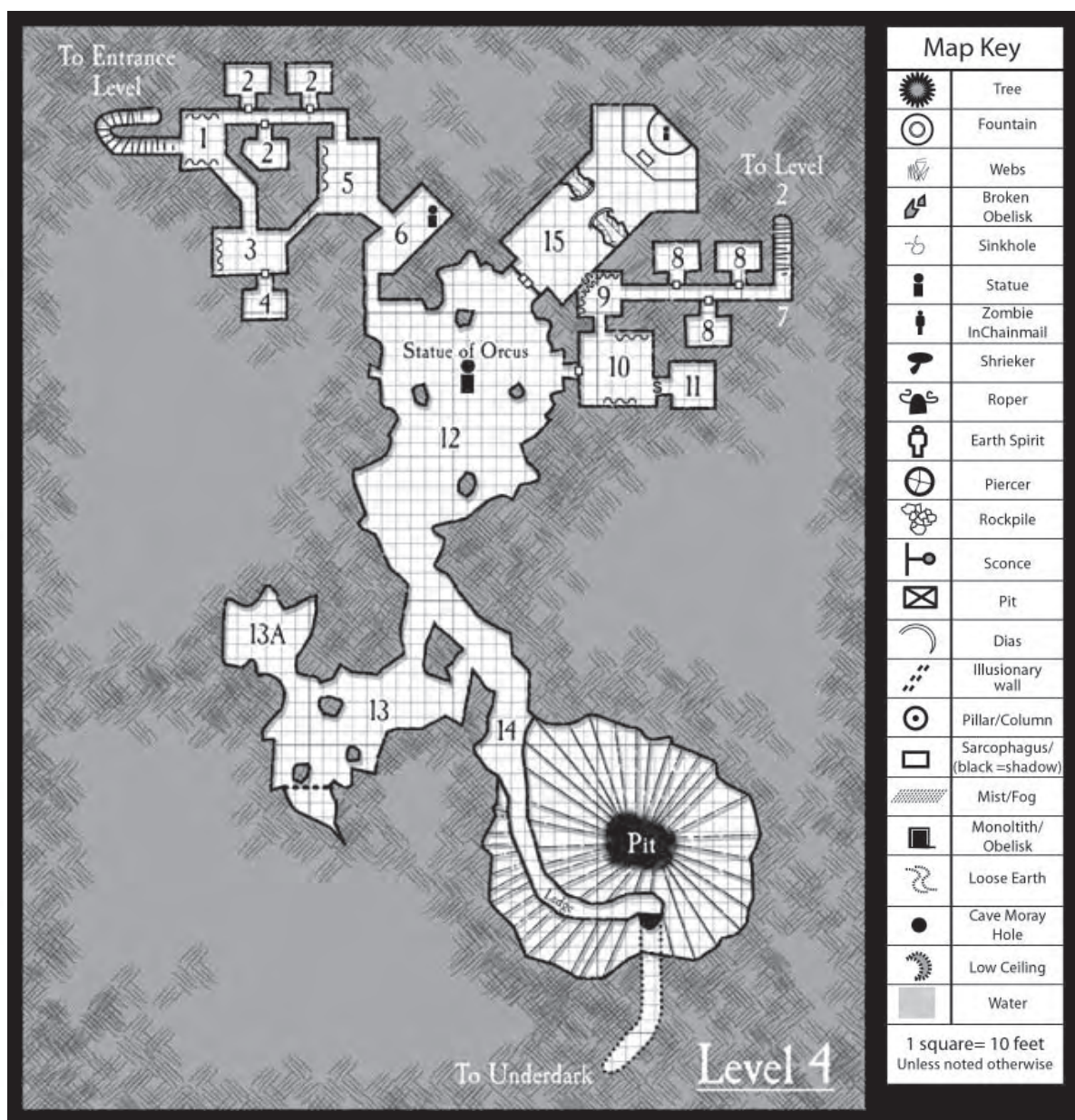
- 1–4. 1d3 **Acolytes of Orcus**, 50% chance accompanied by 1d6 **Font Skeletons**
- 5–6. 1d3 **Lesser Priests of Orcus**, 50% chance accompanied by 1d6 **Font Skeletons**
- 7. 1d4 **Zombie Guards**
- 8–10. 1d6 **Font Skeletons**
- 11. **Major Priest** (either Staurauth, Mazarbul, Koraashag or Tavik—if he is present), accompanied by 1d2 **ogre guards** (see area 15, below) and 1d4 **lesser priests**, 50% chance also accompanied by 1d8 **font skeletons** or **zombie guards**
- 12–14. 1d8 **Zombie Servants**
- 14–16. The PCs hear a shriek or cry of intense pain.
- 17–20. No encounter

Standard Features: This level is composed of cavernous areas and areas of worked stone. The caverns are all huge, filled with tall columns and wickedly sharp stalactites and stalagmites. The worked areas are all of carved stone, shaped by magic and evil. All the hallways and rooms bear demonic images as well as workings of the wand of Orcus. The images are grotesque, wholly evil and randomly placed. The air is thick and foul. All areas are lit by sputtering torches or by coal-filled braziers that give off a hellish glow.

Continuous Effects: The entire level is under the effects of an *unhallow* spell, centered on areas 12 and 15.

Possessions: Scimitar, small wooden shield.

Acolyte of Orcus, Cle2: CR 2; SZ M Humanoid; HD 2d8+4; hp 18; Init +1 (Dex); Spd 20 ft. (30 ft. base); AC 17 (+5 armor, +1 shield, Dex); Atk +3 melee (1d8+2, heavy mace) or +3 melee (death touch, target's armor is ignored); SA death touch, increased evil spells; SQ control undead, racial abilities; SV Fort +5, Ref +1, Will +6; AL CE; Str 14, Dex 12, Con 14, Int 12, Wis 16, Cha 12.



Skills: Concentration +1, Knowledge (Rappan Athuk) +3, Knowledge (religion) +4, Listen +2, Search +2, Spellcraft +1, Spot +2. **Feats:** Power Attack, Sunder.

Unholy Spells (4/3): 0—cure minor wounds (x3), resistance; 1st—bane, command, protection from good.

Domain Spells (Death/Evil): 1st—cause fear.

Special Domain Abilities: Acolytes of Orcus cast evil spells at +1 caster level. They may also use a death touch once per day (see SAs).

SA—Death Touch (Sp): Acolytes of Orcus must succeed at a melee touch attack against a living creature (using the rules for touch spells). They then roll 2d6. If the total equals or exceeds the creature's current hit points, it dies. No saving throw is allowed.

Possessions: Heavy mace, chainmail, small steel shield, three vials of *unholy water*, unholy symbol of Orcus, black robe emblazoned with the symbol of Orcus, a small sack with 4d10 gp.

Fooling the Guards: Because the zombie guards are beaten and dominated so cruelly by the priests of Orcus, they do not look directly at anyone appearing to be a priest. Thus, PCs gain a +2 submission bonus when trying to fool the zombies if disguised in evil priest garb. This bonus does not apply to any acolytes present. Anyone attempting to pass must show an unholy symbol of Orcus, regardless of any Disguise check. The zombies attack anyone not doing so.

Tactics: The zombie guards immediately cry out with a roar if the area is entered by anyone not identified as an evil priest (or someone on official business). See the sidebar "Alerting the Temple" for more details. The zombie guards immediately attack, as do any acolytes present.

2. Lesser Priests' Chambers (EL 7)

These spartan chambers are the bed chambers for 3 lesser priests of Orcus. There is a 1–5 on 1d20 chance for each priest that they are present. If they are not present,

they are attending service in area 15 or are on some errand. The rooms have cots and small chests, with effects including daggers, robes, small unholy symbols of Orcus and small idols.

Lesser Priest of Orcus, Cle4: CR 4; SZ M Humanoid; HD 4d8+8; hp 28; Init +2 (Dex); Spd 20 ft. (30 ft. base); AC 19 (+5 armor, +2 shield, Dex); Atk +6 melee (1d8+4, +1 heavy mace) or +6 melee (death touch, target's armor is ignored); SA death touch, increased evil spells; SQ control undead, racial abilities; SV Fort +6, Ref +3, Will +7; AL CE; Str 16, Dex 14, Con 14, Int 14, Wis 16, Cha 14.

Skills: Concentration +4, Knowledge (Rappan Athuk) +5, Knowledge (religion) +6, Listen +3, Search +2, Spellcraft +3, Spot +2. **Feats:** Power Attack, Sunder.

Unholy Spells (5/4/3): 0—cure minor wounds (x2), detect magic, read magic, resistance; 1st—bane, command, protection from good; 2nd—bull's strength, desecrate, hold person.

Domain Spells (Death/Evil): 1st—cause fear; 2nd—death knell.

Special Domain Abilities: Lesser Priests of Orcus cast evil spells at +1 caster level. They may also use a death touch once per day (see SAs).

SA—Death Touch (Sp): Lesser Priests of Orcus must succeed at a melee touch attack against a living creature (using the rules for touch spells). They then roll 4d6. If the total equals or exceeds the creature's current hit points, it dies. No saving throw is allowed.

Possessions: a +1 heavy mace, chainmail, a large steel shield, three vials of unholy water, an unholy symbol of Orcus, a black robe emblazoned with the symbol of Orcus, a small sack with 4d10 gp.

3. Minor Hall (EL 9)

This hall contains several tables and cots. There are always at least **2d4 acolytes of Orcus** present here. **Mazarbul**, the priest in charge of the acolytes, is also generally present here unless he is in the main temple area or on an errand (DM's discretion). A large tapestry depicting Orcus in his Palace of Bones adorns the west wall. There is a 1–4 on 1d20 chance that either some **zombie servants** or **font skeletons** are here doing menial tasks—cleaning, serving and so on.

Acolytes of Orcus, Cle2 (Orcus): 18 hp; See area 1, above.

Mazarbul, Master of Acolytes, Cle5 (Orcus): CR 5; SZ M Humanoid; HD 6d8+18; hp 50; Init +2 (Dex); Spd 20 ft. (30 ft. base); AC 19 (+5 armor, +2 shield, Dex); Atk +8 melee (1d8+4, +1 unholy heavy mace of shocking, +2d6 vs. good, +1d6 on critical hit) or +7 melee (death touch, target's armor is ignored); SA death touch, increased evil spells; SQ control undead, racial abilities (if half-orc); SV Fort +7, Ref +3, Will +7; AL CE; Str 16, Dex 14, Con 16, Int 16, Wis 17, Cha 16.

Skills: Appraise +4, Concentration +8, Diplomacy +5, Heal +6, Intimidate +7, Knowledge (arcana) +6, Knowledge (Rappan Athuk) +7, Knowledge (religion) +11, Scry +4, Search +4, Sense Motive +4, Spellcraft +5, Spot +4.

Feats: Expertise, Power Attack, Weapon Focus (heavy mace).

Unholy Spells (5/4/3/2): 0—cure minor wounds (x3), guidance, resistance; 1st—cure light wounds, command (x3); 2nd—bull's strength, hold person, silence; 3rd—contagion, dispel magic.

Domain Spells (Death/Evil): 1st—cause fear; 2nd—death knell; 3rd—animate dead.

Special Domain Abilities: Mazarbul casts evil spells at +1 caster level. He may also use a death touch once per day (see SAs).

SA—Death Touch (Sp): Mazarbul must succeed at a melee touch attack against a living creature (using the rules for touch spells). He then rolls 5d6. If the total equals or exceeds the creature's current hit points, it dies. No saving throw is allowed.

Possessions: +1 chainmail, a large steel shield, a +1 unholy heavy mace of shocking, an unholy symbol of Orcus, a prayer book, a fine black robe emblazoned with the symbol of Orcus.

4. Storage Chamber

This room contains barrels of water and foodstuff as well as timber and building tools. There is a small brick enclosure here in which food can be cooked. There are **2 zombie servants** here.

Alerting the Temple

If anyone raises an alarm, there is a strong chance it is ignored by all but those in adjacent rooms, as cries of terror and pain are not uncommon on this level. In addition, since the level is mostly unorganized, response to any alarm is sporadic and haphazard, until one of the more powerful priests is alerted, at which time his superior intellect allows for more ordered response.

Normally, cries of alarm are met by 1d2 lesser priests, 1d4 acolytes and 1d3 font skeletons, if nearby (check adjoining room keys). 1d3 zombie guards come lumbering along a few rounds later. Priests, however, are smart enough to send at least one of their number to alert others in the temple.

Once the more senior priests learn of intruders, they send several ogres (from area 13) and more undead to deal with the disturbance as well as a number of priests, lesser priests and acolytes. Koraashag and the head priests join in any encounter with intruders. They use all magic at their disposal.

If sorely pressed, they retreat to the cave outside the temple (area 12) and then to the temple itself (area 15), where they amass their forces against any final onslaught.

If there is an intrusion into the temple and the intruders retreat, undead guards are doubled at all entrances (areas 1 and 7) and 2 lesser priests are stationed at each location as well, along with an ogre.

Zombie Servants (2): CR 1; SZ M Undead; HD 2d12; hp 12; Init -1; Spd 30 ft.; AC 12; Atk +1 melee (1d4, dagger) or +1 melee (1d6, slam); SQ undead, partial actions only; AL CE; SV Fort +0, Ref -1, Will +3; Str 10, Dex 8, Con —, Int —, Wis 10, Cha 1.

Possessions: Stained leather serving smock, dagger.

5. Gathering Hall

This gathering hall holds many tables and chairs. The priests gather here for meals of vile rat porridge. It simmers in a cauldron in the northeast corner of the room. A large tapestry depicting the Wand of Orcus covers the west wall. There are always **1d4 lesser priests**, **2d4 acolytes** and **1d6 zombie servants** here at any time.

Acolytes of Orcus, Cle2: 18 hp; see area 1, above.

Lesser Priest of Orcus, Cle4: 28 hp; see area 2, above.

Zombie Servants: 12 hp; see area 4, above.

6. "Hall of Tortures"

This room is filled with frescoes detailing torture and death—to train the acolytes with a vision of the abyss and the hell that awaits them. A plaster statue of Orcus stands in one corner. There is a 1–5 on 1d20 chance that there are **1d3 acolytes** here.

Acolytes of Orcus, Cle2: 18 hp; see area 1, above.

7. Entrance Corridor (EL 2)

The stairs from Level 2 end here in this corridor. There are always **3 zombie guards** and **2 font skeletons** stationed here around the corner from the stairs. They act as do the guards at area 1. The skeletons, however, cannot be fooled by a disguise.

Zombie Guards (3): 19 hp; see area 1, above.

Font Skeletons (2): CR 1; SZ M Undead; HD 2d12; hp 16 each; Init +5; Spd 30 ft.; AC 14; Atk +2 melee (1d8+1, longswords) or +2 melee (1d4+1 [x2], claws); SQ undead, reduced damage (1 point from piercing, 1/2 from slashing); AL NE; SV Fort +0, Ref +1, Will +2; Str 12, Dex 12, Con —, Int —, Wis 10, Cha 10.

Skills: None. **Feats:** Improved Initiative.

Possessions: Small wooden shields and longswords.

8. Priest Quarters (EL 5–7)

These spartan rooms are similar to those occupied by the lesser priests (see area 2, above). They each house **2 priests of Orcus**. There is a 1–5 on 1d20 chance for each priest that they are present. If they are not present, they are attending service in area 15 or are on some errand. The rooms have cots and small chests, with effects including daggers, robes, small unholy symbols of Orcus and small idols.

Priest of Orcus, Cle5: CR 5; SZ M Humanoid; HD 6d8+18; hp 50; Init +2 (Dex); Spd 20 ft. (30 ft. base); AC 19 (+5 armor, +2 shield, Dex); Atk +8 melee (1d8+4, +1 unholy morningstar, +2d6 vs. good) or +7 melee (death touch, target's armor is ignored); SA death touch, increased evil spells; SQ control undead, racial abilities; SV

Fort +7, Ref +3, Will +7; AL CE; Str 16, Dex 14, Con 16, Int 16, Wis 17, Cha 16.

Skills: Appraise +4, Concentration +8, Diplomacy +5, Heal +6, Intimidate +7, Knowledge (arcana) +6, Knowledge (Rappan Athuk) +7, Knowledge (religion) +11, Scry +4, Search +4, Sense Motive +4, Spellcraft +5, Spot +4. **Feats:** Expertise, Power Attack, Weapon Focus (morningstar).

Unholy Spells (5/4/3/2): 0—cure minor wounds (x3), guidance, resistance; 1st—bane, cure light wounds, command, protection from good; 2nd—bull's strength, hold person, silence; 3rd—contagion, dispel magic.

Domain Spells (Death/Evil): 1st—cause fear; 2nd—death knell; 3rd—animate dead.

Special Domain Abilities: Priests of Orcus cast evil spells at +1 caster level. They may also use a death touch once per day (see SAs).

SA—Death Touch (Sp): Priests of Orcus must succeed at a melee touch attack against a living creature (using the rules for touch spells). They then roll 5d6. If the total equals or exceeds the creature's current hit points, it dies. No saving throw is allowed.

Possessions: *Masterwork chainmail*, a large steel shield, a +1 unholy morningstar, an unholy symbol of Orcus, a prayer book, a fine black robe emblazoned with the symbol of Orcus.

9. Foyer

This small room contains a number of hooks on which hang ceremonial robes and other ceremonial items, such as daggers and incense burners. A tapestry depicting Orcus accepting sacrifices adorns the west and north wall, to either side of the secret door that leads to area 15. The door itself is covered with a tapestry depicting the demonic skull of Orcus. This tapestry may be moved aside, allowing access to the secret door behind. A low, brass brazier filled with glowing coals sheds evil light here.

Secret Door: The secret door can be opened only by speaking the word "Orcus" in Abyssal.

10. Hall of Study (EL 6–9)

This hall contains several tables and several racks of books as well as a small statue of Orcus. A tapestry on the north wall depicts the destruction of a white marble temple by black-robed priests of Orcus, while a tapestry on the south wall depicts priests raising hordes of undead while Orcus looks on approvingly. There are always **1d3 priests of Orcus** here studying and praying to their evil god. There is also a 1–8 on 1d20 chance that there are **1d3 lesser priests** and the same chance that there are **1d4 zombie servants**.

Priests of Orcus, Cle5: 50 hp; see area 8, above.

Lesser Priest of Orcus, Cle4: 28 hp; see area 2, above.

Zombie Servants: 12 hp; see area 4, above.

Tomes: The books present are all written in Abyssal and deal with the worship of Orcus and other minor demons. They could have some value to sages, wizards or other evil

priests. They could also convey some information on banishing demons. There is no market value for such rare tracts. The DM should use his or her discretion in determining a value for them.

Secret Door (EL 5): The door to area 11, Koraashag's chamber, is locked (DC 30) and trapped. The door is covered with a permanent *invisibility purge*, meaning that any invisible creatures passing into the chamber are revealed. In addition, on the lintel above the door on the east side of the door are traced three *glyphs of warding*. They inflict blast damage to any person other than Koraashag who opens the door. All three glyphs discharge at once.

Note: Persons approaching from the west cannot see the *glyphs* since they are carved on the east side of the door, and thus cannot disarm them from that side.

Glyphs of Warding (blast): CR 5; no attack roll necessary (3 *glyphs* explode for 5d8 each); Will save (DC 15) for half damage; Search (DC 28); Disable Device (DC 28). The *glyphs* may be identified (with *read magic*) without triggering them with a successful Spellcraft check (DC 13).

II. Koraashag's Chamber (EL 10)

This chamber is more opulent than the spartan chambers of the other priests. Velvet hangings and tapestries—carried here from Rappan Athuk on the backs of slaves—cover the wall. A large bed and chest as well as a small desk and chair fill the room. The tapestries depict Orcus in his most demonic visage with Koraashag at his

right hand. Various personal effects and unholy items litter the room.

Though this is Koraashag's bed chamber, and he is frequently here when he is not in the temple at area 15, it is not his most private sanctuary. That sanctuary is located high in a cave on Level 5, at areas 26–27A.

Koraashag's statistics are provided at area 15.

Treasure: The bedding is of finest quality (worth 500 gp). The chest in the room is locked and ingeniously trapped. The chest's lock is exquisitely crafted and worth over 500 gp if it can be removed without being destroyed, though the key for it must also be available (it is kept on Koraashag's person). It would take a master craftsman weeks of study to create a key to fit the lock. The chest has a poison needle trap, but that trap is meant to be detected. If the poison needle trap is detected and disabled, this actually triggers the second trap (unless that second trap is also detected and disabled, which is nearly impossible without the key to the chest). This second trap is bypassed only by use of the lock's key (or by a rogue with otherworldly skills). Additionally, within the lid of the trap is a vial of poisonous gas that is released if the chest is broken with force. Inside the locked and trapped chest are silks and other finery (worth 500 gp) as well as 31,000 gp and seventy-eight gems of value from 10 to 100 gp each (DM to determine). Also within the chest is *book of vile darkness* and a *scroll of 4 divine spells* (caster level 18, *contingency*, *word of recall*, *heal* and *unholy word*). Koraashag treasures



this scroll and does not carry it on his person, nor would he use it in combat.

Locked and Trapped Wooden Chest: 1 in. thick; Hardness 5; hp 10; Break (DC 18); Open Lock (DC 30). **Poison Needle Trap:** CR 2; +8 melee (1, plus *greenblood oil*, Fort save DC 13, 1 Con/1d2 Con); Search (DC 22); Disable Device (DC 20). **Slay Living Trap:** CR 9; failing to detect and bypass this second trap or removal of the first trap causes the attempted opener to be stricken as per a *slay living* spell by a 12th-level caster (see spell for details); Search (DC 30); Disable Device (DC 35). **Cloudkill Gas Trap:** CR 7; opening the chest by force breaks a vial that releases gas that fills the room and acts as per a *cloudkill* spell by a 12th-level caster; Search (DC 30); Disable Device (DC 30).

12. Cavern of Orcus and Bronze Portals (EL 12)

This great cavern serves as the outer chamber of the temple of Orcus. The cavern reaches 100 feet in height. The ceiling of the cavern is filled with stalactites. Several large pillars formed of joined stalactites and stalagmites give the cavern a grand and ominous feel. The cavern itself is dominated by a huge statue of the demon prince standing upright and holding his wand above his head, his batlike wings fully spread. This statue was shaped from the black rock of the chamber by Koraashag using *stone shape*. Surrounding the statue, which towers some 30 feet tall, are a number of bronze braziers filled with coals that give off a hellish glow. Behind the statue are the great brass portals to the temple itself. In front of the statue is a rough black pit filled with bones of sacrifices.

This cavern is a hub of activity and is the common area of the temple, the carved areas reserved for the more important priests and for temple functions. The cavern itself is occupied mostly by acolytes. There are **2d8 acolytes** here at any time. The acolytes make their individual camps randomly around the statue, where they are constantly in devotion. There are always **1d8 zombie servants** here as well as **1d4 zombie guards**. There is also a 1–6 on 1d20 chance that there are **1d3 lesser priests** here, either disciplining the acolytes or conducting their own secret business. There is a 1–5 on 1d20 chance that there **1d6 font skeletons** present and the same chance that there are **1d3 ghouls** present, in various parts of the cavern. There is also a 1–4 on 1d20 chance that **1d2 ogres** are in the cavern, either coming or going from their lair at 13 to the temple at 15.

On very rare occasion (DM to determine), a small group of pilgrims either from another temple of Orcus or from some other chaotic evil deity are here visiting the temple. They make their camp near the great statue of Orcus.

Acolytes of Orcus, Cle2: 18 hp; see area 1, above.

Lesser Priest of Orcus, Cle4: 28 hp; see area 2, above.

Zombie Servants: 12 hp; see area 4, above.

Zombie Guards: 19 hp; see area 1, above.

Font Skeletons: 16 hp; see area 7, above.

Ghoul: CR 3; SZ M Undead; HD 2d12; hp 14; Init +2 (Dex); Spd 30 ft.; AC 14 (+2 natural, Dex); Atk +3 melee (1d6+1, bite, plus paralysis) plus +0/+0 melee (1d3, claws [x2], plus paralysis); SA paralysis (Fortitude save DC 14 or paralyzed for 1d6+2 minutes); SQ undead immunities, spawn; AL CE; SV Fort +0, Ref +2, Will +5; Str 13, Dex 15, Con —, Int 13, Wis 14, Cha 16.

Skills: Climb +6, Escape Artist +7, Hide +7, Intuit Direction +3, Jump +6, Listen +7, Move Silently +7, Search +6, Spot +7. **Feats:** Multiattack, Weapon Finesse (bite).

Ogres: 26 hp; see area 13, below.

Tactics: The occupants of this cavern do not expect any strangers. Thus, anyone entering this cavern is attacked immediately, though the occupants are momentarily unprepared and taken off guard by the presence of such unexpected intruders.

13. Far Cavern (EL 8)

This tall cavern is the home of a band of ogres, enlisted by Koraashag to the service of Orcus. They are fanatically loyal to the demon god and to Koraashag. They serve as guards to the temple. Between them, they have five suits of half-plate and take turns wearing the suits as their shift of guard duty begins. There is always **1 ogre guard** here with **1d3 ogres**. There are always **1d3 zombie guards** here as well. On a 1–4 on 1d20 there are also **1d4 acolytes** here. There are a total of 11 ogres, though there are no more than 4 here at any time. Two ogres are always at area 15, wearing two of the five sets of half-plate, while 2 more ogres are always at area 14, wearing two more of the five sets of half-plate. A fifth is always here, wearing the final suit of half-plate and guarding the slave pen (see below). The other ogres present are either eating or sleeping while off duty.

Ogre Guard in Half-Plate (1): CR 2; SZ L Giant; HD 4d8+8; hp 28; Init –1; Spd 30 ft.; AC 23 (as ogre, +7 for armor); Atk +8 melee (2d8+7, huge battle axe) or +1 ranged (2d6+7, huge longsword); Reach 10 ft. (15–20 ft. with longsword); AL CE; SV Fort +6, Ref +3, Will +1; Str 21, Dex 8, Con 15, Int 6, Wis 10, Cha 7.

Skills: Climb +5, Listen +3, Spot +3. **Feats:** Weapon Focus (greatclub).

Possessions: Half-plate armor, a huge battle axe, a huge longsword, a sack with a human skull and a hunk of uncooked meat, 3d20 gp, 2d20 sp.

Ogres: CR 2; SZ L Giant; HD 4d8+8; hp 28; Init –1; Spd 30 ft.; AC 16; Atk +8 melee (2d8+7, huge battle axe) or +1 ranged (2d6+7, huge longsword); Reach 10 ft. (15–20 ft. with longsword); AL CE; SV Fort +6, Ref +3, Will +1; Str 21, Dex 8, Con 15, Int 6, Wis 10, Cha 7.

Skills: Climb +5, Listen +3, Spot +3. **Feats:** Weapon Focus (greatclub).

Possessions: A huge battle axe, a huge longsword, a sack with a human skull and a hunk of uncooked meat, 3d20 gp, 2d20 sp.

Zombie Guards: 19 hp; see area 1, above.

Acolytes of Orcus, Cle2: 18 hp; see area 1, above.



Slave Pen: The southern spur of the cavern is walled off with stout wooden posts, into which is set a barred wooden gate. This pen holds humanoids captured in the underdark or purchased from orc or gnoll raiding bands from the surface. These creatures will become sacrifices to Orcus. At least one such creature is sacrificed every day. There are currently 2d10 humanoids from the surface (from pillaged villages or farms) and 1d10 humanoids from the underdark (gnomes or others captured by slavers and sold to the priests here). The gate is barred with a heavy wooden log, easily lifted by the ogres.

Wooden Slave Pen: 4 in. thick posts; Hardness 5; hp 40; Break (DC 23); Lift Bar (Str check DC 16, up to three creatures on the outside of the gate can add their Str bonus to the check; creatures within the pen are at -2 on the check).

Slaves: 1–6 hp each.

13A. Pool Cavern

The pool in this low cavern contains brackish water. It must be boiled to be consumed (except by the ogres, who drink it as it is) or the drinker suffers 1d3 temporary Con loss due to stomach illness.

There is a 1–5 on 1d20 chance that there are 1d3 **zombie servants** here fetching water for the priests. There is a similar chance that 1d2 **ogres** are here, drinking or bathing in the water.

Zombie Servants: 12 hp; see area 4, above.

