



GLADES OF DEATH



A SETTING SOURCEBOOK FOR V.3.5 ROLEPLAYING



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THIRD EDITION RULES, FIRST EDITION FEEL
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GLADES OF DEATH

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JH and GS would like to dedicate their work to Brian David Atkins (1973-2000), may he continue gaming forever.

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This product requires the use of the
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Chapter One:

Into the Glades

How many times have adventurers headed out to find the “Special Dungeon of Death” in the dreaded “Dark Forest?” While dungeons are easier for DMs to control, in fantasy literature, the journey is often more dangerous than the final destination. Perhaps nobody has returned from the “Dungeon of Death” simply because nobody has survived the journey there in the first place. Often ignored or forgotten, fantasy forests can be idyllic, deadly, and quite often a warped combination of both. Here we present information about forests and using them in your campaign, not just as a foil for hidden dungeons, but as a source of adventure in and of themselves.

Even in our modern world, thick, verdant forests give trigger a primal sense of mystery, wonder, and a mix of caution and curiosity. Teaming with life, our senses grant forests additional “life” extending beyond the simple plants and animals alone. Loosely based on real forests of our world, fantasy forests possess additional challenges and mysteries for traveling adventurers ranging from simple hazards to deadly monsters and magical creatures that defy explanation. In some stories, the very forest has a consciousness of its own, while in others it is the creatures living within that lend atmosphere to the darkness. Whether the air is filled with the heady perfume of many flowers, or the acrid smell of decay, forests are primitive and enduring. Cities that once held back the jungles of our own world are now buried under vegetation. In the battle for dominance, eventually the forest won and the city itself become little more than ruins.

In addition to basic material about forests, several forest-based adventures are provided to give the DM, and players, a chance to exercise new skills and spells. Before long, lines of worry are going to cross player’s faces every time the PCs prepare for a “walk in the woods.”

Organization

The book is divided into sections and chapters. Part I includes this introductory chapter, a chapter describing the creation of a fantasy forest along with some tables to assist the DM, a third chapter discussing skills

and feats, a fourth chapter dedicated to new equipment and magic items, and fifth and sixth chapters devoted to new spells and monsters, respectively. Part II of the book contains the following adventures as individual chapters; *Howl of the Wolf* (Chapter 7, levels 3–5), *Timber Rivalry* (Chapter 8, levels 3–5), *Canyons of Arcuri* (Chapter 9, levels 8–10), and *Niavark’s Revenge* (Chapter 10, levels 17–18). The book closes with an appendix containing statistics blocks for creatures taken from other sources.

Using this book

This book is designed as a source for generic material as well as providing adventures that can be placed into any game world. Various subsections focus on temperate deciduous forests, temperate evergreen forests, temperate rainforests, as well as jungles and tropical rainforests. The DM need only to decide what type of forest they desire before examining the various tables and beginning to create a new forest of their own. This book covers traps and hazards as well as the various creatures and situations that adventurers might encounter while traveling through the forest. A set of tables describing various traps, hazards, and monsters for the different forest types is designed to help the DM determine what different problems travelers might encounter in a particular forest.

Wilderness Adventures

Creating and using wilderness adventures is very different from using a standard “dungeon.” Dungeons are often considered a “DM’s best friend” because they limit the number of choices PCs can make, thus helping limit how much preparation a DM must make before a gaming session. Wilderness adventures allow PCs to travel in any of a variety of directions, potentially changing or even missing encounters planned by the DM. This book is designed as an aid to the DM to help reduce preparation time, or down time, when the PCs make a “wrong turn.” While this particular book focuses on forests and the many ways they can be used in a campaign as more than simply something “in the way,” some of the principles described here can be used to create other types of wilderness areas.

Chapter Two:

Creating a

Fantasy Forest

Forests of our own world provide rich starting material for the creation of a fantasy forest. Add some monsters, a few mythic creatures, stir in a bit of magic, and a natural forest suddenly becomes something much more. There are two main ways to build a fantasy forest, leaving the DM with a question: build from the “bottom up” or build from the “top down?” If the world and its weather, climate, and terrain have already been determined, it is probably wisest to build from the “top down” using the climate and terrain determined by the larger setting to determine the type of forest and decide what creatures might be living there. Some DMs begin building a forest with a few locations, monsters, and monster lairs in mind. This is often considered building from the “bottom up” because the monsters and locations determine the type of forest, climate, and terrain. Either method involves decisions about the ecology of the forest, the level of magic, and the animals, monsters, and magical creatures that might be living there. Both methods of constructing a new fantasy forest involve a look at the natural forests of our world.

Natural Forests

Climate and terrain play a huge role in determining whether a forest can grow, let alone what type of forest can grow in a particular area. Generally, trees need a great deal of nutrition and require rich soil as well as fair amounts of water for sustained growth. Areas getting particularly cold during parts of the year, such as high mountains or arctic regions, have a hard time supporting the growth of trees, as do desert areas with low rainfall or regions with poor, rocky soil. The vast variety of forests throughout the world can be divided into four broad classifications, temperate deciduous, temperate evergreen, temperate rainforest, and tropical forests and rainforests. These basic forest types are described below, and can be used as a basis for building fantasy variants.

Temperate Deciduous Forests

For many throughout the world the word “forest” evokes an image of tall, sturdy trees bearing broad green leaves cloaking smaller bushes and trees

beneath them in shade. Seasonal variations in temperature usually lead these trees to shed their leaves in fall while storing energy to last through the winter. Many of the “hardwoods” used for constructing sturdy furniture, homes, and ships are found in these forests along with fruit trees, and various berries and herbs. “Old growth” deciduous forests have tall, stately trees and minimal undergrowth while newer forests or recovering forests have smaller trees and much thicker undergrowth.

Every spring bushes and ground plants due to spend their summer in the shade race to create leaves, flowers, fruits, and seeds before the taller trees cloak them in partial darkness. Spring is a time of flowers and rain storms fading into the heat of summer. Travelers easily find fruits and nuts during spring, summer, and fall with winter usually left as a time for hunting. Those living in the forests spend time hunting during the fall, because many animals hide away to hibernate in the winter. Trappers also find that fall furs are generally worth more money with beaver and weasel pelts going for good prices.

Weather

While final weather decisions should always be up to the DM, Winter is generally cold and snowy, Spring wet from melting snow and heavy rains, Summer punctuated by brief, but potentially powerful, storms, leaving Fall as a combination of cooling weather and rain showers with possible snow storms. In a fantasy world druidic spells and magical items can alter weather patterns, changing the face of a forest.

Temperate Evergreen Forests

Often associated with winter wonderlands, and snow cloaked branches of various pine trees, temperate evergreen forests contain a variety of trees with most retaining their needles or leaves throughout the year, despite potentially heavy winters. Sporting a somewhat cooler climate, along with the same seasonal variations as deciduous forests, evergreen forests can be made up of tall, towering pines cloaking the ground below with fallen needles and



shadows or smaller spruce and pines struggling against faster growing bushes and plants. Cedar, spruce, and pine trees provide wood for homes, ships, and a wide variety of everyday products. Berries and herbs grow here as well, with a somewhat shorter spring and summer forcing shorter periods of time when they can be gathered and used.

Weather

Temperate evergreen forests have slightly cooler summers and longer winters, with the same general weather patterns as temperate deciduous forests. Winters can often be bitter cold, forcing travelers to dress carefully for the weather, and take into account the possibility of a sudden blizzard dropping temperatures and quantities of snow making difficult or even impossible to travel.

Temperate Rainforests

Usually overlooked or forgotten by many, temperate rainforests of the Northwestern United States provide a solid example of a forest with towering trees that can reach heights as great as 300 feet above the ground. Cathedral-like pillars support a thick canopy, leaving the fog-cloaked forest floor with little more than the mosses, fungi, and ferns growing on decaying

needles and leaves from the trees above. Gigantic redwoods, cedars, spruces, and hemlocks thrive in the wet, cool, foggy environment. A single tree from such a forest provides a vast amount of lumber for use in a number of endeavors. Redwood and cedar are particularly valued as their natural oils keep them from burning easily and also repel some insects.

The dark and foggy nature of temperate rainforests, as well as the trunks of the massive trees within, makes it difficult to see a great distance in the forest, allowing a number of creatures to hide effectively. A wide variety of squirrels, deer, bears, and bobcats patrol the foggy confines, as do the hunters and trappers seeking them. The eerie semi-darkness of the forest floor holds many hazards, but the canopy's many birds and animals can be just as dangerous to travelers so bold as to fly through the branches.

Weather

Temperate rainforests do have fluctuating temperatures and seasons, but these fluctuations are generally very small. Constant rainfall, and heavy fogbanks, maintain a steady, cool, temperature during the summer and help insulate the forest during winter. The continuous supply of moisture supports the massive trees as well as the epiphytic fungi and ferns clinging to branches of the canopy, and feeding on the decay-

ing branches and needles on the ground. Skilled rangers easily find edible plants or animals at almost any time of the year.

Tropical Rainforests and Jungles

Tropical rainforests and jungles hold half of our world's plant and animal species so it is easy to imagine a fantasy jungle just as full of life, energy, and possible death and disease. Most tropical forests and islands receive enough rain to support lush, intricate forests. Jungles are complex forests with thick vegetation close to the ground as well as tall trees while tropical rainforests (also called jungles by many) are layered forests containing a wide variety of plants and animals struggling to dominate. The topmost layer, or emergent layer, consists of the mushroom shaped tops of those trees that successfully stretched above their neighbors to obtain the most sunlight, and also the most heat and wind. Sixty to ninety feet above the ground is the canopy layer, the moving rolling layer of interwoven branches, vines, and epiphytes soaking up almost every bit of sunlight missed by the emergent trees. Only plants able to thrive on the barest amounts of sunlight survive in the understory, allowing even less sunlight able to reach the decaying leaves, branches, and fruits on the forest floor. Only areas near flowing rivers, clear cut roads, or other cleared areas have lush vegetation near the forest floor, leaving the majority of a rainforest's floor cloaked in darkness and shadow.

Traveling through a tropical rainforest is truly traveling "into the darkness" presenting the simple hazard of whether the PCs have enough light to see. Other hazards within the rainforest are many, from disease carrying animals, to poisonous plants and animals. At the same time, the valuable woods, herbs, and animal skins found here attract many adventurous travelers in search of wealth. Lush jungles pose other hazards, including lush, fast growing vegetation that makes both cutting and finding trails more difficult than normal.

Weather

Hot and humid at all times, tropical rainforests receive amazing amounts of rain. Some forests suffer "dry" and "rainy" seasons while others have almost constant rain throughout the year. Smaller jungles, especially those on small islands, sometimes receive heavy storms with high winds preventing the formation of a true canopied forest.

Magic and Ecology

Without a bit of magic, and some magical or mystical creatures, a forest is simply a forest. Even subtle changes can alter an ecological system. Many people

argue about whether or not anything in a fantasy setting requires true "ecological balance." Some claim that a reasonable ecology of some sort helps the "suspension of disbelief" required for play, while others are willing to simply wave their hands saying, "It's magic!" Generally, a huge number of powerful creatures isn't going to be found clustered together in a forest without enough food to reasonably sustain them. At the same time, if there is a deer behind every tree why would monster Y attack a party of armed PCs when there is easier food to be found? While a reasonable ecology, with far fewer powerful predators than game animals, helps with suspension of disbelief, a DM spending a vast amount of time constructing an intricate, detailed, balanced ecological system is most likely going to have that work go unnoticed. The further from civilization, the wilder a forest can be, with several levels of predators preying on each other as well as other animals and creatures. Unless there is a specific reason, the larger and more dangerous a predator is, the more rare it should be. For many players and DMs considerations of any sort of ecology in a fantasy forest is simply a waste of time, but for others huge imbalances can hurt the suspension of disbelief that is required for comfortable game play. When creating a fantasy forest the DM should consider what type of group, and what type of game they are designing for and then decide whether any time at all needs to be spent thinking about the ecology of the newly created forest.

Of course, ecological imbalances can be easily explained away, or even used as a reason for creatures taking particular actions. Perhaps the wandering tribe of orcs just moved into the forest and discovered the few upper rooms of the Dungeon of Doom. After making it their new home they proceeded to hunt down creatures of the forest so effectively that most of the game has been captured or has fled. Now they are looking for more food, and are more than happy to put a few unlucky adventurers in the stew pot. Creatures of the forest can also be at odds with each other. A small clan of ogres living in the forest might have their numbers cut down by a unicorn that considers itself a protector of other animals in the forest. Such a forest would still have a reasonable number of game animals, but also the threat of the ogres, and possibly the threat of an over-protective unicorn as well.

Whatever route the DM chooses to take with respect to changes in the ecology of the forest based on magic and magical creatures, several things should be considered. First, a skilled ranger, druid, or barbarian should be able to notice small things in the forest suggesting the presence of potentially dangerous creatures. These hints of danger can be very small and might require skill checks (Knowledge [nature], Sur-

vival, or other related skills) with very high DC values, but travelers with a great deal of experience in the wilderness should stand some chance of identifying the presence of danger. Second, while magic can be used to explain away inconsistencies, a completely unrealistic ecology can hurt a game by taking away a player's ability to "disbelieve" in order to control their PC in a realistic manner. Third, work done focusing on an overly realistic ecology is probably not going to get noticed and is probably unnecessary.

As a general guideline, there should be a very few predators, or large, dangerous foes and a much larger number of animals and weaker creatures that these predators feed on. This does not mean that creatures can travel through an area in groups hunting down everything they find. In addition, a fantasy forest does not need to follow the rules of the so-called "food pyramid." A pack of wolves might grow so large that they hunt an area out, leaving the wolves starving and in desperate need of food. Such creatures might reasonably attack even well-armored foes in the interest of the pack's survival. Explanations can be found for almost any situation, but a wise DM should contemplate the ecology of the forest, if only briefly, to keep these explanations in mind.

Encounters and Lairs

Who and what is in the forest? While some DM's determine the creatures and lairs they want to use as a first step in creating a fantasy forest, others fill the forest after it is created. The "environment" listing for most monsters gives a good idea of the type of terrain or environment a creature might be found in, and the description of the creature provides additional information. Centaurs, for example, are described as being found in temperate forests. Does this mean a tribe of centaurs can't be found in a tropical rainforest? Certainly not, in fact, their presence there could be a source of interest or importance. Perhaps they are there to guard an ancient artifact. A wide variety of monsters and NPCs can be found in the forest, but some creatures would certainly hurt the suspension of disbelief mentioned above. Adventurers are highly unlikely to run into a remorhaz while traveling through a tropical forest.

Deciding where monster lairs or homes might be located is one step, another is answering the question of random encounters. Is the forest relatively safe, or is it heavily patrolled by predators, guardians, or territorial creatures of some type? Determining which creatures are present in the forest, and why, helps when making decisions about random encounters. Random encounters can be as dangerous and deadly as a dragon, as innocent as a lost child, or as mundane as a dead tree across their path. Even after creating a

Random Encounters vs. Special Encounters

While random encounters can definitely add flavor and danger to a forest, many DMs prefer to avoid randomness due to the possibility of character death, or the chance of distracting PCs from a particular goal or story line. If this is the case, special encounters or "events" can be designed and introduced into the campaign at random moments to keep excitement up. Whether or not these encounters are specifically designed to further a story line, or give PCs needed information, the DM is advised to act as if these encounters are random events triggered by the PCs actions or presence in the forest.

Special "events" can be as simple as a planned ambush, a lair near the trail, or even a storm. When planning such events the DM should keep the PCs skills and abilities in mind. A skilled ranger might Spot something setting the ambush and avoid it, or make a Survival skill check letting him know there is going to be a storm later that day. Do not consider an "event" broken or attempt to force it to go a special way if the PCs find a way to avoid or circumvent it. Simply continue the game and plan additional events or encounters as they might be needed.

random encounter table, and deciding how often the table should be rolled on, DM's should always feel free to alter or delete their own encounters if they don't fit the situation the PCs are in.

Determining encounter levels for PCs of a particular level, or a party of a particular strength can be difficult as the particular strengths and weaknesses of a party vary widely from group to group. The wilderness should be a wild, potentially deadly place. Low level parties should be willing to run away and hide at the sign of a creature clearly more powerful than they can handle. At the same time, creatures with even rudimentary intelligence can easily decide to flee from the PCs when injured, or even avoid a powerful looking group altogether. DM judgment comes into play when determining the range of encounters an adventuring party has to deal with. Multiple low-level, or "easy," encounters can easily bore a powerful group leading to a lack of interest, while over-powered encounters can easily kill or frustrate a party. A good general guideline is to use random encounters sparingly to add to the flavor of the forest. Difficult encounters should be rare, and "easy" encounters

should be avoidable if the party is cautious. Encounters can include combat with creatures, ambushes, traps, NPCs, and things as simple as sounds, streams, or obstacles that must be climbed or avoided. Choosing one type of encounter makes the forest one-dimensional, mixing a variety of possible encounters allows the DM to add mystery and atmosphere to the PCs journey through the forest.

Magic and Forest Travel

Magical spells and abilities possessed by higher level characters can often make traveling through any wilderness environment almost trivial. While many DMs approach this by placing limitations on spells or abilities, it is usually better to find ways to force the PCs to use these spells and abilities, making them use resources that could otherwise be used for battle. A raging river running through the center of a vast tropical rainforest could force the PCs to use *fly* spells, potions, or other magic to get past, leaving the PCs vulnerable to creatures patrolling the sky over the river for food. PCs planning to use *teleport* spells in a forest might discover that rapidly growing forests often look the same increasing the likelihood of an off-target arrival, or even a disastrous mishap. Even magical means of travel do not help PCs thoroughly search an

area, hidden dungeons or forgotten ruins might have names and general locations but this does not mean they are easily visible from the air, nor that they are easy to *teleport* to. In short, don't restrict magical means of travel, nor the use of divination spells, this takes away from the abilities the PCs have earned through their years of study. A much better route is to force the PCs to use these abilities, potentially limiting their ability to fight in certain situations. Remember that traveling faster than normal might avoid certain encounters, but the faster travel also makes it more likely the adventurers miss signs of a trap ahead, or even miss the location they are looking for.

The Forest Through the Trees

Anyone who has traveled through an old growth forest, or any large rainforest, can testify to the fact that the trees all begin to look the same. It is easy to get lost in a forest full of cathedral-like pillars, twisted roots, and rough underbrush. Not all interesting spots in a forest lie on well-traveled, carefully mapped trails. Once off the beaten trail it is easy to get lost if one doesn't take specific precautions. Rangers, barbarians, and druids are used to traveling in the wilderness and, as they learn more, begin to naturally pick out small differences in their surroundings and catalog them



subconsciously to avoid being lost. It is easy to get lost in thick forests and rain forests, even modern travelers with GPS locators can find themselves at a loss as to the best path to their destination. DMs should remember that, whether or not characters are lost, the easiest way through a forest is almost never a straight line. Detailed rules for getting lost in forests are presented in the Wilderness Adventures section of Chapter 3 in the DMG.

Other Factors

Aside from the few things mentioned above, there are various additional factors that the DM might want to consider when creating a new fantasy forest. Does the forest have a collective sentience or will of its own that wants to resist or assist the PCs? If the forest is deeply magical, could it alter the way magic works for the PCs while they travel through the forest? Perhaps some types of spells are more powerful in the forest while others are less powerful. Is the forest non-magical, does it somehow interfere with magic spells and reduce their effectiveness? These factors can be combined with the items discussed above to create a truly frightening, or beautiful and calming, forest for the PCs to travel through. Perhaps the only thing more terrifying than a dark, steamy jungle full of terrible, magical creatures, is that same jungle with a living consciousness of its own actively trying to kill or drive out the PCs.

Creating a Forest “On the Fly”

Allowing the PCs to travel where they wish and create their own story while adventuring is always difficult. How many times has a DM prepared for the PCs to go in a particular direction only to have them set off through the mountains or forest that the DM has neglected to describe or prepare? The following tables are designed to help a DM create a “quick and dirty” forest or even to help create one according to specific plans. The tables can be used in their entirety, or the DM can simply choose to use only the tables they require. While these tables can easily help create a forest quickly, they aren’t designed to help create a detailed, intricate forest. Such description is left to the DM.

Step 1. Choosing a Forest

The type of forest can help determine the types of creatures and weather patterns the PCs might face while traveling. Old growth forests are forests with large trees supporting high canopies that let little light to the ground. Such forests have cathedral-like trunks and more open ground cloaked with moist leaves or moss that can help absorb sound. Young or recovering forests have smaller trees and better lighting, but also tend to have thicker undergrowth making travel somewhat slower.

d8	Forest Type
1	Old growth temperate forest
2	Young temperate forest
3	Old growth temperate evergreen forest
4	Young temperate evergreen forest
5	Temperate rainforest
6	Tropical jungle (heavy undergrowth)
7	Tropical rainforest (dark, little undergrowth)
8	Magically warped forest (roll again for a result 1-7, add aberrant features)

Step 2. Population, Magic, and Alignment

These tables can be used by the DM to determine the population level of the forest, and decide whether or not the forest has “high magic” and contains a number of mystical creatures and NPCs or if it is closer to a standard level of magical power. DMs that do not want to use the concept of a forest spirit should simply ignore it in these tables. The DM should roll several d8 and consult the following tables. The first row determines whether or not the forest has a spirit, and what alignment it might be, the second determines the level of magic and magical creatures with none indicating there is almost no magic or magical creatures present at all. The third row helps determine the population level of the forest and the final row determines whether or not there is a “ruler.” A ruler for the forest can be of any alignment, but if there is a forest spirit the alignment of the ruler should match that of the forest spirit. Results of 4 through 8 on that table have either several rulers with an uneasy balance of power, several rulers in open warfare, or no real rulers at all. Rulers for a forest can be picked by the DM or chosen randomly on 3.

d8	Spirit	d8	Magic	d8	Population	d8	Forest Ruler
1	Evil	1	None	1-2	Low	1	Powerful ruler
2	Neutral	2-3	Low	3-5	Normal	2-3	Moderately powerful
3	Good	4-6	Normal	6-7	High	4-5	Several, balanced
4-8	None	7-8	High	8	Minimal	6	Open warfare
						7-8	None

Step 3. Forest Rulers

A forest “ruler” can simply indicate that a single powerful individual or a group of individuals that happens to live in the forest and exert some control over the other creatures there. The forest ruler portion of Table 2 allows the DM to randomly determine whether or not there is a forest ruler. The DM should increase the power of the ruler chosen by giving a particular character class levels, adding members to a tribe, pack, or clan, or creating a particularly powerful clan or tribal leader. This table can be rolled on more than once if more than one potential ruler is indicated on the tables above. Roll a d20 to randomly pick a forest ruler.

d20	Forest Ruler
1	old green dragon
2	couatl
3	chimera (green dragon head)
4-5	clan of orcs
6-7	tribe of centaurs
8-9	clan of goblins
10-11	druid enclave (evil)
12-13	druid enclave (good/neutral)
14-15	elven tree village
16	unicorn
17	clan of ogres
18	ettin
19	covey of hags (1 annis, 2 green)
20	weretiger

The DM should add or delete from this list as they please. While a “forest ruler” might alter the forest somewhat, this does not mean that the PCs must run into the ruler(s). Results that don’t fit with the type of forest determined on previous rolls should be re-rolled or modified.

Step 4. Random Encounters and Lairs

After determining the type of forest, and some of its characteristics, it is time to create random encounter tables. We provide some generic random encounter tables below, the DM should add any specialized creatures to these tables. After rolling on the initial encounter table, the DM needs to consult additional tables to determine the final result. Larger, more detailed encounter tables can be found in the **Mother of All Encounter Tables** published by **Necromancer Games** and a wide variety of new and interesting creatures can be found in and the **Tome of Horrors** and **Tome of Horrors II** also published by **Necromancer Games**.

Random encounters should be used as sparingly, or often, as the DM wishes. Repeated encounters should be avoided, at least if they occur in the same day. If the same creature or lair is rolled more than once the DM should treat it as no encounter, re-roll for a different encounter, or create a special encounter of their own.

Random Encounters

While traveling through any forest there is a chance of encountering a wide variety of magical or mundane creatures or running across a creature’s home or lair. Roll a d20 once every 4 hours of travel, adjusting up or down for the number of encounters you wish the PCs to have, and consult the following table. Each of the results below refers to additional tables, with some tables for temperate or tropical forests being different.

d20	Encounter
1	Dragon (see Table 5a)
2-3	Mystical Creature (see Table 5b)
4	Hunting Party (see Table 5c)
5-7	Animal (see Table 5d)
8	Trap or Weather Hazard (see Table 5e)
9-11	Strange sight, sound, or smell (see Table 5f)
12-20	No Encounter

Step 5a. Dragon Encounters

Dragons are rare, so even if a 1 is rolled, the possibility of actually meeting a dragon should still be smaller than 1 in 20. The following table reflects a reduced chance of actually running into a dragon.

d20	Dragon
1	old green dragon
2	young green dragon
3	juvenile silver dragon
4-20	Roll for an encounter on Table 5b or 5c

Step 5b. Mystical Creature Encounters

Mystical creatures include unicorns, couatl, and other strange or powerful and intelligent creatures. Some creatures are destined to view the PCs as nothing more than food while others might look down on them, or even view them as allies. A few undead creatures that can sometimes be found in a mystical forest are also included on this table, as are some of the more violent beasts that have special properties or abilities. Cautious PCs can find a way to avoid combat with most of these creatures, and some can even negotiate with some of them.

Step 5c. Hunting Parties

Sometimes the PCs run into hunting parties. These hunting parties can be of almost any humanoid or monstrous creature, and not all are actually hostile to the PCs. All hunting parties have a character with either maximum hitpoints or several class levels that acts as the leader.

Table 5b: Mystical Creature Encounters

Unmarked creatures are found in the MM.

d20	Temperate	Tropical
1	Werewolf	Weretiger
2	Trolls (1d4)	Troll (1d4)
3	Assassin Vine	Wood Giant (1d4)*
4	Centaur hunting party (2d4)	Chimera (green dragon head)
5	Faerie Dragon*	Faerie Dragon*
6	Aurumvorax*	Rock-Horned Lizard*
7	Shambling Mound	Shambling Mound
8	Nymph	Nymph
9	Dryad	Night Hag (1d3)
10	Gray Render	Gray Render
11	Aranea (1d2)	Aranea (1d4)
12	Ettercap(1d2)	Ettercap (1d3)
13	Treant	Wyvern
14	Owlbear (1d4)	Ogre (1d8)
15	Skeleton (1d6)	Zombie (1d4)
16	Pegasus	Unicorn
17	Phase Spider	Troglodyte (1d6)
18	Ghoul Wolf (2d4)*	Stirge (2d6)
19	Algoid*	Algoid*
20	Lair/Home**	Lair/Home**

*See the **Tome of Horrors** by Necromancer Games or Appendix A.

**Roll again, the PCs stumble across the lair or family unit of the result.

Hunting parties can be particularly dangerous in some situations, simply because the individuals in them are trained and equipped to kill. At the same time, hunters are relatively good assessing potential foes and are almost certain to avoid heavily armed or dangerous looking parties.

Hunting Parties

d20	Temperate	Tropical
1	Orcs (3d4)	Kobolds (3d6)
2-3	Ogres (2d6)	Goblins (4d4)
4-5	Goblins (1d4)	Hobgoblins (2d4)
6-8	Elves (3d6)	Elves (3d6)
9-12	Humans (3d6)	Humans (3d6)
13	Adventurers (1d8)*	Adventurers (1d8)*
14-16	Mixed, evil (2d6)	Mixed, evil (2d6)**
17-20	Mixed, good (2d6)	Mixed, good (2d6)**

*This is a party of adventurers similar to the PCs, perhaps with the same goals. The alignment of such a party is left to the DM.

**Mixed hunting parties of good or evil races have a mix of several races such as 2 ogres, and 6 goblins or 2 elves, 1 halfling, and 3 humans.

Step 5d. Animal Encounters

Animals are rarely aggressive toward humanoids, especially those traveling in a group. This does not mean that a larger carnivore might not try to drag a party member away, or that the PCs stumble into a protected territory or home. The Animal Encounters table includes both animals and larger vermin that the PCs might run into. A successful Spot check, or Animal Empathy roll could easily allow the PCs to avoid most of these encounters. Vermin listed are all monstrous varieties.

Step 5e. Traps and Weather Hazards

Traps can be set by hunters and left along gaming trails and paths, or traps can be set by evil creatures looking to protect their lairs, or capture prey of their own. If the DM chooses not to use traps such as these, they can simply roll on one of the other tables to choose a different encounter. Traps are described in Chapter 3 in the *DMG*. Traps mentioned here are used in a natural setting. This means that arrow and dart traps are designed to fire from nearby trees, pit traps are set along paths, etc. New traps mentioned are described further below.

Weather hazards are also on this list. Weather is also described in Chapter 3 of the *DMG*. Rain, snow, and

Table 5d: Animal Encounters

Unmarked creatures are found in the MM.

d20	Temperate	Tropical
1	Dire Boar	Dire Tiger
2	Dire Wolverine	Dire Bear
3	Centipede (L)	Giant Ants (2d6)
4	Brown Bear	Giant Bee
5	Bombardier Beetle (1d6)	Stag Beetle (2d6)
6	Boar	Boar
7	Skunk (1d4)*	Monkey (2d6)
8	Deer*	Bushmaster-Snake*
9	Copperhead Snake*	Anaconda (giant constrictor-H)
10	Black Bear	Scorpion (L)
11	Wolf (3d6)	Eagle (2d4)
12	Badger	Jaguar (Leopard; 1d4)
13	Giant Bee (2d6)	Spider (M; 2d4)
14	Moose*	Elephant (2d4)
15	Cougar (leopard)	Tiger
16	Squirrel (2d4)*	Gorilla (2d4)*
17	Dire Wolf	Dire Ape
18	Fox (1d4)*	Praying Mantis
19	Giant Wasp (2d4)	Centipede (H)
20	Lair/Home**	Lair/Home**

*See the **Tome of Horrors** by Necromancer Games or Appendix A.

**Roll again, the party stumbles across a lair or family unit of the resulting roll.

high winds can significantly alter the PCs ability to move and function while traveling in the wilderness. A successful Survival check should reveal upcoming weather changes to the skilled wilderness traveler.

Falling Log Trap: CR 4; mechanical; proximity trigger; manual reset; +15 melee (8d6); Search (DC 22); Disable Device (DC 20). Massive logs are suspended in the trees to each side of a path and a trip wire is placed across the path. When triggered, the logs are released to swing together and crush anyone between them.

Mancatcher: CR 2; mechanical, proximity trigger, manual reset; +10 melee (2d8); Reflex save (DC 18) avoids; Search (DC 20); Disable Device (DC 20). A sturdy limb is tied back and camouflaged. When a tripwire is triggered the limb snaps out impaling the target with wood spikes.

Bear Trap: CR 2; mechanical, location trigger, manual reset; Reflex save (DC 20) avoids; 2d6 points of damage and grappled; Search (DC 20); Disable Device (DC 20). Sharp metal teeth are forced together by powerful springs when the trap is triggered. This is usually left hidden beneath leaves and debris along game trails. The claw trap itself is usually chained to a nearby tree or rock. Anyone caught in the trap is considered grappled.

Cage Trap: CR 0; This is a simple trap designed to catch small, unwary animals. Animals are attracted into an ever-narrowing series of cage openings to finally get to a small amount of food left behind to attract them. While

easy to spot, there is a 50% chance that any cage trap the PCs come across is occupied and a 25% chance that is being checked on by a hunting party (consult Step 5c.)

d20 Trap or Weather Hazard

1	Falling Log Trap (CR 4)*
2	Camouflaged Pit Trap (CR 3)
3	Spiked Pit Trap (CR 2)
4	Poison Dart Trap (CR 1)
5	Razor Wire across path (CR 1)
6	Javelin Trap (CR 2)
7	Mancatcher (CR 2)*
8	Spear Trap (CR 1)
9	Bear Trap (CR 2)*
10	Large Net Trap (CR 2)
11	Cage Trap (CR 0)*
12	Calm air, dense fog, 10 ft. visibility
13	High winds, clear skies
14	Heavy rain/snow, 10 ft. visibility
15	Severe Storm (1d6 hours), 5 ft. visibility, high winds
16	Powerful storm, very high winds, heavy precipitation (1d3 days)
17	Light rain/snow, clearing skies
18	Calm weather, storm building
19	Calm weather, high heat, hotter than usual
20	Calm weather, clear skies, much colder than usual

*These traps are described in the text. Other traps can be found in Chapter 3 of the DMG.

Step 5f. Sights, Sounds, and Smells

While combat can add excitement, adding strange sights, sounds, or smells to the mix can definitely add a sense of mystery to an adventure. The list below includes strange encounters that can help make the PCs nervous and cautious, without actually driving them into unwanted combat. Adding a Spot, Search, or Listen check can give these events far more meaning than they actually possess.

Putting it Together

Whether you are creating a forest because the PCs took a wrong turn, or as a specific location for a lair or dungeon, putting together a fantasy forest can be as easy, or as complicated as you want it to be. If you don't want to spend a great deal of time focusing on the climate, simply gloss over the weather, mention it only in passing. Obviously, if

the PCs decide to focus on the weather and trying to alter it, you'll have to re-direct your energies. As the DM, you know your PCs, and players, best. Pay attention to the details that you expect your PCs, and players, to focus on; wasting energy on details they won't notice is counter-productive. At the same time, be prepared to make swift decisions on those elements that you skipped over.

Always keep your PCs skills and abilities in mind while designing and choosing encounters. A party with 2 druids and a ranger is probably going to be able to avoid most animal encounters and a group of heavily armored fighters and clerics clanging through the forest is likely to scare some animals away and potentially attract other, more powerful creatures. Don't force encounters on the PCs, if they miss something, they miss it. Keep the game going, there are always other opportunities for them to find a map, a missing clue, or important message.

Table 5f: Sights, Sounds, and Smells

d20	Event
1	The party comes across a lost child deep in the forest with no idea how s/he got so far from home.
2	The normal sounds of the forest stop abruptly, and then continue again a few minutes later.
3	The PCs come to a stream of cool water that happens to run the color of blood. The water is cool, pure, and refreshing, simply tainted red.
4	The corpse of a dead human in brightly colored robes lies across the path. There is no sign as to how he died, or how he got where he is.
5	A cool breeze brings in the fetid smell of decay and rotting flesh. The wind changes directions and the stench rapidly fades.
6	A painful screech fills the air, only to be met by sudden silence. Echoes within the forest make it impossible to determine exactly which direction the cry originated from.
7	The party comes across a marble fountain with the statue of a beautiful elven maiden at its center. Pure, clean water runs within, but the fountain does not appear to be tended.
8	The party discovers an ancient, moss covered crypt. Nothing but dust remains within.
9	Someone has written the word, "Beware" in blood on a nearby tree. The message is at least several months old.
10	Nearby flowers add a sweet, potent perfume to the air.
11	The party arrives at the scene of a recent battle. Splashes of blood dot nearby leaves and trees and the ground is torn up in places, but there are no bodies.
12	The party discovers the circular stone foundation of a ruined tower. While nothing remains within, it might be a safe place to camp.
13	Howls fill the air, and echo through the forest as a pack of wolves heads out to hunt.
14	Nearby bushes and flowers shake suddenly as someone, or something, flees away from the party deeper into the forest.
15	An odd man dressed in animal skins sits at the base of a tree talking to himself. While peaceful, his babbling is incoherent and meaningless.
16	A large flock of birds in the trees nearby begins making a huge racket, with the constant squawks and bird calls making it almost impossible to hear anything else.
17	A flock of birds suddenly leaves a nearby tree squawking in fear.
18	A loud roar reverberates through the forest, fading away into an uneasy silence that lasts several minutes before the normal forest sounds begin again.
19	A massive shadow moves past the PCs as something huge flies overhead. Before the source of the shadow can be identified it disappears beyond the overhead branches.
20	The distant shape of a massive dragon is seen circling above the forest.

The DM can easily add or eliminate items on this list. They are simply designed to give a bit of flavor to a forest, and to keep the PCs on edge.

Chapter Three:

Skills and Feats

Numerous prestige classes and alternate classes for use in a woodland setting can be found in a wide variety of publications. Rather than repeat new classes and prestige classes with similar abilities here, we present new uses and DC values for standard skills as well as some variant skills and feats. These new skills, feats, and abilities can be used by the DM to create world specific prestige classes, or introduced into a more forest heavy campaign for use by both PCs and NPCs.

A New Twist

Skills already provided in the *PHB* can easily be used for wilderness travel and encounters, but the DM is often left struggling to come up with a DC value for a particular skill check. Here we discuss several skills and possible modifiers to skill check DC values. The focus here is on those skills and abilities that can be affected by travel through forest terrain. All of the rules and DC values presented here are entirely optional, the DM should feel free to use or discard any of the variants presented here based on what fits best with their own game world. Applying a large number of bonuses and penalties to skill checks can slow a game down, but applying appropriate bonuses and penalties at the right time can help the players get a sense of what the PCs might be going through as they make their journey.

Hide and Spot

Forests with a great deal of undergrowth, or that are dark and shadowy with numerous large tree trunks, provide excellent cover for PCs as well as anything else in the forest. Easily available cover makes hiding somewhat easier while also making spotting hidden creatures more difficult. Although it would sound reasonable to add a bonus to Hide skill checks and a penalty to Spot skill checks, these are opposed skills so the combined effect can be unbalancing. The Spot skill already has a distance penalty (–1 circumstance penalty per 10 ft. of distance) which some DMs might want to increase in particularly dense or dark forest terrain. While the PCs and anything else in the forest around them should receive the same penalties or bonuses and should cancel out, PCs can often be more careful than some of the monsters or animals

Spotting at a Distance

Although creatures are not always trying to hide, the surroundings make it more difficult for the PCs to Spot animals or items while traveling through a forest. The following table provides some suggested penalties. The DM should adjust penalties based on lighting and the visual abilities of the PCs as well. Each penalty is considered to be for a 10 ft. distance increment.

	Light Forest	Dense Forest	Old Forest*
Spot Penalty/10 ft.	–1	–3	–2

*Although old growth forests usually have little underbrush, they are generally poorly lit and full of shadows giving a greater penalty than a light forest.

that call the forest “home” bringing out the idea of a “passive skill check” for monsters or animals that aren’t actively trying to hide but that might be hidden from the PCs by the surrounding bushes or trees.

When making judgment calls on penalties or bonuses, the DM needs to remember that Hide and Spot are opposing skills, and use a penalty or bonus to only one of those skills and apply it consistently. It is generally easier to apply a penalty to Spot checks on the basis of distance as seen in the sidebar.

Move Silently and Listen

Two more important opposed skill checks are Move Silently and Listen. Forests are generally full of the sounds of small creatures moving, leaves rustling in the breeze, and the creak of tree branches. As travelers move through a forest they adjust to these sounds and begin to notice changes to the patterns, the sudden silence of nearby crickets can be just as telling to a careful listener as the snap of a branch. As with Spot and Hide, the DM is advised to place a penalty or bonus on only one of these opposed skills. Penalties can vary based on the time of year, weather conditions, and type of forest. Anyone traveling through a forest with heavy undergrowth is more likely to make noise than someone passing through an old growth forest with little in the way of bushes to brush against, at the same time, dead branches or leaves on the

Moving Silently Through the Forest

The following bonuses and penalties can be applied to Listen checks at the DM's option. These penalties are not applied per distance increment; there is still a -1 penalty for each 10 ft. of distance on Listen checks and any penalties to Listen checks for objects or doors still apply normally. The bonus or penalty given below is added or subtracted to the Listen check that is opposed by a creature or NPCs Move Silently check.

Bonus/ Penalty	Conditions
+1	Dense underbrush, wet or moist conditions
+3	Dense underbrush, dry or drought conditions
0	Light underbrush, wet or moist conditions
+2	Light underbrush, dry or drought conditions
-1	No underbrush, moist or mossy conditions
+1	No underbrush, dry debris such as branches or leaves
-1	Light rain
-2	Moderate rain and winds
-3	Heavy rain, or lightning storms
-2	Party is hustling
+2	Party is motionless and quiet

The DM can easily create further bonuses or penalties depending upon the conditions of the individual forest and composition of the PC party traveling through it.

ground during fall can also alter one's ability to Move Silently. In the "Moving Silently Through the Forest" sidebar we place penalties or bonuses on Listen skill checks based on the terrain and weather, these penalties or bonuses can be reversed and applied to Move Silently skill checks at the DM's option.

Balance

Anyone trying to live in a tree village, or even a home hidden in the upper branches of a tree, would be expected to walk across branches or bridges that few people would approach in normal circumstances. Modifiers already presented in the *PHB* can easily be stretched to cover walking through the high branches of a tree. While using these modifiers, it is easy to see that walking through branches is not task for the meek. The DM should feel free to add further modifiers by presuming that PCs walking along a branch are using other limbs or items nearby to help them maintain their balance. While there is a risk of falling, if the PCs have ample time and few distractions allowing them to Take 10 significantly speeds up game play.

Climb

While traveling through a forest it is natural to presume that at some time one of the PCs might decide to climb a tree to get a better look at their surroundings. A successful Climb check allows a character to advance at one quarter their normal speed. As with walls, or ledges, trees can be very variable. Some trees have low branches and rough bark making them easy to climb while others only have branches high above the ground and have wide trunks with smooth bark and are difficult to climb. Climb DC values should also be affected by the weather, wet tree limbs and trunks are difficult to grasp and high winds can make climbing even more hazardous. Without other modifiers, the Climb check to climb a tree is DC 15. The "Reaching Higher" sidebar provides further bonuses or penalties that the DM might decide to apply. People that actively live in tree villages or homes can be presumed to have ropes and ladders making their Climb checks almost trivial. While climbing in good weather without distractions, PCs should be allowed to Take 10 to speed up game play. The DM should also always remember that climbing PCs, NPCs, or monsters lose their Dexterity bonus to AC, if any, while climbing unless there is a special circumstance.

Reaching Higher

The wide variety of trees and conditions can not all be covered here, but a few bonuses and penalties that can be applied to Climb skill checks are shown below. All of these should be used at the DM's discretion.

Bonus/ Penalty	Conditions
+5	Tree has rough bark and many branches, dry conditions
+3	Tree has rough bark and many branches, wet conditions
0	Tree has rough bark and many branches, wet conditions and high winds
+4	Smooth bark but many branches and/or a narrow trunk, dry conditions
+2	Smooth bark but many branches and/or a narrow trunk, wet conditions
-1	Smooth bark but many branches and/or a narrow trunk, wet and high winds
+2	Rough bark, tall tree with few branches, dry conditions
0	Rough bark, tall tree with few branches, wet conditions
-2	Smooth bark, wide trunk, tall tree with few branches, dry conditions.

The DM can create other DC values by adding penalties or bonuses for the weather conditions, height of the tree, and whether or not the PC doing the climbing is being attacked or distracted. All other bonuses or penalties described in the *PHB* still apply.

Craft

Craft is one of several skills that is further subdivided into specific trades or arts. Individuals skilled at woodwork can use the Craft (woodworking) skill to create fantastic items out of wood. When combined with magical abilities to transmute wood into other material types, or in concert with other spells, the Craft (woodworking) skill can become a very powerful skill indeed. The DM should decide if someone with Craft (woodworking) can create a wood sword on which an ironwood spell can be cast, or if the woodworker might also need to have a few ranks in Craft (weaponsmithing) to be familiar with the balance and design of a sword to begin with. Craft skills are also sometimes related. A great deal of wood goes into most composite bows, it is not unreasonable to expect someone familiar with woodworking might receive a bonus to a Craft (bowmaking) skill check based on their knowledge of different woods and ability to put them together. While specific synergy bonuses are not listed here, the DM is advised to require 5 ranks in any skill providing a synergy bonus to another skill and to limit this bonus to +2.

Jump

Once your PCs climb into a few trees it is only a matter of time before they attempt to jump from branch to branch. The DM should remember that Jump skill check DC values presented in the *PHB* presume that a character has at least 20 ft. of running room to build up speed for the jump. This is rarely the case when moving through the high branches of some trees. Without running room, the DC values in the *PHB* must all be doubled. Jumping while in the treetops has a definite drawback, a failed Jump check can easily send a character plunging to the ground. If a PC fails a Jump check while in the branches of a tree by 4 or less, allow them a Reflex saving throw or Strength check (DC 10) to grab a nearby branch and prevent their fall. Failing a Jump check by 5 or more is likely to send the PC plummeting to the ground unless the DM adds further Reflex saves or skill checks.

Knowledge Skills

The Knowledge skill actually covers a wide variety of skills. The studies most important to those traveling through the forest include Knowledge (nature) and Knowledge (geography). Both of these Knowledge skills provide a +2 bonus to Survival skill checks under certain conditions (consult the *PHB* and see below) making them valuable for any traveler. The DM can also choose to allow individuals with the Knowledge

Knowledge (plants)

When introduced as a new category of the Knowledge skills, Knowledge (plants) would appear to be rather minor. At the same time, a detailed knowledge of plants allows one to easily identify rare herbs and remedies helpful in creating potions and healing wounds. A PC with at least 5 ranks in Knowledge (plants) receives a +2 circumstance bonus to Heal checks as well as a +2 circumstance bonus to Craft (alchemy) checks when creating new potions. Furthermore, with 5 ranks in Knowledge (plants) anyone using the Survival skill to forage for food receives a +2 circumstance bonus and cuts the amount of time they need to search for suitable food in half.

(nature) skill to make skill checks to notice or avoid natural dangers by identifying the scat of large creatures or signs of moving vines or plant blossoms (usually a DC 15 skill check made following a successful Spot check). Characters with Knowledge (geography) might be able to plot the easiest or shortest way through a forest, or predict where a river might be shallowest. Such individuals instinctively know that the shortest route through forest terrain might not always be the easiest, and can often help the party avoid time consuming hazards simply through their basic understanding of the terrain. At the DM's option, a successful Knowledge (geography) check at DC 15 can allow the party to move at 3/4 speed when they would normally be able to move at only half speed due to underbrush or other changes in the terrain.

Survival

Survival is one of the broadest skills available, it covers almost every element of moving through the wilderness, from finding shelter in bad weather, to avoiding natural hazards and finding food for a traveling party. While only a ranger or someone with the Track feat can follow difficult tracks, anyone with the Survival skill stands a chance of identifying and following simple tracks (Survival DC 10 or less). Survival is such a broad skill that specific conditions can easily alter the DC values required for finding food or for tracking. While a variety of seasonal and weather-based modifiers can be added into the mix, additional modifiers can cancel these out. For example, food is much scarcer in winter, but it is much easier to track animals across snow-covered ground and determine where they congregate the most. Spring is usually a time of berries, while fruits and nuts can easily be

Trailing the Quarry

The description of the Track feat in the *PHB* provides a wide variety of Survival DC modifiers for tracking someone, or something, through the wilderness. The following optional modifiers can add more variety to the already existing rules making life more interesting for both the DM and the players. When ground is soft, it is easier to track, but at the same time, ground or mud that is very wet can fill in tracks over time.

DC

Modifier Conditions

-3	tracks are in fresh snow and tracks are less than 8 hours old
-2	wet, muddy conditions, tracks are less than 8 hours old
-2	dense underbrush with broken branches helping to show the way
-1	light underbrush
+1	soft, springy moss
+1	for every hour of light rain to a maximum of +10*
+2	for every hour of heavy rain, to a maximum of +10*
+2	actively snowing, increases by +2 every 2 hours it snows to a maximum of +10*

*Skilled trackers use signs other than those simply left on the ground to track their quarry. These maximum limits can be expanded at the DM's option.

found during the summer and fall. DMs that want to make use of the Track skill a bit more varied can consult the "Trailing the Quarry" sidebar for optional modifiers to Survival DC values based on weather and terrain.