Ogres: 26 hp; see area 13, above.

14. Stinking Pit (EL 5)

This cavern passage ends in a ledge that spirals down the inside of an abyss of unknown depths, leading to a cave mouth that leads to a passage to the underdark. The abyss is bottomless. Anyone falling into it is forever lost unless he or she has magical aid. The abyss itself emits foul smokes and vapors. All except ogres (who are used to such smells) passing through this room are afflicted as per a *stinking cloud* spell. The effect cannot be magically resisted or dispelled, though a save is allowed as per the spell. There are always **2 ogre guards in half-plate** here, guarding the entrance to the chambers to the north. They are stationed at the location of the number “14” on the map. The footing on the ledge that spirals into the abyss is treacherous, requiring a Balance check (DC 8) for any activity other than careful walking.

Ogre Guards in Half-Plate (2): 28 hp; see area 13, above.

Passage to the Underdark: The cave opening at the bottom of the spiraling ledge leads to a passage that connects with the labyrinthine web of passages that make up the underdark. The path eventually leads to a secret passage that links up with the lower levels of the famous dungeon of Rappan Athuk, though such a trek would require many weeks and great danger.

15. Temple of Orcus (EL 16)

Beyond the heavy brass portals lies the Temple of Orcus, built by Koraashag at the direction of his demonic deity. The temple chamber is split by a large crevasse, which opens up to Level 5 far below. The portion of the temple beyond the crevasse sits some 20 feet above the portion of the room south of the crevasse. The ceiling of the temple is over 50 feet high. The crevasse is spanned by a thick bridge of solid black stone. A row of glowing braziers line either side of the crevasse, filling the chamber with a hellish glow. Black candles of a most unholy aspect stand in long candleholders along either wall and flicker with a faint and evil light. Obscene censers issue forth foul smokes.

The portion north of the crevasse is dominated by a gold-plated and jewel-encrusted statue of a seated Orcus, his wand upraised in one hand and the other hand outstretched with an open palm facing upward, on which is set the heart and entrails of many sacrifices. Before the statue and on the same raised platform is an altar of black stone, stained even deeper with the crimson blood of hundreds of sacrifices. A large bronze brazier, full of burning coals, stands to either side of the statue of the demon prince.

Normally during rituals or functions, acolytes and servants remain in the lower portion of the temple below the chasm while the lesser priests and priests gather directly before the altar. The senior priests such as Koraashag (or any others with names) stand on the raised platform by the altar (thus benefiting from the *unholy aura* generated by the statue).

Magical Protections: The entire room is under the effect of an *unhallow* spell, as well as *invisibility purge* and *bless* (for followers of Orcus).

The Upper Platform: In addition to the spell effects above, all persons on the raised platform with the statue of Orcus are under an *unholy aura* spell.

The Crevasse and Bridge: The crevasse opens above area 24A of Level 5. Anyone falling into the crack falls 50 feet through stone before reaching the ceiling of Level 5, area 24A, and then falls 100 feet more to the cavern floor below—a total of 150 feet!

Crevasse (150 Feet Deep): CR 7; no attack roll necessary (15d6 damage), plus regardless of damage taken the character must make a massive damage save (Fortitude save DC 15) or die.

The Statue of Orcus: This hideous statue is covered in nearly 3,000 gp worth of gold plate and encrusted with one hundred gems worth 100 gp each. All are *cursed* and afflict anyone removing them with a *bestow curse* spell. In addition, the statue radiates *unholy aura* as detailed above.

The Shimmering Portal: Together, when the above priests chant for 1 hour in an obscene ritual and sacrifice a living humanoid, they can contact Orcus directly in his Palace of Bones in the Abyss through a shimmering portal that appears in the middle of the temple. He will speak with the gathering as per the *divination* spell. Using another variant of this ritual, the priests can communicate with each other through this shimmering portal over far distances. This means of communication is the way the priests of Orcus are able to coordinate their undead army in the upcoming Necromancer Games module *The Wrath of Orcus*.

Occupants: Normally present in the temple are Koraashag, the High Priest, 2 ogre guards in half-plate, 2 priests of Orcus, 2 lesser priests of Orcus, 2d6 acolytes of Orcus, 1d6 zombie guards, 1d6 zombie servants and 1d6 font skeletons. There are also always 1d4 shadows present. There may be more acolytes and lesser priests if a major service or sacrifice is taking place, in addition to ghouls or visitors from other levels of the dungeon. Also, Staurauth (see Level 2A, area 14) can be found here in the main temple during important rituals. Finally, Tavik—the evil priest from *The Crucible of Freya*—will also be here if he was driven off but not defeated by the PCs in that adventure. If present, Tavik has been severely reprimanded by Koraashag for his failures regarding the ruined keep (see *The Crucible of Freya* for more details), though he has gained 2 levels of experience.

Koraashag the High Priest of Orcus, male orc, Cle10: CR 11; SZ M Humanoid; HD 2d8+6 plus 10d8+30; hp 90; Init +1; Spd 20 ft. (base 30 ft.); AC 23 (+10 armor, +2 shield, Dex); Atk +13/+8 melee (1d8+6, +2 *unholy spiked keen heavy mace of the wraith*, crit 19–20, plus Fort save DC 14 or 1d6 Con drain—see sidebar) or +11 melee (death touch, target's armor is ignored); SA death touch, increased evil spells; SQ control undead, racial abilities; AL CE; SV Fort +10, Ref +4, Will +11; Str 18, Dex 12, Con 17, Int 15, Wis 19, Cha 17.

Skills: Concentration +10, Diplomacy +9, Heal +6, Intimidate +12, Knowledge (arcana) +10, Knowledge (religion) +12, Knowledge (demons) +9, Listen +5, Scry +8, Sense Motive +8, Search +4, Spellcraft +8, Spot +5; **Feats:** Alertness, Brew Potion, Leadership, Power Attack, Scribe Scroll.

Unholy Spells (6/5/5/4/4/2): 0—cure minor wounds (x2), detect magic, guidance, read magic, resistance; 1st—bane, cure light wounds, command (x3); 2nd—bull's strength, cure moderate wounds, enthrall, hold person, silence; 3rd—bestow curse, blindness/deafness, contagion, dispel magic; 4th—cure critical wounds, divination, poison, spell immunity; 5th—greater command, slay living.

Domain Spells (Death/Evil): 1st—cause fear; 2nd—death knell; 3rd—animate dead; 4th—unholy blight; 5th—circle of doom.

Special Domain Abilities: Koraashag casts evil spells at +1 caster level and may also use a death touch once per day (see SAs).

SA—Death Touch (Sp): Koraashag must succeed at a melee touch attack against a living creature (using the rules for touch spells). He then rolls 10d6. If the total equals or exceeds the creature's current hit points, it dies. No saving throw is allowed.

Possessions: +2 evil black full plate mail of arrow deflection, a masterwork large steel shield, a +2 *unholy spiked keen heavy mace of the wraith* (see Magic Appendix), a *ring of fire resistance*, a *cloak of the demon* (see Magic Appendix), two *potions of heal*, a *ring of spectral hand* (with 20 charges, see Magic Appendix), a masterwork unholy symbol of Orcus, black robes emblazoned with the symbol of Orcus, eight vials of *unholy water*, and the key to the chest at area 11.

Note: Koraashag, by the blessing of Orcus, has had a *contingent word of recall* spell placed on him. If ever he is reduced to 10 hit points or fewer, he is brought immediately to Level 5, area 27A, where he uses the healing available to him there. A lengthy and unholy ritual allowed Koraashag to be imbued with this ability.

Ogre Guards in Half-Plate (2): CR 2; SZ L Giant; HD 4d8+8; hp 28; Init -1; Spd 30 ft.; AC 23 (as ogre, +7 for armor); Atk +8 melee (2d8+7, huge battle axe) or +1 ranged (2d6+7, huge long spear); Reach 10 ft. (15–20 ft. with long spear); AL CE; SV Fort +6, Ref +3, Will +1; Str 21, Dex 8, Con 15, Int 6, Wis 10, Cha 7.

Skills: Climb +5, Listen +3, Spot +3. **Feats:** Weapon Focus (greatclub).

Possessions: Half-plate armor, a huge battle axe, a huge long spear, a sack with a human skull and a hunk of uncooked meat, 3d20 gp, 2d20 sp.

Acolytes of Orcus, Cle2: CR 2; SZ M Humanoid; HD 2d8+4; hp 18; Init +1 (Dex); Spd 20 ft. (30 ft. base); AC 17 (+5 armor, +1 shield, Dex); Atk +3 melee (1d8+2, heavy mace) or +3 melee (death touch, target's armor is ignored); SA death touch, increased evil spells; SQ control undead, racial abilities; AL CE; SV Fort +5, Ref +1, Will +6; AL CE; Str 14, Dex 12, Con 14, Int 12, Wis 16, Cha 12.

Skills: Concentration +1, Knowledge (Rappan Athuk) +3, Knowledge (religion) +4, Listen +2, Search +2, Spellcraft +1, Spot +2. **Feats:** Power Attack, Sunder.

Unholy Spells (4/3): 0—cure minor wounds (x3), resistance; 1st—bane, command, protection from good.

Domain Spells (Death/Evil): 1st—cause fear.

Special Domain Abilities: Acolytes of Orcus cast evil spells at +1 caster level. They may also use a death touch once per day (see SAs).

SA—Death Touch (Sp): Acolytes of Orcus must succeed at a melee touch attack against a living creature (using the rules for touch spells). They then roll 2d6. If the total equals or exceeds the creature's current hit points, it dies. No saving throw is allowed.

Possessions: A heavy mace, chainmail, a small steel shield, three vials of *unholy water*, an unholy symbol of Orcus, a black robe emblazoned with the symbol of Orcus, a small sack with 4d10 gp.

Lesser Priests of Orcus, Cle4 (2): CR 4; SZ M Humanoid; HD 4d8+8; hp 28; Init +2 (Dex); Spd 20 ft. (30 ft. base); AC 19 (+5 armor, +2 shield, Dex); Atk +6 melee (1d8+4, +1 heavy mace) or +6 melee (death touch, target's armor is ignored); SA death touch, increased evil spells; SQ control undead, racial abilities; AL CE; SV Fort +6, Ref +3, Will +7; AL CE; Str 16, Dex 14, Con 14, Int 14, Wis 16, Cha 14.

Skills: Concentration +4, Knowledge (Rappan Athuk) +5, Knowledge (religion) +6, Listen +3, Search +2, Spellcraft +3, Spot +2. **Feats:** Power Attack, Sunder.

Unholy Spells (5/4/3): 0—cure minor wounds (x2), detect magic, read magic, resistance; 1st—bane, command, protection from good; 2nd—bull's strength, desecrate, hold person.

Domain Spells (Death/Evil): 1st—cause fear; 2nd—death knell.

Special Domain Abilities: Lesser Priests of Orcus cast evil spells at +1 caster level. They may also use a death touch once per day (see SAs).

SA—Death Touch (Sp): Lesser Priests of Orcus must succeed at a melee touch attack against a living creature (using the rules for touch spells). They then roll 4d6. If the total equals or exceeds the creature's current hit points, it dies. No saving throw is allowed.

Possessions: A +1 heavy mace, chainmail, a large steel shield, three vials of *unholy water*, an unholy symbol of Orcus, a black robe emblazoned with the symbol of Orcus, a small sack with 4d10 gp.

Priests of Orcus, Cle5 (2): CR 5; SZ M Humanoid; HD 6d8+18; hp 50; Init +2 (Dex); Spd 20 ft. (30 ft. base); AC 19 (+5 armor, +2 shield, Dex); Atk +8 melee (1d8+4, +1 unholy morningstar, +2d6 vs. good) or +7 melee (death touch, target's armor is ignored); SA death touch, increased evil spells; SQ control undead, racial abilities; AL CE; SV Fort +7, Ref +3, Will +7; Str 16, Dex 14, Con 16, Int 16, Wis 17, Cha 16.

Skills: Appraise +4, Concentration +8, Diplomacy +5, Heal +6, Intimidate +7, Knowledge (arcana) +6, Knowledge (Rappan Athuk) +7, Knowledge (religion) +11, Scry +4, Search +4, Sense Motive +4, Spellcraft +5, Spot +4. **Feats:** Expertise, Power Attack, Weapon Focus (morningstar).

Unholy Spells (5/4/3/2): 0—cure minor wounds (x3), guidance, resistance; 1st—bane, cure light wounds, command, protection from good; 2nd—bull's strength, hold person, silence; 3rd—contagion, dispel magic.

Domain Spells (Death/Evil): 1st—cause fear; 2nd—death knell; 3rd—animate dead.

Special Domain Abilities: Priests of Orcus cast evil spells at +1 caster level. They may also use a death touch once per day (see SAs).

SA—Death Touch (Sp): Priests of Orcus must succeed at a melee touch attack against a living creature (using the rules for touch spells). They then roll 5d6. If the total equals or exceeds the creature's current hit points, it dies. No saving throw is allowed.

Possessions: Masterwork chainmail, a large steel shield, a +1 unholy morningstar, an unholy symbol of Orcus, a prayer book, a fine black robe emblazoned with the symbol of Orcus.

Zombie Guards: CR 1; SZ M Undead; HD 2d12+3; hp 19; Init -1; Spd 30 ft.; AC 12; Atk +2 melee (1d6+1, scimitar, crit 18–20) or +2 melee (1d6+1, slam); SQ undead, partial actions only; AL CE; SV Fort +0, Ref -1, Will +3; Str 13, Dex 8, Con —, Int —, Wis 10, Cha 1.

Skills: None. **Feats:** Toughness.

Possessions: Scimitar, small wooden shield.

Zombie Servants: CR 1; SZ M Undead; HD 2d12; hp 12; Init -1; Spd 30 ft.; AC 12; Atk +1 melee (1d4, dagger) or +1 melee (1d6, slam); SQ undead, partial actions only; AL CE; SV Fort +0, Ref -1, Will +3; Str 10, Dex 8, Con —, Int —, Wis 10, Cha 1.

Possessions: Stained leather serving smock, dagger.

Font Skeletons: CR 1; SZ M Undead; HD 2d12; hp 16 each; Init +5; Spd 30 ft.; AC 14; Atk +2 melee (1d8+1, longswords) or +2 melee (1d4+1 [x2], claws); SQ undead, reduced damage (1 point from piercing, 1/2 from slashing); AL NE; SV Fort +0, Ref +1, Will +2; Str 12, Dex 12, Con —, Int —, Wis 10, Cha 10.

Skills: None. **Feats:** Improved Initiative.

Possessions: Small wooden shields and longswords.

Shadows: CR 2; SZ M Undead [Incorporeal]; HD 3d12; hp 24; Init +2; Spd 30 ft., fly 40 ft.; AC 13; Atk +1 melee (strength drain, incorporeal touch attack); SA strength drain (1d6 temporary Strength damage); SQ incorporeal (only harmed by +1 or better magic weapons or magic), undead immunities, spawn, darkvision (60 ft.); AL CE; SV Fort +1, Ref +3, Will +4; Str —, Dex 14, Con —, Int 12, Wis 12, Cha 13.

Skills: Hide +8, Intuit Direction +5, Listen +7, Spot +7.

Tavik, Evil Priest of Orcus, Male Half-Orc, Cle6: CR 6; SZ M Humanoid (6 ft. 10 in.); HD 6d8+6; hp 40; Init +1; Spd 20 ft. (30 ft. base); AC 18; Atk +9 melee (1d8+4, +1 unholy skull-tipped spiked heavy mace) or +5 melee (death touch, target's armor is ignored); SA death touch; SQ control undead; SV Fort +6, Ref +3, Will +7; AL CE; Str 16, Dex 12, Con 12, Int 12, Wis 15, Cha 12.

Skills: Concentration +5, Diplomacy +6, Heal +4, Intimidate +5, Knowledge (Religion) +7, Search +2, Sense Motive +4, Spot +3. **Feats:** Power Attack, Weapon Focus (heavy mace).

Unholy Spells (5/4/4/2): 0—cure minor wounds (x3), guidance, resistance; 1st—bane, cure light wounds, command, protection from good; 2nd—bull's strength, hold person (x2), silence; 3rd—contagion, dispel magic.

Domain Spells (Death/Evil): 1st—cause fear; 2nd—death knell; 3rd—animate dead.

Special Domain Abilities: Tavik can cast evil spells at +1 caster level. He may also use a death touch once per day (see SAs).

SA—Death Touch (Su): Once per day, Tavik can make a melee touch attack against a living opponent. If successful, Tavik rolls 6d6. If the total equals or exceeds his opponent's current hit points, his opponent dies. No save.

Possessions: Blackened masterwork chainmail, a large masterwork metal shield bearing the device of Orcus, a +1 unholy skull-tipped spiked heavy mace, a *potion of cure serious wounds*, a *potion of neutralize poison*, *unholy water* (x6).

Tactics: Once attacked, Koraashag immediately uses his *cloak* and attempts to summon a **type I “vrock” demon**. He sends the ogres to attack the party. He commands the priests to attack the party also. Koraashag himself remains

back on the raised platform (remaining under the protection of the *unholy aura*) and use his *spectral hand* ring to cast *poison*, *bestow curse*, *inflict wounds* and *blindness/deafness* spells on intruders as well as *hold person* and *greater command*. If attacked by a mage, he most likely casts *spell immunity* either to *fireball*, *magic missile* or whatever other area of effect spell the mage used on the acolytes below. If engaged in melee, Koraashag relishes using his *slay living* spell and his death touch ability after softening up his foe with a few blows from his *wraith mace*. If the going gets tough for Koraashag, he teleports down into the crevasse and then uses his wings to fly down to Level 5, area 26, where he retreats to his hidden underground shrine. Remember, too, that Koraashag is under a *contingent word of recall* spell that transports him to Level 5, area 26 if his hit points are reduced to 10 or fewer. Any other senior priests (except Tavik) also remain on the raised platform, using their spell abilities and receiving the protection of the *unholy aura*. The ogres attack with directness, and the demons use their *teleport* ability to keep the party confused. They enjoy using magic or force to knock PCs into the chasm. The priests use their spells such as *bull's strength* on themselves, *command* and *hold person* on fighters and *silence* on any spellcasters before wading into combat. They attack with melee weapons to soften up their foes before using their death touch power. The priests and the demons attempt to throw any *held* intruders into the crevasse. If someone is thrown into the crevasse, Koraashag teleports and flies down to make sure he or she is dead, takes any valuable items and then returns to the fray. Zombies and skeletons attack mindlessly. If Tavik is present, he attacks the party with reckless abandon, hoping to have his revenge on the PCs and to regain his stature in the eyes of Koraashag.

Z'veerikrrrol, Type I “Vrock” Demon: CR 13; SZ L Outsider [Chaos, Evil]; HD 8d8+24; hp 60; Init +2; Spd 30 ft., fly 50 ft. (average); AC 25; Atk +11 melee (1d8+4 [x2], claws), +9 melee (1d6+2, bite), +9 melee (1d4+2 [x2], rake); Reach 10 ft.; SA spell-like abilities, dance of ruin, gating, screech, spores; SQ damage reduction (20/+2); cold, acid and fire resistance (20); darkvision; electricity and poison immunity; spell resistance (22); telepathy; AL CE; SV Fort +9, Ref +8, Will +8; Str 19, Dex 15, Con 17, Int 14, Wis 14, Cha 12.

Skills: Concentration +14, Hide +9, Knowledge (arcana) +12, Listen +13, Move Silently +13, Search +13, Sense Motive +13, Spellcraft +12, Spot +12. Vrocks gain a +8 bonus to listen and spot checks. **Feats:** Cleave, Multiattack, Power Attack.

Note: See the **MM**, page 45, for a detailed description of the demons' special powers.

Level 5: The Great Cavern and the Temple of the Frog

The tsathar—a vile subterranean race that worships the demon frog god, Tsathogga—control this level of the dungeon. Several huge caverns dominate the level; one includes an underground lake that is lorded over by the tsathar's main temple—the Temple of the Frog. In the lake and in the temple's breeding pits, the tsathar breed hundreds of loathsome, monstrous frogs that they let free to roam the level. A chasm in the ceiling of a cavern connects a portion of this level to the Temple of Orcus on Level 4, above.

Aside from Lokaug, the High Priest of Tsathogga, and any others detailed on other levels, there are a total of 14 frog-priests, 28 filth-priests, 42 supplicants and 38 tsathar scourges in total on this level. In addition, there are over 200 normal tsathar on this level.

Any party that attempts to take this level head-on is doomed. Stealth has to be the order of the day, as wiping out a whole colony of these creatures under unfavorable conditions is nigh impossible. If some tsathar are found dead or are missing, the rest blame the priests of Orcus for the trouble and do not even think it possible that an adventuring party is at work. At the DM's discretion, it is even possible that the PCs could open up hostilities between the tsathar and the priests of Orcus, using the two separate forces to wipe each other out. It is unlikely that the PCs can form an alliance with the inhuman tsathar, though creative use of *change self* and *tongues* spells may allow some chance.

Level 5: The Great Cavern and the Temple of the Frog

Difficulty Level: 10.

Entrances: Stairs from Level 1, crevasse from Level 4.

Exits: Hidden stairs to Level 5A, stairs to Level 6.

Wandering Monsters: The tsathar and their foul frogs very densely populate the huge caverns of this level. Every 15 minutes, or every time the party makes significant noise or light, roll 1d20 on the following table:

- 1–3. **1d6 Giant Dire Frogs**
4. **1d6 Giant Poisonous Dire Frogs**
5. **Tsathar Hunting Party** (1 tsathar filth-priest, 4 tsathar and 4 giant dire frogs, searching the level for food or heading to Level 6 to eat dire rats)
6. **A Group of Tsathar Pilgrims** (1 tsathar filth-priest, 2 tsathar supplicants and 1d6 tsathar, visiting the temple from the underdark, exploring the environs)
7. **1d2 Killer Frogs** that have gotten free from the breeding pits; there is a 1–8 on 1d20 chance that 1d6 tsathar scourges arrive 1d6 rounds later to recapture the rogue frogs.
8. **Tsathar Training Mission** (1 tsathar filth-priest, 1 tsathar scourge, 1 killer frog and 2 tsathar)
9. **Tsathar Patrol** (1 tsathar scourge, 4 tsathar, 1 killer frog and 2 giant dire frogs)
- 10–12. **Group of 1d6 Tsathar** traveling the caverns for their own purposes

13. **The Behir** from Level 6 (see Level 6, area 10 for details; only encountered in areas 15–17; otherwise no encounter)

14–20. No encounter

Standard Features: The entire level (except for areas 26 and 27) consists of stone caverns. The walls are always wet and slippery, due to the presence of the underground lake. The entire level seems to be covered with a coating of slime—though it does not extend to areas numbered 19 or higher. Climb checks in the slime-filled areas (areas 1–18) are at –4, and no running or combat is allowed without a Reflex save (DC 8) every round such activity is attempted. Failure results in the character slipping and falling. All denizens of this level are immune to this check, since they live in the slime. The lake itself glows with a faint, foul green phosphorescence, and the large idol of Tsathogga at area 4, which dominates the main cavern, radiates a faint, sickly green light.

Fungus covers most surfaces on this level: 20% of the fungus is edible, while 10% is poisonous (Fortitude save DC 16 or take 1d6 Con/1d6 Con). A Wilderness Lore check (DC 20, DC 14 for gnomes and other underground creatures) allows PCs to determine which are edible.

Continuous Effects: A majority of this level (areas 2–14) radiates *unhallow* due to the effect of the evil temple. *Detect evil* spells and paladin abilities fail to function in these portions of this level. The entire area registers as evil—such is the power of the idol of Tsathogga at area 4.



1. Stairs from Level 1

The walls and floors of this area are slime and fungus covered, in part due to the heat and humidity associated with the entirety of this level and in part due to the cultivation of such things by the local inhabitants. Molds and mushrooms sprout from every crack and crevice. A faint glow can be seen coming from area 4, across the fetid water of the lake (area 3). Its green-shaded light casts eerie shadows over the whole cavern.

PCs who hide and observe the area from this location are relatively unmolested (unless attacked by wandering monsters). From this entrance location, they can observe the goings on in areas 2, 3, 4 and 15 due to the ever-present greenish light from area 4. Because these stairs are almost never used, Hide checks in the area of the stairs are at +2.

2. Great Cavern

This cavern has a vaulted ceiling reaching 100 feet into the darkness above. In the north side of the cavern is a large, fetid lake smelling of swamp water and decay. Water drips from the ceiling in thick, gooey droplets, occasionally dripping on some creature below. Pale green light emanates from the idol at area 4, creating vast areas of shadow (+10 to Hide checks) and allowing vision to a range of 200 feet. The raised platform and statue in area 4 can be seen as dim outlines in the distance. As this area is heavily traveled, an immediate wandering monster check should be made as soon as the (relative) safety of area 1 is left.

The passage to the south from area 1 is dark and is bisected by water from the small pool at area 21A.

2A. Side Room and Hidden Stairs

Upon first glance, this is a normal empty, small side cave. It is unremarkable. The south wall, however, hides stairs to Level 5A—the location of the monolith and the major secrets of this dungeon.

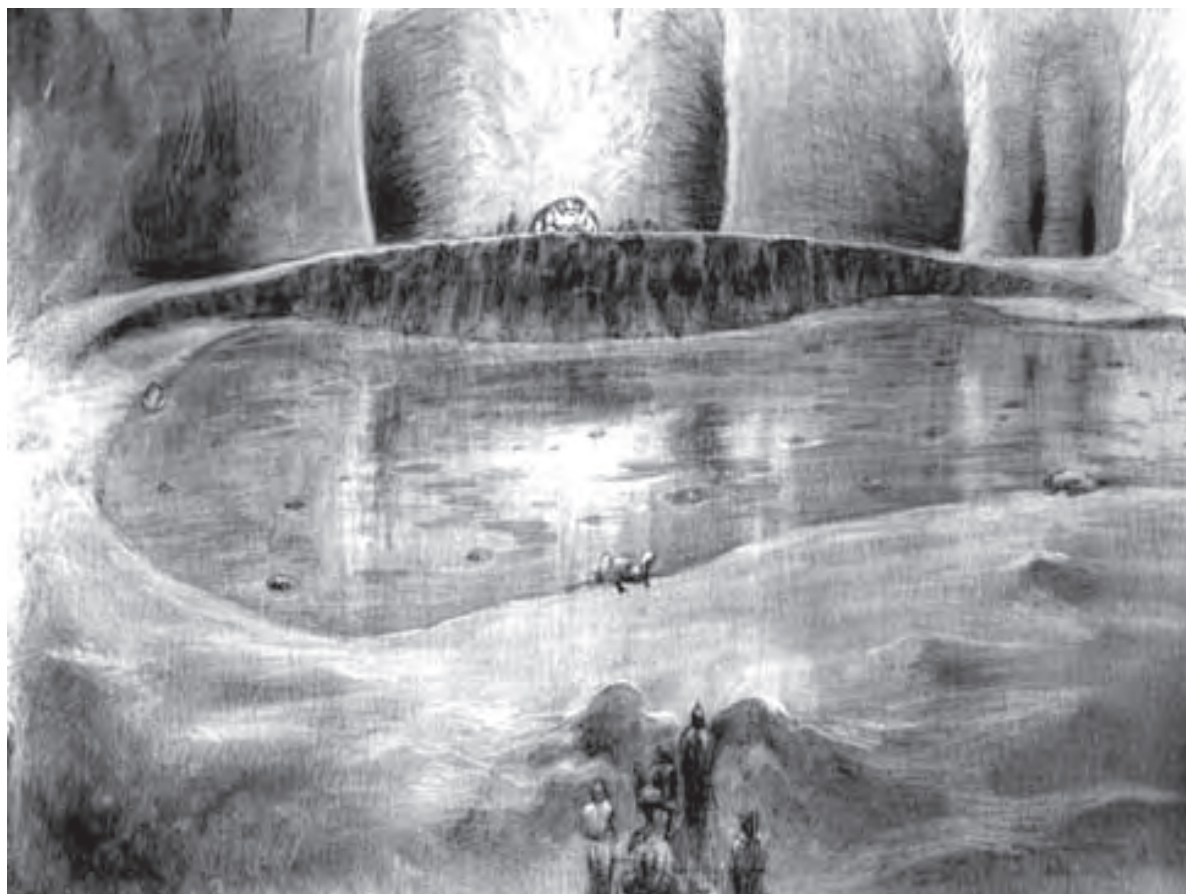
Hidden Stairs: Long ago, before the coming of the Temple of the Frog and before the founding of the burial halls, when the chambers containing *earth blood* were warded, this chamber was seen as the entrance chamber to the caves that led to the *earth blood* (Level 5A). The stairs to Level 5A were warded by a complex ritual cast by the high priests of the earth god, resulting in a strange and divine improved *illusory wall*. The section of wall indicated on the map with dashed lines is that wall. It does not radiate magic and cannot be detected in that fashion. It appears to be a wall even during scrying, as if under the effects of a *screen* spell. Even those physically interacting with the wall cannot normally detect it as an illusion. Unless disbelieved (see below), the wall remains real. Objects strike it and bounce off.

Detecting the Wall: The wall can be detected only if successfully disbelieved. Disbelief, however, requires more than some speculative guess or random search. To allow a disbelief roll (Will save DC 25), the viewer must have some tangible and articulable reason why he or she believes that a passage extends from this room. For example, if the characters were led to this location by a spell such as *find the path* or some other similar spell and thus have a belief that the path continues on past this cave, or if they

see someone who knows the wall is an illusion pass through the wall, they may qualify to make a save to disbelieve. Similarly, speaking with the spirit of Flail, reading Koraashag's journal or capturing and successfully interrogating Lokaug or one of the frog-priests (though neither Lokaug nor the frog-priests reveal this information unless magically compelled, even on threat of death or torture) about the location of the Black Monolith leads to this cave and allows an opportunity to disbelieve the wall. Unless these conditions or similar conditions are met, the wall cannot be detected. Even *true seeing* or a *ring of x-ray vision* does not reveal the wall. The bottom line is this: random search—regardless of the magic used—does not reveal the wall. To earn a disbelief roll, the person must *know* that a passage leads from this room. A person gets only one roll to disbelieve. If failed, he or she can never pass through the *illusory wall*.

3. The Underground Lake of Filth (EL 10)

This lake contains foul, desecrated water fit only for swamp dwellers and other disease-ridden beasts. Bacteria in the lake give off a faint phosphorescent light, creating the look of an evil-looking, algae-filled swimming pool. The lake and bacteria give off a foul smell of sulfur and rotting organic material, creating a *stinking cloud* effect within 15 feet of the shore (Fortitude save DC 12 or affected as per spell). This lake covers much of this level, extending off the map edge to both the northeast and



northwest. To the northeast, the lake eventually exits these caverns under the lakeshore of Crystal Lake (located on the Wilderness Map). Swimming to the outside requires some magical means of breathing underwater, as it is too far a swim to make without such means. This lake is used by the tsathar to house their many foul frogs. The lake is full of **giant frogs** and **giant dire frogs**—both poisonous and nonpoisonous. The special frogs, such as killer frogs, do not live here. 3d6 giant dire frogs immediately attack any nonfrog or nontsathar swimming in the lake—it is like a pond of piranha. They do not eat each other, unless one is wounded (see below). The shores of the lake are thick with mud and filth. Movement along the shores is at 1/2 speed due to the suction and slippery conditions created by this mud.

Giant Frogs: CR 1; SZ S Animal; HD 2d8+2; hp 10; Init +2; Spd 15 ft., swim 30 ft.; AC 13 (+1 natural, Dex); Atk +0 melee (1d6, bite) or +2 ranged touch (0, tongue, see SA); Reach 10 ft. with tongue; SA adhesive tongue; swallow whole; leap (20 ft. horizontally, 8 ft. vertical as charge attack); SQ low-light vision; AL N; SV Fort +1, Ref +4, Will +2; Str 11, Dex 14, Con 13, Int 1, Wis 14, Cha 4.

Skills: Hide +13, Listen +5, Spot +5. **Feats:** Weapon Finesse (tongue). Due to their coloration, giant frogs receive a +4 racial bonus to Hide checks.

Poisonous giant frogs, which have a less toxic poison than their more dangerous relatives, have SA—*Poison (Ex)*: Fortitude save DC 11 if bitten or suffer 1d4/1d4 temporary Dex damage.

Giant Dire Frogs: CR 2; SZ M Animal; HD 3d8+6; hp 18; Init +7; Spd 20 ft., swim 40 ft.; AC 16 (+3 natural, Dex); Atk +5 melee (1d6+4, bite), SA leap (30 ft. horizontal, 10 ft. vertical as charge attack), improved trip, rake (+6/+6 melee for an additional 1d6+1 damage each against tripped opponents), adhesive tongue, swallow whole; SQ low-light vision; AL NE; SV Fort +5, Ref +6, Will +1; Str 14, Dex 16, Con 14, Int 2, Wis 14, Cha 11.

Skills: Hide +9, Listen +6, Spot +6, Swim +10. **Feats:** Improved Initiative, Weapons Finesse (tongue), Weapon Focus (bite). Due to their coloration, giant dire frogs receive a +4 racial bonus to Hide checks.

Poisonous versions of the giant dire frogs have SA—*Poison (Ex)*: Fortitude save DC 18 if bitten, 12 if touching its skin or suffer 1d6/1d6 temporary Str damage.

Feeding: Because there are so many frogs (literally hundreds fill the lake), the priests catch a number (about ten to fifteen) each day, gut them and toss them into the pits at area 4. This is a daily ritual. The frogs eat the ones that have been killed in this manner. Thus, because they do not eat each other unless fed by the priests as described, the frog population has the strange capacity to sustain its own booming population.

Traveling beneath Other Chambers: Note that the lake runs beneath many of the rooms in the northwest portion of the level. The lake—when beneath other chambers—is either fully submerged or has a ceiling of only a foot or two above the level of the water. No meaningful transportation can be had across the surface of the lake when not exposed in a larger chamber.

DM Note: Players coating themselves with mud and slimy water loses 10 points of Charisma to nontsathar while coated. However, they also become invisible to the dire frogs on this level for 1d10+10 minutes after coating themselves with muck, as they are rendered “kindred spirits” by their stench. Likewise, the frogs do not notice *invisible* or hiding characters for 1d20+30 minutes after coating themselves, as the smell of fresh meat is overwhelmed by the stench of the muck.

4. The Temple of the Frog (EL 15)

This is the outer entrance to the Temple of the Frog. There is a huge statue of Tsathogga here, in the form of a hugely fat, grotesque humanoid toad with great fangs and huge talons attached to each of his six legs. The statue stands (or rather squats) 40 feet tall. The statue of Tsathogga is made of a foul green stone from the plane of Tarterus. It feels like some type of alien soapstone (see free download “Gods and Demons of the Necromancer Game World,” available at www.necromancergames.com for more details).

This place is very busy at all times. There are always at least 1d4 **tsathar filth-priests**, 2d6 **tsathar supplicants** and 2d8 **normal tsathar** here, taking turns bringing up slime and filth from the shores of the lake and rubbing it over the surface of the idol, while the priests and supplicants cast *curse water* and gesticulate in random worship of their uncaring god. These tsathar are quite occupied by their work and are at –5 on their Spot checks to notice intruders.

In addition to the priests, supplicants and normal tsathar, there are occasionally groups coming and going along the path from area 4 to area 15 and on to the underdark. This temple—though far from the nearest population of tsathar—is a site of major importance to this race. It is not uncommon for tsathar merchants or pilgrims to trek to this shrine, nor is it uncommon for traders or priests to leave from this shrine accompanied by several of the foul frogs bred here—particularly the killer frogs—and several tsathar scourges.

Unhallow and Dispel Good: The area radiates evil because it is under the effects of an *unhallow* spell, as detailed above. In addition, all areas within 50 feet of the statue are under the effects of *dispel good*. If intruders attack this temple area, two of the acolytes flee to area 12 to get aid.

Tsathar Filth-Priests Cle5: CR 6; SZ M Monstrous Humanoid; HD 2d8+2 plus 5d8+10; hp 45; Init +7, Spd 30 ft., swim 30 ft.; AC 22 (+4 natural, +3 Dex, +5 armor); Atk +7 melee (1d8+3, +1 *shortspear*, crit x3, range 20 ft.) or +6 melee (net, special, range 10 ft.) or +7 melee (1d4+2, *keen kukri*, crit 15–20) or +6 melee (1d6+2 [x2], claws) and +5 melee (1d3+2, bite); SA leap (30 ft. horizontal, 10 ft. vertical as charge attack); SQ amphibious, darkvision (90 ft.), implant, light blindness, scent, slimy, summon slaad; AL CE; SV Fort +6, Ref +7, Will +10; Str 14, Dex 16, Con 14, Int 12, Wis 16, Cha 12.

Skills: Animal Empathy +6, Climb +5, Concentration +6, Handle Animal (frog) +6, Heal +2, Hide +5, Jump +8, Knowledge (arcana) +2, Knowledge (religion) +4, Listen



+3, Move Silently +3, Search +2, Spellcraft +2, Spot +3, Swim +6. *Feats*: Improved Initiative, Alertness, Brew Potion, Weapon Finesse (kukri).

Unholy Spells (5/4/3/2): 0—cure minor wounds, detect magic, guidance, read magic, resistance; 1st—bane, command, cure light wounds, curse water; 2nd—bull's strength, death knell, speak with animals; 3rd—dispel magic, prayer.

Domain Spells (Destruction/Water): 1st—obscuring mist; 2nd—shatter; 3rd—contagion.

Domain Abilities: Filth-priests may Smite Good once per day, with a +4 to attack and +5 damage. Filth-priests can turn fire creatures and command water creatures (including monstrous frogs) as a cleric turns or commands undead up to three times per day + Cha modifier.

Languages: Tsathar, Abyssal, Slaad, Undercommon.

Possessions: +1 Studded leather armor (made from giant dire frog hide), a small wooden shield, a +1 shortspear, a net, a keen kukri, a soapstone symbol of Tsathogga, three potions of cure light wounds, a scroll of 2 divine spells (bless, contagion).

Tsathar Supplicants Cle1: CR 2; HD 2d8+2 plus 1d8+1; hp 18; Init +6, Spd 30 ft., leap 30 ft.; AC 19 (+4 natural, +3 armor, Dex); Atk +3 melee (1d8+2, shortspear, crit x3, range 20 ft.) or +3 melee (net, special, range 10 ft.) or +4 melee (1d4+2, kukri, crit 18–20) or +3 melee (1d6+2 [x2], claws) and +2 melee (1d3+2, bite); SA leap (30 ft. horizontal, 10 ft. vertical as charge attack), smite good; SQ amphibious, darkvision (90 ft.), implant, light blindness,

scent, slimy; AL CE; SV Fort +3, Ref +5, Will +7; Str 14, Dex 14, Con 12, Int 12, Wis 14, Cha 12.

Skills: Animal Empathy +4, Climb +5, Concentration +2, Handle Animal (frog) +4, Heal +2, Hide +5, Jump +8, Knowledge (arcana) +2, Knowledge (religion) +4, Listen +3, Move Silently +3, Search +2, Spot +3, Swim +6. *Feats*: Alertness, Improved Initiative, Weapon Finesse (kukri).

Unholy Spells (3/2): 0—cure minor wounds, guidance, resistance; 1st—command, curse water.

Domain Spells (Destruction/Water): 1st—obscuring mist.

Domain Abilities: Supplicants of Tsathogga may Smite Good once per day, with a +4 to attack and +1 damage. Supplicants of Tsathogga can turn fire creatures and command water creatures (including monstrous frogs) as a cleric turns or commands undead up to three times per day + Cha modifier.

Languages: Tsathar, Abyssal, Undercommon.

Possessions: Studded leather armor (made from giant dire frog hide), a shortspear, a kukri, a net, a soapstone symbol of Tsathogga.

Tsathar: CR 1; SZ M Monstrous Humanoid; HD 2d8+2; hp 12; Init +6, Spd 30 ft., swim 30 ft.; AC 18 (+4 natural, +2 Dex, +2 armor); Atk +3 melee (1d8+2, shortspear, crit x3, range 20 ft.) or +3 melee (net, special, range 10 ft.) or +3 melee (1d4+2, kukri, crit 18–20) or +3 melee (1d6+2 [x2], claws) and +2 melee (1d3+2, bite); SA leap (30 ft. horizontal, 10 ft. vertical as charge attack); SQ amphibious, darkvision (90 ft.), implant, light blindness, scent,

slimy; AL CE; SV Fort +1, Ref +5, Will +4; Str 14, Dex 14, Con 12, Int 12, Wis 12, Cha 12.

Skills: Animal Empathy +2, Climb +5, Handle Animal (frog) +2, Hide +5, Jump +8, Listen +3, Move Silently +3, Search +2, Spot +3, Swim +6. **Feats:** Alertness, Improved Initiative.

Languages: Tsathar.

Possessions: A shortspear, a net, a kukri, leather armor (made from cured giant frog hide).

Note: See the Monster Appendix for more details on this new monster race.

4A. The Pits (EL 10)

On the plateau of the temple in front of the statue itself are a number of pits that descend down into the lake that runs below. This is where sacrificed frogs (see above) are tossed to feed the frogs in the lake. Any other nontsathar sacrifices (such as captured PCs) are also thrown into these pits to be eaten by the frogs. The frogs are trained that they can eat anything thrown into these pits—even their own kind or tsathar if they fall into the pits by mistake. There are 3d6 giant dire frogs and 1d6 giant poisonous dire frogs within the vicinity of each pit.

Giant Dire Frogs: 18 hp; see area 3, above. Poisonous frogs have SA—Poison (Ex): Fortitude save DC 18 if bitten, 12 if touching its skin or suffer 1d6/1d6 temporary Str damage.

5. Shore of Filth (EL 8)

This shore of the lake for some reason is particularly caked with filth, as if all the excrement of the frogs and tsathar collects here. The Tsathar use this as a waste area. They cart the waste up the ramp to area 4, where priests and others spread the filth on their foul idol, mimicking how Tsathogga lives in his plane of slime. There are always 2d6 normal tsathar here as well as 2d6 giant poisonous dire frogs, lounging in the filth.

Tsathar: hp 12; see area 4, above.

Giant Poisonous Dire Frogs: 18 hp; see area 3, above.

6. Tsathar Living Area (EL 10)

Both wings of this cave and its attendant portion of the lake are the dwelling place of all nonpriest Tsathar. There are approximately 60 tsathar here, along with an equal number of noncombatant children. They swim in the portion of the lake at area 6A. They have no treasure. If faced by a powerful opponent, the noncombatants flee to the edge of the lake, while the 60 male tsathar fight. Combat in this area draws all priests and frogs from areas 4 and 9–13 within minutes of first blood being drawn. Anyone attempting to end the tsathar threat here is in real trouble.

Tsathar (60+): hp 12; see area 4, above.

6A. Pool (EL 8)

The tsathar use this pool for “recreation.” It lies at the foot of a ledge some 20 feet below area 6. The pool is about 20 feet deep in this area. Since it links to the lake at area

4, it contains giant frogs and giant dire frogs, as detailed at area 3, above. This pool is not used for breeding.

Giant Frogs: hp 10; see area 3, above.

Giant Dire Frogs: hp 18; see area 3, above.

7. Breeding Den (EL 8)

This room is used to breed the frogs that the tsathar use to reproduce—which they do by implanting into a frog an egg that grows and hatches (see the description of the tsathar in the Monster Appendix for more details). There are 4d10 giant dire frogs and 2d6 tsathar here at all times.

Giant Dire Frogs: 18 hp; see area 3, above.

Tsathar: 12 hp; see area 4, above.

8. Fungus Garden (EL 4)

This area is another location where the tsathar have carted some of their filth. They use it to grow mushrooms and other fungi. Behind the fungus garden is the sinkhole (area 20). There are usually (50%) 2d4 tsathar here at any time harvesting various fungi.

Tsathar: 12 hp; see area 4, above.

9. Inner Breeding Pits (EL 10)

This pool is used to breed the giant poisonous dire frogs. There are currently 24 giant poisonous dire frogs being trained here. They take special handling—though not as much as the killer frogs. 3 filth-priests, 5 tsathar supplicants and 8 tsathar scourges oversee the breeding of these particular frogs.

Tsathar Filth-Priests (3): 45 hp; see area 4, above.

Tsathar Supplicants (5): 18 hp; see area 4, above.

Tsathar Scourges (8): CR 2; SZ M Monstrous Humanoid; HD 4d8+8; hp 26; Init +6; Spd 30 ft., swim 30 ft. (see SA); AC 19 (+4 natural, +2 Dex, +3 armor); Atk +5 melee (1d8+2, shortspear, crit x3, range 20 ft.) or +5 melee (net, special, range 10 ft.) or +5 melee (1d4+2, kukri, crit 18–20) or +6 melee (1d6+2 [x2], claws) and +5 melee (1d3+2, bite); SA leap (30 ft. horizontal, 10 ft. vertical as charge attack); SQ amphibious, darkvision (90 ft.), implant, light blindness, scent, slimy; AL CE; SV Fort +3, Ref +7, Will +6; Str 14, Dex 14, Con 14, Int 12, Wis 14, Cha 14.

Skills: Animal Empathy +8, Climb +5, Handle Animal (frog) +12, Hide +5, Jump +8, Listen +6, Move Silently +3, Search +2, Spot +3, Swim +6. **Feats:** Alertness, Improved Initiative, Skill Focus (Handle Animal).

Languages: Tsathar, Abyssal.

Possessions: A shortspear, a net, a kukri, an iron badge of station, studded leather armor (made from giant dire frog hide).

Note: See the Monster Appendix for more details on this new monster race.

Giant Poisonous Dire Frogs (24): 18 hp; see area 3, above.

10. Priests' Quarters (EL 12)

The priests and supplicants of Tsathogga sleep here. There are 6 frog-priests, 15 filth-priests and 30 supplicants

in total, and there are **1d4 frog-priests**, **2d6 filth-priests** and **2d8 supplicants** here at any time. Tsathogga is a chaotic and uncaring god, so there is no rigorous hierarchy as for sleeping arrangements, though priests do not usually share living space with nonpriests. They have no treasure, though each possesses a small soapstone statue of Tsathogga.

Tsathar Frog-Priest Cle7: CR 8; SZ M Monstrous Humanoid; HD 2d8+6 plus 7d8+21; hp 62; Init +7, Spd 30 ft., swim 30 ft.; AC 23 (+4 natural, +3 Dex, +6 armor); Atk +10 melee (1d8+3, +1 *shortspear*, crit x3, range 20 ft.) or +8 melee (net, special, range 10 ft.) or +10 melee (1d4+4, +1 *keen kukri*, crit 15–20) or +9 melee (1d6+2 [x2], claws) and +8 melee (1d3+2, bite); SA leap (30 ft. horizontal, 10 ft. vertical as charge attack); SQ amphibious, darkvision (90 ft.), implant, light blindness, scent, slimy, summon slaad; AL CE; SV Fort +8, Ref +8, Will +12; Str 16, Dex 16, Con 16, Int 14, Wis 18, Cha 12.

Skills: Animal Empathy +8, Climb +5, Concentration +8, Handle Animal (frog) +8, Heal +5, Hide +5, Jump +8, Knowledge (arcana) +6, Knowledge (religion) +9, Listen +3, Move Silently +3, Scry +4, Search +2, Spellcraft +6, Spot +3, Swim +6. **Feats:** Alertness, Brew Potion, Improved Initiative, Scribe Scroll, Weapon Finesse (kukri).

Unholy Spells (6/5/4/3/2): 0—cure minor wounds, detect magic, guidance (x2), read magic, resistance; 1st—bane, command, cure light wounds, curse water, divine favor; 2nd—augury, bull's strength, death knell, speak with animals; 3rd—dispel magic, magic vestment, prayer; 4th—poison, summon monster IV.

Domain Spells (Destruction/Water): 1st—obscuring mist; 2nd—shatter; 3rd—contagion; 4th—control water.

Domain Abilities: Frog-priests may Smite Good once per day, with a +4 to attack and +7 damage. Frog-priests can turn fire creatures and command water creatures (including monstrous frogs) as a cleric turns or commands undead up to three times per day + Cha modifier.

Languages: Tsathar, Abyssal, Slaad, Undercommon.

Possessions: +1 *studded leather armor* (made from giant dire frog hide), a +1 *small wooden shield*, a +1 *shortspear*, a net, a +1 *keen kukri*, a soapstone symbol of Tsathogga, three *potions of cure moderate wounds*, a *scroll of 4 divine spells* (bless, contagion, cure serious wounds, dispel magic), a *wand of command* (24 charges).

Tsathar Filth-Priests Cle5: 45 hp; see area 4, above.

Tsathar Supplicants: 18 hp; see area 4, above.

II. Scourge Quarters (EL 8)

This area is the bed-down locale for the specially trained tsathar scourges. These creatures oversee the training of the special killer frogs and act as bodyguards for the priests. There are 20 scourges present on this level, and there are **2d4 tsathar scourges** present in this room at any time. Likewise, due to the intense training required for the killer frogs, each scourge is accompanied by **1d2 killer frogs** while in this room. The scourges actually sleep with the beasts to build loyalty and trust with the creatures. They have no treasure, but wear a set of crossed iron bars, indicating their status as scourges, pinned into their chests.

Tsathar Scourges: 26 hp; see area 9, above.

Killer Frogs: CR 3; SZ M Animal; HD 5d8+15; hp 40; Init +7; Spd 40 ft., swim 20 ft.; AC 18 (+5 natural, Dex); Atk +6 melee (1d6+2 [x2], claws) and +6 melee (1d6+1, bite), SA leap (40 ft. horizontal, 15 ft. vertical as charge attack), improved trip, rake (+8/+8 melee for an additional 1d6+1 damage each against tripped opponents); SQ darkvision (60 ft.); AL NE; SV Fort +8, Ref +7, Will +3; Str 14, Dex 16, Con 16, Int 4, Wis 14, Cha 11.

Skills: Hide +9, Listen +6, Spot +6, Swim +8. **Feats:** Improved Initiative, Weapons Finesse (claws), Weapon Focus (bite). Due to their coloration, killer frogs receive a +4 racial bonus to Hide checks.

12. Priest Breeding Pits (EL 10)

This pond is where the priest class reproduces with a select group of frogs and humanoids. Priests that implant eggs into giant dire frogs normally result in tsathar capable of becoming scourges. To create new priests, however, tradition dictates that those must come from eggs implanted into intelligent humanoids. In addition to the paralyzed frogs present here carrying eggs of future scourges, there are a number of paralyzed intelligent humanoids here—humans or other races captured from the surface, or gnomes, Kuo Toa, drow or other underdark races either captured or purchased as slaves for the purpose of breeding priests. Tsathar enjoy using Kuo Toa to breed their priests, since the two races are enemies (though Lokaug is attempting to form an “alliance” with them).

Aside from the paralyzed hosts mentioned above, there are **1d4 frog-priests** and **1d6 filth-priests** here at all times, attended by **1d8 giant poisonous dire frogs**. There are always at least **2 scourges** and **2 killer frogs** here protecting the priest breeding pits. Note that supplicants are not allowed the privilege of breeding priests and must spawn with common tsathar until they achieve higher level. The pond itself contains over fifty embryonic priest-caste tsathar set to hatch over a period of one to six months and nearly double that number of scourge-caste tsathar. Unless they are destroyed, a great number of priestly tsathar will soon populate this area. Destruction of the nest (relatively easy to do using poison or a similar spell) nets the party a 2,000 XP bonus story award. The pond is shallow (less than 3 feet deep) and has similar properties to the lake at area 3.

Tsathar Frog-Priests Cle7: 62 hp; see area 10, above.

Tsathar Filth-Priests Cle5: 45 hp; see area 4, above.

Giant Poisonous Dire Frogs: 18 hp; see area 3, above.

Tsathar Scourges (2): 26 hp; see area 9, above.

Killer Frogs (2): 40 hp; see area 11, above.

13. Lokaug's Chamber (EL 20)

This is the lair of **Lokaug, the Most Foul High Priest of Tsathogga**. He, unlike the others, is not a tsathar but is instead a **grey slaad**. He rules with malice, on whim and caprice. He is loathsome and evil, wicked and cruel. Unlike his tsathar followers, Lokaug not only hoards treasure, but also uses it if it can aid him in combat.

4 **frog-priests** share the chamber with him, as do 3 **abyssal poisonous dire frogs**. Also present is an emissary from another underdark race: **Biilldilolp**, a **Kuo Toa monitor**, and his 4 **Kuo Toa** servants. The monitor is here to establish relations between his race and the tsathar in a mutual war against the drow, though the tsathar are normally enemies of the Kuo Toa. In fact, this is a grand treachery planned by Lokaug. He intends to dupe the Kuo Toa into cooperating with him and then secretly destroy them. He plans to call on them to assault the priests of Orcus and then attack them once they have expended their warriors against the evil temple.

Note: Lokaug is not meant to be killed. This is a horribly difficult encounter—even for Necromancer Games.

Lokaug, Most Foul Priest of Tsathogga, Gray Slaad Cle11/Sor5: CR 20; SZ M Outsider [Chaos, Evil]; HD 10d8+30 plus 11d8+33 plus 5d4+15; hp 172; Init +5 (Improved Initiative, Dex); Spd 30 ft.; AC 28 (+1 Dex, +11 natural, +5 from armor, +3 from shield, +3 deflection from ring, +5 from robe); Atk +23/+18 melee (1d8+7, +3 *morningstar of terror*), or +22 melee (1d4+4 [x2], claws) and +22/+17 melee (2d8+2, bite); SA spell-like abilities, summon slaad; SQ alternate form, damage reduction (10/+1), fast healing (5); outsider resistances, spell resistance (18); SV Fort +19, Ref +13, Will +21; AL CE; Str 19, Dex 13, Con 17, Int 20, Wis 20, Cha 18.

Skills: Animal Empathy +10, Climb +15, Concentration +14, Craft +12, Handle Animal (frog) +12, Heal +10, Hide +14, Intimidate +15, Jump +17, Knowledge (arcana) +16, Knowledge (demons) +10, Knowledge (planes) +10, Knowledge (religion) +17, Listen +15, Move Silently +14, Scry +10, Search +15, Spellcraft +10, Spot +15, Swim +8. **Feats:** Alertness, Brew Potion, Craft Rod, Craft Wand, Craft Wondrous Item, Improved Initiative, Leadership, Multiattack, Scribe Scroll.

Unholy Spells (6/7/5/5/4/3/1): 0—cure minor wounds, detect magic, guidance (x2), read magic, resistance; 1st—bane, command (x2), cure light wounds, divine favor, doom, shield of faith; 2nd—augury, bull's strength, death knell, hold person, speak with animals; 3rd—bestow curse, dispel magic (x2), magic vestment, prayer; 4th—dismissal, divination, poison, summon monster IV; 5th—circle of doom, commune, slay living; 6th—blade barrier.

Domain Spells (Destruction/Water): 1st—obscuring mist; 2nd—shatter; 3rd—contagion; 4th—control water; 5th—ice storm; 6th—harm.

Domain Abilities: Lokaug may Smite Good once per day, with a +4 to attack and +11 damage. Lokaug can turn fire creatures and command water creatures (including monstrous frogs) as a cleric turns or commands undead up to three times per day + Cha modifier.

Arcane Spells Known (Cast Per Day: 6/8/5): 0—ray of frost, detect magic, disrupt undead, read magic, mage hand, open/close; 1st—shield, mage armor, magic missile, true strike; 2nd—melf's acid arrow, protection from arrows.

SA—Spell-like Abilities (Sp): At will—animate objects, chaos hammer, deeper darkness, detect magic, dispel law, fly, identify, invisibility, lightning bolt, magic circle against

law, see invisibility, shatter and power word blind as per a 15th-level sorcerer.

SA—Summon Slaad (Sp): Twice per day Lokaug can attempt to summon a grey slaad, 1 to 2 red slaad, 1 blue slaad with a 40% chance of success or 1 green slaad with a 20% chance of success.

SA—Alternate Form (Su): Lokaug can assume a humanoid form as a standard action, similar to a *polymorph self* spell cast by a 10th-level sorcerer. Lokaug prefers the form of a tsathar.

Languages: Abyssal, Undercommon, Slaad, Tsathar, Infernal, Draconic.