New Feats

The following feats are provided for the DM to use as an option for game play in a forest setting. While these feats have been tested, the wide variety of other feats and prestige classes available can potentially make some of these new abilities unbalancing in your individual campaign. Most of the feats provided here can also be used simply to give NPCs some added flavor. Several feats add class specific abilities or skills to characters that can be unbalancing in some campaigns. As always, the addition of new feats into a campaign should be carefully monitored by the DM.

Animal Mastery [General]

You know how animals think and can calm or train them more easily than others.

Prerequisites: Cha 13+, Handle Animal 8 ranks

Benefit: You gain the ability to use Wild Empathy (Ex) as a druid or ranger to improve the attitude of an animal. This ability is not as highly trained as a druid's or ranger's, but functions like a Diplomacy check (Consult the *PHB*) to change the attitude of an animal. Those choosing the Animal Mastery feat roll 1d20 + Charisma bonus + half total character level to determine their Wild Empathy result. Characters with levels in ranger or druid taking this feat can apply half of their ranger and/or druid levels as an additional bonus to their Wild Empathy checks.

In addition to these benefits, you are more skilled at teaching and instructing animals. You receive a +2 bonus on all Handle Animal skill checks.

Normal: Wild Empathy (Ex) is a class specific ability.

Herbalist [General]

You easily identify rare herbs used in healing and potion creation.

Benefit: Your ability to identify special rare herbs helps you heal others and determine the most potent materials to use while brewing potions or performing other alchemical combinations. You receive a +2 bonus to all Heal checks and to Craft (alchemy) checks. You also more easily identify poisonous or hazardous plants and receive a +2 circumstance bonus to any Knowledge (nature) or Survival skill checks when attempting to identify dangerous plants.

Master Alchemist [Item Creation]

You can easily identify and collect the herbs and materials necessary for your potions.

Prerequisites: Int or Wis 15+, Craft (alchemy) 15 ranks, Brew Potion, Herbalist, ability to cast 4th level arcane or divine spells.

Benefit: You are adept at finding and identifying the rare herbs and compounds necessary for your potions. The ability to find these materials makes your potions more potent and reduces the amount of energy you must expend to create new potions. The base price of a potion is still spell level x its caster level x 50 gp, and the components still cost half of the base price, but the XP cost for the creator is now 1/50 of the base price. In addition, you can create potions with up to 4th-level spells that follow the same guidelines mentioned in the Brew Potion feat.

Normal: You can't create potions with 4th level spells or avoid the XP costs of potion creation.

Plant Critical [General]

You know the best places to attack Plant type creatures.

Prerequisite: Knowledge (nature) or Survival 8 ranks, base attack bonus +6.

Benefit: After one round of uninterrupted study of a plant type creature you determine its most critical areas and can make a critical hit against that particular creature as normal. The variation in individual plant creatures means that this knowledge does not carry over even to the same type of creature, each individual creature must be studied for one round before any strike can be confirmed as a critical hit.

Normal: Plant type creatures are normally immune to critical hits.

Special: This feat can be taken by a fighter as one of their fighter bonus feats.

Shape Master

Your training allows you to wild shape faster than usual.

Prerequisites: Natural Spell, wild shape (elemental)

Benefit: Three times per day you can wild shape as a free action without provoking an attack of opportunity. This does not add to the number of times per day you can wild shape, nor does it alter

the shapes and forms you can assume, it simply allows you to change shape faster than usual.

Normal: Wild shape is a standard action that does not provoke an attack of opportunity.

Skilled Climber [General]

Years of practice allow you to climb fearlessly and swiftly across almost any surface.

Prerequisites: Climb 10 ranks

Benefit: You can Take 10 while climbing any surface, even if under duress. If you take a –5 penalty to your climb check you do not lose your Dexterity bonus to AC while climbing and if you take a –10 penalty you can climb at full speed (these penalties stack).

Normal: You lose your Dex bonus to AC while climbing and can not take 10 while under duress.

Skilled Forester [General]

Years of training allow you to quickly and easily move through any forest without fear of contracting disease or suffering from the natural poisons of the plants or animals dwelling within.

Prerequisites: Wisdom 13+, Survival 5 ranks



Benefit: When determining overland movement through a forest, you move as quickly as if you were on a highway or major road. Years of forest travel help you develop immunity to natural diseases and sicknesses simply by constant exposure. You receive a +2 bonus on all saving throws against natural diseases and poisons and a +2 circumstance bonus on Heal checks when trying to help another person recover from a natural disease or poison. These bonuses do not extend to magical poisons or diseases. This constant travel also gives a +2 bonus to Knowledge (nature) and Survival skill checks when determining whether or not a plant or animal is poisonous, this bonus does not extend to other Knowledge (nature) or Survival skill checks.

Tree Born [General]

You were born and raised in the trees and are adept at climbing and moving through trees and branches.

Benefit: While climbing trees or walking on branches you can Take 10 on Balance and Climb checks even if you are in combat. A life spent climbing and walking through branches makes you immune to the distractions that might cause others to falter. While leaping from branch to branch, or making other Jump checks within the trees you receive a +2 bonus to the Jump check as well as a +2 bonus to any Tumble or Balance skill checks or Reflex saves that might be required for a safe landing. These bonuses only apply while traveling through trees or forest canopies. Finally, Balance, Climb, and Tumble are class skills for you, no matter what class you advance in.

Normal: You can't Take 10 while threatened or distracted and Balance, Climb, and Tumble are only class skills for certain classes.

Special: This feat must be taken at first level.

Tree Swinger [General]

You are adept at swinging from branch to branch, or from tree to tree and move through forest canopies easily.

Prerequisite: Tree Born, 5 ranks in Balance and Climb

Benefit: You are able to swing or run from tree to tree using branches, ropes, or vines. You are able to move at half your base movement rate when traveling through forest canopies with interlaced or closely linked branches without making any skill checks. You can move your full base movement rate with a successful Balance or Climb check (DC 20) or even at double your normal base movement rate if you are particularly skilled (Balance or Climb check [DC 35]).

Wilderness Born [General]

You were born and raised in the wilderness and are familiar with surviving in harsh surroundings.

Benefit: Your background makes Survival a class skill for you, no matter what class or classes you choose to advance in. This allows multiclass characters, or characters that choose non-wilderness based classes to take or maintain Survival as a class skill. You also gain a +2 specialization bonus on Survival checks and maintain Survival as a class skill when multiclassing.

Special: This feat must be taken at first level.

Chapter Four: Equipment and Magic Items

A wide variety of the equipment already presented in the *PHB* is necessary for travel through any forest; however, those that live and work in the wild have found other items that are of great use to them as well. Several new pieces of equipment are described below. While several of these items might seem minor, they can be used to add flavor to any region that is dependant on forest work, travel, or trade.

Bear Trap

Always purchased with enough sturdy chain to firmly anchor the trap itself, bear traps are difficult to find and purchase but can be very useful to hunters and trappers seeking valuable bear skins. A Standard bear trap is chained to a nearby anchoring point such as a large tree or boulder and then hidden along a game trail beneath leaves and debris. When used by a PC the Spot or Search check to notice the trap is based on a Hide check rolled by the PC. Otherwise the DM can use the following standardized statistics: CR 2; mechanical, location trigger, manual reset; Reflex save (DC 20) avoids; 2d6 points of damage and grappled; Search (DC 20); Disable Device (DC 20).

Birding Arrows

Possessing a heavy, blunt head, these arrows are usually used to stun or kill small birds without damaging their feathers. Sold in quivers of 20, these arrows weigh twice as much as normal arrows cutting their range increment in half. The arrows do 1d2 points of bludgeoning damage and have critical hit multiplier of x2 because they have no penetrating power. Their reduced range and small damage make them highly effective for stunning or killing small birds but rather ineffective for most other uses.

Cage Trap

These simple traps are designed to catch small, unwary animals. Animals are attracted into an ever-narrowing series of cage openings to finally get to a small amount of food left behind to attract

Adventuring Gear

The following items can be of great use to hunters, trappers, and travelers making their way through the forest.

Item	Cost	Weight
Bear Trap	30 gp	15 lb.
Birding Arrows	3 gp/20	6 lb.
Cage Trap, small	10 gp	20 lb.
Cage Trap, Medium	30 gp	40 lb.
Calked Boots	1 gp	2 lb.
Trip Wire	5 gp	1/5 lb
Wire Cage, tiny	2 gp	2 lb.
Wire cage, small	5 gp	10 lb.
Wire cage, medium	20 gp	20 lb.

them. Normally easy to spot, these cages are effective live traps for a variety of squirrels, raccoons, monkeys, and some types of birds.

Calked Boots

These boots, often referred to as “logger’s boots,” have metal hooks and spikes along the bottoms, toes, and heel to help anyone wearing them keep their footing while climbing a tree or standing on a rolling or floating log. Wearing such boots provides a +2 circumstance bonus to all Climb checks while climbing trees and to all Balance checks when standing on or moving rolling or floating logs.

Trip Wire

Purchased in 10 ft. coils, this thin, flexible wire is difficult to make but extremely useful in the creation of a wide variety of traps.

Wire Cages

These cages are designed to hold animals of the appropriate sizes. The thin wire allows the animal to see out while traveling. Only animals that are friendly to the owner can safely be held inside such cages. Strong animals making a concerted effort to escape can break free over time. Cages with thicker wire designed to hold more aggressive animals weigh twice as much and cost 3 times as much.

Magic Items

While any number of magic items can assist in battle or travel through the forest, a few of the most potent or useful items

Amulet of the Claw

These odd amulets are carved from the largest claw of a dire tiger, usually into the form of a springing tiger but sometimes other carved forms are used. The potent enchantments of these amulets are specially attuned to nature and only function in natural surroundings. In addition to providing a +2 natural armor bonus, the wearer of the amulet travels through forests and other wild areas as if they have a *pass without trace* spell placed on them. Usually created by shaman, these amulets are usually only worn by special tribal hunters or warriors and are often very recognizable making possessing a stolen amulet potentially quite dangerous.

CL 5th; Craft Wondrous Item, *barkskin*, *pass without trace*; Price 10,000 gp.

Bird Feather Amulets

Often created by druids and shaman out of respect for totemic birds, these powerful amulets grant their wearers special powers for a limited time each day. Each amulet can be invoked once a day for a period of 2 hours and has powers based upon the bird feathers used during its creation. The wearer can end the amulet's special abilities before the power runs out, but the amulet can not be reactivated until the next day. These amulets are relatively rare because the creation process requires that the tail feathers used are given freely by a living bird.

Eagle: transform into an eagle as per the *polymorph* spell

Owl: +6 bonus to Move Silently checks and darkvision 60 ft.

Hawk: +6 bonus to Spot and Search checks

Raven: +2 bonus to Listen checks, and +4 bonus to Bluff or Intimidate checks

Peacock: +2 bonus to Perform skill checks while dancing, acting, singing, or reciting poetry

CL 7th; Craft Wondrous Item, (eagle) *polymorph*, (owl) *silence* and *darkvision*, (hawk) *fox's cunning*, (raven) *owl's wisdom*, (peacock) *eagle's splendor*; Price (eagle) 56,000 gp, (owl) 6,600 gp, (hawk) 7,200 gp, (raven) 3,200 gp, (peacock) 400 gp.

Bracers of the Snake

Although they appear to be little more than decorative bracers fashioned of attractive snake-skin, these bracers can be a hunter's best friend. They provide the wearer with complete immunity to snake venoms as well as granting a +2 circumstance bonus on saving throws against the natural venoms of other animals and vermin. Unfortunately, they do not protect against magical poisons, nor the poisons of foul extra-planar creatures.

CL 5th; Craft Wondrous Item, *neutralize poison*; Price 8,000 gp.

Cloak of the Wolverine

Heavy, warm, and deeply enchanted, these thick fur cloaks give any hunter an added edge while traveling through the wilds. In addition to acting as a *cloak of resistance* +2, once per day the wearer can fly into a *Rage* (ex) that is identical to that of a barbarian. This special rage lasts for 10 rounds leaving the wearer fatigued for 10 rounds after it fades. While in a rage, the wearer can remain conscious and fight until reaching -10 hp. These cloaks are particularly favored by hunters and



woodsmen in cold climates, as these cloaks are twice as heavy and warm as normal cloaks.

CL 5th; Craft Wondrous Item, *resistance, bull's strength, bear's endurance*; Price 4,500 gp.

Treant's Heart

These potent staves can only be created from the center heartwood of an ancient treant and are extremely difficult to create. Although usually owned or created by evil druids, often an ancient treant can come to an agreement with a druid they favor or agree with toward the end of their natural life. After the treant's death the center heartwood is cut from the creature and then dried in the sun. The smooth piece of wood tends to turn a dark brown as it cures in the sunlight. The staff is then carefully carved with special runes and imbued with potent spells giving its owner several powerful abilities. The staff functions as a +2 *quarterstaff* when not used to release the magic held within. The staff allows use of the following spells and abilities:

Barkskin (1 charge)
*Pummel** (1 charge)
Entangle (1 charge)
Speak with Plants (1 charge)
Command Plants (2 charges)
Rusting Grasp (2 charges)
Liveoak (2 charges)

*denotes a spell described in Chapter 5. In addition to the spells above, 1/day the wielder can spend 3 charges from the staff to summon a treant that serves them for 2 hours.

CL 12th; Craft Staff, *greater magic weapon, barkskin, pummel, entangle, speak with plants, command plants, rusting grasp, liveoak*; Price 51,050 gp.

Artifacts and Relics

Some items possess such awesome powers that their creators refuse to let anyone know how they were created. Alas, the secrets of creation die with the original creator and can only be imitated by others later on.

Staff of the Earth Lord

Made of a single shaft of stone, this particularly heavy staff was reportedly made by the mad druid Yirnic, and later acquired by another insane druid named Niavark. Unknown bargains with powerful forces from the elemental plane of earth imbue this potent staff with a variety of strange and deadly powers. Tapping into the elemental plane of earth, the staff can conjure up to 10 boulders per day as a ranged touch attack with a

range increment of 180 ft. Each boulder does 5d4 points of damage as it explodes on impact. This ability does not drain the staff of any charges, nor do the following abilities usable once per day:

Meld into Stone
 Stoneshape
 Spike Stones
 Stone Tell

The following abilities can be used more often, but drain charges from the staff:

Transmute Mud to Rock (2 charges)
Transmute Rock to Mud (2 charges)
Move Earth (2 charges)
Wall of Stone (2 charges)
Elemental Swarm (earth only) (4 charges)

It is said that this staff can be recharged only by an elemental lord on the elemental plane of earth, and that such a creature almost always exacts a very high price for such a service. When wielded as a weapon the staff acts as a +3 *quarterstaff*.

Dagger and Longsword of the Moon

Created by Reavik Moonbreath, a hater of lycanthropes of all types, these potent weapons are most powerful when wielded together, but possess



extraordinary powers even on their own. Both weapons are made of a special mithril and silver alloy that counts as silver for damage reduction, but has no damage penalties. Covered with strange runes and arcane symbols, the blades glow with a soft white light during the night, though this ability can be suppressed by the wielder. The rune-covered blades are both +1 *lycanthroe bane* weapons but when wielded together by the same individual they gain additional powers. These added powers include the ability to create a 30 ft. radius burst of pure moonlight once per day. This moonlight forces all afflicted lycanthropes in the area of effect to change (Will save DC 19 to resist). When wielded together, both the dagger and longsword act as keen +5 weapons against lycanthropes. A successful critical hit on a lycanthrope with either weapon forces the creature to assume its animal form and prevents it from changing forms for 2 full rounds. While some would disagree, a possible drawback of owning these weapons is the instant fear and revulsion they cause in

all lycanthropes, even those that would be considered good. The owner of these weapons has a -4 penalty on all Charisma-based skill checks when dealing with lycanthropes, with the single exception of Intimidate for which they receive a +2 circumstance bonus.

White Fury

Made of pale white ash and created on the night of a full moon, this ornate +5 *holy composite longbow* is particularly potent because it stuns evil creatures for 3 rounds on a successful critical hit. A confirmation roll should be made for each critical hit. If the critical hit is confirmed, the creature is stunned for 5 rounds. Evil creatures, such as undead, that are normally immune to critical hits do not take additional physical damage but are still treated as stunned for 5 rounds if a critical hit is confirmed. The stunning effect is caused by the holy energy expended by the bow, non-evil creatures are not stunned but still take normal critical hit damage when struck.

Chapter Five:

New Spells

The following spells, which vary in strength and utility, are designed to help the DM give NPCs more flavor and to give PCs more creative freedom in their spell use. As with the skills and feats described in Chapter 3, spells, skills, and abilities from other sources can significantly alter the function of some of the spells described below. Each spell should be reviewed by the DM individually before being introduced into an ongoing campaign.

Animate Roots

Transmutation

Level: Drd 4, Plant 5

Components: V

Casting Time: 1 standard action

Range: Close (25 ft. + 5 ft./2 levels)

Area: 15 ft. radius spread

Duration: 1 round/level (D)

Saving Throw: none

Spell Resistance: no

You animate the roots of nearby trees turning them into grappling weapons. While this spell can only be cast in a forested area, or in an area near several large trees, it is a powerful spell when used properly. Roots in the area of effect reach out of the earth as far as 10 ft. to grapple all opponents in the area. The roots are treated as size Large, have a Strength of 19, and have a base attack bonus equal to the level of the caster. This means that the roots have a grapple bonus of 8 + caster level. Creatures in the area, or entering the area, must succeed at a grapple check to avoid the grasping roots, those that fail are grappled. Once successfully grappled, the root begins to squeeze its victim and pull them into the earth. With every successful grapple check the root does 1d4+4 points of subdual damage. Any victims brought to unconsciousness are dragged beneath the earth where they suffocate and die if not rescued within 10 rounds. The roots can be attacked, they have an AC of 16, 20 hp each, hardness 4, and acid, fire, and cold resistance 10. Unfortunately, every attack against a root stands a



50% chance of hurting the person grappled by it instead. Once freed from a root by either destroying it or succeeding at a grapple check, the target has one round to flee the area of the moving roots before a new root moves in to attempt to grapple them again.

Blades of Jade

Transmutation

Level: Drd 6

Components: S, M

Casting Time: 1 standard action

Range: Medium (100 ft. + 10ft./level)

Area: 30 ft. radius

Duration: 10 min./level

Saving Throw: Reflex special, see text

Spell Resistance: No

You imbue green leaves, petals and blades of grass with the sturdiness of steel and a razor-sharp edge. Plants are unharmed and return to normal after the spell ends. Visual inspection is unlikely to reveal the altered nature of the plants (Spot DC 35) but a Listen check (DC 30, calm; DC 22, light breeze; DC 15, high winds) might reveal the tiny metallic jingling of the clashing leaves or blades of grass.

Traversing the maze of razor sharp blades inflicts damage dependant on the terrain. Short grass deals 1d6 for every 5 feet traveled. Creatures passing through the area must make a successful Reflex save or suffer injuries to their legs and feet (movement reduced to one-third for 24 hours, Heal check (DC = spell DC) to dress and heal sooner). Thick underbrush and tall grass are a more serious threat. Moving through such an area results in 3d6 points of damage for every 5 ft. traversed in addition to injury to the feet and legs (as above). A victim surrounded by foliage or leaves at the time of spell casting suffers 6d6 points of damage in addition to the potential penalties of moving through the area.

Plants affected by *blades of jade* are immune to other spells altering plant growth, movement, or maturity such as *leaf fall*, *entangle*, or *plant growth*, and any plants already under the effects of such spells can't be affected by *blades of jade*.

Blight Fog

Necromancy

Level: Drd 6

Components: V, S

Casting Time: 1 standard action

Range: Medium (100 ft. + 10 ft./level)

Effect: 20 ft. radius gray cloud that moves away from the caster

Duration: 1 round/level

Saving Throw: Fortitude partial; see text

Spell Resistance: Yes

You call forth a thick gray cloud of deadly mist designed specifically to kill off plants. Normal plants wither and die within 5 rounds of being touched by the mist as it simply sucks the life energy out of the plants leaving their desiccated husks behind. Plant-type creatures suffer wracking pain as their life force is drawn out into the cloud suffering 1d6 points of damage for every 5 caster levels (maximum 4d6). When initially called forth the gray mist is in a 20 ft. radius cloud that reaches 20 ft. high that begins to move away from the caster at a pace of 10 ft. per round. A moderate wind (11+ mph) disperses the cloud in 4 rounds while a strong wind (21+ mph) easily dissipates the cloud in a single round. This necromantic mist is specifically designed to work against plants, all other creature types are immune to the effects, although the mist does provide concealment equal to a *fog cloud* spell.

Branch Assault

Transmutation

Level: Drd 2

Components: M, S

Casting Time: 1 standard action

Range: Medium (100 ft. + 10 ft./lvl)

Effect: One tree

Duration: 1 min./level

Saving Throw: None

Spell Resistance: No

You imbue one natural tree with the ability to attack creatures within its reach (10 ft.). The tree is immobile and can only attack creatures under its branches. Once per round the tree attacks at the caster's base attack bonus dealing 2d6 points of bludgeoning damage with a successful hit. The tree ceases its attacks if it receives more than 30 points of damage (hardness 4; AC 14).

Forest Home

Conjuration (Creation)

Level: Drd 4, Clr 5

Components: V, S, M

Casting Time: 1 minute

Range: Touch

Effect: 15 ft. square underground structure

Duration: 2 hours plus 1 hour/level

You create an earthen-based shelter beneath the roots of a nearby tree. You must use a handful of dirt or debris from the forest as you chant the spell and

then finish by touching the ground where the door should appear. A door appears at the base of the tree, or in the ground if the tree is not wide enough. When opened, the door reveals a series of steps that head down into a wide 15 ft. square room. The caster chooses up to nine individuals that can open the door and enter the underground home, and designates what temperature the temporary shelter should be kept. While it keeps the occupants safe from storms, forest fires, and other natural hazards, the door is visible to anyone passing by the location where the spell was cast (Spot DC 10) and can be forced open or destroyed as if it were a locked, 2 in. thick oak door. Characters or creatures remaining inside the shelter when the spell ends are expelled violently as the earth closes around them and ejects them back outside (1d6 points of bludgeoning damage).

Identify Tracks

Abjuration/Divination

Level: Drd 2, Rgr 1

Components: M, S, V

Casting Time: 1 action

Range: Touch

Area: 10ft. radius

Duration: Instantaneous

Saving Throw: None

Spell Resistance: No

You determine the size, creature type, direction, and age of tracks of the last 2 creatures that passed through the area immediately surrounding you. The spell can only be cast in natural terrain and the most recent tracks are identified first. The spell reveals the information even if the tracks are not discernable. The age of the tracks can be determined up to one day per caster level.

Leaf fall

Evocation

Level: Drd 2, Rgr 2, Sor/Wiz 2

Components: V, S, M

Casting Time: 1 round

Range: Close (25 ft. + 5 ft./2 levels)

Target: Leaves or pine needles in a 10-ft. radius spread.

Duration: Instantaneous

Saving Throw: No

Spell Resistance: No

The caster causes all of the leaves or pine needles within range to wither and fall from a tree, leaving the branches bare and possibly exposing any creature's hiding within the foliage. The falling leaves also provide one-half concealment (light foliage) to anyone beneath them for one round (20% chance of an attacker missing). Leaves dry and drop from the tree over a period of one round. Pine needles become brittle, and pine cones split and drop to the ground. The tree goes dormant but sprouts leaves when spring arrives.

Nature's Aura

Transmutation

Level: Drd 2, Rgr 2

Components: V, S

Casting Time: 1 standard action

Target: You

Duration: 10 min./level

You are surrounded by a calming, natural aura that helps put animals and sentient plants at ease. During the duration of the spell you receive a +3 bonus per 5 caster levels on all Wild Empathy checks as well as Handle Animal skill checks and related



skills and abilities. This spell enables powerful druids and rangers to put even the most ferocious and violent natural beasts into a calm and peaceful state.