Possessions: +2 *studded leather armor* (made from the hide of a killer frog), a +3 *morningstar of terror*, a +1 *large absorbing shield*, a +3 *ring of deflection*, a *robe of the evil archmagi*, a *ring of elemental command* (water), three *ioun stones* (pearly white spindle, pale lavender ellipsoid, lavender and green ellipsoid), a *staff of swarming insects*, a *wand of summon monster III*, a *wand of melf's acid arrows*, a *wand of shatter*, a *pearl of power* (7th), a *pearl of power* (2 spells—3rd and 6th), a *potion of haste*, three *potions of neutralize poison*, a *potion of lesser restoration*, a *potion of heal*, four *potions of cure serious wounds*, three *potions of protection from elements* (electricity) and (hidden behind a curtain in his chamber) a *mirror of mental prowess*.

Note: The *star of terror* is detailed in **Relics and Rituals** by **Sword and Sorcery Studio**. Also, note that Lokaug has many very powerful magic items and innate spell-like abilities that provide him protection. His ioun stones allow him to regenerate and absorb spells. His *ring* allows him additional powers.

Biilldilolp, Kuo Toa Monitor Mon6/Cle5/Rog2: CR 15; SZ M Monstrous humanoid (Aquatic); HD 2d8+4 plus 6d8+12 plus 5d8+10 plus 2d6+4; hp 85; Init +2 (+2 Dex); Spd 35 ft.; AC 22 (+2 Dex, +3 Wis, +1 Mnk, +6 Natural); Atk +12/+7 melee (1d10+2, pincer staff), or +12/+9 monk (1d6+2, unarmed), or +12/+7 ranged (1d6+1, spear); SA lightning bolt, pincer staff, sneak attack, rebuke undead, unarmed strike, stunning attack; SQ evasion, still mind, slow fall, purity of body, uncanny dodge, keen sight, slippery, adhesive, immunities, electricity resistance (30), light blindness, amphibious; AL NE; SV Fort +13, Ref +14, Will +15; Str 15, Dex 14, Con 14, Int 11, Wis 17, Cha 10.

Skills: Concentration +5, Craft +8, Escape Artist +20, Heal +6, Hide +2, Innuendo +8, Intimidate +5, Intuit Direction +4, Knowledge (religion) +5, Knowledge (nature) +2, Listen +10, Move Silently +5, Search +9, Sense Motive +8, Speak Language +3, Spellcraft +3, Spot +12, Tumble +9, Use Rope +7. **Feats:** Alertness, Brew potion, Deflect arrows, Endurance, Exotic Weapon Proficiency (pincer staff), Great Fortitude, Improved trip, Leadership.

Languages: Aquan, Goblin, Orc, Undercommon, Abyssal.

Divine Spells (5/4/3/2): 0—create water (x2), cure minor wounds, detect magic, detect poison; 1st—command, comprehend languages, cure light wounds, shield of faith; 2nd—augury, bull's strength, summon monster II; 3rd—cure serious wounds, dispel magic, prayer.

Domain Spells (Evil/Water): 1st—obscuring mist; 2nd—desecrate; 3rd—magic circle against good.

Possessions: A pincer staff, a large shield coated with adhesive, a sack with 100 gp, a small idol to Blibdoolpoolp, four *potions of cure serious wounds*, one *potion of heal*, two *potions of levitate*, two *potions of nondetection*, three *potions of invisibility*, a *potion of gaseous form* and a *potion of lesser restoration*.

Kuo Toa Servants (4): CR 2; SZ M Monstrous humanoid (Aquatic); HD 2d8+2; hp 11; Init +0; Spd 20 ft., swim 50 ft.; AC 18; Atk +4 melee (1d10+1, pincer staff); –2 melee (1d4, bite); SA lightning bolt, pincer staff; SQ keen sight, slippery, adhesive, immunities, electricity resistance (30), light blindness, amphibious; AL NE; SV Fort +3, Ref +3, Will +5; Str 13, Dex 10, Con 13, Int 13, Wis 14, Cha 8.

Skills: Escape Artist +18, Knowledge or Craft +6, Listen +9, Move Silently +3, Search +10, Spot +11. *Feats*: Alertness, Great Fortitude.

Possessions: Pincer staff, large shield coated with adhesive, sack with 100 gp, small idol to Blibdoolpoolp.

Tsathar Frog-Priests (4): 62 hp; see area 10, above.

Abyssal Dire Frogs (3): CR 4; SZ M Outsider [Chaos, Evil]; HD 6d8+12; hp 42; Init +7; Spd 20 ft., swim 20 ft.; AC 19 (+6 natural, Dex); Atk +5 melee (1d6+4, bite), SA leap (30 ft. horizontal, 10 ft. vertical as charge attack), improved trip, rake (+8/+8 melee for an additional 1d6+1 damage each against tripped opponents), adhesive tongue;

smite good (1/day +12 damage versus good target), poison (Fortitude save DC 18 if bitten, 12 if touching its skin or suffer 1d6/1d6 temporary Str damage); SQ darkvision (60 ft.), cold and fire resistance (10), damage resistance (5/+1), spell resistance (12); AL NE; SV Fort +6, Ref +7, Will +1; Str 14, Dex 16, Con 14, Int 6, Wis 14, Cha 12.

Skills: Jump, Listen +6, Spot +6, Swim +10. *Feats*: Improved Initiative, Weapons Finesse (tongue), Weapon Focus (bite).

Languages: Abyssal.

Lokaug and the Tsathar's Tactics: Lokaug is a cruel and wickedly evil creature of unearthly intelligence. As a slaad he lords over the tsathar with the knowledge that he is far more powerful and deserving of rulership than they. He has no rival to his authority, nor would he allow one to develop. When melee ensues, he prefers to send his powerful subjects into combat and watch from a distance as he uses his formidable magical might. He prefers to begin with his spell-like abilities (*chaos hammer*, *lightning bolt*, *power word blind*) and follow up with swarms from his *staff* or blasts from his *ring*. The tsathar he commands—even the most powerful—mean little to him. In his mind they are all his servants, and that includes dying for him. Despite his aloof demeanor, he is an amazingly capable combatant, and if the opportunity presents itself, he wades in with glee. He enjoys wading into combat with his *star of terror*, casting *slay living* and *harm*. Once he learns he is up against stiff competition, however, he withdraws; if pressed se-



verely or damaged seriously he flees to his *mirror* and to his home plane.

The tsathar priests, in the presence of their priest-king, fight to the death without question and sacrifice their lives to save his. They cast spells (*bull's strength*, *divine favor*, *command* or *prayer* being favorites) or use their *wands of command* and then engage foes in melee, ordering the frogs to do the same. The abyssal frogs attack at Lokaug's command, though if he flees they attempt to follow him through the *mirror*.

Biiilldilolp's Tactics: He does not fight in a combat with PCs unless he is attacked or if there are any elves present in the party (whom he considers drow spies). If combat is going against Lokaug, Biiilldilolp flees the chamber and retreats to area 15 to await the final outcome of the fight. If Lokaug is killed or flees through his *mirror*, Biiilldilolp retreats into the underdark, never to be seen again.

Treasure: Lokaug has stashed the remains of several adventurers and priests of Orcus piled in disordered heaps around his lair. This room contains the following:

Twenty-two suits of full plate armor, in various states of repair.

Fourteen shields, in a condition similar to the armor, though one is a +2 *large metal shield*.

Eleven silver, unholy symbols of Orcus; two holy symbols of Myr and one holy symbol of Hecate.

A large pile of rotting leather armor, backpacks and miscellany, containing filth, rotting foodstuff, rancid wineskins and a cloak of fame.

Twelve longswords, fourteen heavy maces, three light crossbows and a +3 *greatsword of dancing*.

A locked chest containing 2,200 gp, and three *arcane scrolls of 1 spell* (*time stop*, *freedom* and *sunburst*, respectively).

A small coffer containing four *potions* (*hiding*, *heroism*, *cure serious wounds*, *delay poison*). This coffer has a secret compartment (Search DC 25) containing a *ring of x-ray vision*.

A large pile of coins containing 23,000 sp and 11,000 cp, twenty-two gems (determine value randomly) and four pieces of jewelry (determine value randomly).

In addition, hidden behind a curtain in his room, Lokaug has a *mirror of mental prowess*. He uses this mirror to transport himself back and forth between here and his home plane of Tarterus.

14. Inner Breeding Pits and Training Grounds (EL 14)

This is the area in which the tsathar scourges train the lethal killer frogs used by the tsathar legions in battle. Anyone other than a tsathar priest or scourge that enters this area is immediately attacked by the **28 killer frogs** that inhabit pond D (see below). Only scourges and frog-priests (not filth-priests or supplicants) can command the killer frogs. Someone must restrain killer frogs with *command*

powers or they kill the nearest living thing they see. This room contains **2d6 tsathar scourges** at any given time.

A huge statue of the frog god is present in the center of the back wall of this cave. This statue grants all followers of Tsathogga a +2 morale bonus on all dice rolls (like a double-strength *prayer* spell). The statue itself is composed of the same weird soapstone material as the statue at area 4. This material seems to be slowly degrading and leaching into the water. The effect of the degradation of this stone is that it infuses a bit of Tsathogga's power into these frogs, turning them into the killer variety. The water here is poison to mammals, and anyone drinking from the ponds must succeed at a Fortitude save (DC 12) or lose 1d4 temporary points of Str, Con and Dex. There are four breeding pits here. Each contains killer frogs in various states of maturity.

Tsathar Scourges: 26 hp; see area 9, above.

Pits A through D

These are the breeding pits. Pit A holds 11 "normal" giant dire frogs. Pit B holds 12 first-generation killer frogs (as per giant dire frogs). Pit C holds 14 second-generation killer frogs (+2 HD giant dire frogs). These are then impregnated and their offspring are housed in Pit D, where they grow to become killer frogs (28 are here). Killer frogs never eat each other unless commanded to do so. There is no treasure in this room.

Killer Frogs (28): 40 hp; see area 11, above.

15. Large Cavern

This cavern is empty but for the coming and going of tsathar headed to Level 6 to hunt dire rats. Also, there is a 1 on 1d20 chance that a group of merchants or pilgrims is coming or going through this room from the underdark. Pilgrims and merchants are primarily tsathar, though they do not need to be. They could be drow or Kuo Toa or even duergar—though duergar hate the tsathar. The exact nature of these travelers, as well as the areas present nearby in the underdark, is left up to the DM.

16. Phosphorescent Cavern (EL 2)

This cavern contains a massive quantity of an edible phosphorescent orange fungi. Some tsathar gather it. Dire rats love it. There is a 75% chance that **3d6 dire rats** are present at any given time. As they are busy eating the fungus, there is only a 10% chance that they molest intruders unless harassed.

Dire Rats: 4 hp.

17. Exit to Level 6 (EL 2)

There is a 50% chance that **3d6 dire rats** are here, heading toward area 16 to eat the orange fungi, which they love. They are 50% likely to ignore intruders, as they quickly pass by in search of the orange fungus. The stairs down to Level 6 appear extraordinarily old and worn, plus they are scratched as if by large claws, with divots fully 2 inches deep (the behir from the level below).

Dire Rats: 4 hp.

18. Frog Pond (EL 6)

This pond is not currently used for breeding or reproduction. There is a 25% chance that **1d6 tsathar** are here for purposes of their own. They flee if approached. This pond is occupied by **2d4 giant dire frogs** and their lesser cousins, **3d6 giant frogs**.

Tsathar: 12 hp; see area 4, above.

Giant Dire Frogs: 18 hp; see area 3, above.

Giant Frogs: 10 hp; see area 3, above.

19. The Bat Cave (EL 11)

The ceiling of this cavern is even higher than that of the cavern at area 2 (over 120 feet!). Up in the stalactite-ridden ceiling is a small cave that houses a batch of **24 mobats**. They have learned to avoid groups of tsathar but are not averse to attacking lone tsathar or frogs. If the PCs attempt to hide in this cave, the tsathar avoid them (not liking to tempt the bats). The bats likewise do not attack any creature if in a group of six or more, unless that creature strays more than 50 feet from his mates, in which case 1d6 bats swarm the creature. Noise and combat from this area are ignored by other local denizens, as they know of the bats and just figure someone was dumb enough to get in trouble.

Mobats (24): CR 3; SZ L Magical Beast; HD 4d10+12; hp 32; Init +6 (Dex); Spd 20 ft., fly 40 ft. (good); AC 18 (+3 natural, -1 size, Dex); Atk +9 melee (1d8+4, bite); Face 10 ft. x 5 ft.; SA sonic screech (all in 30 ft. spread Will save DC 15 or stunned for 1d3 rounds); SQ blindsight (120 ft.); AL N(E); SV Fort +7, Ref +10, Will +3; Str 17, Dex 22, Con 17, Int 6, Wis 14, Cha 6.

Skills: Listen +8, Move Silently +6, Spot +8. **Feats:** Flyby Attack, Weapon Finesse (bite). Mobats receive a +4 racial bonus to Listen and Spot checks. These bonuses are lost if blindsight is negated.

20. Sinkholes (EL 4)

This area marks the numerous sinkholes on this level. Each is a slippery, funnel-like passage that eventually narrows and becomes too small to traverse. The slippery slides carry persons falling into them down and wedge them in. It is nearly impossible to escape without assistance. PCs attempting to move in the area marked as a sinkhole must make a Reflex save (DC 12). If they fail, they have slipped into the sinkhole and become inextricable stuck or lost. They starve to death unless removed by magic.

21. The Border Cavern (EL 14)

This cavern acts as the border zone for the uneasy truce that the priests of Orcus have with the tsathar. No tsathar will pass into this cavern willingly, keeping north of here and out of area 19. The ceiling in this cavern is high (80 feet), and numerous bats and rats are present. It, too, is filled with stalactites and stalagmites as well as huge columns that stretch from floor to ceiling. Water drips ominously. A large ledge runs the length of the east side of

the cavern. It is sheer and slippery, even though the room is not covered with the slime in the other caverns. The ledge (area 24) is some 50 feet above the ground level of the main cavern and requires a Climb check (DC 23) to ascend. This room contains the only source of drinkable water—drinkable by nontsathar, that is—on this level. Hence, bats and rats of both normal and dire varieties densely populate it. There are **12 dire bats** here, they attack only small parties, preferring easy meat to prey that fights back. They behave in every way like the mobats in area 19 but do not approach the ground anywhere near the sinkhole exit area leading to area 2. There are also **3d6 dire rats** here at all times.

Dire Bats (24): CR 2; SZ L Animal; HD 4d8+12; hp 30; Init +6 (Dex); Spd 20 ft., fly 40 ft. (good); AC 20; Atk +5 melee (1d8+4, bite); Face 10 ft. x 5 ft.; SQ blindsight; AL N; SV Fort +7, Ref +6, Will +6; Str 17, Dex 22, Con 17, Int 2, Wis 14, Cha 6.

Skills: Listen +12, Move Silently +12, Spot +12. Dire bats receive a +4 racial bonus to Spot and Listen checks, which are lost if Blindsight is negated.

Dire Rats: 4 hp.

Roper Guards: A total of **6 ropers** guard the various entrances to this cavern. The ropers attack any creature other than a priest of Orcus (whom they serve) that approaches within 60 feet of their location. They hide in waiting until they can attack using their strands, slowly pulling trapped creatures into their toothy maws. The ropers act as a wonderful deterrent to tsathar intrusion into the southern caves (areas 21–27).

Ropers (6): CR 10; SZ L Magical Beast; HD 10d10+30; hp 102; Init +5 (Improved Initiative, Dex); Spd 10 ft.; AC 24 (-1 size, +1 Dex, +14 natural); Atk +11 ranged (no damage (x6) strand plus weakness) and +8 melee (2d6+2, bite); Face/Reach 5 ft. x 5 ft./10 ft. (50 ft. with strands); SA Strands, attach, weakness; SQ electricity immunity, cold resistance 30, fire vulnerability, SR 28; AL CE; SV Fort +10, Ref +8, Will +8; Str 19, Dex 13, Con 17, Int 12, Wis 16, Cha 12.

Skills: Climb +7, Hide +10, Listen +13, Spot +13. Ropers receive a +8 bonus to Hide checks in stony or icy areas. **Feats:** Alertness, Improved Initiative, Iron Will, Weapon Focus (strand).

21A. Small Pool

This pool is not connected to the lake, and its source is pure surface water, thus it is fit to drink. No frogs inhabit it. Bats, rats and other life drink here. It is fed by an underground spring.

22. Cavern of Death

This cave floor contains the battered remains of dozens of human and humanoid skeletons, hacked to bits and broken into many pieces. It looks like something even continued beating on the remains after they were dead, as there are random body parts (identifiable by similar armor design) up to 40 feet away from the corresponding torsos. Nothing of value remains in this area.



DM Note: The clerics of Orcus so fear the creature in area 23 that they themselves placed this spell to prevent passage from area 23.

Languages: Common, Dwarven, Terran.

Possessions: +1 plate armor, a +2 large steel shield and the *axe of blood* (currently powered at +4; see the Magic Appendix).

23. Cave of Dargeleth, the Bleeding Horror (EL 13)

This cave is the home of Dargeleth—once a famed dwarf warrior, now an undead servant of the *axe of blood*. He came to these caves through the tunnel to the underdark at area 15. He skirted the temple at 4 by heading past area 1 and to the large cave at 21. There he fought a group of frog-priests. He was sorely pressed and fed the axe one final time—leading to his death and his current fate (see the Monster Appendix for more details on the creation of bleeding horrors). This cave is his base. For some unknown reason he seldom strays from it. He keeps the bodies of those he kills at area 22. He is maddened by the scent (that only he can smell) of the *earth blood* on level 5A, though he cannot pass the wall at area 2A.

Dargeleth the Bleeding Horror: CR 13; SZ L Undead; HD 10d12; hp 90; Init +2 (+2 Dex); Spd 30 ft.; AC 31 (+1 Dex, +9 armor, +4 shield, +5 natural, +2 deflection); Attack +17/+12 melee (1d8+7, *axe of blood*, crit 17–20/x3); SA rage (3/day), bloodstorm, blood consumption, horrific appearance, spawn, find target; SQ uncanny dodge, damage reduction (10/+1), turn resistance (+6), spell resistance (12); AL N; SV Fort +10, Ref +5, Will +3; Str 16, Dex 15, Con —, Int 12, Wis 10, Cha 14.

Skills: Appraise +8, Climb +13, Craft +8, Disable device +3, Handle animal +14, Hide +2, Knowledge (religion) +6, Listen +0, Move silently +2, Pick pocket +2.5, Ride +12, Search +3, Sense motive +1, Spot +0. *Feats:* Blindfight, Mobility, Spring Attack, Improved Critical.

24. Plateau

This ledge rises 50 feet above the main cavern floor below. There is no tsathar slime present in this area. The floor of the plateau is covered with fungus and rockfalls. In the back half of the area, the ceiling rises an additional 100 feet above the floor of the plateau.

24A. Crevasse Above

High in the ceiling, some 100 feet above, is a crevasse that leads to the main temple of Orcus on Level 4. A hellish glow from the braziers of the temple above radiates through the crevasse. A bridge spans the crevasse above on Level 4, which can be seen from below on a successful Spot check (DC 25). Koraashag, the evil priest of Orcus who runs the temple above, has a *cloak of the demon* that allows him to access his hidden retreat here. Far up on the wall (some 75 feet above the floor of the cavern) is an *illusory wall* covering the entrance to area 26. Beneath the crevasse, on the floor of the cavern lie a number of twisted skeletons, picked clean by the scavengers of the dungeon—the remains of those who have fallen into the crevasse on Level 4, area 15.

25. Empty Cave (EL 2)

There is a 25% chance of encountering 2d6 *dire rats* here; otherwise, this cavern is empty. Rocks and fungi are ever present.

Dire Rats: 4 hp.

26. Hidden Shrine (EL 13)

This area is usually unguarded, though if he has not been previously slain, or if he escaped, Koraashag is here 30% of the time. The secret door to this area is not really a door. It is instead a permanent *illusory wall*, hiding a 5-foot-diameter passage leading into area 26. Only careful feeling along the wall, 75 feet above the plateau floor, will find it. The entrance chamber contains a small shrine to Orcus consisting of a small brazier, a 3-foot-tall ivory statue of Orcus with red-ruby eyes (grants a *prayer* effect to followers of Orcus within 60 feet) and a small set of sacrificial instruments (bowl, knife, etc.). This is Koraashag's retreat, where he comes in times of danger or when he wants privacy. Anyone not of chaotic evil alignment entering the chamber is greeted by a most unfortunate surprise: a **vrock demon** is *gated* in to the room and attacks all present!

Vrock: CR 13; SZ Large Outsider [Chaos, Evil]; HD 8d8+24; hp 60; Init +2 (Dex); Spd 30 ft., fly 50 ft. (average); AC 25 (−1 size, +2 Dex, +14 natural); Atk +11 melee (1d8+4 [x2], claws), +9 melee (1d6+2, bite), +9 melee (1d4+2 [x2], rake); Reach 10 ft.; SA dance of ruin, gating, screech, spell-like abilities, spores; SQ cold, acid and fire resistance (20), damage reduction (20/+2), darkvision, electricity and poison immunity, spell resistance (22), telepathy; AL CE; SV Fort +9, Ref +8, Will +8; Str 19, Dex 15, Con 17, Int 14, Wis 14, Cha 12.

Skills: Concentration +14, Hide +9, Knowledge (arcana) +12, Listen +13, Move Silently +13, Search +13, Sense Motive +13, Spellcraft +12, Spot +12. **Note:** Vrocks gain a +8 bonus to listen and spot checks. **Feats:** Cleave, Multiattack, Power Attack.

27. Bed Chamber (EL 4)

This room contains a slightly more plush setting (including a bed, a desk and candles) than does area 26. There is a trapped secret door connecting to area 27A on the west wall. A large unholy symbol of Orcus made of solid gold is nailed to the wall above the bed. The gold and gems in this symbol are worth over 5,000 gp if melted down and sold. The desk is locked (Open Lock DC 20) and contains Koraashag's notes about the Black Monolith (Level 5A) and how he suspects that it is a great power for evil, possibly an item that will open a gate between the abyss and this plane. There is a letter in the desk that names his superior

in Bard's Gate (Sartorius, an evil priest, posing as an acolyte of Myr in that city!) and tells him to continue his investigations and report back as details become available. It is obvious that the priests of Orcus have a great interest in the monolith; this alone should make the players wonder about letting them find it. The second drawer in the desk is unlocked and contains several *potions*: *invisibility*, *nondetection*, *cure serious wounds* (x2), and *haste*.

Trapped Secret Door: CR 4; 2 in. thick; Hardness 10; hp 80; opening the door triggers a *Belsameth's Strife* spell in area 27; Break (DC 30), Open Lock (DC 32), Search (DC 25), Spot (DC 35). **Note:** The spell *Belsameth's Strife* is contained in *Relics and Rituals* by *Sword and Sorcery Studio*.

27A. Secret Room and Teleportal

This room contains a two-way teleportal pentagram inscribed on the floor, which can be activated by speaking the name of Koraashag's fell god Orcus. Once activated, a shimmering portal is opened, linking this room with the main temple of Orcus in the dungeon of Rappan Athuk (see Rappan Athuk: The Lower Levels for more details). Communication can thus be had between both locations. Spells cannot be cast through the portal, however. Anyone stepping through the portal is taken from one location to the other, though only one creature may pass through the portal per round. By speaking a command word, Koraashag or any of the high priests can cause the teleportal to close behind them and break the link, rendering it useless. Koraashag is required to make periodic reports to his superiors in Rappan Athuk regarding his progress. If the temple in this dungeon is destroyed and Koraashag is forced to flee for his life, he comes to this chamber, gathers all he can carry and passes through the portal, speaking the word and closing the portal behind him permanently.

Treasure: Hanging on the wall are two *wands*: *restoration* (22 charges) and *unholy blight* (32 charges), both cast at 9th-level ability. In a small, unlocked chest are six *potions of cure serious wounds*.

Note: Koraashag, by the blessing of Orcus, has set this room as his sanctuary for a *contingent word of recall* spell that has been placed on him. If he is ever reduced to 10 hit points or fewer, he is brought immediately to this room, where he uses the healing available to him here. A lengthy and unholy ritual allowed Koraashag to be imbued with this ability.

Level 5A: Tomb, Blood and Stone

Level 5A: Tomb, Blood and Stone

Difficulty Level: 10.

Entrances: Secret stairs from Level 5.

Exits: None.

Wandering Monsters: Because of the magical properties of this level, there are no wandering monsters here. Area 6 (the maze) has its own special encounter rules (see area 6 for more details).

Standard Features: The cave walls of this level have a strange tint to them. Once the PCs descend past area 8, the walls take on what appear to be faint reddish veins. The rock seems more solid in these areas and gives off a strange reddish glow. There are no standard doors or secret doors on this level. All items are unique and are detailed in the keyed locations below. The earth of this level is imbued with *earth blood* to a small degree and thus cannot be affected by magic. *Passwall*, *disintegrate*, *phase door*, *transmute rock to mud*, *stone shape* and other similar spells do not affect the rock on this level unless the caster uses *earth blood* to enhance the spell, as Abysthor did when shaping his tomb.

This level holds the three secrets of the dungeon: the Tomb of Abysthor, the Chamber of Earth's Blood and the Black Monolith. The secret of the Tomb of Abysthor is that it is empty. Abysthor is trapped in the Black Monolith. Before his imprisonment, he took steps to seal the Chamber of Earth's Blood, crafting the seal at area 8. The key to this seal lies in his tomb. Lokaug, the High Priest of Tsathogga, seeks the power of the Black Monolith. He was thwarted by Abysthor, who discovered the monolith first and used the power of the earth blood to seal the monolith and the Chamber of Earth's Blood as well. Lokaug keeps some of his priests and "watch-frogs" on this level to make sure the priests of Orcus, or other powers in the dungeon, do not enter this area. The priests of Orcus know of the monolith (though not its exact location), though they have not yet attempted to seek it out because of its proximity to Lokaug and the priests of Tsathogga.

1. Entrance

These stairs lead down from the secret entrance to this level on Level 5. Once the stairs are descended, the bizarre nature of this level becomes apparent. Anyone here realizes immediately that this is no normal cavern complex. The walls seem to breathe, and the floor seems to be covered in a fine, uniform, sandy material, each grain perfectly rounded and clear, as if made of little balls of glass. The stones of the walls radiate magic, and all divination

spells, while functional, give the caster a strange, uneasy feeling for their duration.

Since this area is at the end of a secret entrance, no guards are waiting to ambush the PCs when they arrive. In fact, in rather un-Necromancer Games fashion, there is a high probability that once the party arrives on this level, it will be able to surprise the evil priests at area 2. The local priests have grown lethargic due to the lack of intruders on this level and can be easily spotted (DC 12) camping and lounging at area 2. The priests have a -6 circumstance modifier to their Listen and Spot checks.

2. Watch Point (EL 10)

Lokaug stationed 1 frog-priest, 1 filth-priest, 2 tsathar scourges and 4 poisonous killer frogs here to make sure the priests of Orcus do not invade this area of the dungeon. Lokaug and the priests have been so far thwarted by the enchantments at area 4 and the seal on area 8 and do not know how to get past the maze at area 5. The filth-priests and several other tsathar enter the transporter periodically to try to find a path to the monolith, which they know lies beyond. None returns.

These priests have set up a relatively comfortable campsite at this location. They are bored with sentry duty and have grown fairly careless (a fact that will get them sacrificed and fed to the frogs on Level 5 soon enough!). There are several comfortable bed areas, a small fire area, complete with a large stash of coal (40 pounds), three large kegs of ale and several boxes of dry foodstuff.

Tsathar Frog-Priest Cle7: CR 8; SZ M Monstrous Humanoid; HD 2d8+6 plus 7d8+21; hp 62; Init +6, Spd 30 ft., swim 30 ft.; AC 23 (+4 natural, +3 Dex, +6 armor); Atk +10 melee (1d8+3, +1 shortspear, crit x3, range 20 ft.) or +8 melee (net, special, range 10 ft.) or +10 melee (1d4+4, +1 keen kukri, crit 15-20) or +9 melee (1d6+2 [x2], claws) and +8 melee (1d3+2, bite); SA leap (30 ft. horizontal, 10 ft. vertical as charge attack); SQ amphibious, darkvision (90 ft.), implant, light blindness, scent, slimy, summon slaad; AL CE; SV Fort +8, Ref +8, Will +12; Str 16, Dex 16, Con 16, Int 14, Wis 18, Cha 12.