Open Trail

Transmutation

Level: Drd 2, Rgr 1

Components: V, S

Casting Time: 1 standard action

Range: Special, see text

Area: Special, see text

Duration: Concentration

This spell enables you to open a narrow 20 ft. opening through thick underbrush and heavy growth. The opening is 5 ft. wide and 20 ft. long and starts from the casting point and moves in a direction indicated by the caster. The opening then moves along with the caster while they walk, providing a safe, moving path through even the thickest growth. Plants move or bend away from the opening and then close back up behind it, leaving no sign that anyone has passed through. One of the main benefits is the ability for a party to travel at normal speed through thick undergrowth for the duration of the spell. It is as useful for opening trails, as it is for covering them up, anyone attempting to track people that have passed through the wilderness using an open trail spell suffer a -10 penalty on all Survival checks.

It is wise to protect the caster of the spell though, if the caster takes any damage the concentration required to maintain the spell is broken and vegetation begins to slowly close back over the area of the path over a period of 1d4+1/level of the caster rounds potentially leaving the PCs trapped in brush and undergrowth during a battle.

Patterngrass

Transmutation

Level: Drd 1, Ranger 1

Components: M, S, V

Casting Time: 1 action

Range: medium (100 ft. +10 ft./level)

Target: 20 ft. radius

Duration: 1 hour

Saving Throw: None

Spell Resistance: No

You temporarily flatten grass, cane or other soft-stemmed plants to reveal opponents attempting to hide in the area (+15 circumstance bonus to Spot checks). The soft-stemmed plants recover after the

spell is over but the flattening of the plants makes tracking through the area very difficult, Survival checks for tracking in areas affected by this spell receive a -10 circumstance penalty.

Plant Aura

Transmutation

Level: Drd 6, Plant 7

Components: V, S, F

Casting Time: 1 standard action

Target: You

Duration: 10 min./level (D)

You convert yourself into a plant-like creature for the duration of the spell. As a Plant type creature you are immune to critical hits, immune to poison, sleep effects, paralysis, polymorph, and stunning. While you do not gain complete immunity, you do gain a +4 circumstance bonus on saving throws against mind-affecting effects. In addition, the spell provides a natural armor bonus exactly the same as a *barkskin* spell. This spell converts your body, but not any of your equipment, leaving you with the same items and proficiencies as normal. You can cast spells in this form, but you can not wildshape or use similar polymorph or shapechanging abilities.

Casting the spell requires a small jade statue of the caster created by a master artisan that is used as a focus. The statue costs at least 150 gp and can only be used for the caster it was created for.

Plant Enlightenment

Transmutation

Level: Drd 9

Components: V, S, DF, XP

Casting Time: 24 hours

Range: Touch

Target: Animal Touched

Duration: Instantaneous

Saving Throw: Will negates

Spell Resistance: Yes

You use your divine knowledge of plants and plant growth combined with some of your own life energy to convert an animal or magical beast into an enlightened, plant type creature. Similar to *awaken*, you need to make a Will save (DC = 10 + HD of the converted creature) in order to succeed. If successful, the "plant-imbued" template is added to the creature making it a plant type creature and giving it additional characteristics (See Chapter 6, New Monsters and Templates). The newly enlightened creature is friendly toward you, but you

have no special empathy or connection with it. Plant imbued creatures have their own free will and decide who they want to associate with, and what they wish to do, at the same time, they always view you as a friend unless you attack them.

Creatures created with this spell gain the ability to speak Sylvan, as well as other languages known by the caster based upon their Intelligence bonus. Plant-imbued creatures can not serve as familiars or animal companions, although they might choose to travel with someone for a while on their own.

XP Cost: 100 XP/HD of creature enlightened, minimum of 500 XP.

Pummel

Transmutation

Level: Drd 1

Components: M, S, V

Casting Time: 1 action

Range: Medium (100 ft. + 10ft./level)

Target: single creature

Duration: instantaneous

Saving Throw: None

Spell Resistance: No

You use fallen or dead branches as projectiles, launching them at a target as a ranged touch attack. The flying limb can strike a single target inflicting 2d4 points of bludgeoning damage, with an additional 1d4 points of damage for every two caster levels (maximum of 6d4).

Quash Summoning

Abjuration

Level: Drd 6, Sor/Wiz 6

Components: V, S, M/DF

Casting Time: 1 round

Range: Close (25 ft. + 5 ft./2 levels)

Area: 30 ft. radius

Duration: 1 round/level

Saving Throw: Special, see text

Spell Resistance: yes

You can use this potent spell to prevent adversaries from using any summoning spell within the area of effect for the duration of the spell. Creatures summoned outside the area of effect must succeed at a Will saving throw to enter the area, if they fail they can not enter the area. If they succeed they can enter the area but suffer a -1 penalty to all attack, damage, and saving throw rolls. Spellcasters attempting to summon within the area of effect can make a Spellcraft check with a DC equal to the save DC of the spell to recognize that it won't work

and be able to abandon casting without losing the spell. Summoned creatures already within the area of effect are forced to make a Will save, those that fail are forced to flee the area of effect while those that succeed can remain but suffer a -1 penalty to all attack, damage, and saving throw rolls. The caster must make a caster level check to affect summoned creatures with spell resistance. While quite potent, this spell has only a short duration and does not prevent the use of *Gate* spells or any form of *teleportation* spell. It is also non-selective, it affects all summoned creatures, even those summoned by allies of the caster or the caster himself.

The main limitation on this spell is that it only works outdoors, or in vast underground caverns, not in the smaller interior of buildings or structures. This limitation can be turned into an advantage, if cast immediately outside a structure, the area of effect can surround the structure, while the interior of the structure remains unaffected.

Regenerate Plant Life

Healing/Plant

Level: Drd 2, Plant 2

Components: M, S, V

Casting Time: 1 action

Range: Touch

Target: One medium or larger plant /all small plants in a 25 ft. radius

Duration: 5 rounds/level

Saving Throw: None

Spell Resistance: No

This spell grants plants the ability to regenerate previous damage. The spell can affect one Medium or Large plant, or the caster can imbue all plants of Small or smaller size in a 25-foot radius. Plants affected by the spell are cured of all diseases and infestations and gain the supernatural ability to regenerate 5 hitpoints per round. This spell works on all living plant life, whether animated or not, however, the spell ends if the plant moves, attacks, or is damaged.

Rooted in Place

Transmutation

Level: Drd 2, Sor/Wiz 2

Components: V, S, M

Casting Time: 1 action

Range: Touch

Target: One creature

Duration: 1 round/level

Saving Throw: Will negates

Spell Resistance: Yes

Your touch forces a creature sprout tree-like roots anchoring them to the spot. Once anchored, the creature has a -4 armor class penalty, a -4 attack penalty, and its base speed drops to zero. Cutting the roots inflicts 1d6 points of damage to the creature and takes 1 round per leg. Attempting to cut a root provokes an Attack of Opportunity.

Silver Lance

Conjuration

Level: Drd 2, Sor/Wiz 2

Components: M, S, V

Casting Time: 1 action

Range: Medium (100 ft. + 10ft./level)

Target: one creature

Duration: instantaneous

Saving Throw: None

Spell Resistance: No

You conjure a lance of silver and launch it at a single target as a ranged touch attack dealing 4d4 points of piercing damage. The silver forms a thin sheen over the target's skin after it strikes. This coating dissipates after one full round. Although there are other spells that can deal more damage, creatures with silver damage reduction take normal damage from weapons during the round that the thin sheen of silver covers their skin as the silver fills in wounds made on their body before they can instantly heal.

Tree Ladder

Transmutation

Level: Drd 1, Rgr 1, Sor/Wiz 1

Components: V, S, M

Casting Time: 1 action

Range: Touch

Target: One tree

Duration: 1 round/level

Saving Throw: See text

Spell Resistance: Yes

Easy-to-climb, ladder-like handholds grow from the bark of a living tree, allowing quick access into the upper branches of a tree (Climb DC 5). The handholds are natural growths, but are sturdy enough to support a Medium creature. The growths sink back into the tree when the spell ends. If used on a sentient tree, the target gets a Will save to resist the effect.

Tremor Sense

Abjuration/Divination

Level: Drd 2, Ranger 1

Components: M, S, V

Casting Time: 1 action

Range: Personal

Duration: Five rounds/level

Saving Throw: None

Spell Resistance: No

You gain the supernatural ability of tremor sense and can detect all moving creatures in contact with the ground within a 30 ft. radius. This provides you with a +10 bonus to Spot checks versus creatures hiding or moving on the ground and effectively negates *invisibility* for any moving creature. Flying or motionless creatures can not be detected through the use of this spell but creatures tunneling underground are easily detected.

Chapter Six:

New Monsters

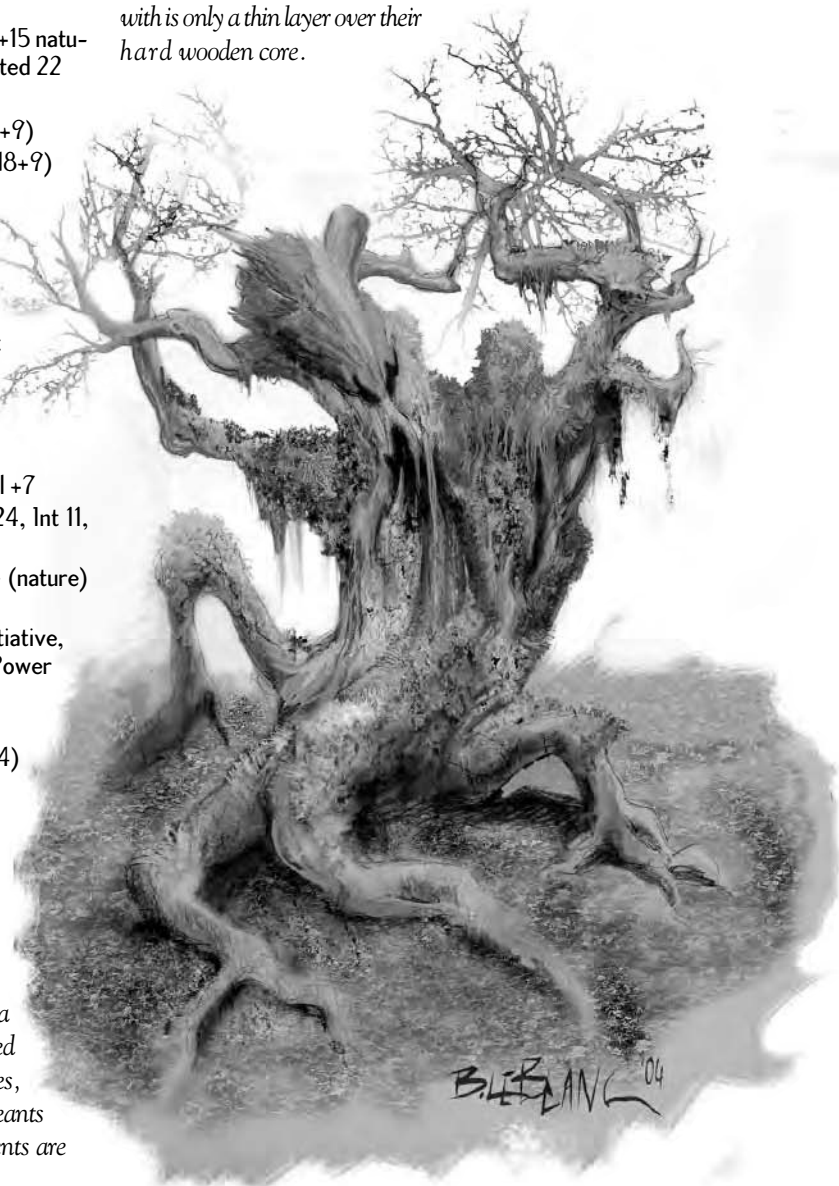
and Hazards

Every DM can use a few new creatures and hazards to throw at the PCs. Several new forest creatures are provided here, along with several templates designed to help the DM create some new forest dangers of their own. Along with the creatures presented here, a number of new and different monsters can be found in the *Tome of Horrors* and *Tome of Horrors II* published by Necromancer Games.

Lightning Treant

Huge Plant	
Hit Dice:	12d8+84 (138 hp)
Initiative:	+3
Speed:	40 ft.
AC:	22 [−2 size, −1 Dex, +15 natural] touch 7, flat-footed 22
Base Attack/Grapple:	+9/+26
Attack:	Slam +16 melee (2d8+9)
Full Attack:	2 slams +16 melee (2d8+9)
Space/Reach:	15 ft./15 ft.
Special Attacks:	spell-like abilities, double damage against objects
Special Qualities:	DR 10/slashing, fast healing 10, plant traits, immune to electrical damage, electric healing, fire resistance 10
Saves:	Fort +15, Ref +3, Will +7
Abilities:	Str 28, Dex 9, Con 24, Int 11, Wis 17, Cha 11
Skills:	Hide +1*, Knowledge (nature) +10, Survival +13
Feats:	Cleave, Improved Initiative, Improved Sunder, Power Attack, Track
Environment:	Temperate forests
Organization:	Solitary or grove (2d4)
Challenge Rating:	8
Treasure:	Standard
Alignment:	Usually Neutral Evil
Advancement:	13–17 HD (Huge), 18–24 HD (Gargantuan)

almost elemental in nature. Confused by some travelers with shambling mounds, these creatures are much larger and the moss-like vegetation they are covered with is only a thin layer over their hard wooden core.



Unlike most treants, this creature appears to be a moss-covered dead tree, with bare branches stretched toward the sky. Often living in the shade of larger trees, or in the wasteland of a destroyed forest, lightning treants are strange, angry creatures whose powers and talents are

While many types of treants might make an effort to negotiate, or at least try to determine whether or not travelers might be hostile to whatever forest they are living in, lightning treants tend to simply attack first and, quite frankly, not question anything. Using their ability to *call lightning storms*, these creatures can be a true bane to travelers, especially those that do not recognize them at first.

Combat

Lightning treants have an inherent hatred of all humanoids and attack them on sight. If there is more than one or two in a group the lightning treant starts combat with a *chain lightning* spell and then uses *call lightning storm* to have further lightning bolts ready. Afterward, the lightning treant charges into combat, focusing first on anyone with an axe or other slashing weapon. If combat goes against it, it uses *lightning bolt* on its enemies, as well as using bolts called down with *call lightning storm* to heal itself or hurt its opponents.

Spell-like Abilities (Su): Lightning treants cast the following spells as if they were a 12th-level

druid: at will; *enlarge*, *faerie fire*, *greater magic fang* (self only), 3/day; *call lightning storm*, *lightning bolt*, protection from energy, 1/day; *chain lightning*. While not all of these spells are on the druid spell list, the lightning treant casts them at the 12th level of effectiveness and uses its Wisdom score to calculate saving throw DC values.

Double Damage Against Objects (Ex): a lightning treant that makes a full attack against an object or structure does double damage.

Immunities (Ex): lightning treants are immune to electricity.

Electric Healing (Ex): electrical attacks actually heal a lightning treant. Instead of being damaged, a lightning treant gains 2 hp per die of electrical damage. If the lightning treant is damaged, this heals damage to the creature, hitpoints in excess of the normal total exist as temporary hitpoints that are lost after 2 hours if the creature is not damaged before then.

***Skills:** While standing motionless in a wilderness setting a lightning treant looks like nothing more than a dead tree giving it a +16 bonus to Hide skill checks.

Quenching Treant

Huge Plant

Hit Dice:	9d8+36 (75 hp)
Initiative:	+3
Speed:	30 ft.
AC:	22 [−2 size, −1 Dex, +15 natural] touch 7, flat-footed 22
Base Attack/Grapple:	+6/+24
Attack:	Slam +14 melee (2d6+10)
Full Attack:	2 slams +14 melee (2d6+10)
Space/Reach:	15 ft./15 ft.
Special Attacks:	spell-like abilities, spell quenching, improved grab, crush
Special Qualities:	DR10/slashing, plant traits, fire resistance 10
Saves:	Fort +10, Ref +2, Will +4
Abilities:	Str 31, Dex 9, Con 19, Int 14, Wis 12, Cha 11
Skills:	Diplomacy +8, Hide −1*, Intimidate +8, Knowledge (nature) +10, Spellcraft +10, Survival +9
Feats:	Cleave, Improved Initiative, Power Attack, Track
Environment:	Any Forest
Organization:	Solitary or grove (2d4)
Challenge Rating:	9
Treasure:	Standard
Alignment:	Usually Neutral

Advancement: 10–14 HD (Huge), 15–25 HD (Gargantuan)

With leaves matching those of the surrounding trees, a quenching treant is almost impossible to spot. Now a race of their own, these creatures were originally created by a circle of druids seeking to protect their forest from fires, including those fires caused by magical use.

When it is not in motion, its legs stay together and look like a tree trunk, a quenching treant is easy to notice while walking, but if motionless and hidden it takes a Spot check to even notice if the creature is there. So long as no spells or aggressive actions against trees are taken while in its presence, the quenching treant may even choose to ignore any travelers that come by. Unlike normal treants, quenching treants can be found in any type of forest, they simply alter their leaves and branches to look like the surrounding trees.

Combat

Quenching treants prefer to watch travelers before attacking. If the travelers appear to mean some harm to the forest, or begin to cast spells, the treant bursts into action, firing its foam at anyone casting spells and charging into combat. It likes to cast *freedom of movement* on itself and then entangle on its opponents. If pressed by several opponents, the quenching treant attempts to retreat and divide

separate its opponents with a *wall of thorns* before resorting to *insect plague* and *ice storm* spells to soften up its foes.

Spell-like Abilities (Su): a quenching treant can cast the following spells at the 9th level of ability as if they were a cleric or druid: at will, *entangle*, *freedom of movement*; 3/day — *insect plague*, *invisibility purge*; 1/day — *ice storm*, *wall of thorns*.

Spell Quenching (Ex): once per round, even if it is not their turn, a quenching treant can target a spellcaster with a foam blast (see below) in an effort to make them miscast and lose their spell. The treant must first make a spellcraft check to notice the spell being cast (Spellcraft DC 10 + spell level) and then successfully hit the target with a foam blast. The quenching treant does not know what spell is being cast just that a spell is being cast.

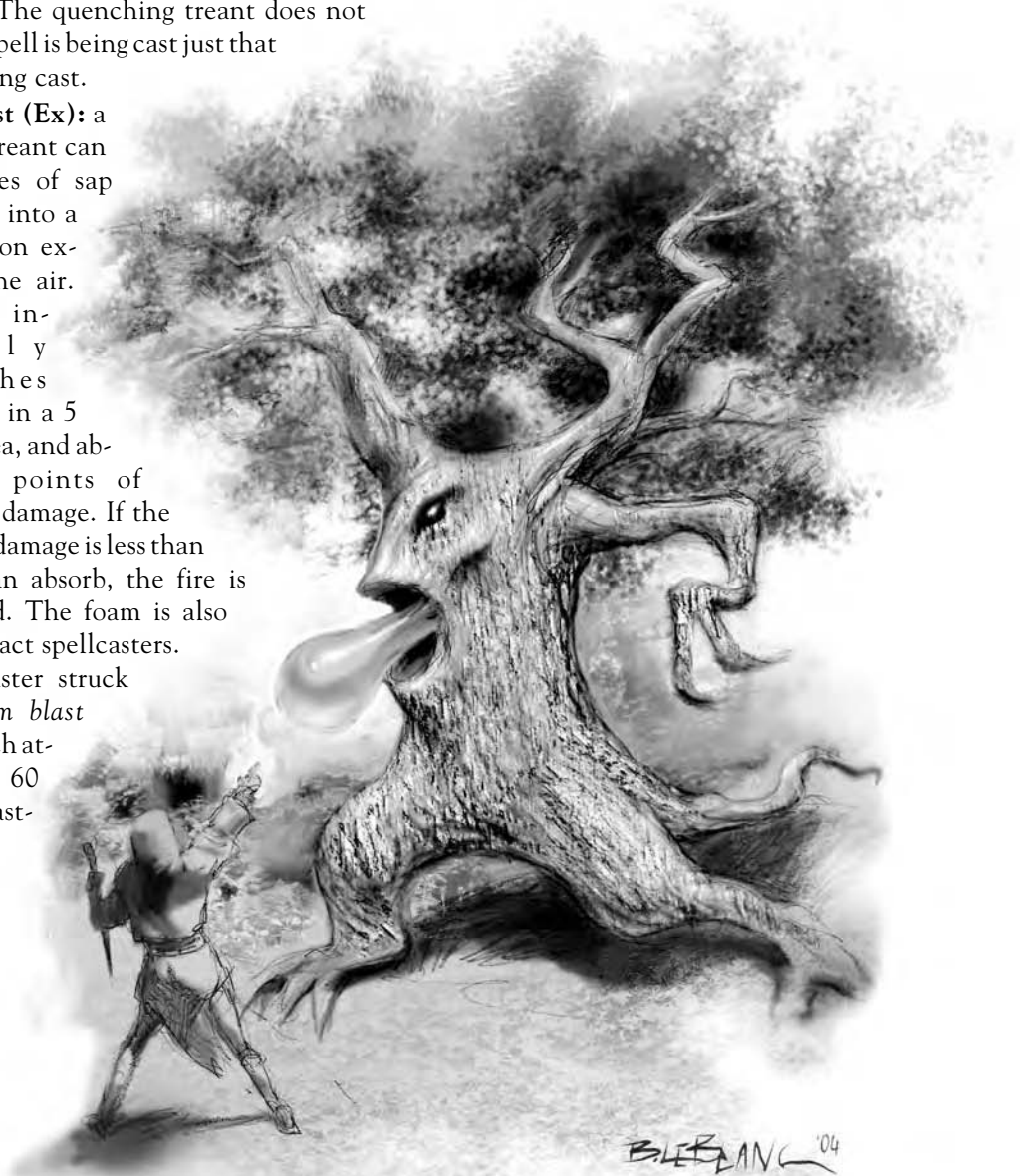
Foam Blast (Ex): a quenching treant can hurl globules of sap that expand into a thick foam on exposure to the air. This foam instantly extinguishes normal fires in a 5 ft. square area, and absorbs 5d4 points of magical fire damage. If the magical fire damage is less than the foam can absorb, the fire is extinguished. The foam is also used to distract spellcasters. Any spellcaster struck with a *foam blast* (ranged touch attack, range 60 ft.) while cast-

ing a spell must succeed at a Spellcraft check (DC 20 plus spell level) to complete the spell. If the check fails, the spell is lost.

Improved Grab (Ex): if the quenching treant strikes a single target with both slam attacks it can immediately attempt to grapple its opponent. If it succeeds it can then *crush* its victim.

Crush (Ex): a quenching treant that has grappled an opponent with both major limbs can crush them for 4d8+10 points of damage.

***Skills:** Due to their ability to match the surrounding trees and leaves, quenching treants receive a +16 bonus on all Hide checks while standing motionless. Once it begins moving, this bonus is lost.



Scorpion Fly

Medium Vermin

Hit Dice:	3d8+6 (19 hp)
Initiative:	+5 (+5 Dexterity)
Speed:	20 ft. / fly 60 ft. (good)
AC:	17 [+5 dexterity, +2 natural], touch 15, flat-footed 12
Base Attack/Grapple:	+2/+3
Attack:	Sting +7 melee (1d6+1 plus poison)
Full Attack:	Sting +7 melee (1d6+1 plus poison)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Poison, implant egg
Special Qualities:	see invisibility, spider climb, darkvision 60 ft.
Saves:	Fort +2, Ref +5, Will +2
Abilities:	Str 12, Dex 21, Con 14, Int 9, Wis 10, Cha 10
Skills:	Hide +6, Spot +20
Feats:	Hover, Weapon Finesse
Climate/Terrain:	Any forest / underground
Organization:	Solitary, group (2d4), or hive (3d6)
Challenge Rating:	2
Treasure:	None
Alignment:	Neutral
Advancement Range:	3–4 HD (Medium-size); 5–6 HD (Large)

Scorpion flies resemble giant black flies covered in coarse dark hair. Their two forelegs end in small pinchers that are used for maneuvering objects. A scorpion fly's abdomen ends in a long segmented tail similar to the hind portion of a scorpion. A barbed stinger produces poison at the tail's end. Two massive prism-hued compound eyes dominate the creature's small head, allowing the fly to see in almost all directions at once.