Skills: Animal Empathy +8, Climb +5, Concentration +8, Handle Animal (frog) +8, Heal +5, Hide +5, Jump +8, Knowledge (arcana) +6, Knowledge (religion) +9, Listen +3, Move Silently +3, Scry +4, Search +2, Spellcraft +6, Spot +3, Swim +6. **Feats:** Alertness, Brew Potion, Improved Initiative, Scribe Scroll, Weapon Finesse (kukri).

Unholy Spells (6/5/4/3/2): 0—cure minor wounds, detect magic, guidance (x2), read magic, resistance; 1st—bane, command, cure light wounds, curse water, divine favor; 2nd—augury, bull's strength, death knell, speak with animals; 3rd—dispel magic, magic vestment, prayer; 4th—poison, summon monster IV.

Domain Spells (Destruction/Water): 1st—obscuring mist; 2nd—shatter; 3rd—contagion; 4th—control water.



Domain Abilities: Frog-priests may Smite Good once per day, with a +4 to attack and +7 damage. Frog-priests can turn fire creatures and command water creatures (including monstrous frogs) as a cleric turns or commands undead up to three times per day + Cha modifier.

Languages: Tsathar, Abyssal, Slaad, Undercommon.

Possessions: +1 studded leather armor (made from giant dire frog hide), a +1 small wooden shield, a +1 shortspear, a net, a +1 keen kukri, a soapstone symbol of Tsathogga, three potions of cure moderate wounds, a scroll of 4 divine spells (bless, contagion, cure serious wounds, dispel magic), a wand of command (24 charges).

Tsathar Filth-Priest Cle5: CR 6; SZ M Monstrous Humanoid; HD 2d8+2 plus 5d8+10; hp 45; Init +7, Spd 30 ft., swim 30 ft.; AC 22 (+4 natural, +3 Dex, +5 armor); Atk +7 melee (1d8+3, +1 shortspear, crit x3, range 20 ft.) or +6 melee (net, special, range 10 ft.) or +7 melee (1d4+2, keen kukri, crit 15–20) or +6 melee (1d6+2 [x2], claws) and +5 melee (1d3+2, bite); SA leap (30 ft. horizontal, 10 ft. vertical as charge attack); SQ amphibious, darkvision (90 ft.), implant, light blindness, scent, slimy, summon slaad; AL CE; SV Fort +6, Ref +7, Will +10; Str 14, Dex 16, Con 14, Int 12, Wis 16, Cha 12.

Skills: Animal Empathy +6, Climb +5, Concentration +6, Handle Animal (frog) +6, Heal +2, Hide +5, Jump +8, Knowledge (arcana) +2, Knowledge (religion) +4, Listen +3, Move Silently +3, Search +2, Spellcraft +2, Spot +3, Swim +6. **Feats:** Alertness, Brew Potion, Improved Initiative, Weapon Finesse (kukri).

Unholy Spells (5/4/3/2): 0—cure minor wounds, detect magic, guidance, read magic, resistance; 1st—bane, command, cure light wounds, curse water; 2nd—bull's strength, death knell, speak with animals; 3rd—dispel magic, prayer.

Domain Spells (Destruction/Water): 1st—obscuring mist; 2nd—shatter; 3rd—contagion.

Domain Abilities: Filth-priests may Smite Good once per day, with a +4 to attack and +5 damage. Filth-priests can turn fire creatures and command water creatures (including monstrous frogs) as a cleric turns or commands undead up to three times per day + Cha modifier.

Languages: Tsathar, Abyssal, Slaad, Undercommon.

Possessions: +1 Studded leather armor (made from giant dire frog hide), a small wooden shield, a +1 shortspear, a net, a keen kukri, a soapstone symbol of Tsathogga, three potions of cure light wounds, a scroll of 2 divine spells (bless, contagion).

Tsathar Scourges (2): CR 2; SZ M Monstrous Humanoid; HD 4d8+8; hp 26; Init +7; Spd 30 ft., swim 30 ft. (see SA); AC 19 (+4 natural, +2 Dex, +3 armor); Atk +5 melee (1d8+2, shortspear, crit x3, range 20 ft.) or +5 melee (net, special, range 10 ft.) or +5 melee (1d4+2, kukri, crit 18–20) or +6 melee (1d6+2 [x2], claws) and +5 melee (1d3+2, bite); SA leap (30 ft. horizontal, 10 ft. vertical as charge attack); SQ amphibious, darkvision (90 ft.), implant, light blindness, scent, slimy; AL CE; SV Fort +3, Ref +7, Will +6; Str 14, Dex 14, Con 14, Int 12, Wis 14, Cha 14.

Skills: Animal Empathy +8, Climb +5, Handle Animal (frog) +12, Hide +5, Jump +8, Listen +6, Move Silently

+3, Search +2, Spot +3, Swim +6. *Feats*: Alertness, Improved Initiative, Skill Focus (Handle Animal).

Languages: Tsathar, Abyssal.

Possessions: A shortspear, a net, a kukri, an iron badge of station, studded leather armor (made from giant dire frog hide).

Poisonous Killer Frogs (4): CR 3; SZ M Animal; HD 5d8+15; hp 40 each; Init +7; Spd 40 ft., swim 20 ft.; AC 18 (+5 natural, Dex); Atk +6 melee (1d6+2 [x2], claws) and +6 melee (1d6+1, bite), SA leap (40 ft. horizontal, 15 ft. vertical as charge attack), improved trip, rake (+8/+8 melee for an additional 1d6+1 damage each against tripped opponents), poison (Fortitude save DC 18 if bitten, 12 if touching its skin or suffer 1d6/1d6 temporary Str damage); SQ darkvision (60 ft.); AL NE; SV Fort +8, Ref +7, Will +3; Str 14, Dex 16, Con 16, Int 4, Wis 14, Cha 11.

Skills: Hide +9, Listen +6, Spot +6, Swim +8. *Feats*: Improved Initiative, Weapons Finesse (tongue), Weapon Focus (bite). Due to their coloration, killer frogs receive a +4 racial bonus to Hide checks.

2A. Small Cave and Priest Lair

This cave lies on the opposite side of a sinkhole. Attempting to cross the sinkhole requires either a successful jump (no problem for tsathar) or some other magical means. Because the passage through which they must jump is so narrow, there is a -2 circumstance modifier to the jump roll. Failing that, they must make a Reflex save (DC 12). If they fail, they slip into the sinkhole and become inextricably stuck or lost. They starve to death unless removed by magic. The tsathar at area 2 use this sinkhole as a latrine.

The frog priest makes this room his personal lair, not minding the smell of the hole. There is a 1-4 on 1d20 chance that he is here rather than at area 2.

2B. Small Shrine

The priests at area 2 have placed a small soapstone statue of Tsathogga here. There is a 1-4 on 1d20 chance that one of the priests from area 2 is here.

3. Walls of Glistening Brown (EL 2)

The walls of this passage nexus are coated with several inches of a glistening brown material. The priests of Tsathogga secured this area by placing a huge **brown mold** coating over the walls, floors and ceiling. They bypass the mold using *resist elements* spells. A 50-foot section of the passage has been liberally coated with the mold, and cold damage is assessed each 10 feet traveled. The mold can be killed by magical cold, requiring 50 hp to destroy the colony or 25 hp of cold damage to make a path to either area 4 or area 5.

Brown Mold (CR 2): Brown mold feeds on warmth, drawing heat from anything around it. Living creatures within 5 feet of it take 3d6 points of cold subdual damage. Fire brought within 5 feet of the mold causes it to instantly double in size. Cold damage, such as from a *cone of cold*, instantly destroys it. Note that if ice from the walls and

ceiling is placed on it, it will go dormant and can be scraped out of the cave.

4. Shielded Cavern (EL 10)

On approach, this cavern appears nondescript in every way. It is identical to the other cavern passages on this level and looks like just another dead end. This is far from the truth, however, as this cavern hides the entrance to the Tomb of Abysthor and a holy temple dedicated to the goddess Myr. Note that the entrance to this chamber is warded against lawful good-aligned characters (see below).

DM Note: This cavern is the entranceway to the Tomb of Abysthor. Strangely, it is filled with wards against both evil and good. The DM must familiarize himself with all the various wards on this room prior to entry by the characters.

Background: Abysthor built these chambers (4A and 4B) using spells and magic. Once he built his tomb at area 4B and set off to disable the Black Monolith, Abysthor warded the rooms against intrusion by evil forces. He placed the *hallow* and *forbiddance* spells on the area. He placed a *symbol of death* and other wards on the marble door he created. Then, as is the tradition of the priests of Muir, he covered the door with an *illusory wall*, using a divine ritual that simulates the arcane spell. Abysthor, however, did not return.

Lokaug, having encountered Abysthor previously and driven him back, had long been tracking the good priest. A group of tsathar saw Abysthor travel through the *illusory wall* at area 2A on Level 5 and down to these chambers. Lokaug and his minions used this information to bypass that wall and descend to this level. Lokaug discovered this chamber and sensed that it was the lair of Abysthor. At Lokaug's direction, a frog-priest used a *true sight* scroll to scan the chamber. The priest reported seeing the marble door but was immediately slain when he observed the *symbol of death*. This confirmed Lokaug's suspicion. Unwilling to subject himself to such power, Lokaug instead filled area 4 with evil wards against good in the attempt to prevent other powers of good (or even Abysthor himself) from entering the area. He placed the *forbiddance* on the entrance to the room. He placed twelve *greater glyphs of warding* within the room itself and he placed an *unhallow* on the portion of the room not covered by the *illusory wall*.

Thus, the area is double warded: Abysthor warded it against evil, and outside of those wards Lokaug warded it against good. The wards placed by Lokaug will therefore be addressed first, since they must be penetrated before the *illusory wall* and door to areas 4A and 4B can be reached.

Magical Wards Placed by Lokaug

Forbiddance on the Entrance: Lokaug placed a *forbiddance* (to lawful good-aligned creatures) on the entrance passage to area 4.

Glyphs: In area 4 proper, Lokaug has placed twelve *greater glyphs of warding*. They are nearly invisible and can be spotted only by a rogue or by magic. These glyphs include the following:

Glyph of Warding Traps: CR 5: Search (DC 31); Disable Device (DC 31), with spell effects as follows:

- *Flame strike* in a 10-foot radius, cast at 11th level.
- *Antilife Shell* covering the entire corridor to area 4A, cast at 11th level.
- *Harm* in a 5-foot radius, cast at 11th level.
- *Summon monster VI*, cast at 11th level.
- *Slay living* in a 5-foot radius, cast at 11th level.
- Blast in a 10-foot radius for 10d8 damage, cast at 11th level.
- Blast in a 10-foot radius for 10d8 damage, cast at 11th level.
- Blast in a 10-foot radius for 10d8 damage, cast at 11th level.
- Blast in a 10-foot radius for 10d8 damage, cast at 11th level.
- Blast in a 10-foot radius for 10d8 damage, cast at 11th level.

Unhallow: In addition, though he could not dispel the permanent *hallow* effect, Lokaug placed *unhallow* in the portion of area 4 not covered by the *illusory wall*.

Magical Wards Placed by Abysthor

Illusory Wall: This wall requires an act of active disbelief to bypass. A Will save may be made (DC 17) to bypass the wall. Otherwise it remains “real” in the minds of those attempting to pass through it and may not be crossed. If other individuals “help” by walking through it, for example, the save may be retried. See Illusions in the *PHB* and the *illusory wall* spell description for more details.

The Marble Door: This huge door is made of 4-inch-thick stone and resists all attempts to open it. It can be opened only by great force, unless a lawful good creature tries to open it, in which case it slides open easily.

Symbol Trapped Door of Silver-Encrusted White Marble: 4 in. thick; Hardness 8; hp 100; Break (DC 45); Damage Resistance (10/+2); Spell Resistance (18). **Symbol of Death Trap:** All chaotic evil characters passing through the door and all within a 60-foot radius viewing the symbol (up to 150 HD) must make a Fortitude save (DC 28) or die; Search (DC 38); Disable Device (DC 38).

Hallow and Forbiddance: The whole area beyond the illusory wall is under the effects of *hallow* and *forbiddance* (to Evil creatures). Originally, the whole room was covered with a *hallow*, but Lokaug was able to dispel that using foul magic. He could not, however, dispel the *hallow* effect beyond the *illusory wall*.

4A. Shrine to Thyr

This simple stone room is a humble shrine to Thyr. It is carved of plain stone. The raised alcove to the north contains a plain altar of white marble and a small statue of Thyr the Lawgiver.

Hallow and Forbiddance: This room is the source of the *hallow* and *forbiddance* (to Evil creatures) spells cast by Abysthor. The *hallow* and *forbiddance* spells cannot be dispelled in this area, as they were cast in conjunction with *earth blood*. Abysthor found in area 13, which makes the spells permanent.

4B. The Tomb of Abysthor

Here, in a simple stone sarcophagus, lies the prepared tomb of Abysthor, the last high priest of Thyr. The tomb, however, is empty of any corpse. Abysthor prepared this chamber as his final resting place and then set off for his last task: destroying the Black Monolith. He has never returned. In the tomb, *invisible* and detectable only by *true seeing* cast by a lawful good cleric or paladin, are a key and a note.

The Key: The key is the magical key that opens the great seal at area 8.

The Note: The note reads, “Praise to Thyr and greetings to one more worthy than I! Should I fail to return, this key opens the great seal I have created. Seek the chamber of the earth’s blood. Use the power you find there as Thyr commands. I pray, Brother, that you do not fail as I have. May Thyr watch over you. Abysthor.”

5. Transporter to the Maze

This area is a seamless transporter to the maze at area 6. Persons looking down the passage to area 5 do not see beyond to area 7. Rather, they see and enter the passages as depicted in the maze at area 6. Unless this is bypassed, DMs should simply treat their map as seamlessly joining between the transporter on the map at area 5 and the transporter marked on the map at area 6. Except, of course, that they cannot return (as detailed in area 6, below). The PCs should have no idea they are being transported.

Detecting the Transporter: Though they have no external clue to do so, characters checking detect a faint shimmering of transmutation magic in the area of the transporter. This transporter acts as an unmarked *teleportation circle* spell cast at 20th level of ability. No save is allowed for this transporter.

Bypassing the Transporter: Only a person possessing *earth blood* can pass the transporter without being taken to area 6. The extreme magic and antimagic effects of *earth blood* disrupt the transporter, allowing a person possessing it to travel to area 7.

6. The Maze

For many unfortunate priests of Tsathogga, this area was a one-way trip. The teleport ward guarding the Black Monolith is a one-way trip to a maze, with the only exit a puzzle beyond. It is possible that anyone transported here is doomed, for only the bravest and wisest adventurers may survive being teleported to the maze. The maze itself is very simple, though it seems to lead nowhere.

6A. Pandora’s Puzzles (EL 8)

This is the lair of Pandora, a gynosphinx that lives in the maze, guarding this area for Abysthor. Pandora was *geased* to remain here until one worthy of passing to the Black Monolith could answer her riddles. Abysthor defined worthy as one of good alignment, preferably a priest or a paladin. All evil-aligned visitors were to be slain or left to starve. Hence, priests of Tsathogga who have ended up in the maze have never been able to exit, for Pandora was also

entrusted with the only means of exiting this dead-end trap.

Bones and old, rusted chain and plate armor lie strewn about the area around Pandora's lair, the remains of dozens of frog-priests and dire frogs who made it this far, only to perish. Pandora is an ancient creature, having lived for thousands of years. She has developed the *ethereal jaunt* ability in addition to the abilities usual for her kind. If the PCs attack her, or if they fail to successfully answer her riddles, she becomes *ethereal* and leaves them alone for a year and a day—likely to starve to death. When the characters first encounter Pandora, she is sitting statue-still on a long, flat dais. She calmly asks them if they have come at the behest of Orcus. If they say no, she asks if they are instead friends of the frog god. An affirmative answer to either question causes her to cast *symbol of death* and disappear *ethereally* for a year and a day. Negative answers to both questions causes her to smile and tell them that they may be worthy of completing the task that Abysthor bade her do so many years ago. If they are good aligned, she then asks them three riddles; if they solve all three, they (and she) will be released from this imprisonment (see below). If they fail, she sighs, becomes *ethereal* and leaves for a year and a day. Similarly, if the PCs are not good-aligned, she does the same. The riddles she asks are as follows:

I never was, am always to be,
No one ever saw me, nor ever will
And yet I am the confidence of all
To live and breathe on this terrestrial ball.
Answer: "Tomorrow"

If this riddle is solved, Pandora smiles and states that she is happy that the PCs are so wise, and things may need to be a little tougher. She converses with them in a friendly manner and passes some time just talking. Finally, after a few minutes have passed, she asks them the second riddle:

The beginning of eternity
The end of space and time
The beginning of every end
And the end of every place
Answer: "The letter E"

If the PCs successfully solves the second riddle, Pandora becomes excited and giggles, telling them how brave and wise they are and how she has been long awaiting their arrival. She speaks of an Androsphinx whom she misses and how she cannot wait to see him again. She also explains that she will give the party several vials she was told to guard, and that only with these vials can *earth blood* be contained. She explains that to reach the Black Monolith, one must carry a vial of *earth blood*. This, she explains, will allow them to bypass the transporter and allow passage into the chamber beyond. Her mood finally takes a more serious tone, as she takes a deep breath and asks her final riddle:

I count time in circles
I have no voice
But my limbs allow me to whisper in the wind
Answer: "A tree"

If the party answers this final riddle successfully, Pandora laughs, smiles and becomes *ethereal*, never to return. On the dais, she leaves behind a fine crystal rod and twelve vials of solid *living rock*—a magical metal that creates an antimagical aura over a small area (e.g., inside the vials). These vials are worth 1,000 gp each to a dwarven smith or wizard, though a greater use would be to fill them with *earth blood*, as they are the only material capable of containing it safely. The crystal rod allows the reverse teleportal to be activated, depositing the PCs back in the hallway (area 5).

Note: Three example riddles are supplied here, though the DM may use others if these are thought to be too hard or too easy. Additional examples are available on page 223 of *Creature Collection II, Dark Menagerie* by Sword and Sorcery Studios.

Pandora the Gynosphinx: CR 8; SZ L Magical Beast; HD 8d10+8; hp 88; Init +5 (Improved Initiative, Dex); Spd 40 ft., fly 60 ft. (poor); AC 21 (–1 size, +11 natural, Dex); Atk +11 melee (1d6+4 [x2], claws); SA spell-like abilities, pounce, rake (1d6+2); SQ ethereal jaunt; AL NN; SV Fort +7, Ref +7, Will +8; Str 19, Dex 12, Con 13, Int 18, Wis 19, Cha 19.

Skills: Concentration +12, Intimidate +13, Listen +17, Spot +. **Feats:** Alertness, Blindfight, Combat Casting, Flyby Attack, Improved Initiative, Iron Will.

Possessions: Twelve vials of living rock, a crystal rod (all items are on the ethereal plane and cannot be recovered unless retrieved on that plane).

6B. Shimmering Silver Portal

The portal here is the size of a door and looks like it is made of liquid mercury. This is the transporter back through the transporter and can be activated only by touching the crystal rod from area 6A (possessed by Pandora) to the surface of the portal. When this is done, the shimmering surface disappears for 20 seconds, revealing a corridor beyond (area 5). During this time, anyone stepping through the surface is released to area 5. Passing through the portal at any time that the mirrored surface is present causes a Reflex save (DC 25) to be made. Success indicates a creature is quick enough to pull himself or herself back out before being irreversibly crystallized into ice. Failure means death. Persons passing through the portal exit at area 5, heading west.

7. The Black Monolith

This room contains a vast sinkhole, fully 40 feet deep, with steep walls plummeting down into the darkness. Within this hole is a large stone monolith, composed of pure, black stone. The monolith is covered with undecipherable writings and alien symbols. No means of opening or affecting the monolith are obvious, though the southwest side of the stone contains a 2-inch diameter hole, a perfect fit for the crystal shard from area 7A.

Black Monolith: 400 hp; Hardness 20; Damage Resistance (50/+5); Spell Resistance (50); Break (impossible). Can be opened only by the shard at area 7A.

Background of the Monolith: The Black Monolith is an ancient construct from before the God's War and functions as a planar gate to the Abyss. The monolith itself is a moveable instrument of the gods of evil, and it has been set in a number of locations prior to being placed here. If it is activated, a *gate* opens that no mortal can close, providing free access for all the demonic armies to invade this plane. Obviously, both the priests of Tsathogga and Orcus would desire to open the planar gate.

When Abysthor learned of the monolith he immediately sought to find a way to destroy it, or failing that, to seal it forever. Essentially, the only way to destroy the monolith is by a willing sacrifice of life energy from a lawful good being (detailed below). The ritual to perform this feat was learned long ago by Abysthor, who burned the ancient text after he memorized its lessons (for it also contained the ritual to open the gate). A copy of this text is also in the possession of a high priest of Orcus living under cover as a lord in Bard's Gate. Abysthor located the monolith by using *earth blood* to bypass the maze, warding the maze with Pandora. He entered the monolith but he failed to complete the ritual, as he himself lacked the power needed to succeed. This act left him drained of all spells and incapable of returning from within the monolith. Abysthor is now trapped within.

Currently, the priests of Tsathogga know where the monolith is, though they do not know how to get at it or the ritual to use it. The priests of Orcus know how to use it but not where it is. Luckily, since both groups appear unwilling to cooperate, both will continue to be unable to find or operate the monolith for some time.

Entering the Monolith: If the shard from area 7A is used as the key to this hole, a one-way *phase door* opens and allows egress inside for ten rounds. The shard then teleports back to its resting place in area 7A.

Inside the Monolith: The inside of the monolith is 20 feet square (larger than its exterior dimensions), with a flat shelf resting about 4 feet off the floor. On this shelf are twelve pairs of holes into which one may place his hands. Anyone inside the monolith is trapped forever, until the monolith is destroyed. No spells may be regained within, but hit points heal normally, and the air is breathable. Inside the monolith is the high priest Abysthor.

Destroying the Monolith or Opening the Gate: If enough people place their hands in the holes, and the proper ritual is performed, all individuals whose hands are in the holes immediately begin to lose life levels. The lost levels come from the highest level character first (e.g., Abysthor loses all his levels before the PCs finally lose 2 if they are successful at destruction of the monolith) unless the persons with their hands in the holes make an agreement otherwise. Abysthor insists that he sacrifice his levels (20 of them) before any of the PCs.

There are enough hand holes for twelve individuals to participate. There is no possible way to recover these lost levels. When a total of 22 lawful good levels are sacrificed, the monolith is destroyed, crumbling to dust in but a single minute. If 21 chaotic evil levels are sacrificed, the planar gate opens and the horrors of the Abyss are unleashed upon

the world. Abysthor explains this to the party and will allow them to participate only if they are willing.

Options: Three scenarios can now occur. First, the PCs can "do the right thing" and sacrifice the 2 levels needed (in addition to those of Abysthor) to complete the ritual and destroy the monolith. This is the best outcome, and each PC participating receives a permanent +2 Wis bonus as a blessing from Thyr and Muir. The party also may recover Abysthor's personal magic items. A second possible scenario is that the PCs are unwilling (or unable, if none are lawful good) to complete the ritual. If this is the case, Abysthor frees everyone from the monolith and waits here, protecting the monolith from the priests of the evil gods. This in turn leads to the third scenario. Six months hence, a massive contingent of Orcus's minions arrives and, barring intervention before that time by the players, defeats Abysthor and activates the planar gate. The land area around the Stoneheart Mountain Dungeon then becomes filled with demonic hosts, and all the local area is essentially wiped from the map. It is only a matter of time before the priests of Orcus discover the earth blood cavern, and the party should be able to make this decision without much brainpower. Success at destruction of the Black Monolith also nets the PCs a story award of 5,000 XP each.

Abysthor, Human Male High Priest of Thyr Cle16/ Pal4: CR 20; SZ M Humanoid; HD 16d8+16 plus 4d10+4; hp 110; Init +1 (Dex); Spd 30 ft; AC 11 (Dex); Atk +16/+11/+6 melee (1d8+4, +3 heavy mace); SQ Turn undead, spontaneous casting, detect evil, divine grace, lay on hands, aura of courage, smite evil, remove disease, code of conduct; AL LG; SV Fort +18, Ref +13, Will +19; Str 12, Dex 12, Con 12, Int 20, Wis 21, Cha 20. Note that Abysthor is nearly two hundred years old and his physical attributes have declined.

Skills: Concentration +14, Craft (Calligraphy) +5, Craft (Stonemasonry) +5, Diplomacy +17, Heal +20, Knowledge (Arcana) +20, Knowledge (Religion) +22, Magic +16, Profession (Miner) +10, Ride +6, Ritual Spellcraft +7. **Feats:** Craft Staff, Expertise, Improved Disarm, Leadership, Lightning Reflexes, Scribe Scroll, Spell focus (Divination), Spell penetration.

Divine spells per day (6/7/6/5/5/3/2/1): none prepared

Paladin spells per day (2): none prepared

Domain Spells (Protection, Healing): none prepared

Possessions: +3 holy heavy mace of disruption, rod of absorption (12 charges), ring of sustenance, stone horse, staff of life (12 charges).

7A. The Lost Shard

This small cavern at the bottom of a deep depression contains a large column in 4 feet of water. At the bottom of the water is 2 feet of mud. Hidden in the mud behind the column is the crystal shard described in area 7. This shard is the key to opening the Black Monolith and freeing Abysthor. Only careful searching of this area reveals its presence (Search DC 25). The crystal shard is of purest black and is at once clear and opaque, glowing with an unearthly green inner light.

8. The Great Seal and the Well

In the center of this hallway is a great mithril seal, fully 10 feet wide and inscribed with runes and wards against evil. This well goes straight down some 120 feet to the passage below. Abysthor crafted the seal of mithril and placed it on the opening to the well in the floor of the room above. It is warded with *forbiddance* (evil) so no evil creatures can pass. Good-aligned creatures may remove the seal (it weighs 300 pounds) using conventional means (levers, lifting) if they have the key from Abysthor's tomb at area 4. Note that the seal cannot be opened by any other method. It has 150 hit points, Hardness 15, spell resistance 30 and damage reduction 10/+3. It is not possible to tunnel through the surrounding earth with magic due to the nature of the ground here (see Standard Features, above).

Abysthor's seal isn't the only ward on this well. There is some magic in the middle of the shaft going down that prohibits passage. Anyone using magical means of descent will be sorely disappointed. At the 60-foot mark in the well shaft is a seam of antimagic, caused by the presence of *earth blood* in this area. Anyone passing this point is struck by *dispel magic* with a caster level of 20. Falling 60 feet causes 6d6 points of damage to any that land on the stone surface below.

9. Cavern

This cavern contains a high, vaulted ceiling and is wrought with wild-colored streaks of minerals and glowing, shimmering veins of strange metal. The DM should describe in vivid detail the bright colored veins of yellow, silver, green and red. Any dwarves in the party are immediately struck with great joy at the mineralogical wonders in this room. Mining this room would result in the recovery of over 30,000 gp in strange, rare ores and metals. It also would bring down the wrath of the stone guardian and his minions (see area 10) and would take several months by a trained mining crew.