Normally, only female scorpion flies are encountered, for they often devour the smaller males. Females implant paralyzed victims with a single egg, which matures over seven days. The victim dies when the implanted maggot devours the host from within the abdomen. The maggot pupates into a full-grown scorpion fly within seven more days. Once implanted, the egg can be only be removed by *cure disease* or a Heal check (DC 20). Each attempted Heal check, however, deals the infected host 1d6 points of damage. Although an egg may be implanted in any carcass, scorpion flies prefer to lay the egg in a living being.

Scorpion flies are intelligent enough to be negotiated with and sometimes ally themselves with more powerful creatures, particularly druids or rangers that can communicate with them.

Combat

Scorpion flies are particularly dangerous due to their unusual ability to detect the slightest motion and their extreme aggressiveness. If a single scorpion fly is encountered it usually does its best to attack and poison one creature at a time so that it can implant an egg in a dead or paralyzed victim. If a victim is paralyzed the scorpion fly does its best to finish them off while implanting an egg in them. A group of several scorpion flies surrounds and attacks single opponents in an effort to paralyze them and remove them from combat as quickly as possible.

Poison (Ex): Sting, Fortitude save (DC 14), initial damage 1d4 points of temporary Dexterity damage, secondary damage, paralysis (2d4+1 minutes).

Implant Egg (Ex): A scorpion fly can inject an egg into a corpse or paralyzed victim as a full round action. If the victim is paralyzed, but still alive, implanting an egg is considered a *coup de grace* attempt inflicting double the normal stinger damage without doing any poison damage.



See Invisibility (Ex): Scorpion flies can detect even the slightest shifts in air current with their massive compound eyes. They can see invisible, hidden and camouflaged creatures with incredible accuracy, and receive a +20 natural bonus to Spot checks.

Spider climb (Ex): The scorpions fly's feet are tipped with suction cup-like digits that allow the fly to crawl along most surfaces. The scorpion fly doesn't need to make Climb checks on horizontal or vertical surfaces.

Tree Hound

Medium Animal

Hit Dice:	4d8+8 (26 hp)
Initiative:	+7
Speed:	40 ft., climb 20 ft.
AC:	15 [+3 Dex, +2 natural] touch 13, flat-footed 12
Base Attack/Grapple:	+3/+7
Attack:	Bite +7 melee (1d6+4)
Full Attack:	Bite +7 melee (1d6+4) and 2 claws +2 melee (1d3+2)
Space/Reach:	5 ft./5 ft.
Special Attacks:	improved grab, pounce, rake (1d3+2)
Special Qualities:	low light vision, scent, easy training
Saves:	Fort +6, Ref +7, Will +2
Abilities:	Str 19, Dex 17, Con 14, Int 2, Wis 12, Cha 10
Skills:	Balance +15*, Climb +11*, Hide +4, Jump +14*, Move Silently +4, Spot +2
Feats:	Improved Initiative, Power Attack
Environment:	Tropical Forests
Organization:	Soli- tary or pack (3d6)
Challenge Rating:	2
Treasure:	Standard
Alignment:	Usually Neutral
Advancement:	5–9 HD (Medium)

This broad-shouldered, powerfully built dog generally has green-tinted hair with brown patches and stripes along its body. Tree hounds are akin to leopards when it comes to hunting and climbing. They easily move up and through trees, and have such sharp claws that they can even hang beneath tree branches. Generally difficult to see, tree hounds usually stay away from humanoids.

As adept climbers they usually stay to the trees, usually even making their homes in the branches. Some trainers have captured a few of these animals and found them easy to train. Tree hounds are very protective of their masters, especially young children, and are excellent guardians.

Combat

Tree hounds prefer to drop down onto unwary victims using their pounce ability to obtain a full attack. If they can, they latch on with their powerful jaws and attack with their claws until their food stops fighting so they can drag it up into the trees.

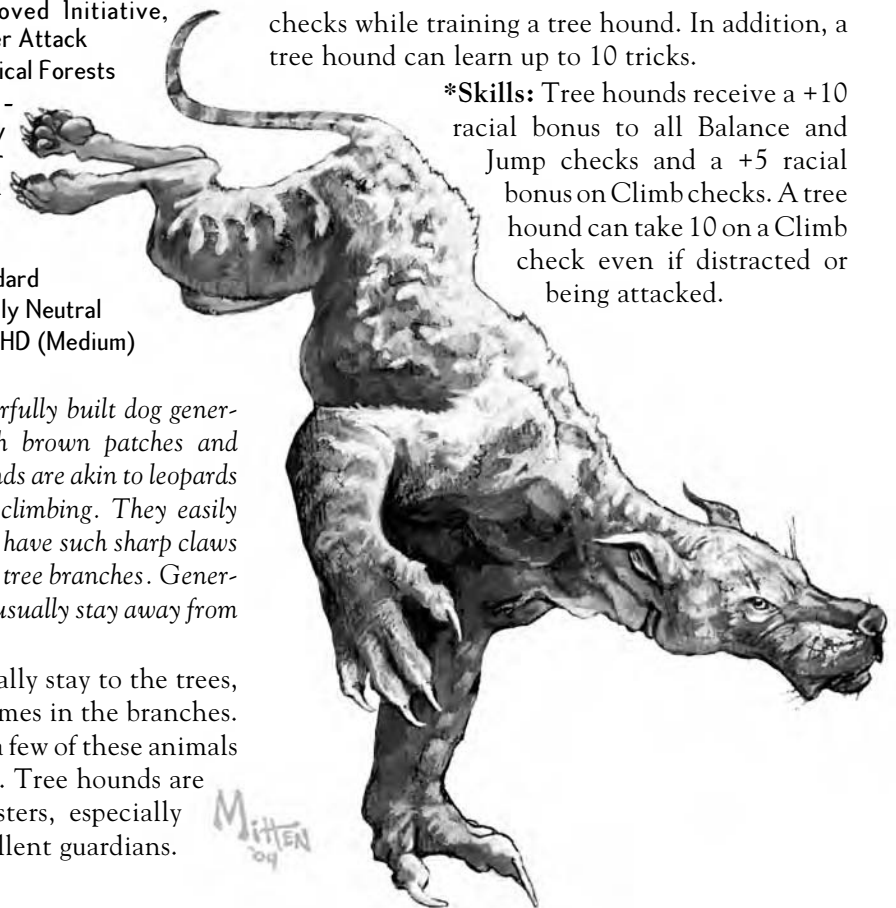
Improved Grab (Ex): If a tree hound hits with its bite attack it can attempt to grapple as a free action without provoking an attack of opportunity. If it wins the grapple check it establishes a hold and can rake.

Pounce (Ex): If a tree hound charges a foe, or drops on a foe from above, it can make a full attack including 2 rake attacks.

Rake (Ex): Two attacks at attack bonus +7, doing 1d3+2 points of slashing damage.

Easy Training (Ex): despite their low intelligence, tree hounds are easy to train. Trainers gain a +3 circumstance bonus on all Handle Animal checks while training a tree hound. In addition, a tree hound can learn up to 10 tricks.

***Skills:** Tree hounds receive a +10 racial bonus to all Balance and Jump checks and a +5 racial bonus on Climb checks. A tree hound can take 10 on a Climb check even if distracted or being attacked.



Vampire Moss

Small Plant

Hit Dice:	4d8+4 (22 hp)
Initiative:	+6
Speed:	10 ft.
AC:	17 [+2 Dex, +5 natural] touch 12, flat-footed 15
Base Attack/Grapple:	+3/+9
Attack:	Sting +5 melee (1d2+2 plus poison)
Full Attack:	Sting +5 melee (1d2+2 plus poison)
Space/Reach:	5 ft./5 ft.
Special Attacks:	poison, improved grapple, engulf, blood drain
Special Qualities:	fast healing 5, blindsense 60 ft., sonic susceptibility
Saves:	Fort +5, Ref +3, Will +2
Abilities:	Str 15, Dex 15, Con 13, Int 12, Wis 13, Cha 6
Skills:	Hide +11, Move Silently +11, Spot +8
Feats:	Improved Initiative, Stealthy
Environment:	Any
Organization:	Solitary or cluster (1d4)
Challenge Rating:	3
Treasure:	Standard
Alignment:	Usually Neutral
Advancement:	5–9 HD (Medium), 10–15 HD (Large)

Usually looking like nothing more than a patch of browning, dying moss, vampire moss is actually a very dangerous, multi-celled creature that is an efficient hunter. Although it has no eyes, it is extremely acute to vibrations allowing it to detect any moving, breathing creature near it. Surviving on the blood of creatures unlucky enough to encounter it, vampire moss has a steady drive to hunt more prey even as it finishes off a victim. A fully gorged vampire moss appears to be a reddish green color, but this fades rapidly to the brown-tinted green that makes it blend in so well with its surroundings.

The browning moss hides a variety of small, thin stingers and hollow shoots that it uses to first sting, and then drain the blood of, its prey. Vampire moss often stays near small clearings beside stream beds where animals come to drink or rest. While slow moving, it is stealthy, quiet, and particularly active at night while adventurers are sleeping. That spot near the streambed with those soft beds of moss might not be the best campsite after all.

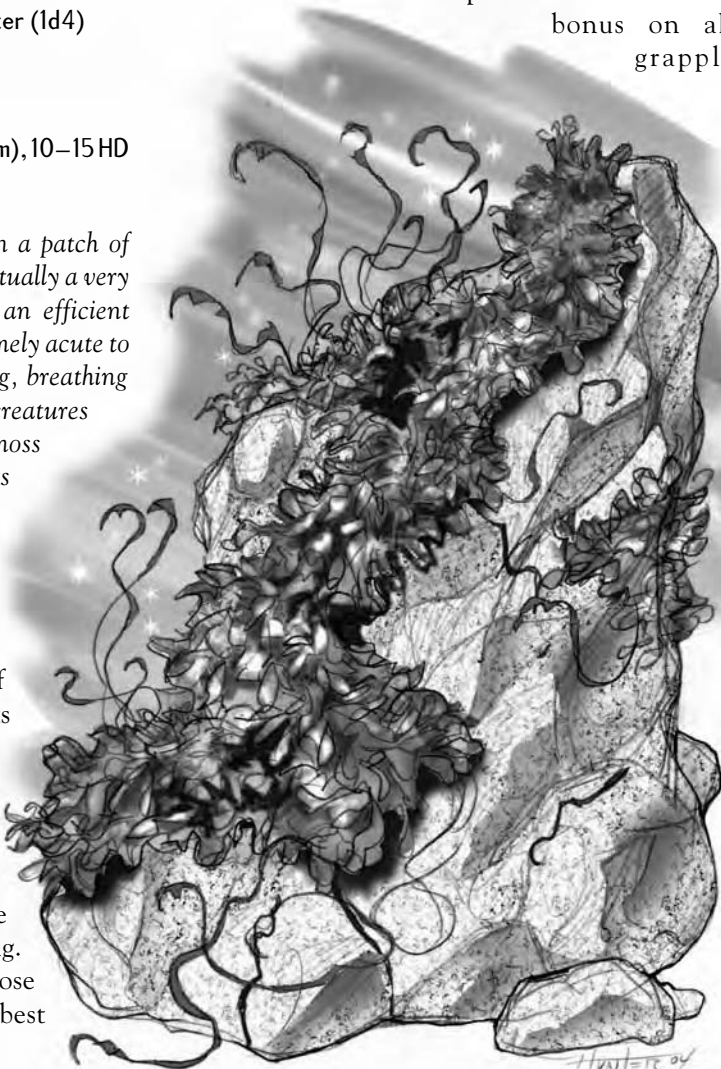
Combat

Vampire moss usually waits until something comes near it before reaching out to sting and engulf its victim. Even struggling victims can be efficiently grappled and engulfed by the deceptively powerful creature as it aims to drain their blood. While it is usually used to smaller prey such as squirrels, rabbits, or even small deer, its collective intelligence doesn't distinguish between different types of prey. Vampire moss is even able to attack large creatures. Its collective nature enables it to rapidly heal damage as it simply overgrows its damaged parts.

Poison (Ex): While the stingers of the vampire moss do very little damage, they inject a dangerous soporific and analgesic that rapidly puts a victim into deep sleep where they feel no pain (Fortitude save DC 12; initial, sleep; secondary, sleep 2d4 hours).

Improved Grapple (Ex): once it stings or touches a victim the moss can automatically make an attempt to grapple as it flows liquid-like onto the victim's body.

Vampire moss receives a +4
bonus on all
grapple



checks. If it succeeds on a grapple it automatically moves to engulf.

Engulf (Ex): an engulfed victim can still breathe, and still attempt to fight their way free with a successful grapple check, but they are also subject to being punctured by the many hollow thorns that line the vampire moss' exterior. The round after a victim is engulfed a vampire moss can begin to drain their blood.

Blood Drain (Ex): once engulfed a vampire moss can make a grapple check to attempt to drain the blood of their victim. If successful, the victim suffers 1d4 points of temporary Str and Con damage with the moss gaining 5 hp for each point drained. Hit points

above the normal total for the vampire moss are temporary hp that are lost over a period of 24 hours.

Blindsense (Ex): thin fibers along the body of the vampire moss are acute sensors of vibration through the air and ground around it. The vampire moss can detect any moving, breathing creature within 60 ft. and can not be flanked or surprised. Although they do detect sounds based on vibrations, their senses are not harmed by *silence* or similar spells.

Sonic Susceptibility (Ex): acute sensitivity to vibration makes the vampire moss very sensitive to sonic attacks. Sonic based attacks do double damage to a vampire moss.

Hazards

Diseases and infectious plants can cause serious harm to the unwary adventure. A few new hazards are listed below.

Ghoul Rot

Ghoul rot is a skin fungus developed by the druids of Rachiss to blight the land (see *Timber Rivalry*, Chapter 8). The fungus passes from one being to another by "planting" itself in open wounds. The fungus grows into and along the skin skin, feeding on moisture and tissue. It releases toxins into the bloodstream that cause madness and, eventually, death.

Ghoul rot is named for the symptoms it causes. Creatures tainted by the mold take on an undead appearance as the fungus robs the host of moisture, both desiccating them and progressively killing layers of skin. Infected creatures begin to appear gaunt and feral as the rot absorbs more nutrients eventually collapsing from the depredations of the fungus.

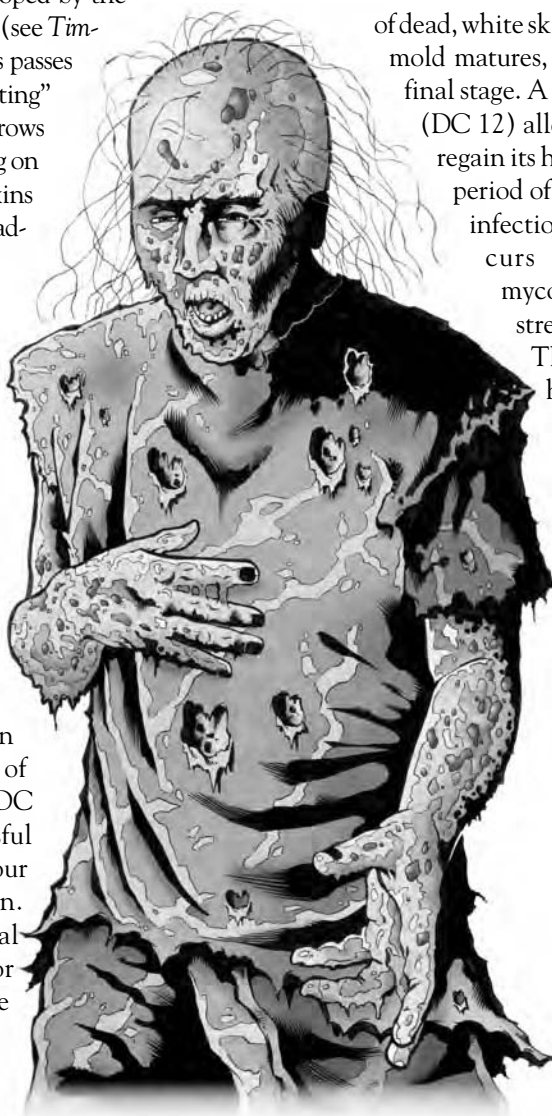
A ghoule rot carrier can pass it to another by contact. Any natural damage (slam, claw, bite, open hand, etc.) has the possibility of contaminating the victim (Fort DC 12) with mold spores. A successful Heal check (DC 15) within an hour of contact cures the infection. Dousing the infected individual with mild acid, such as vinegar or magical acid, during the first stage kills the mold completely.

The mold matures within 1d12+6 days of contact slowly dissolving the skin as the rhizomes

burrow into the host. The result is progressive flaking of dead, white skin and hair loss. After the mold matures, the rot advances to the final stage. A successful Fortitude save (DC 12) allows the victim to slowly regain its health and stamina over a period of time equal to the initial infection. Otherwise death occurs 1d10 days later as mycotoxins enter the bloodstream and suffuse the brain.

The victim experiences hallucination and madness during this final stage, becoming violent and aggressive. The creature loses all rationality in a brutal desire to lash out at others to ease its own pain. Rational thought is lost during this stage, as is the ability to cast spells, use spell-like abilities or skills requiring concentration.

Heal, remove disease, or more powerful curative spells can cure a victim at all stages of infection.



Templates

The following templates can be added to creatures changing some of their characteristics to provide the PCs with new challenges. The “Ivybound” template can be acquired through exposure to biting ivy while the “plant-imbued” template can be added to animals and magical beasts through the use of a powerful druidic spell (see Chapter X).

Ivybound

Creatures infested with biting ivy become “ivybound.” This is a template applied to a creature (referred to as the “base creature”) during their relatively short life as the parasite drains their life energy and forces them to help the ivy move on to other places. Once infested, the base creature only lives for 1d3 months before finally falling to the ground dead and becoming nothing more than the rooted site of a new patch of biting ivy. During these months the creature becomes more aggressive, as well as stronger and heartier, but this is only a mechanism used to further spread biting ivy (see sidebar). The base creature retains its original skills, abilities, and special qualities except as described below.

Size, Type, Hit Dice, and Speed: despite the change to a more plant-like creature, all of these characteristics remain the same.

Armor Class: The base creature’s natural armor bonus improves by +4.

Attack: Ivybound creatures retain all of their attacks but also gain the ability to spread biting ivy as a touch attack. If the touch attack is successful the target must make a successful Reflex save (DC 12) to avoid infestation (see above). This touch attack can be used a maximum of one time per round and no more than 4 times per day.

Special Attacks: The base creature retains all of its special attacks while gaining the following special attacks.

Spore Cloud (Ex): An ivybound creature can release a cloud of choking spores as a standard action. All creatures within 5 ft. of the ivybound creature must make a successful Fortitude save (DC = 10 + 1/2 the base creature’s HD + Constitution modifier) or be Dazed for 2 rounds. A second Fortitude save (DC 14) must be made one day later to avoid biting ivy infestation.

Special Qualities: The base creature retains all of its special qualities and gains those described below.

Innate Blur (Ex): Moving vines along the creature’s body make it difficult to target precisely. Ranged attacks against an ivybound creature suffer a 20% miss chance as projectiles hit or bounce off of the moving vines rather than the creature itself. This ability does not extend to melee attacks.

Biting Ivy

This living form of ivy has an interesting way of spreading itself throughout the world. It is a parasitic plant that clings to those that touch it, attempting to infiltrate their bodies and drive them to move to distant places or to help spread the ivy by other means. Those stumbling near a patch of biting ivy must make a Reflex save (DC 12) to avoid the grasping vines. Those that fail must make a Fortitude save (DC 14) to avoid infestation within 1d4 days. Once infested, a creature becomes “ivybound” (see the template below) and becomes little more than a mechanism to help spread and support the ivy.

Poison and Disease Immunity (Ex): Ivybound creatures are immune to all natural poisons and diseases.

Resistances (Ex): Vines along the creature’s body help protect it from the elements and provide Cold and Fire Resistance 10.

Uncanny Dodge (Ex): The ivy vines make the base creature unusually attuned to its surroundings and retains its Dexterity bonus to AC even if caught flat-footed or struck by an invisible attacker. If the base creature already has Uncanny Dodge from a class or racial ability, it automatically gains Improved Uncanny Dodge.

Camouflage (Ex): In forested surroundings an ivybound creature gains a +10 circumstance bonus to all hide checks.

Abilities: Chemicals released into the ivybound creature’s bloodstream give increase its strength and heartiness while reducing its ability to think and plan. Ivybound creatures receive the following changes to their base ability scores: Str +6, Con +4, Int –2, Wis –4, Cha –4.

Skills: Ivybound creatures retain their original base skills while receiving a +4 bonus on all Intimidate skill checks.

Feats: Ivybound creatures retain their base feats and gain the following bonus feats if not possessed already; Alertness, Diehard, Endurance, and Improved Initiative.

Challenge Rating: Base creature +1.

Alignment: If the base creature was lawful, their alignment changes to chaotic. Chemicals released by the ivy make all ivybound creatures chaotic and unpredictable no matter what their original alignment might have been.

Sample Ivybound Creature

Ivybound Bugbear (Ftr3)
CR 5; HD 3d8+15 plus 3d10+15; hp 58; Init +6; Spd 20 ft.; AC 22 (chainmail), touch 12, flat-footed 20; BAB/Grapple +5/+10; Atk +11 melee (1d8+5, morningstar, crit x2) or +10 melee (biting ivy, see above); Full Atk +11 melee (1d8+5, morningstar, crit x2) or +10 melee (biting ivy, see below); SA biting ivy, spore cloud; SQ darkvision 60 ft., scent, innate blur, poison and disease immunity, cold and fire resistance 10, uncanny dodge, camouflage; AL LE; SV Fort +4, Ref +1, Will +0; Str 21, Dex 14, Con 19, Int 8, Wis 6, Cha 4.

Skills: Hide +3, Intimidate +0, Listen +0, Move Silently +6, Spot +0.
Feats: Alertness (b), Diehard (b), Dodge, Endurance (b), Improved Initiative (b), Power Attack, Weapon Focus (morningstar).



Plant-Imbued

Plant-imbued creatures are animals or magical beasts that have been magically converted to a plant-type creature through the use of powerful druidic spells (See the *plant enlightenment* spell in Chapter 5). These creatures not only gain some of the characteristics and abilities of plants, they also gain additional Wisdom and Intelligence. While they can be found in a wide variety of different locations, they are almost never found underground or in areas that get little sunlight. These mystical creatures are often in the company of druids, or found in areas where powerful druids reside. Once created, their additional Wisdom and Intelligence gives them the free will to go where they wish and learn new things about the world around them. Those plant-imbued creatures that do choose to learn more of the world can eventually become almost fey-like as they age.

Creating a Plant-Imbued Creature

“Plant-Imbued” is a template that can be added to any creature of the animal or magical beast base type. The creature’s type changes to “plant type” and uses all of the base creature’s statistics and abilities except as described below.

Size and Type: The new creature retains the base creature’s size despite any normal size increases due to the hit die increase (see below), but it becomes a “plant type” creature and gains plant immunities.

Hit Dice: Plant-Imbued creatures use d8 hit dice and, if they are less than 2 full HD, are advanced to 2 HD creatures before conversion.

Speed: Same as base creature.

Armor Bonus: Add an additional +4 natural armor bonus to the base creature’s natural armor, if any.

Special Attacks: Plant imbued creatures retain all of the base creature's special attacks and natural weapons. Along with the additional benefits described below.

Spell-like Abilities (Su): A plant imbued creature gains the ability to cast the following spells as a 9th level druid: at will; *freedom of movement*, 3/day; *entangle*, *magic fang*, 1/day; *sunburst*, *tree stride*.

Special Qualities: A plant-imbued creature retains all of the special qualities of the base creature while gaining the additional benefits described below.

Plant Type: Immune to critical hits, mind-affecting effects, poison, sleep effects, paralysis, polymorph, and stunning, don't need to sleep.

Damage Reduction: Plant-imbued creatures are can resist, or instantly heal, damage caused by some types of weapons based on their total number of hit dice and levels.

Spell Resistance (Ex): plant-imbued creatures gain spell resistance equal to 10 + their total hit dice.

Fast Healing (Ex): plant-imbued creatures heal wounds more quickly than normal creatures and heal 5 points of damage every round (fast healing 5).

Acute Senses (Ex): plant-imbued creatures can instantly sense anything within 60 ft. of them, they can not be flanked or surprised and gain Improved Uncanny Dodge as if they possessed rogue levels equal to their total hit dice.

They can also detect invisible foes or opponents in heavy fog or other obscuring conditions allowing them to strike without any miss chance.

Darkvision (Ex):

Plant-imbued creatures gain darkvision 60 ft. if the base creature did not already possess darkvision. If the base creature already possessed darkvision, that ability is

Plant-Imbued Damage Reduction

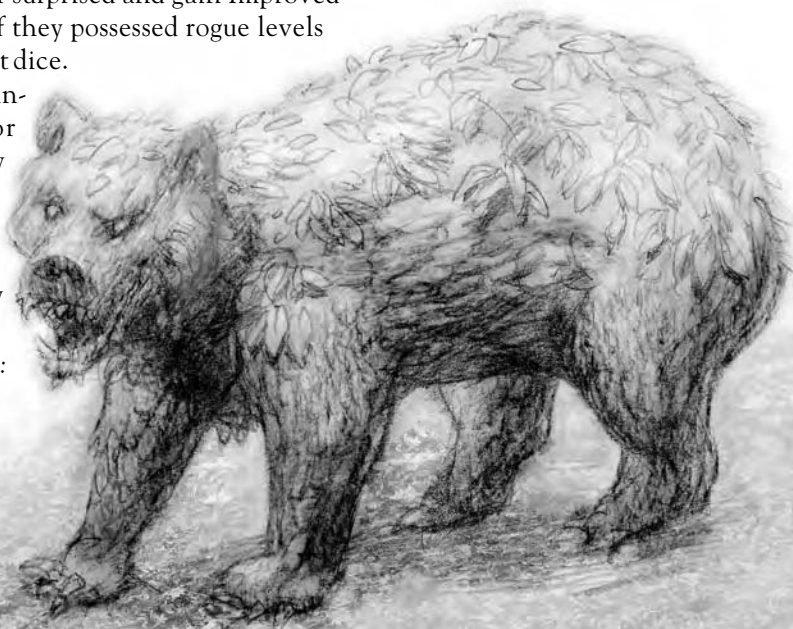
Total Hit Dice	Damage Reduction
1–5	5/magic
6–10	10/magic
11–15	15/magic
16+	15/magic cold iron

extended by an additional 30 ft.

Woodland Stride (Ex): Plant-imbued creatures can move through any sort of undergrowth at their full movement rate without taking any penalties or suffering any damage. Magical enchantments designed to impede movement still affect them.

Saves: Same as the base creature.

Abilities: The plant-imbued creature has the same Strength, Dexterity, and Constitution scores of the original creature but the other abilities are altered as follows: Intelligence is replaced with a new score generated by rolling 3d6; a new Wisdom score is generated by rolling 1d6 and adding the result to the base creature's Wis score, and finally, base creatures with a Charisma score less than 10 roll 2d6 and add the result to the original score, base creatures with a Cha score of 11–14 roll 1d4 and add the result to the base score, base creatures with a Cha score of 14+ retain their original Cha score.



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Skills: Same as the base creature. The base creature does not use its new Int score to recalculate previous skill points, but it does use the new ability scores to determine skill points gained by class advancement (see below). Plant imbued creatures receive an additional +4 circumstance bonus to any Hide skill checks made in natural terrain, this bonus is in addition to any bonuses the base creature might have.

Feats: Same as base creature, with the possible addition of a feat due to new hit dice.

Climate/Terrain: Any aboveground or sunlit areas

Challenge Rating: 2–8 HD, base creature +2; 9+ HD; base creature +1

Treasure: same as base creature

Alignment: Any*

Advancement: By character class*

*The conversion to an intelligent, free-willed creature means that the new plant imbued creature can choose its own way in life. Plant imbued creatures advance by character class with druid as their favored class.

Sample Plant-Imbued Creature

Plant-Imbued Brown Bear: CR 6; SZ L Plant; HD 6d8+24; hp 51; Init +1; Spd 40 ft.; AC 19 (–1 Size, +1 Dex, +9 natural), touch 10, flat-footed 18; BAB/Grapple +4/+16; Atk +11 melee (1d8+8, claw); Full Atk +11 melee (1d8+8 [x2], claws) and +6 melee (2d6+4, bite); Space 10 ft.; SA improved grab, spell-like abilities; SQ plant-type immunities, SR (16); DR (10/magic), fast healing (5); darkvision 60 ft., acute senses (improved uncanny dodge); woodland stride; AL N; SV Fort +10, Ref +7, Will +3; Str 27, Dex 13, Con 19, Int 13, Wis 13, Cha 12

Skills*: Hide +1, Listen +4, Spot +7, Swim +12.
Feats: Endurance, Run, Track.

* The skill points are generated based on the base creature's Intelligence score, not the new score created while enlightening the creature and imbuing it with plant characteristics. The plant-imbued brown bear has a +4 racial bonus on Swim checks and a +4 plant-imbued bonus on Hide checks.

Chapter Seven: Howl of the Wolf

by Bill Webb and Clark Peterson

The Howl of the Wolf is a short adventure designed for 4 to 6 PCs of 3rd to 5th level, but can be modified to accommodate higher or lower level characters by using the “Scaling the Adventure” sidebar. The adventure is set in a set in a dark, forested locale, in low-lying hills near a small town. The story can easily be dropped into any campaign that includes such a locale. This adventure highlights a strange new monster, the ghoulish wolf, which is described in the **Tome of Horrors** by **Necromancer Games** and summarized in Appendix A.

Synopsis

The adventure begins when the PCs enter the town of Fornlar, a town plagued by strange ghoulish wolves. There, the PCs encounter Galton, a rogue with a map for sale, learn of the “wanted” sorcerer, Stugon, and hear tales of mysterious, deadly wolves. Their search for Stugon leads the PCs into the surrounding wolf-haunted hills where they learn the secrets behind the ghoulish wolves and discover the lair of the recently deceased necromancer and its long-hidden contents.

DM's Background

Some ten years ago, Stugon, an evil necromancer, set up a hiding place in the hills near the village of Fornlar, having fled the village sheriff who had been trying to arrest him for the grisly murders and animations of several local farmers. Stugon was able to lay low in these hills and the associated caves and as his name slowly faded from the thoughts of the lawmen he was forgotten.

Though in hiding, Stugon was not idle. Within the caves he discovered a secret burial chamber of three long-dead heroes (two warriors and a necromancer). He also found a strange crypt. He set up a small laboratory area within the caves and used diabolic spells and rituals to create for himself a bodyguard of undead wolves, each wearing a strange magical collar. As the years passed, Stugon lived in secret with his wolves, not bothering any of the locals, in fear of the justice that he believed still pursued him.

Three years ago a cave lion moved into the area. It found the caves (now inhabited by the necromancer) and killed Stugon. The guiding influence of their creator no longer upon them, the ghoulish wolves began to roam free. The wolves, without Stugon's

restraint, wandered throughout the hills, closer and closer to Fornlar. Local legends tell of men disappearing, of children lost in the woods, and of an eerie howl, like a beast in pain, coming from the woods.

Nearly two years ago, a group of ten local men went off in search of the source of this evil; none returned. Since then, no one has ventured into what has become known as “The Wolf Hills.”

Adventure Hooks

The DM can choose any method to involve the PCs in the adventure. Several suggestions are made below. Even if these suggestions are used, the DM should find a way to make them more specific to their own PCs and on-going campaign. An additional method for beginning the adventure is given below.

- After being attacked on the road by a strange undead wolf while making their way through the

Scaling the Adventure

Howl of the Wolf is designed to challenge 4 to 6 PCs of 3rd to 5th level, but it can be modified for parties of different sizes or levels.

1st and 2nd Level PCs: Reduce the number of ghouls and ghoulish wolves in various encounters and reduce the number of random encounters in the wilderness. Use lion statistics from the MM for the cave lion in Area A1. If the PCs approach Thulsara's tomb (Area C7) give them ample warning of the danger ahead.

More than 6 PCs of 3rd to 5th Level: Increase the number of ghouls and ghoulish wolves and the number and variety of random encounters. Give the cave lion in Area A1 a mate.

PCs Above 5th Level: Increase the number of ghouls and ghoulish wolves. Increase the HD of the ghoulish wolves and give them turn resistance +4. Give Xanathon (Area C5) several fighter levels and make Belzaron (Area C6) a wraith. If a PC is possessed by Thulsara, make her character level exceed the average party level by 4–5 levels. If no PCs are possessed create a magical disease (that originally afflicted Thulsara) to infect the PCs and begin spreading, leading to other quests to find a cure.

area, the PCs decide to investigate more thoroughly and hear about the problems plaguing Fornlar.

- One of the PCs has come seeking an old friend only to discover they recently disappeared in the “Wolf Hills.”
- The son of one of the farmers slain and animated by Sturgon has come into enough money to offer a 500 gp reward for his capture and is actively seeking hearty adventurers interested in earning the money.

Beginning the Adventure (EL 2)

While traveling down the road near Fornlar, the PCs come across a dreadful scene as they spot a massive wolf tearing at a humanoid corpse. The corpse is that of an unlucky elf that thought it would be safe to travel the road during the early morning hours. The creature is a ghoul wolf, an undead wolf as large as a small pony, with feral yellow eyes and worms crawling in the open wounds along its body. Full of hatred toward all life, the ghoul wolf notices the PCs at the same time as they notice it, and turns to attack.

Ghoul Wolf: CR 2; hp 26, See the **Tome of Horrors** by **Necromancer Games** or Appendix A.

Treasure: The body of the dead elf has a pouch holding 22 sp, 3 gp and is wearing a now broken and bloody chain shirt that can be repaired with a simple *mending* spell. Nearby is a shredded backpack holding torn pieces of vellum and an order indicating the elf was delivering the vellum to Fornlar. The wolf is wearing a platinum collar (10 gp) covered with strange runes. Use of a read magic spell, or a successful Decipher Script skill check (DC 22) reveals the runes are from a discharged *animate dead* spell.

Fornlar

Fornlar is a small hamlet of little interest off a main merchant road set near a forest and some low-lying hills. The town is run by “the Magister,” a well-intentioned, but doddering elderly gentleman that is more concerned about those actually living in his small hamlet than anything going on around it. The town has a simple layout, with a small central square near the Magister’s 4 story tower. Arguments and legal problems are decided by the Magister, or the Sheriff who resides in a small stone building beside the tower. The Sheriff is also responsible for most day to day operations inside the town.

Fornlar (Hamlet): Non-conventional; AL NG (theocracy; magical); 100 gp limit; Assets 800 gp; Population 312; Mixed (human 75%, half-elf 13%, elf 5%, dwarf 3%, halfling 2%, gnome 1%, half-orc 1%).

Authority Figures: The town is run by “the Magister” (Wiz3/Clr3); Sheriff Olson, Captain of the Guard (Ftr3) and 15 guardsmen (War1); Servants of the Magister (Clr2 [3] and Adp2 [2]).

Other NPCs: Clr3; Mon1; Rog3; Rog1 (2); Sor2; Sor1 (2); Wiz1; Com10; Com5 (2); Com 2 (4); Com1 (263); Exp4; Exp2 (2); Exp1 (8).

Places of Interest: The Magister’s Tower, The Cloak and Candle Inn,

Few people are ever allowed inside the Magister’s tower, he generally conducts “business” in the very public setting of The Cloak and Candle Inn. Most of the decisions are actually left to the Sheriff who is either found in his office beside the Magister’s tower, or in The Cloak and Candle Inn several doors away.

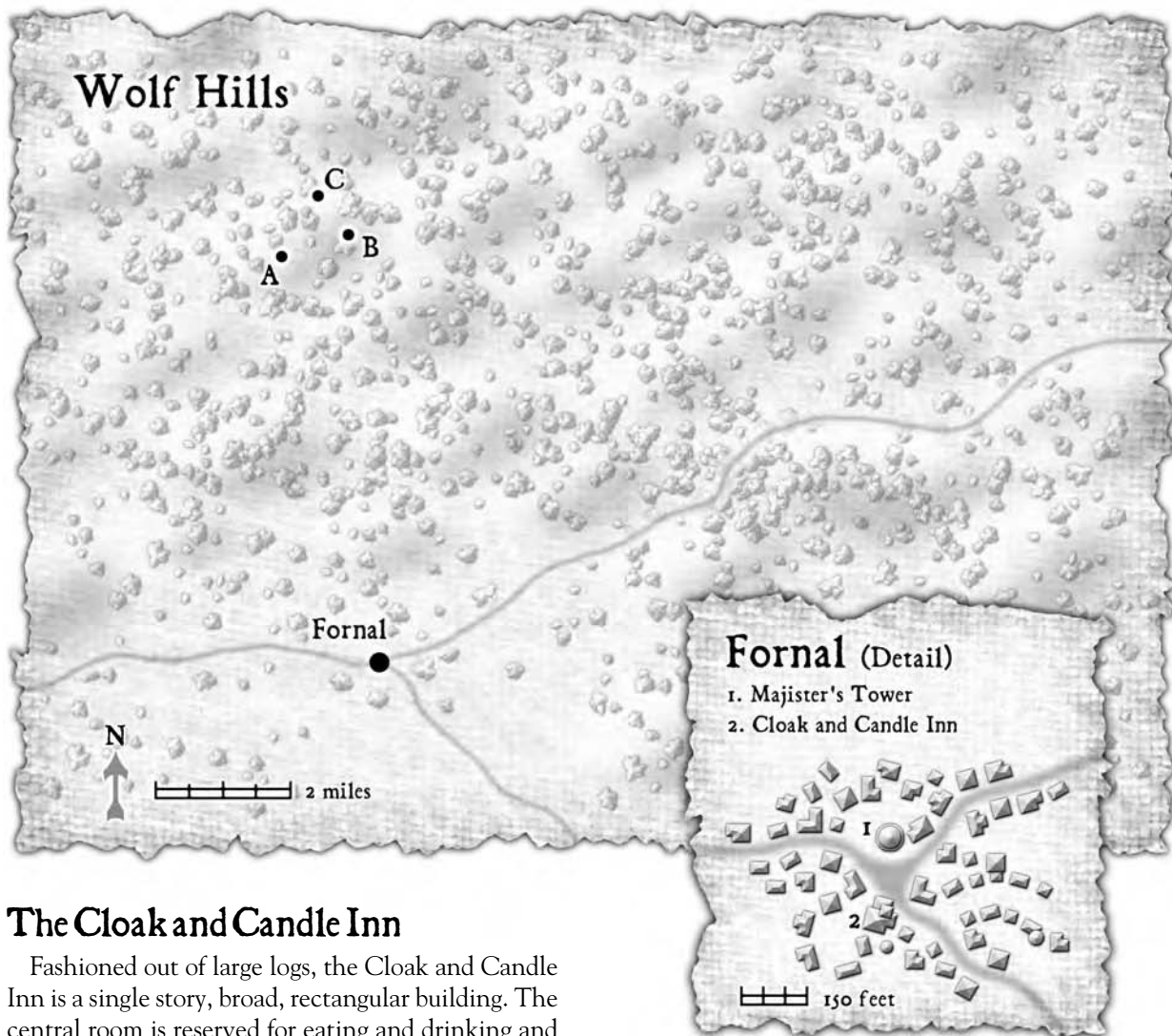
DM Note: No map is provided for this small hamlet, the DM can substitute or create any map they choose.

Staying in Fornlar

As an out of the way spot, Fornlar gets few real travelers or adventurers. The only place to stay is the Cloak and Candle Inn which only has a few small rooms to let out. The small population is spread thinly around the area in small homes and cabins and is generally focused more on staying alive than on speaking to visitors. The few things produced here include some wood products and a variety of herbs and mushrooms collected from the nearby forests and grown in special gardens. Most of the villagers maintain gardens and a few hens or other animals to help provide themselves with food. Several “miners” pan gold from one of the nearby streams, with most of the gold going to the Magister who, obviously, claims to own the stream. There is no blacksmith in town, a tinkerer comes through several times a year to sell pots and pans, and to make repairs. Other repairs are usually performed by the Magister’s apprentices using minor spells.

Sheriff Olsen’s easy job has gotten more troublesome during the past few years. The disappearances of villagers has people afraid to head into the hills to the north and tales of wolves attacking people have forced him to add more guards to his roster. While these expenses aren’t onerous, the Magister has made it clear that he would like the “wolf problem” taken care of.

Individual villagers usually visit the Cloak and Candle one or two days of the week, usually as an early evening family trip for a meal prepared by someone else. A few of these villagers stay later in the evening where more ale is consumed and songs are sung.



The Cloak and Candle Inn

Fashioned out of large logs, the Cloak and Candle Inn is a single story, broad, rectangular building. The central room is reserved for eating and drinking and has a circular stone fireplace in the center that runs up a smokestack through the ceiling. Halls stretch to the right and left of the entrance, with the right hallway leading to **Melic Ar'ville's** (human Exp4) private family quarters and the left hallway heading toward the rooms he has to rent. While the door to Melic's quarters has a fairly decent lock (Open Lock DC 22), there are no locks on the visitor's doors, though they can be barred from the inside. A room behind the central room is reserved for cooking and for storing massive barrels used to brew ale.

The first night the PCs stay in town is exciting to many of the villagers, who go out of their way to approach and greet them. While many of these villagers have things to say, most is of little consequence to the PCs. There is a general complaint and sense of worry and caution when wolves are brought up. If the PCs mention their encounter with an undead wolf, several patrons make signs warding off evil and leave for their homes. At the same time, several older farmers nod their heads, and claim that this makes sense. Almost everyone in town can name someone they know that has disappeared over the past few years

while traveling the roads near the "wolf hills" and all of the villagers claim that the hills are cursed and should be avoided.

During the evening one young patron, **Galton** (human Rog2), attempts to sell a map to the PCs, claiming it is to some treasure-filled caves and that he simply can't go there alone due to the wolves. Galton even says he is willing to help lead the PCs to the caves if they'll protect him. Despite his suave confidence and calm demeanor, Galton is rather cowardly and is likely to flee at the first sign of battle.

Another patron, a young man named **Badiel** (Exp2), approaches the PCs during a quiet moment. He tells the PCs that he knows nothing about the wolves, or other problems people have complained about. He is in town because it is the last place an evil necromancer named Stugon was seen. He further explains that Stugon killed his father almost 10 years ago now, and that through years of scrimping, working, and saving he has come into enough money to add to the king's reward already being offered for his capture. He is

Rumors and Stories

If the PCs talk to enough patrons they can collect a variety of rumors using Gather Information checks, many of which are meaningless, others of which can be used by the DM for later adventures. The DC values provided below presume the PCs collect these rumors in the Cloak and Candle Inn and already include a bonus. If the PCs are interested in finding Stugon for any reason, rumors about ancient tombs and burial sites might help entice them to head into the hills.

DC	Rumor
DC 10	The wolves north and east of town howl every night, and they get closer all the time.
DC 10	The best mushrooms are found on the north side of the deadfalls and hills north of town. If you know what you're looking for you can make a pretty penny collecting them.
DC 12	There are old tombs and burial sites in those hills, the wolves are tormented spirits set there to guard them from grave robbers.
DC 14	Aye, I've seen some strange wolves alright, glowing eyes and flashing collars they had. I run like the wind when I saw 'em, they just wasn't natural.
DC 14	Ancient warlords have been buried deep beneath the ground, waiting to rise again and rule the world. Only fools would head into those hills.
DC 16	A mad man in black robes wanders through those hills, talking to wolves that would simply eat real people like us.

The DM should add additional rumors or stories to tie the adventure in more firmly with their campaign. Note that tales of ancient burial sites could be nothing more than burial sites, or the DM can place forgotten ruins or dungeons in the hills for later adventures.

willing to pay the PCs 100 gp to search out and capture Stugon, and makes it clear that there is an additional 500 gp reward offered by the king, a statement that is supported by the sheriff. Badiel, and the sheriff, can describe Stugon based on papers sent out years ago when the reward was first offered.

The Sheriff

Sheriff Olson, is a stern, middle-aged gentleman with graying hair, pale blue eyes, and a deep, booming voice. He has known the Magister for many years and is probably the closest thing to a friend the Magister has. The sheriff runs the town, administers the laws, and metes out justice in all but the most important cases. For a town this size, this job is normally nothing more than a title. Fear caused by the wolves has forced him to hire more guards than a town this size should

really need just to make the populace feel safe. He wants to solve the problem and reduce the people on his payroll once and for all. After the PCs are in town for a day or so, or if they approach him directly, the sheriff finds the PCs and lets them know that there is a bounty on the wolves in the hills north of town. He makes it clear that hunting down the wolves would be a great service that could receive additional rewards as well. Each head of a wolf or worg brought into town is worth a 5 gp reward, this is easily negotiated up to 10 gp (Diplomacy DC 12). If the PCs come forward with evidence of undead wolves, and can prove they eliminated that problem, the sheriff provides an additional 200 gp reward. It becomes clear that the sheriff and his men want nothing to do with the wolf hills, and are quite content to pay someone else to solve their problems.

The sheriff is also able to confirm Badiel's stories about Stugon, admitting that Stugon was seen near town about 10 years ago, but that he didn't have enough men to search for him in the hills. He believes the wolves got Stugon, or that he is long gone from the area but won't admit this to the PCs. He does mention the reward again, and points out that even if the PCs don't find Stugon, if they get rid of a few wolves looking it would be worth their time wouldn't it?

Traveling in the Wolf Hills

The rolling forest around Fornlar rapidly gives way to more pronounced tree-covered hills to the north and east of the town. An old, battered brick road runs as a spur off the main road and leads into the hills. The buried bricks lead up into the heavily wooded and overgrown hills. Large black birds flap about in the trees, and briars and brambles block most paths. A successful Survival check (DC 12) reveals that no evidence of deer, rabbits or other game can be found. Anyone succeeding at such a check feels that something is very wrong.

If the PCs have Galton along (see above) or actually purchased his map, they can make their way toward the caves. Otherwise it takes some searching as they discover caves that are home to wolves or other animals as they make their way through the hills. PCs can also attempt to Track wolves that have gone through the area back to the caves (Survival DC 15).

Of the many natural caves in the area, only three linked caves are of real interest to the PCs. These caves are detailed below. In addition to the natural caves, there are also a number of old burial mounds and grave sites dotting the area. Some of these burial sites are within natural caves.

Random Encounters in the Wolf Hills

If the PCs loiter or camp in the hills, they may encounter wandering monsters. Check for encounters at 4 a.m. (just before dawn), 9 a.m., noon, dusk, 9 p.m. and midnight by rolling 1d20 on the following table. Apply a +2 modifier during the day and a -2 modifier at night.

d20	Encounter
1-2	1d3 ghoul-wolves**
3	1d3 worgs and 1d12 wolves*
4	1d6 stirges*
5	1d4 Ogres and 30% chance accompanied by 1d4 worgs*
6	2d6 Curious Villagers (Com1, hp 3, daggers), looking for the "crazy adventurers." This encounter occurs during the day only. If this result is rolled at night, the PCs encounter 1d3 ghoul-wolves instead
7-10	Discover a cave, lair, or forgotten burial site.
11-20	No encounter

*See the MM.

See the **Tome of Horrors by Necromancer Games or Appendix A.

Caves and Graves

If the PCs discover a cave, lair, or forgotten burial site, the DM can roll on the table below to determine what, if anything, might be inside. Some burial mounds are obvious; other burial sites are deep within natural caves. If a burial site is within a cave, bodies are usually in enclosed coffins or walled off sections of cavern. Other caves can be the natural lairs of wolves or mountain lions. Such caves and lairs can be avoided by cautious PCs.

d20	Cave, Grave, or Lair
1	deep cave, burial site for many warriors, 2d4 medium skeletons* if explored
2	burial mound, occupied by a single wight*
3-4	wolf lair, occupied by 4d4 wolves*
5	cave with vampire moss at the entrance (see Chapter 6)
6-7	ghoul wolf cave, 1d3 ghoul-wolves**
8	ogre cave, 1d2 ogres* live here
9	worg lair, 1d4 worgs* with 1d4 young (use wolf statistics)
10	mountain lion lair, use leopard statistics from the MM.
11-20	empty cave or looted burial site

*See the MM for statistics.