10. Chamber of the Stone Guardian (EL 8)

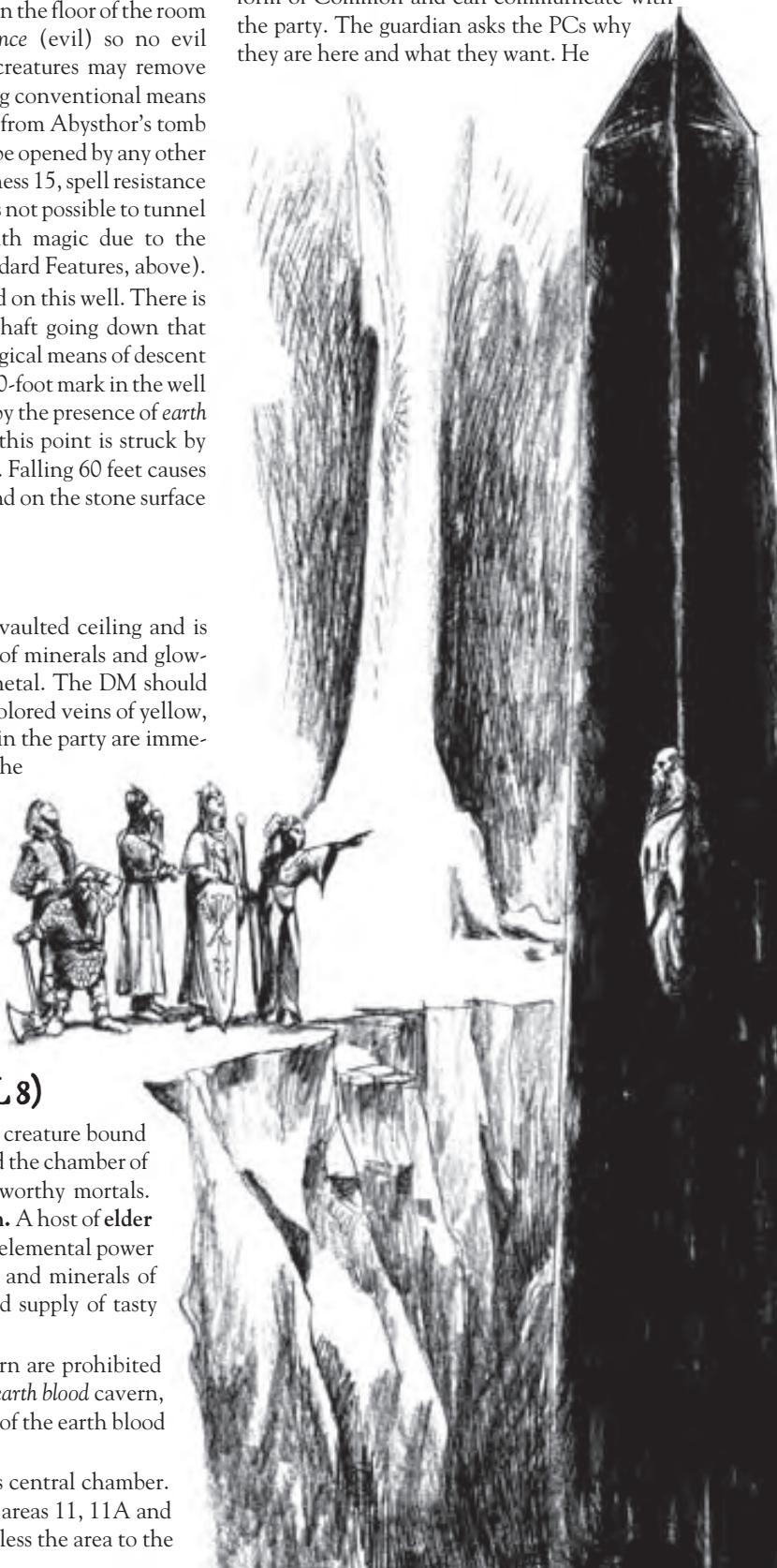
This area is the lair of an ancient creature bound here by the gods of the earth to guard the chamber of *earth blood* against intrusion by unworthy mortals. Left as a defender is a **stone guardian**. A host of **elder xorn** serves him, drawn here by the elemental power of the *earth blood*. The rare metals and minerals of these caverns serve as a steady food supply of tasty treats for these critters.

The stone guardian and elder xorn are prohibited by the earth god from entering the *earth blood* cavern, though they enjoy devouring traces of the earth blood from the surrounding stone.

The stone guardian stands in this central chamber. The xorn roam the caverns at will (areas 11, 11A and 11B). The guardian remains still unless the area to the

east (area 11) is approached. It then animates. The stone guardian has an unpronounceable name but is initially friendly.

If he is attacked, he calls his friends (the elder xorn) and animates boulders. The stone guardian speaks a broken form of Common and can communicate with the party. The guardian asks the PCs why they are here and what they want. He



forbids them from taking any of the rare earth metals and strange jewels present in the chamber, as this is holy ground for earth creatures such as him, and it would be an act of desecration to have mortal creatures disturb the walls of these caverns. Only if the players explain with great detail that they must obtain *earth blood* from area 13 will he listen. He has no problem letting them try to do this, knowing full well the effect it will have on them. The stone guardian sees this as a test of the worthiness of the party to be here in the first place. If they are destroyed by the *earth blood* (as he expects they will be), no matter. If, on the other hand, they are not (if they have obtained the *living rock* vials from the sphinx), the stone guardian decides that the players are blessed by the earth god himself and that they should be allowed free range in his domain. He explains that the xorn serve him but that he cannot fully control them and that they may require payment from the party for passage in their areas.

He also realizes that they must first pass through the "wall of many colors" as he calls it (area 12A). If a Charisma check (DC 20) is made while asking him about the walls, he suggests a trade. If the PCs give him all their metal armor, he offers them a way to pass through the wall. What the stone guardian gives in place of the armor are a series of four crystals; one red (ruby), one yellow (topaz), one green (emerald) and one deep violet (a garnet). Each crystal is worth 500 gp but is also enchanted to remove the corresponding color of the *prismatic wall* at area 12A (one use only). The remaining layers must be removed normally. The stone guardian feeds the armor to the xorn, so once the deal is made, it is a permanent trade.

If a second Charisma check is made (DC 23), the stone guardian tells the players a story. The story tells of a strange human that came here long ago and bathed in the blood of the earth. The stone guardian decided that this creature was indeed blessed by the earth gods and gave him a crystal shard that was related to a strange black stone that was found long ago. He has no idea what the shard is for but wishes to have it returned to him. If they will agree to do so, he promises a block of solid mithril (weighs 80 pounds; can make two suits of human-size armor) as a reward. The crystal shard is of purest black, he explains, and is at once clear and opaque, glowing with an unearthly inner light (this is the shard that allows the Black Monolith to be opened and can be found in area 7A).

DM Note: The stone guardian is neither evil nor malicious. Humans and their ilk are like bugs to him. He is old and wise and relates to the players in an almost fatherly tone. He really considers humankind, and all the other "new" races to be far beneath him. One exception to this is that all dwarves and gnomes make charisma checks at a +4 bonus when dealing with this creature, due to their affinity with rock and stone.

Stone Guardian: CR 8; SZ L Elemental [Earth]; HD 8d8+48; hp 84; Init -1 (Dex); Spd 20 ft.; AC 22 (-1 size, -1 Dex, +14 natural); Atk +12/+7 melee (2d8+10, slam); Reach 10 ft.; SA spell-like abilities, animate boulders; SQ elemental, electrical immunity, cold vulnerability, camouflage, darkvision (60 ft.), spell resistance (15); ALN; SV Fort +12, Ref +1, Will +3; Str 25, Dex 8, Con 22, Int 12, Wis 12, Cha 12.

Skills: Hide +9, Listen +12, Spot +12. Stone guardians receive a +8 racial bonus to Hide checks when in rocky terrain. If they stand completely motionless, the bonus increases to +12. **Feats:** Alertness, Power Attack.

SA—Spell-Like Abilities: At will—stone shape; 1/day—move earth, passwall, transmute rock to mud, and wall of stone. These abilities are as the spells cast by a 20th-level sorcerer (save DC 11 + spell level). **Note:** This particular stone guardian can cast these spells on the rock of the caves of this level despite the presence of the *earth blood*. This is a special power given to him by the earth god.

SA—Animate Boulders (Sp): A stone guardian can animate rocks within 180 feet at will, controlling up to two rocks at a time. The boulder has a move speed of 10 and fights as a stone guardian in all respects. Animated boulders lose their ability to move if the stone guardian who animated them is incapacitated or moves out of range.

SQ—Camouflage (Ex): The stone guardian receives a +12 racial bonus on Hide checks in rocky terrain as long as it remains motionless.

Description: The stone guardian is an elemental creature of earth and appears to be a very large boulder with two stout, thick legs ending in large-toed feet, which double as hands. He sits exceedingly still. He eyes and mouth open as rocky holes in his exterior, though when closed they are not detectable.

II. The Lesser Guardians (EL 12)

This cavern contains a nest of 6 **elder xorn** who serve the stone guardian in area 10. The walls, floor and ceiling are similar to that in area 9, with a total value of 20,000 gp. If the party enters this room having harmed the stone guardian in any way, the xorn attack at once. If the characters passed the stone guardian without incident, one xorn confronts them and demands that they pay tribute for their passage. This tribute can consist of all of their precious metals or of one suit of metal armor; their choice. If they do not pay tribute, they may not pass. If they continue or ignore the xorn, they are attacked by the whole group. An exception to this is that if the party has agreed to recover the crystal shard for the stone guardian, it is left alone and the xorn never even make an appearance.

Elder Xorn (6): CR 8; SZ L; HD 15d8+60; hp 130; Init +0; Spd 20 ft., burrow 20 ft.; AC 22; Atk +21 (4d8+7, bite) and +19 (1d6+3 [x3], claws); Face/Reach 10 ft. x 10 ft./10 ft.; SA burrow; SQ immune to fire and cold, electricity resistance (10); half damage from slashing weapons, all-around vision, tremorsense; SV Fort +13, Ref +9, Will +9; Str 25, Dex 10, Con 19, Int 10, Wis 11, Cha 10.

Skills: Hide +14, Intuit Direction +18, Knowledge (minerals) +12, Listen +18, Move Silently +18, Search +22, Spot +22. **Feats:** Cleave, Great Cleave, Multiattack, Power Attack.

IIA. The Planar Gate

The back wall of this cave seems to roil and ooze as if made from quicksand that somehow stands vertical along the wall. This wall is in reality a planar gate to the

Elemental Plane of Earth. Any creatures transported there cannot breathe and must retreat through the gate or perish in 1d6+1 minutes. The plane itself has the consistency of a heavy sandstorm. This gate is used by the stone guardian and the xorn to “visit home” when they want to. It also allows for replacement guardians to access this area if they are slain.

11B. The Metal Cave

This entire cave is covered in veins of metallic ore of high content. There are raw veins of copper, iron and mithril throughout the cave on the floors and ceiling. Rubble from the rock matrix material is strewn across the floor, making passage difficult (all movement is at 1/4 normal). Were this area to be mined, over ten tons of copper, sixty tons of high-grade iron, and one ton of mithril could be extracted over a long period of time. Hidden under the rubble are three large pieces of mithril, each weighing about 80 pounds. It is from here that the stone guardian retrieves the reward for the party that brings the shard from area 7.

12. Warning Chamber

Inscribed on the floor in alien runic script is a dire warning, written in the magical tongue of earth elementals—Terran. Reading this script requires a *read magic* spell and a Decipher Script check (DC 22). The inscription reads:

*Beware all that would pass the walls of light
For beyond lies the seeping wound of the earth
Flee mortal, before the blood of the gods consumes you
For to reach for immortality is to tempt the very forces of
creation
And the end of the beginning is close at hand*

12A. Barriers of Light (EL 8)

Between each of the seven columns set in the wall courses colored electricity. The layers in order from south to north are the red, orange, yellow, green, blue, indigo and violet layers of a prismatic wall (see *PHB*, page 239, for the details of this spell). Anyone passing through the layers takes damage as per the spell of the same name. The walls may be lowered by the proper counterspell, or the red, yellow, green and violet layers can instead be removed with the crystals given to the party by the stone guardian in area 10. The remaining layers must still be dealt with normally (see the spell). Save DC for the effects of the walls is 32. Again, the *prismatic walls* cannot be circumvented by burrowing around because of the qualities of the rock on this level (see Standard Features, above).

13. The Chamber of Earth Blood (EL 10)

This chamber contains a pool of steaming, bubbling, thick red goo known as *earth blood*. It is a strange elemental substance believed to be the very essence of the god of the earth himself. This material is a source of unspeakable



power. Why it is present here is a secret long forgotten even by the oldest of sages. The pool is 10 feet deep and has fissures leading deep into the crust of the earth. This material has highly magical and antimagical properties. It radiates immense levels of abjuration and alteration magic. Merely casting a *detect magic* spell on the material gives spellcasters headaches from the power radiated. Effects of touching the material vary. For some it is a blessing, for others, certain death. Any inorganic material touching earth blood is immediately consumed on an elemental level and is considered lost forever. The only exception to this is living rock, a material so resistant it is also believed to be part of the earth god's bones. In addition, this pool was blessed by the earth god so that it could hold the *earth blood*, though that blessing is lost if any of the stone is removed from this chamber. Immersion of living material (such as PCs) that contacts the earth blood requires a Fortitude save (DC 28). Failure indicates death. Success has variable effects as follows (roll d100):

- 01–20. Subject gains a permanent natural armor bonus of +4.
- 21–30. Subject gains a permanent +2 Str and +2 Con but loses 2 Dex.
- 31–40. Subject gains a permanent SR of 12, but if an arcane spellcaster, loses the ability to cast one spell of each level (one slot of each level for sorcerers).
- 41–50. Subject gains a natural DR of 5/+1.
- 51–60. Subject gains a permanent hardness of 8 as skin becomes rock; however, divine cure spells no

longer work on subject (*mending* spells act as *cure light wounds*!)

- 61–70. Roll again on this table; only effect lasts for seven days if otherwise permanent, or is permanent if otherwise temporary.
- 71–80. Subject gains a temporary Str bonus of +8 and a Dex penalty of –4. The effect lasts for one month.
- 81–90. Subject gains a temporary SR of 22; however, arcane spellcasters lose all ability to cast spells. This effect lasts for one month.
- 91–96. Roll twice on this table, rerolling duplicates.
- 97–00. Subject is turned into a Greater Earth Elemental and becomes an NPC.

The main purpose and use of this material in this adventure is to free Abysthor. A vial full of *earth blood* allows the party to bypass the transporter at area 5 and to access the Black Monolith in area 7. Once the party has this material, it can be certain that the end of the adventure, one way or another, is near. Those who risk otherwise touching the *earth blood* can gain the bonuses above.

In addition, *earth blood* can be used to make spells permanent if it is used as a material component of the spell or to affect items that are ordinarily impervious to magic.

DM Note: It requires *living rock* vials (normally obtained only from the elemental plane of earth, but rare even there) to remove the *earth blood* from this chamber. You should not allow PCs to remove more than one or two vials of this liquid from this room (other than those needed to free Abysthor).



Level 6: The Deep Caverns

The initial builders of this complex never found this level. Its main significance is that it serves as a way to reach Level 5 from the upper levels—Level 2A in particular. The priests of Orcus, who have access to Level 2A, are beginning to explore this level as a means of reaching the Black Monolith (see Level 5A). This level also has several exits to the surface that open up some miles distant in the surrounding mountains and woods. The main creature on this level is the behir, as well as a lich who has not yet been located by the priests of Orcus.

1. Level Entrance

The small set of stairs from Level 2A leads to this long, narrow cave passage. The ceiling is very low (6 feet), and even Medium-size creatures feel constricted. All actions within this passage receive a –2 circumstance penalty.

1A. Boxed Lunch (EL 3)

This room is the lair of a single rogue **su-monster**. This male beast was driven out of the main lair (area 6) by the dominant male living there. This beast hides in a small cubbyhole 10 feet above the floor, only appearing if fewer than three PCs enter. Also in the room is a cache of food and water, left here by the priests of Orcus. Three large boxes of preserved rations (a total of forty-man-days) and two 10-gallon casks of water (stagnant but drinkable) are placed against the far north corner of the cave.

Su-Monster: CR 3; SZ M Magical Beast (4 1/2 ft. long); HD 5d10; hp 30; Init +6 (Improved Initiative, Dex); Spd 40 ft., climb 40 ft.; AC 16 (+4 natural, Dex); Atk +6 melee (1d4+1 [x4], claws) and +5 (2d4, bite); SA mind blast; SQ prehensile tail, darkvision (90 ft.); AL CN; SV Fort +4, Ref +6, Will +4; Str 12, Dex 14, Con 10, Int 10, Wis 16, Cha 12.

Skills: Climb +12, Hide +10, Listen +5, Move Silently +10, Spot +6. **Feats:** Multiattack, Improved Initiative, Dodge, Weapon Focus (Claw).

SA—Mind Blast (Sp): This attack is a cone 60 feet long. Anyone caught in the cone must make a Will save (DC 16) or be stunned for 3d4 rounds. Su-monsters use this power to stun their foes while they hang from their prehensile tails prior to attacking with their razor-sharp claws.

SQ—Prehensile Tail (Ex): Su-monsters have a 10-foot-long prehensile tail that allows them to hang from trees and attack with all four claws as well as their bite in one round. A su-monster on the ground may attack with only two claws and his bite. They can also use their tail to retrieve and manipulate items. It is as dexterous as an additional hand.

Description: Su-monsters appear to be a strange cross between a baboon and a lizard. Their fur is dirty gray and their tail and face are jet black. Their paws are blood red.

Level 6: The Deep Caverns

Difficulty Level: 7 (unless you encounter the lich).

Entrances/Exits: Stairs from Level 2A and from Level 5.

Wandering Monsters: Several monsters roam this level. Check every 30 minutes by rolling 1d20:

1–2. 2d6 Dire Rats

3. 1d6 Su-Monsters

4. 1d4 Medium-Size Monstrous Spiders

5. A Priests of Orcus Scouting Party (1 priest of Orcus, 3 lesser priests of Orcus and 6 font skeletons, scouting the level)

6. The Behir (see area 10)

7. 1d4 Wererats (see areas 4B and 13)

8–20. No encounter

Standard Features: Except for the passages at area 6, all of the cavern passages are rather small—no more than 6 feet high. They also are covered with strange claw marks at all heights (from the behir). Alert PCs (Int check DC 15) notice a surprising lack of stalactites in all the passages and chambers (except for area 6 and beyond), as they have been broken away by the behir slithering down the passages.

They have razor-sharp claws on all four limbs. Their red eyes flash with a wicked intelligence.

2. The Shape of Things to Come

This room contains the remains of seven acolytes of Orcus who met a violent end at the claws of the behir. Blood and gore cover the room, and bits of armor, torn by the claws of the behir, are scattered across the chamber. The combat seems recent and the bodies are charred with electricity and huge claw and bite marks—an omen of things to come. One large stain in the shape of a bolt of lightning traces down the hall to the west, scarring the stones of the wall. Most of the acolytes' gear is destroyed, however, one suit of masterwork full plate remains intact, etched by the electricity of the behir but otherwise intact.

3. Flowstone Cavern

This cavern is devoid of monsters and treasure. It is vacant except for a very strange geologic feature in the west portion of the room. A huge iridescent plug of flowstone has emerged from the ground below the cave, partially blocking passage to the east with a 12-foot-high, blue-green hunk of stone. The stone contains interbedded layers of bright blue and bright



green sections. It is very weird looking, though neither valuable nor dangerous in any way.

4. Rat Cavern (EL 5)

This cavern is literally filled to the brim with rats of all shapes and sizes. Two huge nests are found down the largest two rat tunnels leading from the cave. Each minute spent here draws the attack of **3d6 normal rats** and **1d6 dire rats**. There are a total of 200 normal rats and 42 dire rats in this cave. Once 50 normal rats and 12 dire rats are killed, the rest retreat to areas 4A and 4B.

Dire Rats (42): CR 1/2; SZ S Animal; HD 1d8+1; hp 4; Init +3 (Dex); Spd 40 ft., climb 20 ft.; AC 15 (+1 size, +1 natural, Dex); Atk +3 melee (1d4-3, bite plus disease); SA disease; SQ scent; AL N; SV Fort +3, Ref +5, Will -1; Str 5, Dex 17, Con 12, Int 1, Wis 12, Cha 4.

Skills: Climb +11, Hide +11, Listen +1, Move Silently +6. **Feats:** Weapon Finesse (bite).

Normal Rats (200): CR 1/8; SZ D Animal; HD 1d3-2; hp 1; Init +4 (Dex); Spd 30 ft., climb 20 ft.; AC 18 (+4 size, Dex); Atk -2 melee (1d3-1 plus disease); SA disease; AL N; SV Fort +2, Ref +4, Will +0; Str 6, Dex 18, Con 14, Int 1, Wis 12, Cha 4.

Skills: Climb +11, Hide +15, Move Silently +10.

4A. Rat Lair (EL 5)

This room contains a nesting area for the rats in area 4. Torn cloth, fungus and other materials reside in eight fluffy piles strewn about the room. An additional **10 dire rats** and **36 baby dire rats** (treat as normal rats) are in this cavern. This nest also contains a bunch of shiny baubles (not valuable) in the form of rock chips, bones, bits of metal and pieces of glass.

Dire Rats: 4 hp; see area 4, above.

Baby Dire Rats: 1 hp; Atk -2 melee (1d3-1 plus disease).

4B. Queen Rat (EL 9)

This rat lair appears much as the lair in area 4A. It varies in two major ways. The first is that in addition to the **8 dire rats** and **22 baby dire rats** living in the nesting material, there are also **6 wererats** hiding here in dire rat form. These wererats pretend to scurry away from any intruders, only to attack from behind by surprise. The **wererat leader** is a large, light gray specimen named **Marala**, a 7th-level rogue.

Tactics: Marala avoids combat with any armored individuals, preferring to wait until she can attack lightly armored foes by surprise. She then retreats into area 4 and uses her magic *horn*. She quaffs her *potions* and enters melee, attempting to slay all spellcasters. If cornered, she offers information about area 14 if the PCs release her. She

knows that there is a long-lost crypt there and that a tomb of an ancient king is somewhere in the cavern. The remaining wererats are also cowards, preferring to let the rats who serve them bear the brunt of any combat. They attempt to strike fast then run.

Treasure: Hidden in one of the nests, in addition to useless yet shiny baubles as in area 4A, are two *ioun stones* (dusty rose and dark blue).

Marala the Wererat, Rog 7: CR 7; SZ S Shapechanger; HD 2d8+3 plus 7d6+14; hp 54; Init +7 (Improved Initiative, Dex); Spd 40 ft., climb 20 ft.; AC 18 (+1 size, +3 natural, Dex); Atk +5 melee (1d4, bite), +6 melee (1d8, longsword, crit 18–20) or +8 ranged (1d6, shortbow, crit x3, range 60 ft.); SQ evasion, uncanny dodge, sneak attack (+4d6), traps, scent, damage reduction (15/silver or +1), shape shifting, curse of lycanthropy; AL NE; SV Fort +8, Ref +10, Will +6; Str 10, Dex 17, Con 14, Int 14, Wis 10, Cha 6.

Skills: Balance +8, Climb +8, Decipher Script +8, Disable Device +8, Disguise +4, Escape Artist +13, Hide +13, Jump +8, Listen +8, Move Silently +13, Search +12, Spot +10, Tumble +13. **Feats:** Dodge, Improved Initiative, Mobility, Spring Attack, Weapon Finesse (bite), Weapon Finesse (rapier).

Possessions: A masterwork longsword, two vials of *deathblade poison*, a *potion of heroism*, a *potion of invisibility*, a *potion of hiding*, a *silver horn of Valhalla*.

Wererats (5): CR 2; SZ S Shapechanger; HD 2d8+3; hp 16; Init +3 (Dex); Spd 40 ft., climb 20 ft.; AC 18 (+1 size, +3 natural, Dex); Atk +3 melee (1d4, bite), +3 melee (1d6, rapier, crit 18–20) or +3 ranged (1d6, shortbow, crit x3, range 60 ft.); SQ scent, damage reduction (15/silver or +1), shape shifting, curse of lycanthropy; AL NE; SV Fort +5, Ref +5, Will +5; Str 10, Dex 17, Con 12, Int 12, Wis 12, Cha 10.

Skills: Climb +11, Hide +11, Listen +5, Move Silently +6, Spot +8. **Feats:** Weapon Finesse (bite), Weapon Finesse (rapier).

Dire Rats (8): 4 hp; see area 4, above.

Baby Dire Rats (22): 1 hp; see area 4A, above.

5. Stairs to Level 5 (EL 6)

This area contains stairs leading up to Level 5. The priests of Orcus want to guard this passage against intrusion by the priests of Tsathogga, and they don't want the priests of Tsathogga to know they are here looking for a back door entrance to the Black Monolith. To this end, the priests of Orcus have placed several *glyphs of warding* along the stairway. These *glyphs* are hidden along the stairs at 10-foot intervals (five *glyphs* total).

Glyph of Warding Traps: CR 3; Search (DC 28); Disable Device (DC 28); effects as follows, moving from the cavern floor upward toward Level 5:

- *Sound burst* in a 10-foot radius, cast at 8th level.
- Blast (sonic) in a 5-foot radius, cast at 8th level (4d8 damage)
- Blast (acid) in a 5-foot radius, cast at 8th level (4d8 damage)

- Blast (cold) in a 5-foot radius, cast at 8th level (4d8 damage)
- *Bestow curse* in a 10-foot radius, cast at 8th level (–4 on saves)

6. Su-Monster Maze (EL 5)

This batch of twisty passages is different from the passages on the rest of the level: the ceiling is some 20 feet above and festooned with stalactites. Broken and chewed bones litter the floor of these tunnels. One passage leads outside of the dungeon into a small cave that eventually leads to a small, forested area on the surface. The PCs may attempt a Wilderness Lore check (DC 20) to notice the absence of bats and rats in these caves.

This is a su-monster playground. There are always **1d6 su-monsters** here. The lair of the su-monsters is in area 7. These creatures guard this area viciously, and other denizens of this level have learned to avoid these caves.

Su-Monsters: 30 hp; see area 1A, above.

Tactics: Su-monsters always attack with their mind blast attack prior to melee. If pressed, they retreat to their lair—area 7.

7. Su Monster Lair (EL 8)

This room serves as the lair of the **15 su-monsters** that inhabit this level (excluding the rogue male in area 1A). All the su-monsters here are female, except for the dominant male, and immature specimens. There are 8 mature females and 6 young. Seven of the females are here waiting for the PCs. Like area 6, these caves have 20-foot-high ceilings and are congested with stalactites and stalagmites. All creatures in these caves are assumed to have 40% concealment at distances greater than 20 feet, and all movement is at 1/2 normal rates due to the clutter on the floor.

Su-Monsters (15): 30 hp; see area 1A, above.

Tactics: When area 7 is first entered, all adult su-monsters present attack using their mind blast ability (this ignores concealment penalties). They melee felled opponents, scurrying away if approached by an unstunned foe.

7A. Su-Monster Den (EL 7)

This room contains the nesting area of the su-monsters. Scattered all over the floor are the remains of various creatures, felled by the pack attacks of the su-monsters. The baby su-monsters cling like little monkeys from the roof, and the huge male and dominant female su-monster keep nest here.

Tactics: These creatures are very pack oriented and fight until slain. Cavern height and concealment rules apply as in area 7. The baby su-monsters do not attack an unstunned opponent, but they swarm a felled opponent like a pack of piranhas.

Treasure: Buried in the piles of bones and litter (Search DC 28) is a strange magic item, lost long ago—the *shard of Hel* (see the Magic Appendix for more details).

Dominant Su-Monster (2): CR 3; SZ M Magical Beast (4 1/2 ft. long); HD 5d10; hp 50; Init +6 (Improved

Initiative, Dex); Spd 40 ft., climb 40 ft.; AC 16 (+4 natural, Dex); Atk +6 melee (1d4+1 [x4], claws) and +5 (2d4, bite); SA mind blast; SQ prehensile tail, darkvision (90 ft.); AL CN; SV Fort +4, Ref +6, Will +4; Str 12, Dex 14, Con 10, Int 10, Wis 16, Cha 12.

Skills: Climb +12, Hide +10, Listen +5, Move Silently +10, Spot +6. **Feats:** Dodge, Improved Initiative, Multiattack, Weapon Focus (Claw).

Baby Su-Monster (7): CR 1; SZ S Magical Beast (2 1/2 ft. long); HD 2d10; hp 12; Init +6 (Improved Initiative, Dex); Spd 40 ft., climb 40 ft.; AC 18 (+1 size, +4 natural, Dex); Atk +6 melee (1d4+1 [x4], claws) and +5 (2d4, bite); SA mind blast; SQ prehensile tail, darkvision (90 ft.); AL CN; SV Fort +4, Ref +6, Will +4; Str 10, Dex 16, Con 10, Int 10, Wis 16, Cha 12.

Skills: Climb +11, Hide +11, Listen +5, Move Silently +11, Spot +6. **Feats:** Dodge, Improved Initiative, Multiattack, Weapon Focus (Claw).