See the **Tome of Horrors by Necromancer Games or Appendix A.

A. The Cave of the Lion

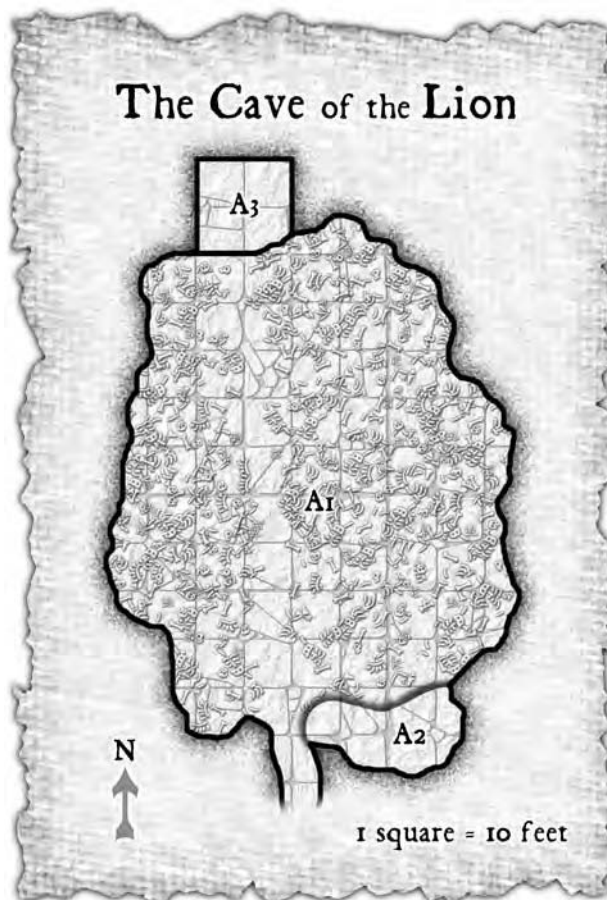
A male cave lion moved into the cave a few months ago, and, happily, rid the world of the evil necromancer Stugon. Stugon's remains still reside in this cave, the cave lion's den, and the other caves contain the reasons Stugon was staying in the area doing his research.

A1. The Main Cave (EL 5)

The cave entrance smells of cat urine, and contains the scattered bones of several creatures. The cave itself is dry and barren, its floor littered with fallen rock. A Spot check (DC12) reveals a carefully placed stone path, paved with slat stones and free of debris, leading into the cave. This path terminates in a wall made of brick and mortar. Above the entrance is a ledge. Attentive PCs and anyone specifically looking up should be allowed a Spot check (DC 12). Those who succeed notice the ledge and the cave lion on it.

Cave Lion: CR 5, hp 60, use Dire Lion from the MM.

Combat Tactics: If the ledge and the lion were not noticed, the lion attacks by surprise, leaping at the rear PC in the party. If the PCs notice the lion, it pounces into the middle of the party and attacks ferociously. The lion focuses on one creature at a time, moving on only when its first target is dead.



Identifying Stugon

If the PCs have spoken to the sheriff, or any other individual offering a reward for Stugon's capture, they should know that Stugon was a member of a minor merchant family and be familiar with his coat of arms. This should allow them to identify Stugon's signet ring, and the fact that it can be used to collect the reward. Further information can be obtained in Area B4. A chest opened by the key found on the corpse contains a diary of Stugon's travels and experiments making it quite clear that this is Stugon's body.

A2. The Lion's Den

This is the lions den. It consists of a flat ledge about 30 ft. long and 10 ft. wide overhanging the cave mouth. The lion eats and sleeps here. Piles of bones and debris crowd the ledge, and if the cave wall is ascended (Climb check DC 12), the area can be searched.

Treasure: A Search check (DC 15) on the ledge reveals the desiccated body of Stugon, the necromancer. Stugon's magical and alchemical experiments left an odor on his robes and body that the lion simply couldn't stomach, after a few bites he pushed the body away and ignored it. The body has shredded black robes, a pouch containing a silver key (useful in Area B4), a *potion of cure light wounds*, a signet ring identifying him as Stugon and 5 gp. A masterwork dagger can also be found among the bones (Search check DC 15).

A3. The Walled-Up Men (EL 5)

The brick wall, which is poorly constructed and mortared, is 3 ft. thick, but can be dismantled easily. It takes 10 rounds to dismantle the wall.

Creature (EL 5): If the wall is bashed in (Hardness 5, 40 hp), the noise attracts 3 ghoulish wolves to the cave.

Ghoul Wolf (3): CR 2, hp 26 each, consult the *Tome of Horrors* or Appendix A.

Behind the wall are the bones of the ten townspeople who came to investigate these hills. All of the skeletons have had their feet and hands smashed (to prevent escape). Stugon walled them up in here and let them starve to death, hoping to later use their tormented spirits to form undead. He was on his way to retrieve some body parts when the lion got him. There is neither danger nor treasure here, just a horrific scene.

B. The Necromancer's Lair

This is the cave in which Stugon lived while in hiding, and where he performed his vile experi-

ments. His sleeping quarters are well hidden by a river channel that runs upstream into a dead end cave. Several of his creations remain, though most of his lair has been trashed and destroyed by them, leaving little of value.

Br. The Fungus Cavern (EL 5)

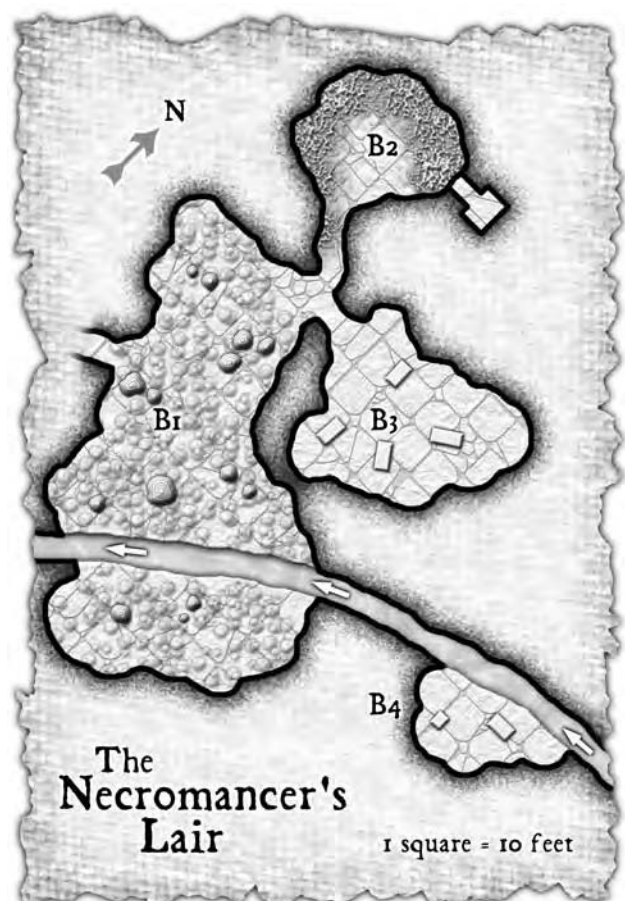
Unlike caves A and C, this cave is wet and fungus filled. It is about 10 ft. topographically lower than the other two caves, as is evident to the PCs when they descend the steep 30 foot-long path into it. The cavern is huge (170 ft. by 130 ft.), and has a three foot-deep stream running through it. The cavern is covered with stalactites and stalagmites, and is alive with vermin.

Creature (EL 5): Behind one large stone pillar hide 3 ghouls, feasting on the rotting half-eaten corpse of a dead wizard. The ghouls are about four feet-tall with gray, mottled skin. They have sharp claws and long tongues.

Ghouls (3): CR 2; hp 14; consult the MM.

Possessions: One ghoulish carries a masterwork bone club, and wears a silver necklace in the shape of a spider web worth 40 gp. In addition, each ghoulish has 1d12 gp and 1d20 sp.

Tactics: The ghouls are quite sneaky, and use hit-and-run tactics, attempting to paralyze the



whole group rather than participate in a stand up fight. They hit-and-run all over the cave, seeking combat with lightly armored foes first, saving heavily armored fighters for last.

Exits: There are three exits from this cave. The first leads out of the northern portion of the cave, into **Area B2**. The second leads into **Area B3** from the northeast corner of the cave. The final exit is in the river channel itself, and leads upstream. This passage is only five feet tall, and three feet-deep in water, requiring a Strength check (DC8) to walk upstream. Failure gets the character a nice cold bath, but has no other deleterious effects. The stream channel winds through the earth for 40 feet before it terminates in **Area B4**.

B2. The Broken Lab (EL 1)

This area was once part of the laboratory used by Stugon for his vile experiments. Strewn about the broken furniture and glassware are several intact pieces of lab gear (worth a total of 100 gp to a wizard). No monsters are present in this room. If the walls are searched (DC 20), a secret door may be found leading to the closet. Lost in the debris (Search DC 18) is a *silvered mace*.

The closet contains a bookcase and a series of intact jars and beakers. One jar contains 200 sp, while others contain alchemical ingredients worth 50 gp to a wizard or alchemist. The books are various treatises on necromancy (worth 50 gp for the lot), with one exception. There is a black covered book with "Evil Touches" written on its spine. Removal of this book causes a scything blade trap to spring out from the shelf, hitting all within 3 feet of the book. Inscribed in the book are three spells: *chill touch*, *ghoul touch*, and *vampiric touch*.

Scything Blade Trap: CR 1; mechanical; location trigger; automatic reset; Atk +8 melee (1d8/x3); Search DC 21; Disable Device DC 20.

B3. The Mortuary (EL 3)

This room contains the mutilated and partially consumed bodies of several of the necromancer's victims. There are four stone slabs, each three feet-high, and eight feet x three feet-wide. Each has a body moldering on it. The ghouls messed around in here only once, and since have left the area alone, due to a **coffer corpse** that Stugon created. The coffer corpse, Stugon's masterpiece, is one of the moldering remains. It only attacks if touched or otherwise disturbed. If disturbed, the hideous corpse rises from one of the tables, and fights in a rage until slain. Worms crawl from its eye sockets and out of its skin, and it wears black robes with necromantic symbols on it.

Coffer Corpse: CR 3; hp 16; see the **Tome of Horrors** by Necromancer Games or Appendix A.

B4. The Necromancer's Bedroom (EL 4)

As the party wades upstream, a horrible stench assails their nostrils. It smells as if a rotting corpse has been left in the sun for too long. They continue upstream for about 80 feet, and the river channel widens to form a small cave, and passage further upstream becomes impossible. On the right, a raised area contains a bed area, and a large wooden chest.

Creature (EL 4): The stench suddenly gets worse, as a large naked man (a **ghast**) with rotting flesh leaps like a demon from behind the bed. Fangs protruding from his jaws, he curses at them in an unknown tongue as he attacks!

Ghast: CR 4; hp 28; see the MM.

Treasure: The chest is locked (requires key from the body of Stugon in Cave A; **Area A2**), or successful Open Lock check (DC 20) to open. The chest contains fine robes (100 gp), 6 vials of holy water, a silver cup worth 25 gp, 2 flasks of acid, 2 flasks of *alchemist's fire*, a potion of *cure disease*, a *tanglefoot bag*, and a diary of Stugon's travels and experiments. If the chest is broken open, the acid vials break, destroying the holy water, *tanglefoot bag*, and robes.

C. The Hall of the Dead Heroes

Stugon discovered this cave, though he avoided digging around in it due to his necromantic knowledge of what it contained: the remains of a three ancient evil heroes. Stugon did not know what exactly was present in the crypts, but his knowledge and powers caused him enough concern that he did not disturb their rest. The **mummy**, **Xanathon**, and the **wight**, **Belzaron**, were in life the servitors of the long-dead necromancer **Thulsara**. All were vile, evil servants of the evil deity Set. Set rewarded these evil men with eternal life (undeath), and they have made their crypts here. Xanathon and Belzaron were tasked with safeguarding the tomb of Thulsara, and as such, sealed her in a hidden room, departing to their own crypts each with half of the key to its entrance. Each of their tombs was in turn hidden, Xanathon's by burying the stairs accessing it, and Belzaron by flooding the entranceway into it.

Cr. The Entrance Cavern (EL variable)

The cave mouth opens into a large cavern fully 100 ft. by 300 ft. across. The cavern is relatively barren, with a little fungus and a few fallen rocks here and there. Dwarven PCs notice that portions

of the rough cavern seem somewhat unstable, but should still be safe to travel.

Exits: There are four tunnel exits from the cavern, the southernmost leading to **Area C2**, the southeastern leading to **Area C3**, the northeastern leading to the flooded tunnel and **Area C6**, and the north leading to **Area C4**, **C5** and eventually **C7**. All of the tunnels are six feet in diameter, and are solid and intact. If the party uses light, there is a 75% chance that a horde of **dire rats**, which normally nest in **Area C3**, comes forward and attacks. They automatically attack if **Area C3** is approached within 30 ft. The dire rats fight until half are slain, then retreat into their nest.

Dire Rats (20): CR 1/4, hp 4, see the MM.

C2. The Pool Cave

This cave is circular and about 20 ft. in diameter. In its center is a 5 ft. diameter hole filled with water. The cold, clean water is 10 ft. deep. Fed by an underground stream, the pool maintains a constant depth and contains fresh, drinkable water. An intact suit of silver plated, masterwork chainmail rests at the bottom of the pool (Search DC 12, requires swimming to the bottom of the pool).

C3. The Rats' Nest (EL 4)

This is the rats' nest and currently houses about 40 **dire rats**. The remaining rats are babies and do not fight. The nest is filthy and infested by ticks, fleas and other biting, crawling vermin. Buried in the nest is a silver plated masterwork helm, which matches the chainmail in





Area C2. Anyone searching through the nest must make a Fortitude save (DC 12) or suffer **filth fever** (incubation period 1d3 days, damage 1d3 Dex, 1d3 Con).

C4. The False/True Crypt (EL 2)

When the PCs move into the passage leading to this cave, each should make a Spot check (DC 20). If the check is successful, they notice a buried set of limestone stairs. Excavation of these stairs will take 1 man-day, using shovels, picks, and buckets; twice as long if implements are improvised (helmets, shields, etc.). The stairs lead at a 30-degree angle to a locked iron door 40 ft. above. The door, which is rune encrusted and extremely imposing, is not trapped and leads to **Area C5**. If the stairs are not noticed, or are left for another day, the PCs move into a small cave.

Locked Iron Door: 1 in. thick; Hardness 10; hp 80; Break (DC 30), Open Lock (DC 20).

The small cave is roughly circular and measures about 40 ft. in diameter. Large hunks of ice are present on the walls and ceiling. In the center of the cave is a bas-relief carved sarcophagus of a beautiful woman with catlike features. Her arms are crossed across her chest and hold an ankh. A Knowledge (Religion) check (DC 22) reveals that the false holy symbol is truly a symbol of the evil

god Set, as is evidenced by the snake carving hidden in the background of the symbol. The crypt lid is partially open, and brown staining can be seen around its edge. Small ice crystals form all over the sarcophagus.

Hazard (EL 2): If the crypt is opened, those doing so (and all within 5 feet) are exposed to the **brown mold** within it.

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 goes dormant and can be scraped out of the crypt.

Searching the Crypt: Once the brown mold is destroyed or removed from the crypt, the crypt itself can be searched. In the bottom of the crypt is an indentation two inches across and carved like a faceted gem. This is a keyhole that can only be opened by the two joined halves of the keys found in **Areas C5** and **C6**. No other way to open the lock is possible. The bottom of the crypt is almost impossible to break through (2 ft. thick, hardness 8, hp 400, Break DC 26), and any weapon striking it must make a save (Fortitude DC 5) or shatter.

C5. Xanathon's Tomb (EL 5+)

The cave behind the iron door contains the tomb of Xanathon, a **mummy**.

Creature (EL 5): Due to the noise made by digging and opening the lock, the mummy is out of his tomb and ready to fight, which he does until slain.

Xanathon, the Mummy: CR 5, hp 55, see the MM.

Treasure: In the mummy's crypt are a suit of half-plate armor, a jeweled cup (500 gp), a belt of pure gold (600 gp), and a +1 *longsword* in a steel scabbard. The longsword sheds light in a 15 ft. radius. The mummy wears a ruby signet ring worth 300 gp. The crypt also contains half of the key required to open the lock described in Area C4.

Secret Door and Trap (EL 3): Once Xanathon has been defeated, a Search check (DC 22) reveals a secret door on the west wall of the crypt cave. If the secret door is discovered, it can be opened, though doing so triggers a *glyph of warding* trap.

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

Annex

Beyond the secret door is an additional 20 ft. by 20 ft. side portion of the crypt. The annex contains a raised dais, on which is a 3 ft. long semicircular rod with half of a 2-inch gemstone on the tip (fits together perfectly with its sister rod in **Area C6**). This is half of the key that opens the lock to **Area C7**.

Creature (EL 5): The annex contains 10 **zombies**, who were footmen in the service of the evil heroes prior to their deaths. The zombies attack immediately.

Zombies (10): CR 1/2; hp 16; see the MM.

C6. Belzaron's Tomb (EL 3)

The water-filled passage runs 40 ft. under water, which requires a Swim check (DC 12) to transverse. See "Drowning" in the DMG for failed saves. The passage emerges in a wet cave, roughly 30 feet in diameter. The floor is full of mud (all movement halved) and a half-buried crypt sticks out of the ground.

Creature (EL 3): If the crypt is opened, Belzaron, a wight, taunts the players and then attacks. Belzaron wears a suit of full-plate, and carries a large steel shield.

Belzaron the Wight: CR 3, hp 32, full plate, large steel shield, consult the MM.

Treasure: A masterwork morningstar is hidden in the crypt. Inside a secret compartment in the crypt (Search check DC 20), is a cache of coins (300 gp), and the second half of the rod-key described in **Area C5**.

Thulsara

Thulsara was defeated in battle and forced to flee here after being afflicted with a magical disease. She brought her two most trusted servants and essentially buried them with her while setting up a magical trap designed to give her life again someday. She created a modified magic jar trap (see below) designed to bring her back to life. Once her soul finds a new body, she intends to destroy the soul of the original owner to insure she can't be slain. Although it has been centuries since she was alive, she is able to easily acquire new knowledge and adjust to trying to develop a new army of undead to begin conquering the area.

C7. The Tomb of Thulsara (EL 10)

Once the key halves are joined, they can be used to open the false crypt in **Area C4**. Doing so triggers a **pit trap** designed to slay the unwary on the way to Thulsara's tomb. A full 30 ft. below the false crypt is the real crypt and a sarcophagus made of solid iron. The sarcophagus itself is a locked puzzle box, that contains a further, deadly **magic jar trap**.

Pit Trap: CR 2; mechanical, location trigger; manual reset; DC 20 Reflex save avoids; 30 ft. deep (3d6, fall); multiple targets in adjacent 5 ft. squares; Search DC 20; Disable Device DC 20. When the key is inserted and turned, the crypt cracks open violently opening a hole to the true crypt 30 ft. below. Anyone within 5 ft. of the crypt must make a Reflex save (above) to avoid plummeting to the ground below.

Iron Sarcophagus: 1 ft. thick; Hardness 10; hp 360; Break (DC 26). The enchanted nature of the sarcophagus makes it difficult to damage, any weapon striking it must succeed at a Fortitude save (DC 10) or shatter. Opening the chest requires moving metal beads along the sides of it into particular patterns (Intelligence check [DC 25]). When finally opened, it reveals a second coffin.

Stone Coffin: This coffin has two locking mechanisms, an obvious mechanism and a second, less obvious mechanism only noticed while searching the coffin (Search DC 18). An inscription on this coffin reads:

*Beware the obvious trick,
For often 'tis a truth revealed,
For truth is oft a lie revealed,
From whence no being is proof*

If the main lock is picked (Open Lock [DC 25]) the coffin opens safely. If the second, hidden lock

is picked (Open Lock [DC 15]), a **magic jar trap** goes off, attempting to trap a random PC within 20 ft. of the coffin.

Magic Jar Trap: CR 6; spell; touch trigger; no reset; spell effect (magic jar, 10th level wizard, Will save DC 20 resists); multiple targets (magic jar spell cast on random PC within 20 ft.); Search DC 30; Disable Device DC 30.

Any PC possessed has the full powers of Thulsara in life. They also become susceptible to holy water, and are detected as Lawful Evil. A successful *dispel magic* (Thulsara is 10th level) within one hour returns her soul to the magic jar and frees the PC. The magic jar is the sapphire ring, and any PC possessed insists on taking the ring. The possessed PC wants to destroy the soul in the ring making this body permanently hers. She does not attack the party immediately, instead preferring to find out what has been happening during her “sleep.” To avoid detection she acts sick or ill, and asks for rest. She then makes plans to attack the PCs later, when they are asleep, or in a “safe” place, using all of her necromantic abilities.

Thulsara, Female Human, Wiz10 (necromancer): CR 10; SZ M; HD 10d4; hp 25+ hp of Host; Init +4 (Host Dex, +4 Improved Initiative); Spd (as Host); AC (as Host); Base Attack +5 plus Hosts BAB; SV Fort +3 plus Host, Ref +3 plus Host, Will +8; AL NE; Str (as host), Dex (as host), Con (as host), Int 18, Wis 13, Cha 15.

Skills: Concentration +13 plus host's Con modifier, Craft (alchemy) +17, Decipher Script +17, Knowledge (arcane) +17, Knowledge (dungeoneering) +17, Knowledge (religion) +17, Spellcraft +19. **Feats:** Brew Potion, Combat Casting, Craft Rod, Empower Spell, Improved Initiative, Scribe Scroll, Spell Focus (necromancy), Still Spell.

Arcane Spells Prepared (4/6/6/5/5/3; Save DC 14 + spell level; DC 15 + spell level for necromancy spells*; opposed schools, Abjuration and Enchantment): 0—*disrupt undead*, *flare*, *ray of frost*, *touch of fatigue**; 1st—*cause fear**, *chill touch**, *mage armor*, *magic missile*, *ray of enfeeblement**; 2nd—*blindness/deafness**, *command undead**, *fog cloud*, *ghoul touch**, *mirror image*, *spectral hand**; 3rd—*fly*, *gaseous form*, *haste*, *ray of exhaustion*, *vampiric touch*; 4th—*animate dead**, *energization**, *fear**, *fire shield*, *ice storm*; 5th—*baleful polymorph*, *cloudkill*, *waves of fatigue**

Languages: Abyssal, Common, Draconic, and Infernal.

Treasure: Once opened, the crypt contains the dead remains of Thulsara, dressed in rotting robes and gold jewelry. There are two rings, set with precious stones (ruby, sapphire, worth 600 gp each), a collar, filigreed with platinum worth 400 gp, and a fine necklace set with a *pearl of power* (3rd level spell). It also contains her spellbook, which contains all of the spells on her list as well as the following spells:

0—all spells other than Enchantment and Abjuration; 1st—*burning hands*, *color spray*, *expeditious retreat*, *grease*, *shocking grasp*; 2nd—*false life*, *flaming sphere*, *glitterdust*, *invisibility*, *scare*, *scorching ray*, *web*; 3rd—*fireball*, *gentle repose*, *halt undead*, *slow*, *wind wall*; 4th—*bestow curse*, *contagion*, *ice storm*, *shout*, *wall of ice*; 5th—*blight*, *cone of cold*, *magic jar*, *symbol of pain*.

Concluding the Adventure

How the adventure concludes is up to the PCs and the DM. Simply eliminating the undead wolves and some of the natural wolves in the area might be enough. Discovering Stugon's body can certainly lead to obtaining a nice reward if the PCs recognize it for what it is. Opening Thulsara's crypt could unleash a new form of evil on the area, especially if she manages to “acquire” a new body to use. On the other hand, if the PCs eliminate the threat of the wolves and the cave lion, perhaps another adventurer or party of adventurers makes the mistake of setting Thulsara free. This short adventure can also be used to launch the PCs in a variety of directions for further adventures.