8. Side Cavern (EL 4)

This cave is largely ignored by all intelligent denizens. This wing of the caverns has a 40-foot ceiling covered in stalactites. A large, bubbling water spring gurgles at the end of the cave, making strange echoing sounds that pervade throughout this area. Even the behir gives this one a wide berth. This is due to the huge patch of **green slime** living in the back 40 feet of the cave. For each round spent in this area, there is a 25% chance of the slime dropping from above. It requires 60 points of damage to completely eradicate the slime, though a path may be cleared with considerably fewer.

Green Slime (CR4): A single patch of green slime deals 1d6 points of temporary Constitution damage per round while it devours flesh. Extreme cold or heat, sunlight or a cure disease spell destroys a patch of green slime. Against wood or metal, green slime deals 1d6 points of damage per round. It does not harm stone.

9. Low Cavern

This broad cavern is only 6 feet high. The behir (see area 10) can slither through here with little trouble, though again there are telltale claw marks and notable scorch marks from electricity. There is a mysterious absence of stalactites.

10. Behir Lair (EL 8)

This is the lair of the **behir**. He is big and hungry. He leaves the su-monsters alone because a group of them hit him with a batch of *mind blasts* once and almost did him in—though he fried a good number of them. He hunts only their stragglers. The room also has a large opening that leads to a long, steep passage to the surface, exiting several miles from the dungeon in the surrounding mountains. The behir normally heads to the mountains to hunt, preferring roc eggs that he finds there to the dire rats in these caves. He also sometimes slithers up to Level 5, where he hunts the monstrous frogs bred in the pits, though the passage from area 2 to area 3 is a bit of squeeze for him. The behir has no treasure.

Tactics: This behir is old and wise. As such, he preferentially targets anyone in metal armor with his breath before closing in to eat less labor intensive (no peeling required), light-armored foes. He retreats up the exit tunnel at full speed if reduced to fewer than 30 hp.

Behir: CR 8; SZ H Magical Beast [Electricity]; HD 9d10+45; hp 94; Init +1; Spd 40 ft., climb 15 ft.; AC 16; Atk +15 melee (2d4+8, bite) and +10 melee (1d4+4 [x6], 6 claws); Face/Reach 10 ft. x 30 ft./10 ft.; SA breath weapon (7d6 electrical damage, Reflex save DC 19 for half), improved grab, swallow whole, constrict (2d8+8); SQ electricity immunity, scent, can't be tripped; AL N; SV Fort +11, Ref +7, Will +5; Str 26, Dex 13, Con 21, Int 7, Wis 14, Cha 12.

Skills: Climb +18, Hide +5, Spot +7. **Feats:** Cleave, Power Attack.

10A. Side Cavern

The passage to this cavern is too small for the behir to fit into under most circumstances. Several years ago a female behir (who was a more petite version of the behir in this room) came here and laid a clutch of eggs. They will hatch in six months. That alone is an interesting treasure. Also here is the corpse of a rogue who snuck in while the behir was away. The behir returned and smelled the rogue but didn't want to blast him with electricity because he didn't want to fry his own eggs. So the rogue—afraid to leave—tried to wait out the behir. The behir waited, too. But the rogue starved to death first.

Treasure: The body of the rogue wears leather armor, and a rusty but usable masterwork shortsword lies nearby. On one finger of the corpse is a *ring of water walking*. A pack nearby contains three oil flasks, a lamp, 50 feet of hemp rope, one vial of acid and 22 gp.

11. The Spring

This small cavern contains little of interest. It does contain a 20-foot-diameter clean, clear pool of water, fed and drained by an underground spring. Many of the local denizens get their water here. When this cavern is first entered, a roll on the wandering monster table is appropriate.

12. The Tainted Pool (EL 2)

This cavern contains a pool of water similar to that in area 11. The water in this pool appears to be clean and clear, as does the pool in area 11; however, the water is tainted with virulent bacteria. Anyone drinking from this pool must make a Fortitude save (DC 18) or suffer the effects of *filth fever*. Rats frequent this room as well. At any given time, 3d6 normal rats are present and may attack.

Normal Rats: 1 hp; see area 4, above.

13. The Wererat Nest (EL 6)

This room contains a nest of **wererats**. These beasts serve Masala and act as guardians for her secret exit to the surface. These critters hide here in rat form, only attacking if they have a clear chance for an ambush (like a camping



party). Otherwise, they watch and wait, following anyone who enters this way until an ambush becomes possible. They will not participate in a stand-up fight. They have no treasure.

Wererats (5): 16 hp; see area 4B, above.

14. Another Bad Omen

This large cavern has several notable features, the most prominent of which is the series of ancient hieroglyphic stories and curses inscribed on its walls. Virtually every surface of the walls is covered in strange pictograms, weird symbols and ancient writing. Reading these writings requires a Decipher Script check (DC 30). Success reveals that this cavern contains the hidden tomb of the long-dead sorcerer-king Gremag (now a lich) from a civilization lost for over ten thousand years. Masala has deciphered some of the writings and read enough of the evil wards and curses described to leave this place in peace.

14A. The Minions of Gremag (EL 9)

This area is carved with bas-relief frescoes of warriors dressed in ancient garb. Ten warriors are depicted in the scenes, all wearing old-style armor and carrying bone and copper weapons, with feathered headdresses and ivory collars. There is no apparent entrance to area 14B, though carved on the wall at the real entrance is an inlaid image of a gate. This gate image is a clue to the real entrance into area 14B. If the tomb of Gremag is to be accessed, the stones themselves must be painstakingly disassembled.

Men with mining tools (the wall is 6 feet thick) can easily do this over a period of several days. Unfortunately, as soon as a stone begins to fall, the stone-encased spirits of the guardians awaken as **mummies** and claw through the stone to assault intruders. There is no treasure here.

Mummies (10): CR 3; SZ M (Undead); HD 6d12+3; hp 52; Init -1 (Dex); Spd 20 ft.; AC 17 (-1 Dex, +8 natural); Atk +6 melee (1d6+4, slam plus mummy rot); SA despair, mummy rot; SQ damage reduction (5/+1), resistance to blows, vulnerable to fire, undead; AL LE; SV Fort +2, Ref +1, Will +7; Str 17, Dex 8, Con —, Int 12, Wis 14, Cha 15.

Skills: Hide +8, Spot +8 (+13), Listen +9, Move Silently +8. **Feats:** Alertness, Toughness.

Tactics: The mummies attack without hesitation, *geased* in life to protect their lord after death. They do not pursue out of area 14.

14B. Gremag's Lair (EL 18)

This is the tomb and final resting place of the ancient sorcerer-king Gremag. It is hidden behind 6 feet of solid brick, covered with the painting of the gate described in area 14A. The chamber itself is similar to areas 14 and 14A in that its walls are covered with strange hieroglyphs and writings. In the center of the room is a large open crypt. If the PCs dig the area open, Gremag is waiting for them.

Tactics: Gremag begins his attack as soon as anyone breaks through the outer wall. He casts *stoneskin* immediately, followed by a series of *phantasmal killer* and *vampiric touch* spells, delivered by a previously cast *spectral hand*.

Once combat is joined, Gremag casts spells, uses his *wand* or melees as appropriate. He has 10 minutes (less 1 minute per person over 1 digging) to cast spells before the crypt may be accessed. Gremag does not surrender or retreat, but he may parley if a Diplomacy check (DC 25) is made by a druid. Gremag does not pursue out of his lair area, instead resealing his tomb with a series of *stone shape* and *mud to rock* spells.

Treasure: Hidden amongst the writings and pictograms is a *portable hole* that can be found on a successful Search check (DC 30). The hole contains an *iron flask* holding a Vrock, 4,100 gp and an ancient statue, made from mithril, of a swan in flight over a pond of lotus leaves. The statue is valued at 13,000 gp.

Gremag the Lich, Sor9/Dru9: CR 18; SZ M (Undead); HD 18d12; hp 92; Init +2 (Dex); Spd 30 ft.; AC 17 (+5 natural, Dex); Atk +10/+5 melee (1d8+5, slam plus paralysis (DC 23)); SA fear aura (DC 23), paralyzing touch (DC 23); SQ damage reduction (15/+1), turn resistance +4, undead, trackless step, woodland stride, resist nature's lure, wild shape (3x/day), wild shape (large), natural sense, venom immunity; AL NE; SV Fort +9, Ref +8, Will +17; Str 10, Dex 14, Con —, Int 16, Wis 20, Cha 20.

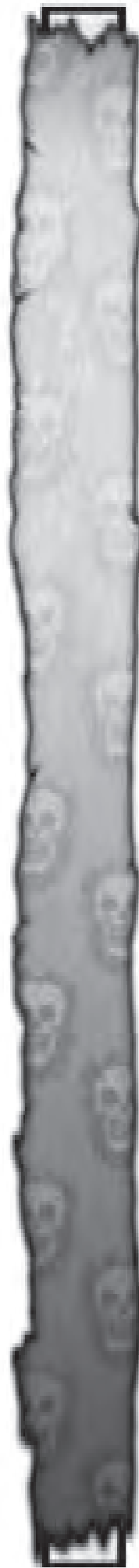
Skills: Alchemy +16, Concentration +13, Craft (Gemcutting) +12, Diplomacy +15, Heal+19, Hide +8,

Knowledge (Arcana) +14, Knowledge (Nature) +17, Listen +8, Move Silently +8, Scry +12, Spellcraft +12, Spot +8, Wilderness Lore +16. **Feats:** Combat Casting, Craft Wondrous Item, Dodge, Forge Ring, Improved Unarmed Strike, Mobility, Spell Focus (Illusion), Spell Focus (Necromancy).

Arcane Spells Known (Cast per day: 6/7/7/7/5): 0—dancing lights, daze, read magic, resistance, ray of frost, disrupt undead; 1st—burning hands, change self, expeditious retreat, magic missile, shield; 2nd—invisibility, mirror image, spectral hand, web; 3rd—displacement, gaseous form, vampiric touch; 4th—phantasmal killer, stoneskin.

Divine Spells Memorized (6/5/5/4/3/2): 0—flare, guidance, read magic, resistance, light, detect magic; 1st—faerie fire, obscuring mist, invisibility to animals, magic fang, detect animals or plants; 2nd—heat metal (x2), barkskin, summon swarm, chill metal; 3rd—meld into stone, cause moderate wounds, poison (x2); 4th—flame strike, dispel magic, cause serious wounds; 5th—insect plague, transmute rock to mud.

Possessions: A *portable hole*, druid's vestments, a *wand of confusion* (12 charges, cast at 9th level), tattered robes, a gold crown (2,200 gp), a platinum ring with large ruby (15,000 gp).



New Spells and Magic Items

New Spells

Chant

Conjuration (Creation)

Level: Clr2, Pal2

Components: V, S, DF

Casting Time: 1 action

Range: 30 ft.

Area: All allies and foes within a 30-ft. radius centered on you

Duration: Time of chanting; max. 1 hour/level

Saving Throw: None

Spell Resistance: No

As long as you chant, you bring special favor to your allies and disfavor to your enemies. You and your allies gain a +1 luck bonus on attack rolls, weapon damage rolls, saves and skill checks while your foes suffer a -1 penalty on such rolls. You must chant in a clear voice. Any interruption in your chanting, such as a failed Concentration check, a *silence* spell or your speaking or casting another spell, ends the effect. As an exception to the general rule, the effects of this spell stack with those of a *prayer* spell if cast by a cleric of the same deity and alignment during your *chanting*.

New Cleric Domains

Vermin Domain

Granted Powers: Clerics in the vermin domain gain a +4 divine bonus to saves against poison and can cast *detect poison* 2/day.

Domain Spells:

1st level: *spider climb* (as per wizard spell)

2nd level: *summon swarm*

3rd level: *poison*

4th level: *giant vermin*

5th level: *insect plague*

6th level: *web* (as per wizard spell)

7th level: *creeping doom*

8th level: *summon monster VIII* (monstrous abyssal vermin or demon only)

9th level: *summon monster IX* (monstrous abyssal vermin or demon only)

New Magic Items

Ring of Spectral Hand

This ring is charged with the spell *spectral hand* and allows the user to cast that spell. The ring may be activated

as a free action, allowing a spell to be cast the same round the ring is activated. All other effects are as per the spell, except that the *hand* may also render any other touch-delivered effects available to the wearer, including an evil priest's death touch special ability. The ring normally has up to 30 charges. When expended the ring is worthless. It cannot be recharged.

Caster Level: 7th; **Prerequisites:** Forge Ring, *spectral hand*; **Market Value:** 30,000 gp.

+2 Unholy Spiked Keen Heavy Mace of the Wraith

This wickedly spiked mace functions as a +2 *unholy mace*, inflicting extra damage against good-aligned foes as detailed in the **DMG**, page 187. In addition, its wraith qualities give it the following powers. First, the weapon can strike both substantial and insubstantial creatures, since the mace exists in that shadowy realm as well as on the material plane. Second, any successful critical hit by the weapon requires the person struck to make a Fortitude save (DC 14) or suffer 1d6 points of temporary Constitution drain. If a critical hit is scored, the Constitution drain is permanent unless the save is made. This attack is similar to the touch attack of a wraith (see the **MM**, page 185), except that the drain is permanent only on a critical hit. Note that the spikes on the mace render it capable of inflicting piercing damage and thus capable of being a *keen* weapon.

Caster Level: 17th; **Prerequisites:** Craft Magic Arms and Armor, *keen edge*, *create undead*, *energy drain*; **Market Value:** 35,300 gp; **Cost to Create:** 16,300 gp + 1,400 XP.

Minor Artifact: Cloak of the Demon

This cloak appears as a heavy cloak of black leather or some other thick fabric. It possesses great magical powers. When unfolded fully and spread wide, which may be done up to two times per day, the cloak is revealed to be in fact a pair of demon wings. Unfolding the wings in this fashion grants the wearer the innate abilities of vrock demon, including the ability to fly (50 feet average), using the vrock's spell-like abilities (including *darkness*, *desecrate*, *detect good*, *detect magic*, *mass charm*, *mirror image*, *telekenesis* and *teleport without error*, as detailed in the **MM**, page 45), issuing a stunning screech (see **MM**, page 45) and summoning other demons (2d10 dretch or another vrock, see **MM**, page 45), as if the wearer were in fact a vrock demon. The wearer does count as a vrock for purposes of the dance of ruin, but the wearer does not gain the ability to release spores. In addition, the wearer gains the resistances of a demon, including Damage Reduction (20/+1); Spell Resistance (22); Immunity to Poison and Electricity; Cold, Fire and Acid Resistance (20) and the ability to commu-

nicate telepathically with any creature within 100 feet that has language. These abilities last for 15 minutes.

Caster Level: 20th; **Weight:** 2 lb. Creation of this artifact requires a set of wings taken from a live vrock by the creator of the artifact himself, a *miracle* spell and an *unholy word*, in addition to other components. It normally can be made only by the most powerful wizard-priests of Orcus.

Minor Artifact: The Axe of Blood

Description: Wielded until recently by the famous dwarf fighter Rhezenuduk, legend holds that the *axe of blood* was lost on a quest to another plane of existence. The axe itself is rather nondescript, made of dull iron. Only the large, strange rune carved into the side of the double-bladed head gives any immediate indication that the axe may be more than it seems. The rune is a *rune of lesser life stealing*, carved on it long ago by a sect of evil sorcerers. This is, in fact, the only remaining copy of that particular rune, thus making the axe a valuable item for that reason alone. Further inspection reveals another strange characteristic: the entire length of the axe's long haft of dark wood is wrapped in a thick leather thong that has been stained black from years of being soaked in blood and is sticky to the touch. When held, the axe feels strangely heavy but well balanced, and it possesses a keenly sharp blade.

Powers: At first blush, the axe appears to be no more than a *keen battle axe*. If *legend lore* is consulted or the history of the axe unearthed in some other fashion, its true powers can be tapped. The *rune of lesser life stealing* does not afflict those struck by the axe. Instead, the rune draws power from its wielder to become a mighty magic weapon. Each day, the wielder of the axe can choose to “feed” the axe, sacrificing some of his blood to the axe in a strange ritual. This ritual takes 30 minutes and may be done only at dawn or the axe cannot be powered that day. Using the axe, its wielder opens a wound on his person (causing 1d6 damage to the wielder) and feeds the axe with his own blood. The rough metal absorbs the icor hungrily. In this ritual, the wielder sacrifices Constitution to the axe. The axe gains +1 to hit and +1 on damage per point of Constitution sacrificed, up to a total of +5 to hit and +5 damage. The lost Constitution also, of course, reduces the wielder's hit points and Fortitude save accordingly. Hit points lost due to a reduction in Constitution may not be healed by any means and are recovered only on the morning of the day following the sacrifice. Similarly, the damage caused by the opening of the wound to power the axe also may not be healed by any means until the sacrificed Constitution is regained. Note that the axe retains its *keen* quality when powered.

If the axe is powered to an amount less than the full +5 during the morning ritual and the wielder subsequently wishes that day to power the axe further, the wielder may again wound himself (a full-round action causing 1d6 damage to the wielder) and sacrifice additional Constitution. However, in this instance where such a “second feeding” is done, the wielder must sacrifice 2 points of Constitution per additional +1 to hit and damage (up to the same maximum of +5).

For example, for the third day in a row, Drekuthar powers the axe by sacrificing Constitution. On this particular day he sacrifices 2 points of Constitution in the morning ritual, wounding himself for 4 points of damage in doing so (in addition to the hit points lost by the sacrificed Constitution). Later in the day, Drekuthar encounters a golem that is only hit by +4 or better weapons. Reluctantly, Drekuthar gives his axe a “second feeding,” wounding himself for another 3 hit points of damage and sacrificing 4 Constitution points to increase the enchantment of the axe from +2 to +4.

There is a chance that the Constitution sacrificed to the axe is lost permanently. If the wielder always skips a day in between powering the axe and always powers the axe with the morning ritual, there is no chance of permanent loss. If, however, the axe is fed on consecutive days or powered in a second feeding, there is a 1% chance plus a 1% cumulative chance per consecutive day the axe is powered that Constitution sacrificed to the axe on that day is permanently lost. This check must be made for each point of Constitution sacrificed to the axe that day. The wielder will not know this until the next morning, when he fails to recover the Constitution points as usual. In the example of Drekuthar above, because this is the third consecutive day he has fed the axe, there is a 3% chance for each point sacrificed that the sacrificed Constitution is permanently lost. In addition, when he feeds the axe a second time he must make another check to see whether any of that batch of Constitution is permanently lost as well. If reduced to 0 Con permanently as a result of feeding the axe, the wielder becomes a **bleeding horror**. See the Monster Appendix for details on this horrible creature.

Until activated, the axe is just a *keen battle axe*. The wielder must consult *legend lore* or some other similar source of information to learn the ritual required to feed the axe. Despite the gruesome ritual required to power the axe, the axe is not evil but is instead neutral. Bound inside it is a rather savage earth spirit.

Caster Level: 20th; **Prerequisites:** Energy drain, symbol.

Minor Artifact: The Shard of Hel

The *Shard of Hel* is a holy artifact to those who follow the fell goddess. The *shard* confers complete immunity to all diseases and an SR of 15 for anyone who carries it. It also grants the bearer +1 caster level for purposes of spell effects for all evil spells if the bearer is a follower of Hel (this is in addition to the power granted under the evil domain). The *shard* has one minor drawback: any priests of Hel who find this item in the possession of a nonpriest of Hel will do everything in their power to slay and sacrifice the bearer as a heretic. If the *shard* is brought within 100 feet of a cleric of Hel of 5th level or higher, the priest of Hel can make a Wisdom check (DC 8) to feel the presence of the *shard*. The *shard* also slowly turns the bearer neutral evil. Each full moon, the bearer must make a Will save (DC 20) or move one step closer to neutral evil—first moving along the good/evil continuum to evil and then along the law/chaos continuum, if necessary.

Caster Level: This item cannot be created. It is given as a gift by the goddess.

Monster Appendix

This appendix contains statistics for the new monster, the tsathar, as well as the stat blocks for all monsters in the dungeon not otherwise detailed in the keyed areas.

New Monster Race

Tsathar

	Medium Humanoid
Hit Dice:	2d8+2 (12 hp)
Initiative:	+6 (Imp. Init., Dex)
Speed:	30 ft., swim 30 ft.
AC:	16 (+4 natural, Dex)
Attacks:	2 claws +3 melee, bite +2 melee, or weapon +3 melee
Damage:	Claw 1d6+2, Bite 1d3+2, or by weapon
Face/Reach:	5 ft. x 5 ft./5 ft.
Special Attacks:	leap
Special Qualities:	amphibious, darkvision, implant, light blindness, scent, slimy, summon slaad
Saves:	Fort +1, Ref +5, Will +4
Abilities:	Str 14, Dex 14, Con 12 Int 12, Wis 12, Cha 12
Skills:	Animal Empathy +2 Climb +5 Handle Animal (frog) +2 Hide +5 Jump +8 Listen +3 Move Silently +3 Search +2 Spot +3 Swim +6
Feats:	Alertness, Improved Initiative Skill Focus (Handle Animal)
Climate:	Underground or swamp
Organization:	Solitary, gang (2–5) or pack (6–10)
CR:	1
Treasure:	Standard
Alignment:	Always chaotic, usually chaotic evil
Advancement:	3–5 HD; 6–8 HD (Large) and by class

These vile creatures (pronounced “suh-Thar”) resemble upright, humanoid frogs. They have had little contact with surface-dwelling races, preferring to make their lairs deep underground or in dark swamps. When they lair above ground they are nocturnal. Some few surface-dwelling tsathar have joined cults of assassins. Nearly all tsathar worship their foul, slime-covered demon frog-god Tsathogga. Sages (correctly) speculate that tsathar are prime material relatives of the chaotic slaad. They bear a resemblance to gray slaad, and in fact groups of tsathar are often led by chaotic evil gray slaad sorcerer-priests of Tssathoga.

Tsathar are sexless and reproduce by implanting an egg into a host, which can be any form of living creature.

Tsathar Scourge

Medium Humanoid
4d8+8 (26 hp)
+6 (Imp. Init., Dex)
30 ft., swim 30 ft.
16 (+4 natural, Dex)
2 claws +5 melee, bite +4 melee, or weapon +4 melee
Claw 1d6+3, Bite 1d3+3, or by weapon
5 ft. x 5 ft./5 ft.
leap
amphibious, darkvision, implant, light blindness, scent, slimy, summon slaad
Fort +3, Ref +7, Will +6
Str 14, Dex 14, Con 14
Int 12, Wis 14, Cha 14
Animal Empathy +8
Climb +5
Handle Animal +12
Hide +5
Jump +8
Listen +6
Move Silently +3
Search +2
Spot +3
Swim +6
Alertness, Improved Initiative,
Underground or swamp
Solitary, gang (2–5) or pack (6–10)
2
Standard
Always chaotic, usually chaotic evil
4–5 HD; 6–8 HD (Large) and by class

Normally, creatures are captured or bred to serve as hosts—dire rats and giant frogs being common hosts. It is said that priests must be born of an egg implanted into a humanoid or other creature of great intelligence.

Tsathar speak their own strange tongue as well as the Abyssal language.

Combat

Most tsathar use short, barbed spears and kukrilike daggers. They also use nets. They charge into combat with maniacal fury. They rarely use elaborate tactics, unless a scourge or priest is present to control them. They favor leather armor crafted from the hides of the frogs they breed. Priests favor wicked kukri.

SA—Leap (Ex): Tsathar can leap up to 30 feet horizontally (10 feet vertically) and attack with their claws and bite or their weapon. This is treated as a charge (+2 bonus to attack roll, -2 penalty to AC). To leap, the tsathar must be at least 10 feet from its target. This ability is not available to tsathar wearing medium armor or heavier.

SQ—Amphibious (Ex): Tsathar can breathe underwater and can also survive indefinitely on land.

SQ—Darkvision (Ex): Tsathar have superior 90-foot darkvision.

SQ—Implant (Ex): Tsathar are sexless, reproducing by injecting eggs into living hosts. An egg can be implanted only into an unconscious or restrained host. The host must be of Small size or larger. Giant frogs, bred for this very purpose, are the most common host. Accompanying the egg is an anesthetizing poison that causes the host to fall unconscious for the two-week gestation period of the egg unless a Fortitude save is made (DC 20). If the save is made, the victim becomes violently ill 24 hours prior to the maturation of the egg (-10 to all attacks, saves and checks). A *remove disease* spell rids the victim of the egg, as does a successful Heal check (DC 20+1 per day since implantation of the egg). Each failed Heal check causes 2d6 points of damage plus 1 point of damage per day since implantation of the egg.

SQ—Light Blindness (Ex): Abrupt exposure to bright light (such as sunlight or a *daylight* spell) blinds tsathar for one round. In addition, they suffer a -1 circumstance penalty to all attack rolls, saves and checks while operating in bright light.

SQ—Scent (Ex): Tsathar can detect opponents within 30 feet by smell. If downwind, the

range increases to 60 feet; if upwind, the range decreases to 15 feet.

SQ—Slimy (Ex): Because tsathar continuously cover themselves with muck and slime, they are difficult to grapple. Tsathar get a +2 racial bonus to Escape Artist and all other checks involving grappling.

SQ—Summon Slaad (Sp): Once per day, a tsathar priest of 5th level or higher or a tsathar that has achieved Large size by advancement can attempt to summon a red slaad as if by a *summon monster* spell with a 40% chance of success.

Tsathar Scourges

Tsathar scourges are special tsathar that are in charge of breeding the dangerous “killer” frogs. They wear a badge of station that indicates their control over the various beasts. All frogs bred by the tsathar obey scourges. Tsathar scourges never become priests and thus do not have the summon slaad ability.

Combat

Scourges prefer to loose their servant frogs on opponents, allowing common tsathar soldiers to engage opponents hand to hand. This is not to say that they are not able fighters, for they certainly are. They favor long-barbed longswords, twisted kukrilike daggers and light armor, such as leather or studded leather. They also often carry nets to snare their charges or foes. If their frogs are in danger, they leap in with their spears and attack.



New Monsters

Cave Moray

Medium-Size Vermin

Hit Dice:	4d8+4 (22 hp)
Initiative:	+3 (Dex)
Speed:	5 ft.
AC:	18 (+3 Dex, +5 natural)
Attacks:	Bite +5 melee
Damage:	Bite 1d6+3
Face/Reach:	5 ft. x 5 ft./10 ft.
Special Attacks:	Ambush, charge, improved grab, swallow whole
Special Qualities:	Tremorsense, darkvision 60 ft.
Saves:	Fort +5, Ref +4, Will +2
Abilities:	Str 14, Dex 17, Con 13, Int 2, Wis 13, Cha 10
Skills:	Hide +6, Intuit Direction +4, Listen +5. A cave moray receives a +4 bonus to Hide skills when in rocky or stony surroundings due to its coloration.
Climate:	Any underground
Organization:	Cluster (4–6) or Colony (7–16)
CR:	2
Treasure:	None
AL:	Always neutral
Advancement:	5–8 HD (Medium-size); 9–12 HD (Large)

These sluglike creatures can be found underground living in small cystlike burrows in the walls.

The cave moray resembles a slug made of brownish gray rock. Its head is knobby and splotched with two dull brown eyes.

A cave moray is normally 1 to 2 feet in diameter and 5 to 10 feet in length. Much larger specimens (up to 15 feet long) have been seen.

Combat

A cave moray's favored tactic is to lie in wait in its cystlike burrow in the wall and attack whenever prey passes nearby. Two or more will strike in unison, one from each side of the passage. After an attack, a cave moray recoils into its cyst before striking again.

Ambush (Ex): If a cave moray surprises its opponent, it gains a +4 conditional bonus to its attack roll for that round.

Charge (Ex): A cave moray's bite attack is always considered a charge attack, since it lunges from its cyst and then recoils into it after an attack to lunge at its opponent again.

Improved Grab (Ex): If a cave moray hits with its bite attack it can start a grapple as a free action without provoking an attack of opportunity. It then attempts to drag the bitten creature into its cyst.

Swallow Whole (Ex): Small-size (or smaller) creatures successfully grappled by the cave moray can be swallowed whole. The swallowed creature takes 1d4 crushing damage every round from the moray's muscular body and gizzard. A swallowed creature can cut its way out using small or tiny slashing weapons to deal 10 hp of damage to the innards of the moray (AC 12). Once a creature cuts its way out, muscular action closes the hole and other swallowed opponents must find a new way out.

Tremorsense (Ex): Cave morays can automatically sense the location of anything within 60 feet that is in contact with the ground.

Mobat

Large Magical Beast

Hit Dice:	4d10+12 (34 hp)
Initiative:	+6 (Dex)
Speed:	20 ft., Fly 40 ft. (good)
AC:	18 (–1 size, +6 Dex, +3 natural)
Attacks:	Bite +9 melee
Damage:	Bite 1d8+4
Face/Reach:	10 ft. x 5 ft./5 ft.
Special Attacks:	Sonic screech
Special Qualities:	Blindsight
Saves:	Fort +7, Ref +10, Will +3
Abilities:	Str 17, Dex 22, Con 17, Int 6, Wis 14, Cha 6
Skills:	Listen +8, * Move Silently +6, Spot +8*
Feats:	Flyby Attack, Weapon Finesse (bite)
Climate/Terrain:	Warm desert, forest, hill, plains and underground
Organization:	Solitary or colony (2–8)
Challenge Rating:	3
Treasure:	Standard
Alignment:	Usually neutral (evil tendencies)
Advancement:	5–9 (Large); 10–12 HD (Huge)

A mobat appears as a very large bat with a 12- to 16-foot wingspan. It is omnivorous but includes warm-blooded prey in its diet. If it encounters prey weaker than itself, it does not hesitate to attack.

Combat

A mobat attacks by biting its opponent to death using its razor-sharp fangs. Prey that survives and resists is assaulted with the mobat's sonic attack.

Sonic Screech (Su): The mobat can screech once per round, affecting all those within a 20-foot spread that fail a Will save (DC 15). On a failed save, the victim is stunned 1d3 rounds. This is a sonic, mind-affecting attack, and whether the save is successful or not, an affected creature is immune to the screech of that mobat for one day.

Blindsight (Ex): Mobats can “see” by emitting high-frequency sounds, inaudible to most creatures, that allow them to locate objects and creature within 120 feet. A *silence* spell negates this ability and forces the mobat to rely on its own weak vision, which has a maximum range of 10 feet.

Skills: Mobats receive a +4 racial bonus to Listen and Spot checks. These bonuses are lost if blindsight is negated.

Monstrous Frogs

This adventure utilizes a number of new and deadly versions of monstrous frogs. They are collected here. Note that there are four types—giant, giant dire, killer and abyssal dire. There is a poisonous and nonpoisonous variety of each type.

	Giant	Giant Dire	Killer	Abyssal Dire
Size and Type:	Small Animal	Medium Animal	Medium Animal	Large Outsider
Hit Dice:	2d8+2 (10 hp)	3d8+6 (18 hp)	5d8+15 (40 hp)	6d8+12 (42 hp)
Initiative:	+2 (Dex)	+7 (Dex, Imp. Initiative)	+7 (Dex, Imp. Initiative)	+7 (Dex, Imp. Init.)
Speed:	15 ft., swim 30 ft.	20 ft., swim 40 ft.	40 ft., swim 20 ft.	20 ft., swim 20 ft.
AC:	13 (Dex, +1 natural)	16 (Dex, +3 natural)	18 (+5 + +3 natural)	3 natural19 (+6 natural, Dex)
Attacks:	Bite +0 melee	Bite +5 melee	2 Claws +6 melee Bite +6 melee	Bite +5 melee
Damage:	Bite 1d6	Bite 1d6+2	Claws 1d6+2 Bite 1d6+1	Bite 1d6+4
Face/Reach:	5 ft. x 5 ft./5 ft. (10 ft. with tongue)	Same (10 ft. with tongue)	Same (No tongue)	Same (10 ft. with tongue)
Special Attacks:	Adhesive Tongue Leap Swallow Whole Improved Trip	Same Same Same Improved Trip	Improved Trip Leap Rake (+8/+8) Rake (+6/+6)	Adhesive Tongue Leap Swallow Whole Rake (+8/+8) Smite Good
Special Qualities:	Low light vision	Same	Darkvision (60 ft.)	Darkvision (60 ft.) Cold/fire resistance 10 Damage resistance 5/+1 Spell resistance 12
Saves:	Fort +1, Ref +4, Will +2	Fort +5, Ref +6, Will +1	Fort +8, Ref +7, Will +3	Fort +6, Ref +7, Will +1
Abilities:	Str 11, Dex , 14, Con 13 Int 1, Wis 14, Cha 4	Str 14, Dex 16, Con 14, Int 2, Wis 14, Cha 1	Str 14, Dex 16, Con 16, Int 4, Wis 14, Cha 11	Str 14, Dex 16, Con 14, Int 6, Wis 14, Cha 12
Skills:	Hide +13 Listen +5 Spot +5 Swim +6	Hide +9 Listen +6 Spot +6 Swim +10	Hide +9 Listen +6 Spot +6 Swim +8	Hide +4 Listen +6 Spot +6 Swim +10
Due to their coloration, all monstrous frogs receive a +4 racial bonus to Hide checks.				
Feats:	Weapon Finesse (tongue)	Weapon Finesse (tongue) Weapon Finesse (bite) Improved Initiative	Weapon Finesse (claws) Weapon Finesse (bite) Improved Initiative	Weapons Finesse (tongue) Weapon Finesse (bite) Improved Initiative
Climate:	Any	Same underground	Same	Same
Organization:	Cluster (4–6) or Colony (7–16)	Same	Same	Solitary or Cluster (3–6)
CR:	1	2	3	4
Treasure:	None	None	None	None
AL:	Always neutral	Neutral, usually evil	Neutral evil	Neutral evil
Advancement:	3–5 HD (Medium-size)	4–6 HD (Medium-size)	6–11 HD (Large) 6–8 HD (Large)	7–9 HD (Large) 7–9 HD (Large) 10–12 HD (Huge)



Combat

Giant frogs leap into combat using their charge attack. Those with the improved trip ability make a trip attack and use their rake attack if possible. Though giant frogs (the smallest variety) may flee or not attack opponents larger than they, the larger variety (dire, killer and abyssal) are ferocious and nearly mindless killing machines, attacking everything in sight that is not a frog or a tsathar.

Leap (Ex): All types of giant frogs can leap and still attack as if it were a charge attack. Each type of frog, however, leaps a different distance. Giant frog: 20 ft. horizontally, 8 ft. vertically; giant dire frog: 30 ft. horizontal, 10 ft. vertically; killer frog: 40 ft. horizontal, 15 ft. vertically; abyssal dire frog: 30 ft. horizontal, 10 ft. vertically.

Poison (Ex): Some of the giant frogs are poisonous. The poison from giant frogs, which have a less toxic poison than their more dangerous relatives, requires a Fortitude save DC 11 if bitten or suffer 1d4/1d4 temporary Dex damage. The other types of poisonous frogs (dire, killer and abyssal) are more poisonous, excreting poison both in their mouths and from their skin. A PC requires a Fortitude save DC 18 if bitten, DC 12 if touching its skin, or suffers 1d6/1d6 temporary Str damage.

Adhesive Tongue (Ex): A giant frog can make a grapple attack with its tongue that does not provoke an attack of opportunity. If the attack is successful, an opponent is held and automatically takes bite damage each round. A giant frog can attempt to swallow a grappled opponent. A successful attack against the tongue (AC 16) releases the frog's grip on its prey. If the tongue is successfully attacked, the frog does not attempt a grapple attack against that opponent for the remainder of the combat. Note that killer frogs do not have this ability.

Swallow Whole (Ex): A giant frog can attempt to swallow a grabbed opponent of up to one Size smaller than it is by making a successful grapple check. Once inside, the opponent takes 1d4 points of acid damage per round from the frog's stomach acids. A swallowed creature can climb out of the frog with a successful grapple check, returning to the frog's mouth, where another successful grapple check is needed to get free. A swallowed creature can also cut its way out by using claws or a Small or Tiny slashing weapon to deal 4 points of damage to the frog's stomach (AC 13). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out. The frog's interior can hold two creatures of one Size smaller than its own size, four creatures two Size categories smaller, and so on. Note that killer frogs do not have this ability.

Improved Trip (Ex): A giant frog with this ability that hits as a result of a leap attack can attempt to trip its opponent as a free action without making a touch attack or provoking an attack of opportunity. If the opponent is tripped, the frog can make a rake attack as a free action. If the trip fails, the opponent cannot react to trip the frog.

Rake (Ex): Giant frogs with this ability can make two rake attacks (attack bonus listed above) against tripped foes with their clawed hind legs, inflicting 1d6+2 damage.

Killer Frogs

Killer frogs are similar to their dire cousins, except that they stand partially erect and use their front claws as well as their bite. Poisonous killer frogs are similar to their dire and killer cousins, except that they possess the poison bite and poison skin of their relatives. They, too, stand partially erect and use their front claws as well as their bite. Their claws are not poisonous, though their bite is. Killer frogs are created by an evil mutation of dire frogs through a practice thought to be known only to the worshipers of Tsathogga. Killer frogs, being more humanoid in appearance, do not have adhesive tongues.

Abyssal Dire Frogs

Both the poisonous and nonpoisonous versions of this creature are fearsome. They come from the plane of slime and are wholly evil. They have a demonic aspect to them, with a spiny and usually poisonous hide. Their red eyes flicker with demonic intelligence. They speak Abyssal—the language of demons.

Skeleton, Font of Bones

Medium Undead

Hit Dice:	2d12 (16 hp)
Initiative:	+5 (Dex, Improved Initiative)
Speed:	30 ft.
AC:	14 (+3 natural, Dex)
Attacks:	2 Claws +2 melee, or weapon +2 melee
Damage:	Claws 1d4+1 or by weapon
Face/Reach:	5 ft. x 5 ft./5 ft.
Special Qualities:	Undead, Reduced damage
Saves:	Fort +0, Ref +1, Will +3
Abilities:	Str 12, Dex 12, Con —, Int —, Wis 10, Cha 10
Skills:	None
Feats:	Improved Initiative
Climate/Terrain:	Special
Organization:	Solitary or colony (2–8)
Challenge Rating:	1
Treasure:	None
Alignment:	Chaotic evil
Advancement:	3–6 HD (Medium); 7–8 HD (Large)

Font of Bones skeletons are created by the Font of Bones, a corrupted artifact of great power, in the burial halls of Thyr and Muir. These skeletons are covered in red stains from the blood within the font from which they are spawned. Their eyes glow with a fiendish light. They normally wield longswords and use shields, as these are the weapons of the goddess of paladins and these skeletons exist as mockeries of the followers of that deity.

Stone Guardian

Large Elemental [Earth]

Hit Dice:	8d8+48 (84 hp)
Initiative:	–1 (Dex)
Speed:	20 ft.
AC:	22 (–1 size, –1 Dex, +14 natural)
Attacks:	+12/+7 melee, Slam
Damage:	2d8+10, Slam
Reach:	10 ft.

Special Attacks:	Spell-like Abilities, Animate Boulders
Special Qualities:	Elemental, Electrical Immunity, Cold Vulnerability, Camouflage, Darkvision (60 ft.), Spell Resistance (15)
Saves:	Fort +12, Ref +1, Will +3
Abilities:	Str 25, Dex 8, Con 22, Int 12, Wis 12, Cha 12.
Skills:	Hide +9, Listen +12, Spot +12
Feats:	Alertness, Power Attack
Climate/Terrain:	Hill, mountain, underground
Organization:	Solitary or colony (2–8)
Challenge Rating:	10
Treasure:	Standard
Alignment:	Neutral
Advancement:	9–11 HD (Huge); 11–14 HD (Gargantuan)

Stone guardians are natives of the Elemental Plane of Earth. They appear as large, boulderlike creatures, though similar in a way to xorn. They have two large legs and feet, which also act as hands. Most stone guardians have been given a task by an earth god and live to faithfully carry out that task.

Combat

Stone guardians shun combat if possible, using their special abilities to sink into the surrounding earth. If the stone guardian has a task and that task is threatened, the guardian does not hesitate to enter combat or use its abilities to animate boulders to attack its foes and create walls of stone to contain them.

Spell-Like Abilities: At will—*stone shape*; 1/day—*move earth*, *passwall*, *transmute rock to mud*, *wall of stone*. These abilities are as the spells cast by a 20th-level sorcerer (save DC 11 + spell level).

Animate Boulders (Sp): A stone guardian can animate rocks within 180 feet at will, controlling up to two rocks at a time. The boulder has a move speed of 10 and fights as a stone guardian in all respects. Animated boulders lose their ability to move if the stone guardian who animated them is incapacitated or moves out of range.

Camouflage (Ex): The stone guardian receives a +12 racial bonus on Hide checks in rocky terrain as long as it remains motionless.

Elemental: Immune to poison, sleep, paralysis and stunning. Not subject to critical hits. Elementals have darkvision 60 feet.

Electrical Immunity (Ex): Stone guardians are immune to all electrical effects.

Cold Vulnerability (Ex): Stone guardians suffer double damage from all cold-based effects, except on a successful save.

Skills: Stone guardians receive a +8 racial bonus to Hide checks when in rocky terrain. If they stand completely motionless, the bonus increases to +12.

New Templates

Bleeding Horror

Created by the *blood axe*, these foul creatures drip with the blood they were so willing to sacrifice to the hungry

blade. Though undead, bleeding horrors are not intrinsically evil and retain the alignment they had in life. They are, however, filled with the unquenchable desire for blood to feed the *axe* that created them.

Bleeding horrors appear as skeletons or sunken corpses covered in and continuously dripping thick red blood. Their eyes glow with a desire for blood. They may wear armor and wield weapons.

The bleeding horror template can be added to any humanoid, monstrous humanoid, giant, beast, magical beast, outsider or shapechanger that dies as a result of feeding the *blood axe* (see that magic item for more details). The creature's type changes to undead. It otherwise uses the base creature's statistics and special abilities except as noted here.

Hit Dice: Increases to d12, though losing any Con bonus.

AC: The base creature's natural armor is increased by +5. In addition, the bleeding horror gains a +2 deflection bonus due to the slippery and bloody nature of its remains. It may wear armor.

Attacks: The bleeding horror retains all the attacks of the base creature. Note that the bleeding horror cannot use blood to feed the *axe*, but it remains powered as it was when the creature died and turned into a bleeding horror.

Damage: The bleeding horror does damage as per the base creature and any weapon it may use—which normally is the *blood axe*.

Special Attacks: The bleeding horror retains all the special attacks of the base creature and gains the following:

Bloodstorm (Sp): Bleeding horrors can cast *bloodstorm* up to three times per day as an 8th-level cleric.

Blood Consumption (Su): When a bleeding horror successfully hits a living opponent with a claw attack, it gains a number of hit points equal to the damage dealt. These bonus hit points are added to the bleeding horror's total even if the addition takes it above its current maximum hit points. A bleeding horror may not gain more hit points than the maximum hit points allowed by its hit dice, however. For example, a 12 hit dice bleeding horror may not have more than 144 hit points.

If a bleeding horror successfully hits with both claws in one round, a living opponent must make a successful Fortitude save (DC 15) or suffer catastrophic blood expulsion. This drains the opponent of a percentage of its current hit points equal to 10% times 1d4 plus the amount by which the save was failed. For example, a bleeding horror hits an opponent with both claw attacks. The opponent rolls a 10 on his save, failing the save roll by 5. 1d4 is rolled, yielding a 2. The opponent loses 2+5=7, or 70% of its hit points. The bleeding horror is healed by the same amount, subject to the limitation above.

Luckily for most opponents, bleeding horrors in possession of the *blood axe* prefer to attack with that weapon rather than their claws, resorting to the latter attack only when drained of hit points.

Horrific Appearance (Su): Any living creature within 60 feet that views a bleeding horror must succeed at a Fortitude save (DC 16) or immediately suffer 1d6 points of

temporary Strength drain and suffer a -2 morale modifier to all rolls. A creature that successfully saves against this effect cannot be affected by the same bleeding horror's terrible appearance for one day.

Spawn (Ex): Any creature slain by the blood consumption attack of a bleeding horror becomes a bleeding horror under the command of the initial horror.

Find Target (Sp): If the bleeding horror is wielding the *blood axe* and the *axe* is taken from it, the horror can track and find the possessor of the *axe* unerringly, as though guided by *discern location*.

Special Qualities: A bleeding horror has all the special qualities of the base creature. It gains the abilities associated with the undead type as well as the following:

Turn Resistance (Ex): A bleeding horror has +4 turn resistance, +6 if its alignment is not evil.

Spell Resistance: Equal to its hit dice

Damage Reduction: 10/+1

Saves: Same as the base creature

Abilities: Same as the base creature, except that the bleeding horror has no Constitution score, and its Charisma score increases by +2.

Skills: Same as the base creature

Feats: Same as the base creature

Climate/Terrain: Any land and underground

Organization: Solitary, or gang (2-4) if it has spawned other bleeding horrors

Challenge Rating: Same as the base creature +3

Treasure: Whatever the creature possessed in life plus Standard

Alignment: Any

Evil Priests

This dungeon is full of evil priests—both of Orcus and Tsathogga. Their stats are collected here for convenience.

Priests of Orcus

Priests of Orcus are normally human, orc or half-orc and have appropriate additional racial abilities.

Acolyte of Orcus, Cle2: CR 2; SZ M Humanoid; HD 2d8+4; hp 18; Init +1 (Dex); Spd 20 ft. (30 ft. base); AC 17 (+5 armor, +1 shield, Dex); Atk +3 melee (1d8+2, heavy mace) or +3 melee (death touch, target's armor is ignored); SA death touch, increased evil spells; SQ control undead, racial abilities; AL CE; SV Fort +5, Ref +1, Will +6; Str 14, Dex 12, Con 14, Int 12, Wis 16, Cha 12.

Skills: Concentration +1, Knowledge (Rappan Athuk) +3, Knowledge (religion) +4, Listen +2, Search +2, Spellcraft +1, Spot +2. **Feats:** Power Attack, Sunder.

Unholy Spells (4/3): 0—cure minor wounds (x3), resistance; 1st—bane, doom, protection from good.

Domain Spells (Death/Evil): 1st—cause fear.

Special Domain Abilities: Acolytes of Orcus cast evil spells at +1 caster level. They may also use a death touch once per day (see SAs).

SA—Death Touch (Sp): Acolytes of Orcus must succeed at a melee touch attack against a living creature (using the rules for touch spells). They then roll 2d6. If the total equals or exceeds the creature's current hit points, it dies. No saving throw is allowed.

Possessions: A heavy mace, chainmail, a small steel shield, three vials of *unholy water*, an unholy symbol of Orcus, a black robe emblazoned with the symbol of Orcus, a small sack with 4d10 gp.

Lesser Priest of Orcus, Cle4: CR 4; SZ M Humanoid; HD 4d8+8; hp 28; Init +2 (Dex); Spd 20 ft. (30 ft. base); AC 19 (+5 armor, +2 shield, Dex); Atk +6 melee (1d8+4, +1 heavy mace) or +6 melee (death touch, target's armor is ignored); SA death touch, increased evil spells; SQ control undead, racial abilities; AL CE; SV Fort +6, Ref +3, Will +7; Str 16, Dex 14, Con 14, Int 14, Wis 16, Cha 14.

Skills: Concentration +4, Knowledge (Rappan Athuk) +5, Knowledge (religion) +6, Listen +3, Search +2, Spellcraft +3, Spot +2. **Feats:** Power Attack, Sunder.

Unholy Spells (5/4/3): 0—cure minor wounds (x2), detect magic, read magic, resistance; 1st—bane, doom, protection from good; 2nd—bull's strength, desecrate, hold person.

Domain Spells (Death/Evil): 1st—cause fear; 2nd—death knell.

Special Domain Abilities: Lesser Priests of Orcus cast evil spells at +1 caster level. They may also use a death touch once per day (see SAs).

SA—Death Touch (Sp): Lesser Priests of Orcus must succeed at a melee touch attack against a living creature (using the rules for touch spells). They then roll 4d6. If the total equals or exceeds the creature's current hit points, it dies. No saving throw is allowed.

Possessions: A +1 heavy mace, chainmail, a large steel shield, three vials of *unholy water*, an unholy symbol of Orcus, a black robe emblazoned with the symbol of Orcus, a small sack with 4d10 gp.

Priest of Orcus, Cle5: CR 5; SZ M Humanoid; HD 6d8+18; hp 50; Init +2 (Dex); Spd 20 ft. (30 ft. base); AC 19 (+5 armor, +2 shield, Dex); Atk +8 melee (1d8+4, +1 unholy morningstar, +2d6 vs. good) or +7 melee (death touch, target's armor is ignored); SA death touch, increased evil spells; SQ control undead, racial abilities; AL CE; SV Fort +7, Ref +3, Will +7; Str 16, Dex 14, Con 16, Int 16, Wis 17, Cha 16.

Skills: Appraise +4, Concentration +8, Diplomacy +5, Heal +6, Intimidate +7, Knowledge (arcana) +6, Knowledge (Rappan Athuk) +7, Knowledge (religion) +11, Scry +4, Search +4, Sense Motive +4, Spellcraft +5, Spot +4. **Feats:** Expertise, Power Attack, Weapon Focus (morningstar).

Unholy Spells (5/4/3/2): 0—cure minor wounds (x3), guidance, resistance; 1st—bane, cure light wounds, doom, protection from good; 2nd—bull's strength, hold person, silence; 3rd—contagion, dispel magic.

Domain Spells (Death/Evil): 1st—cause fear; 2nd—death knell; 3rd—animate dead.

Special Domain Abilities: Priests of Orcus cast evil spells at +1 caster level. They may also use a death touch once per day (see SAs).

SA—Death Touch (Sp): Priests of Orcus must succeed at a melee touch attack against a living creature (using the rules for touch spells). They then roll 5d6. If the total equals or exceeds the creature's current hit points, it dies. No saving throw is allowed.

Possessions: Masterwork chainmail, a large steel shield, a +1 unholy morningstar, an unholy symbol of Orcus, a prayer book, a fine black robe emblazoned with the symbol of Orcus.

Priests of Tsathogga

All priests of Tsathogga are tsathar (detailed above) unless noted otherwise.

Tsathar Supplicant Cle1: CR 2; HD 2d8+2 plus 1d8+1; hp 18; Init +6, Spd 30 ft., leap 30 ft.; AC 19 (+4 natural, +3 armor, Dex); Atk +3 melee (1d8+2, shortspear, crit x3, range 20 ft.) or +3 melee (net, special, range 10 ft.) or +4 melee (1d4+2, kukri, crit 18–20) or +3 melee (1d6+2 [x2], claws) and +2 melee (1d3+2, bite); SA leap (30 ft. horizontal, 10 ft. vertical as charge attack), smite good; SQ amphibious, darkvision (90 ft.), implant, light blindness, scent, slimy; AL CE; SV Fort +3, Ref +5, Will +7; Str 14, Dex 14, Con 12, Int 12, Wis 14, Cha 12.

Skills: Animal Empathy +4, Climb +5, Concentration +2, Handle Animal (frog) +4, Heal +2, Hide +5, Jump +8, Knowledge (arcana) +2, Knowledge (religion) +4, Listen +3, Move Silently +3, Search +2, Spot +3, Swim +6. *Feats:* Alertness, Improved Initiative, Weapon Finesse (kukri).

Unholy Spells (3/2): 0—cure minor wounds, guidance, resistance; 1st—command, curse water.

Domain Spells (Destruction/Water): 1st—obscuring mist.

Domain Abilities: Supplicants of Tsathogga may Smite Good once per day, with a +4 to attack and +1 damage. Supplicants of Tsathogga can turn fire creatures and command water creatures (including monstrous frogs) as a cleric turns or commands undead up to three times per day + Cha modifier.

Languages: Tsathar, Abyssal, Undercommon.

Possessions: Studded leather armor (made from giant dire frog hide), a shortspear, a kukri, a net, a soapstone symbol of Tsathogga.

Tsathar Filth-Priest Cle5: CR 6; SZ M Monstrous Humanoid; HD 2d8+2 plus 5d8+10; hp 45; Init +7, Spd 30 ft., swim 30 ft.; AC 22 (+4 natural, +3 Dex, +5 armor); Atk +7 melee (1d8+3, +1 shortspear, crit x3, range 20 ft.) or +6 melee (net, special, range 10 ft.) or +7 melee (1d4+2, keen kukri, crit 15–20) or +6 melee (1d6+2 [x2], claws) and +5 melee (1d3+2, bite); SA leap (30 ft. horizontal, 10 ft. vertical as charge attack); SQ amphibious, darkvision (90 ft.), implant, light blindness, scent, slimy, summon slaad; AL CE; SV Fort +6, Ref +7, Will +10; Str 14, Dex 16, Con 14, Int 12, Wis 16, Cha 12.

Skills: Animal Empathy +6, Climb +5, Concentration +6, Handle Animal (frog) +6, Heal +2, Hide +5, Jump +8,

Knowledge (arcana) +2, Knowledge (religion) +4, Listen +3, Move Silently +3, Search +2, Spellcraft +2, Spot +3, Swim +6. *Feats:* Alertness, Brew Potion, Improved Initiative, Weapon Finesse (kukri).

Unholy Spells (5/4/3/2): 0—cure minor wounds, detect magic, guidance, read magic, resistance; 1st—bane, command, cure light wounds, curse water; 2nd—bull's strength, death knell, speak with animals; 3rd—dispel magic, prayer.

Domain Spells (Destruction/Water): 1st—obscuring mist; 2nd—shatter; 3rd—contagion.

Domain Abilities: Filth-priests may Smite Good once per day, with a +4 to attack and +5 damage. Filth-priests can turn fire creatures and command water creatures (including monstrous frogs) as a cleric turns or commands undead up to three times per day + Cha modifier.

Languages: Tsathar, Abyssal, Slaad, Undercommon.

Possessions: +1 Studded leather armor (made from giant dire frog hide), a small wooden shield, a +1 shortspear, a net, a keen kukri, a soapstone symbol of Tsathogga, three potions of cure light wounds, a scroll of 2 divine spells (bless, contagion).

Tsathar Frog-Priest Cle7: CR 8; SZ M Monstrous Humanoid; HD 2d8+6 plus 7d8+21; hp 62; Init +7, Spd 30 ft., swim 30 ft.; AC 23 (+4 natural, +3 Dex, +6 armor); Atk +10 melee (1d8+3, +1 shortspear, crit x3, range 20 ft.) or +8 melee (net, special, range 10 ft.) or +10 melee (1d4+4, +1 keen kukri, crit 15–20) or +9 melee (1d6+2 [x2], claws) and +8 melee (1d3+2, bite); SA leap (30 ft. horizontal, 10 ft. vertical as charge attack); SQ amphibious, darkvision (90 ft.), implant, light blindness, scent, slimy, summon slaad; AL CE; SV Fort +8, Ref +8, Will +12; Str 16, Dex 16, Con 16, Int 14, Wis 18, Cha 12.

Skills: Animal Empathy +8, Climb +5, Concentration +8, Handle Animal (frog) +8, Heal +5, Hide +5, Jump +8, Knowledge (arcana) +6, Knowledge (religion) +9, Listen +3, Move Silently +3, Scry +4, Search +2, Spellcraft +6, Spot +3, Swim +6. *Feats:* Alertness, Brew Potion, Improved Initiative, Scribe Scroll, Weapon Finesse (kukri).

Unholy Spells (6/5/4/3/2): 0—cure minor wounds, detect magic, guidance (x2), read magic, resistance; 1st—bane, command, cure light wounds, curse water, divine favor; 2nd—augury, bull's strength, death knell, speak with animals; 3rd—dispel magic, magic vestment, prayer; 4th—poison, summon monster IV.

Domain Spells (Destruction/Water): 1st—obscuring mist; 2nd—shatter; 3rd—contagion; 4th—control water.

Domain Abilities: Frog-priests may Smite Good once per day, with a +4 to attack and +7 damage. Frog-priests can turn fire creatures and command water creatures (including monstrous frogs) as a cleric turns or commands undead up to three times per day + Cha modifier.

Languages: Tsathar, Abyssal, Slaad, Undercommon.

Possessions: +1 studded leather armor (made from giant dire frog hide), a +1 small wooden shield, a +1 shortspear, a net, a +1 keen kukri, a soapstone symbol of Tsathogga, three potions of cure moderate wounds, a scroll of 4 divine spells (bless, contagion, cure serious wounds, dispel magic), a wand of command (24 charges).

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