- The PCs might need to venture to a larger city to collect their reward, and, after doing so, find new jobs to perform.
- Eventually Thulsara works her way free and becomes a plague on the land, a plague blamed on the PCs who must eliminate the threat she poses.
- While traveling through the forested hills the PCs discover other tombs, or ruins, and choose to begin investigating.
- After collecting the bounty on Stugon, the PCs are considered “bounty hunters” by many and are hired to collect more rewards, or attacked by people that mistakenly believe the PCs are hunting them.

Chapter Eight: Timber Rivalry

By Jeff Harkness and Gary Schotter

Introduction

Designed for characters of 2nd through 4th level, this adventure is a trek into a temperate forest to investigate why contact with a logging outpost has been lost. The PCs find themselves traveling through a war zone to rescue trapped loggers. During their travels they also solve the mystery of why logs have stopped flowing downriver and find the root cause of the war in the deep woods. The adventure can be modified for higher level characters and includes new diseases and hazards as well as new monsters for the PCs to encounter.

Synopsis

The PCs most likely begin in Carson's Mill, where they hear of missing loggers from a forest outpost known as Krieger's Pointe. During their investigations, the PCs run into goblins working with evil druids, as well as disease-maddened animals running rampant through the forest. Rescuing loggers trapped by the diseased animals, and the warring insects and druids, requires finding the source of the ghoul rot and coming to an agreement with a druid supporting the giant insects of the area.

DM's Background

Krieger's Pointe, a logging outpost deep in some forested hills, supplies Carson's Mill with cut logs by sending them downstream via a log flume and natural river flow. Heavy demand for lumber caused by a burst in shipbuilding drove the loggers to move into lands claimed by an enclave of druids of Rachiss and a colony of insects.

Monstrous insects and other vermin are natural to the area, and didn't surprise the loggers much, although some are far larger than even the loggers could suspect. The insects watched the loggers warily, but determined they posed no threat and left them alone to log the trees on the edges of the insects' colony. They prepared to halt the loggers' advance toward the colony only when the loggers posed a threat.

Varzalg, leader of the Druids of Rachiss, broke the balance after discovering a way to meld insect carapaces to a person's body to grant a form of natural armor. In an effort to destroy the insect colony, while still leaving the carapaces intact, druids disguised as loggers released some animals infected with ghoul rot

in the insects' territory. The infected animals quickly spread the disease and soon a wave of maddened animals appeared in the forests. Unfortunately, the insects proved remarkably resistant to the disease.

Infected, mad animals roaming the forest made it dangerous for loggers to work, but the situation rapidly got much worse when Icktyl Yar blamed the disease on the loggers. Icktyl, an aranea druid acting as a caretaker for the vermin of the forest, launched an assault on Krieger's Pointe. While he has learned the true source of the ghoul rot, and turned his attention toward the druids of Rachiss, the villagers live in fear of further attacks and have sealed the fences of their village and focused entirely on survival. Messengers sent to Carson's Mill to request assistance never returned and are feared lost.

The dwindling supply of logs alerted Carson's Mill to a problem, and messengers were sent to Krieger's Pointe to discover what was wrong. Captured by goblins working for the druids of Rachiss, three messengers are being held by goblins while the other was killed and made to look as if giant insects killed him before the body was dumped down the log flume. The barely identifiable body was found in the holding pond 5 days ago, rumors of his desiccated body and the insect legs clinging to it roil through Carson's Mill along with an undercurrent of fear.

DM Notes

As a wilderness adventure, the PCs are free to roam in virtually any direction. The DM should be familiar with the entire adventure as the PCs are almost certain to bypass certain areas or encounters by chance. Do not be discouraged if the PCs miss clues or come to the wrong conclusions. Be flexible and let the PCs make their own decisions about where to go, when, and who to negotiate with.

Adventure Hooks

The PCs could get involved in the adventure in several ways.

- The PCs encounter a disease maddened moose while traveling through the forest and begin to investigate the source of the disease.
- The PCs arrive in Carson's Mill and are recruited to help discover what has happened to Krieger's Pointe.

Scaling the Adventure

Timber Rivalry is intended for four low-level characters, but it can be modified for high-level parties. Some ways to adapt the adventure are described below.

5th to 7th-level PCs: Take into account the availability of higher level protection spells and travel spells such as *fly*. In addition, at 5th level the PCs should have access to *remove disease* spells changing how threatening the disease might be for them personally. Increase the virulence of the disease and create situations forcing the PCs to use their magical abilities to travel and to protect themselves and others from the ghoul rot. Double the number of goblins and add 4–6 4th-level goblin fighters to the goblin village. Make Wuinac 3 levels higher than the average PC level and give him two guards that are 1 level below the average PC level. Among the evil druids, make Varzalg 4 levels higher than the average PC level and make Soncha and Olstad equal to the PCs' average level.

For 8th-level and higher PCs: Raise the class levels of the NPCs as above, increase the number of giant insects, as well as their size, and make the insects and Icktyl Yar aggressive toward the PCs. Increase the number of lizardfolk and make them aggressive as well. Make the lizardfolk sub-chief a fighter or barbarian equal in level to the average PC level, make the chief and druid 3 levels higher than the PCs, and give them both two guards that are 2 levels lower than the average PC level. Make the progression of the disease faster, and create a time line forcing the PCs to act quickly to prevent the further spread of the ghoul rot.

- The PCs travel to the forest based on rumors of a wizard named Ill Gilch and the possible wealth still hidden in his now destroyed tower.
- The PCs are recruited by a shipbuilder in a major city to find out what has happened to their lumber supply. Once in Carson's Mill they are then recruited to discover what has happened to Krieger's Pointe.
- Other possibilities include recruitment by druids who have heard of the diseased animals, or simply curiosity bringing them through the area.

Carson's Mill

Carson's Mill is a bustling river valley community supported by logging and milling. Rough logs moved through a holding pond to the riverside mill where they are cut into lumber for overland travel and barge travel downriver to various buyers. Most of the lumber is transported by barge to coastal cities for use in ship building.

The mill is built across the Hyon River and is the heart of the village. Many villagers work there or in the storage buildings beside it. Other shops providing transport for the cut logs have grown up around the mill. Loggers at the forest outpost of Krieger's Pointe supply logs that are transported by river and log flume to the holding pond. Krieger's Pointe is 25 miles overland from Carson's Mill, and 30 miles following the winding river and log flumes the loggers have constructed over the years.

Carson's Mill (village): Conventional; AL CN; 200 gp limit; Assets 3,000 gp; Population: 500; Mixed (human 66%, elf 14%, dwarf 10%, half-elf 5%, half-orc 3%, halfling 2%).

Authority figures: Mayor Reils DeVrilis (Ftr 4).

Important characters: Captain of the Watch, Torcan Hald (Ftr 5), Jibar Quince (Sor 2), Heger Kulkop (Ftr4), Hap Tegrel (Drd3), Malky Tegrel (Rgr2), Kaity Jurl (Rog4), Keon Ingers (Sor5).

Others: Town guards, War2 (x10); Rog2 (x3); Exp4 (x15), Exp3 (x20), Exp1–2 (35), the rest are Com1–4.

Carson's Mill's income comes from cutting timber, and preparing and transporting the cut wood to buyers. Until recently, this was a low risk business in this area requiring little in the way of guards or arms.

Captain of the Watch Torcan Hald (human male Ftr 5) and his small security detail police the lumber town, with Mayor Reils DeVrilis (human male Ftr 4) acting as judge in disputes.

The village is currently losing money as two barges have arrived to ship cut timber to the coast. However, the lumber in the holding pond has been exhausted, and no new lumber has arrived from upstream in weeks. Mayor DeVrilis is desperate for someone to travel upriver to Krieger's Pointe to determine the holdup. He also wants someone to detour to check on his extended family, the matron DeVrilis, who lives in a manor home near Krieger's Pointe with her grandchildren.

Keyed locations in Carson's Mill

The following locations are marked on the map of Carson's Mill. Lettered locations are briefly described, along with any minor NPCs who can be

Rumors and Information

While only a few people have actually seen it, the recently discovered body in the holding pond is the topic of many conversations shared around Carson's Mill. Stories about its arrival and condition have been embellished to the point that they are almost unbelievable. Some rumors are provided below, the DM is encouraged to create more rumors more consistent with their own game world. Loggers around town know a lot about the woods within a 15-mile radius, but only a few have actually worked the forests around Krieger's Mill.

- DC 8:** A body washed into the holding pond a few days ago.
- DC 10:** The loggers started a war with some druids by cutting down a special tree.
- DC 12:** A unicorn in the deep forest is hunting loggers and anyone else that wanders into its forest.
- DC 12:** Some of the animals of the deep forest attack you when they see you now, they used to just run away.
- DC 12:** Harl Ubber's body washed into the pond a few days ago, it was ripped apart by insects and his blood was drained.
- DC 14:** Mayor DeVrilis has relatives who live in the middle of the forest. He's worried about them, since they haven't been seen for a while.
- DC 14:** Ghost haunting the hold asylum got free and are haunting the forest now.
- DC 14:** The ghost in that old wizard's tower got free and is turning loggers and animals into zombies.
- DC 16:** In some parts of the forest you can see insects as large as cattle.

found there. The descriptions of the minor NPCs are provided to give the DM and the players an opportunity to role-play information gathering. The DM may also choose to use the NPCs to provide rumors from the list above.

Area A: Alhart Transport

Alhart Transport loads timber onto wagons and barges to deliver to eager buyers. **Harsol Alhart** (human male Ftr 4) runs the business with his partner, **Gnorl Bundersmat** (dwarf male Ftr 3). The small company has a good reputation for being able to deliver on time and for reasonable fees. Harsol owns a number of wagons and three barges that are used to transport the timber. Harsol has two empty barges awaiting lumber and is presently losing money every day they stay empty.

Area B: Heger's Lodge

Heger's Lodge offers clean rooms for rent for the night or week (payment in advance) and a half-price morning breakfast (provided by the Climbing Ivy next door). **Heger Kulkop** (dwarf male Ftr 4) runs the establishment, and his daughters, **Hullis** (dwarf female Com 2) and **Maorta** (dwarf female Com 4), clean the rooms. They are particularly happy to help any unattached dwarven males staying at the lodge, much to Heger's displeasure. The last dwarf who tried to "court" his daughters was thrown from the second-story landing down the lodge's stairs and then his unconscious body was kicked out the door.

Area C: The Woodcarvers Tegrel

The Woodcarvers Tegrel is a woodcarving shop run by **Hap** (human male Drd 3) and **Malky Tegrel** (human male Rgr 2). The brothers carve beautiful statues and art objects from the castoff wood from the mill. The shop itself is a testament to the brothers' skill, as they carved it from the stump of a giant tree. The brothers have a deal with Alhart Transport so that the company carries a few pieces to buyers in bigger cities when the lumber caravans leave town. The brothers are slowly building a reputation along the coast through their magnificent and delicate creations.

Area D: Stables

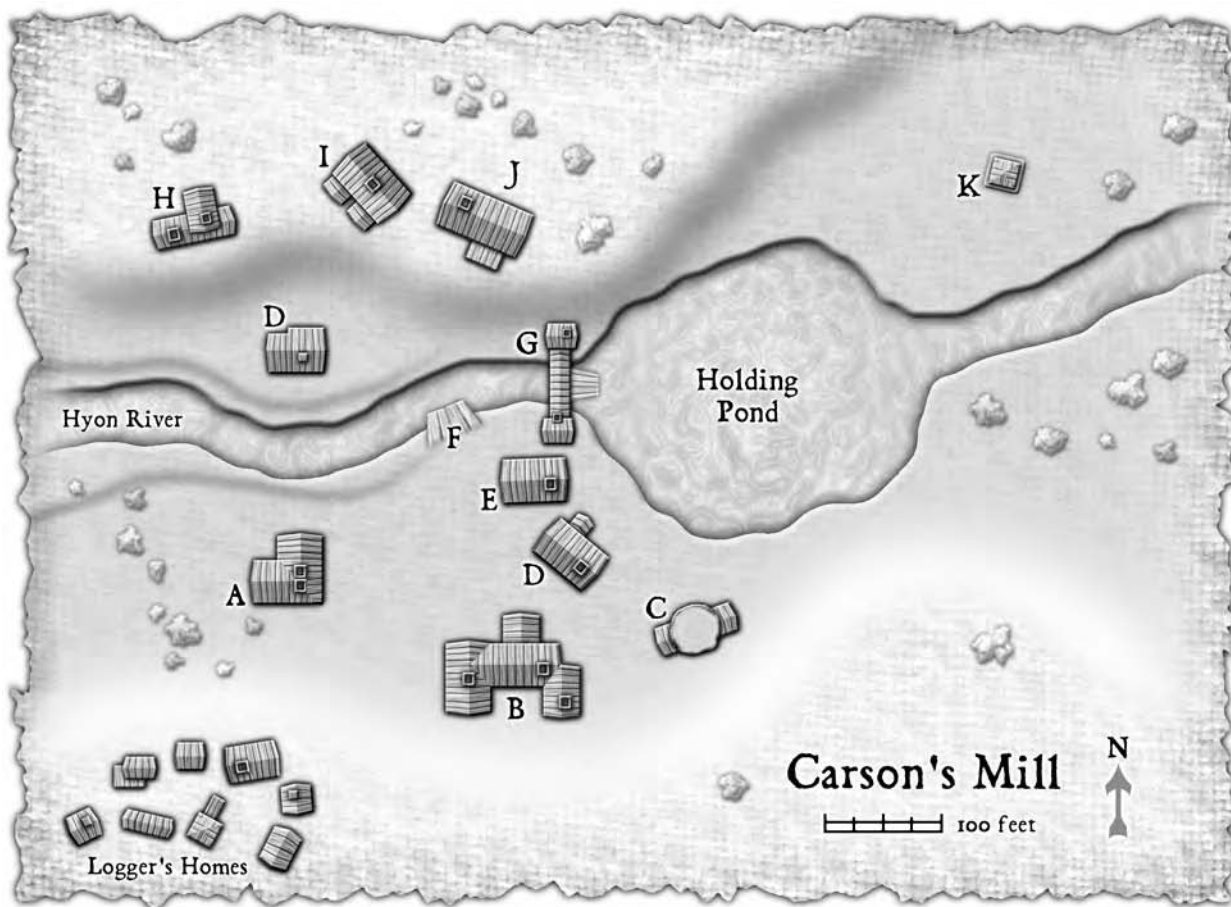
Stables are maintained on each side of the Hyon River. The horses are draft horses used to tow the barges of logs up and down the river to the coast. Narrow dirt mule paths follow along the river's path. Horses are brought upriver from the coast towing the empty barges, then taken to the stables and swapped out with fresh animals for the return trip in a day or so. Each stable maintains 10 horses.

Area E: Warehouse

The warehouse is where logging tools, cut lumber and other items used by the loggers are stored. Stacks of wood fill the interior of the building, with narrow aisles to walk around. Wood is cut in the mill and carried out to the warehouse.

Area F: Inclined Rollway

The inclined rollway is a log ramp down a slight incline to the river. Occasionally, a buyer wants uncut logs. Logs are then manhandled from the holding pond by the villagers and brought to the inclined rollway to await the next barge. The barge is placed at the end of the sloping rollway, and the logs are rolled and pushed down the incline and onto the barge for transport.



Area G: The Mill House

The mill is a stone building straddling the river with two internal waterwheels rising into the center of the building. Long ramps extend from the rear of the building and into the water of the holding pond. Logs are brought up the ramp by loggers and across saws powered inside the mill by the dual waterwheels.

Currently, the body of Harl Ubber is stored inside a side room in the mill, preserved in sawdust to delay decomposition.

Area H: Bamberson's Delivery

Bamberson's Delivery is an up-and-coming lumber transport service run by **Krog** (male human Com 5) and **Splinda Bamberson** (female human Com 3), former employees of Alhart Transport who broke away to establish their own company. So far, they have limited delivery areas but are trying to branch out into cities Alhart Transport doesn't cover.

Area I: Jurl's Emporium

Jurl's Emporium, a trading shop, offers mainly logging and camping equipment to villagers and

travelers for travel in the wilderness. **Kaity Jurl** (human female Rog4) runs the shop. She can usually find normal requested items within a day, and has been known to fill more unusual requests within a week. Jurl has contacts in the black market, from which she buys some items, passing along "acquisition fees" to buyers. Barges often arrive with the captain asked to "pass along a package to Madam Jurl."

Area J: The Climbing Ivy

The Climbing Ivy is a tavern run by **Keon Ingers** (elf male Sor 5) that has a main hall decorated with climbing ivy and branches that create a canopy in the main hall. The 14 tables are carved to resemble tree stumps (done by the Brothers Tegrel). The barman **Hyurl** (half orc male Bbn 3) and barmaid **Ellissa** (human female Ftr 4) keep the peace in the bar. The tavern caters to the loggers and travelers with its wide range of foods and hearty ales. The lack of trade movement lately has hurt supply levels, as well as business, and Keon is eager to see people "get things moving again."

Area K: The Watchtower

Four watchtowers exist in the hills along the path to Krieger's Pointe. The first is located across the holding pond at Carson's Mill. Each is 100 ft. tall, with a cabin atop log pilings rising above the treetops. The view from the cabin watchtower surveys the land for as much as 10 miles on a very clear day. Designed for spotting forest fires and viewing weather patterns, it is almost impossible to see the forest floor or anything that might be moving beneath the cover of the trees. A movable signal mirror is used to alert the next watchtower in line of coming danger. Wet weather patterns and a lack of fires over the past few years have lead to the watchtowers being rarely manned. Even when they were manned, loggers that treated the job as a rest and relaxation time. When logs stopped arriving, efforts were made to contact the next tower in line with the signal mirror, there has been no response.

Someone standing in the watchtower can make out major landmarks in the forest below, but details are harder to determine due the cover provided by the many trees.

Examining the Body

Harl Ubber's body washed into the holding pond near Carson's Mill 5 days ago. Torn, swollen, and decorated with giant insect parts, the body was barely recognizable when it first arrived. It was first drained of blood through long slashes across the neck and torso, then the body began to swell after long exposure in the river water. Mayor DeVrilis ordered the corpse placed in sawdust to delay decomposition and to preserve it. His attempts to keep the state of the body secret and avoid panic have only led to further rumors. A Heal check can determine that the slashes were made by a weapon rather than insect mandibles (DC 15) and a skilled examination (DC 20) determines that the swelling was due to the blood drain and subsequent swelling in the river water rather than any type of poison. Examination of the insect parts (mandible and legs) can determine that these parts were also removed from a giant insect with some type of weapon (Heal [DC 20] separate check, Knowledge (nature), or Survival [DC 15])

Through the Forest

The path to Krieger's Pointe is a narrow, dirt strip that heads through the hills in a more-or-less straight path 25 miles to Krieger's Pointe. Flat wood bridges built by the loggers cross the river in several places. While it follows the river much of the distance, the path detours south near the watchtower closest to Carson's Mill and a connecting flume.

Random Encounters

Normal animals shy away from PCs, but ghoulish rot infected animals are often insane and attack other creatures no matter what their size. If an animal encounter is rolled, roll an additional 1d6, a result of 1–3 indicates a ghoulish rot infected creature and a result of 4–6 indicates a normal, but possibly frightened, animal. Roll a d20 for random encounters and consult the table below. Encounter checks while traveling on the path to Krieger's Pointe are suggested for every 4 hours of travel while checks traveling off the path should occur as often as once every 2–3 hours of travel.

d20	Encounter
1.	Brumley Fergus: 37 hp. See Area 13.
2.	Black bear*
3.	Leopard*
4.	Fox**
5.	Boar*
6.	Moose**
7.	Goblin Patrol (6): 8, 7, 5 (x2), 4 (x2) hps*.
8.	Skunk**
9.	Wild horse*
10.	Weasel*
11.	Deer**
12–20.	No Encounter

*See the MM.

See the **Tome of Horrors by Necromancer Games or Appendix A.

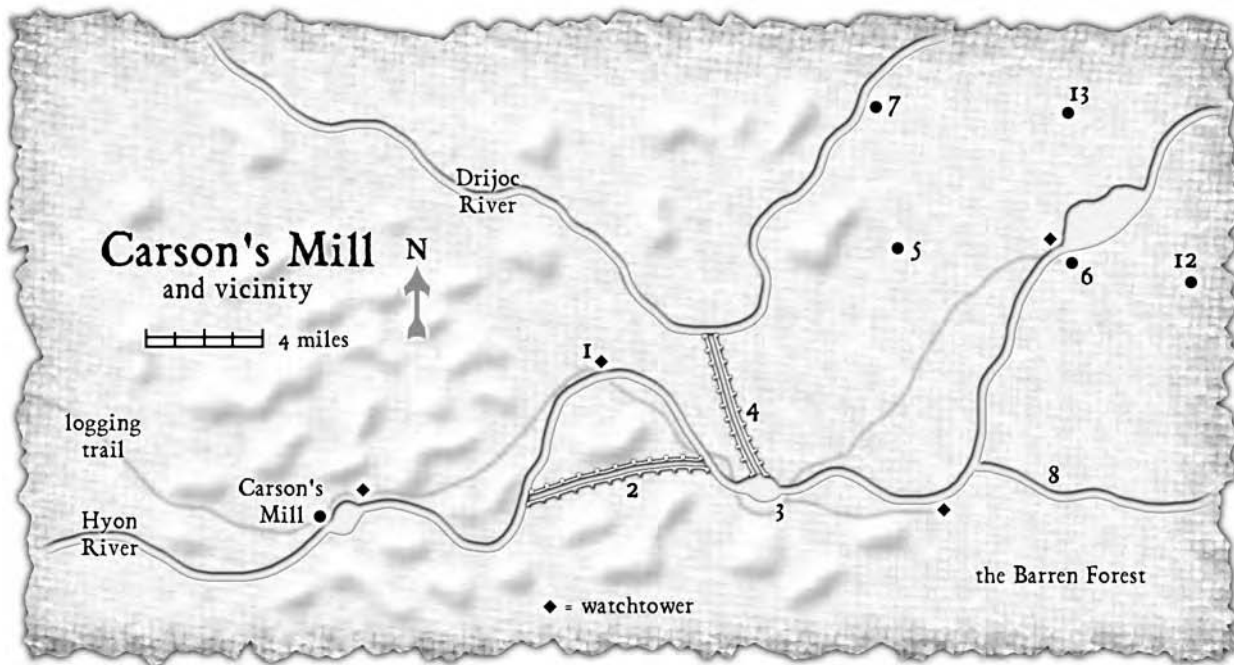
The well-traveled path is usually avoided by animals but lately ghoulish rot infected animals have begun to use it as they travel through the forest. Consult the Sidebar for Random Encounters while traveling through the forest.

Numbered Encounter Areas

Many numbered encounter areas exist along the path and the along the river from Carson's Mill to Krieger's Pointe. Which ones the PCs encounter is based on the route they follow to the outpost village. The following numbered encounters are for the forested hills above Carson's Mill.

Area 1: The Watchtower (EL 4)

The watchtower nearest to Carson's Mill has been taken over by goblins working with the druids of Rachiss. The next tower in the line was also raided, but was then left abandoned. This tower is now being used as a trap and lookout point by the goblins to help prevent any communication be-



tween Carson's Mill and Krieger's Pointe. This watchtower, like the others, has been mostly ignored for several years because weather conditions have made large forest fires rather unlikely. The towers only became important when communication, and the flow of logs, ceased.

The tower's four wooden supports are spaced evenly 40 ft. apart. A zigzagging wooden staircase winds upward, each staircase rising 20 ft. before ending at a wooden landing where the next set of stairs waits. A wooden railing surrounds the landings. At the very top is a small cabin. Taut wires angle downward into the forest from the cabin, connecting to trees around the structure. While the wires appear to stabilize the structure, they are designed as an escape route for the goblins inside. Shadowy forms of the **6 goblins** occupying the cabin can be seen from the ground (Spot DC 18). An additional **6 goblins** hide in the forest waiting to see what the PCs might decide to do (Spot DC 20).

The cabin itself is a mess of broken furniture and scarred wood. Harl Ubber and his traveling companions were captured here. His three companions were taken to the goblin village as hostages, while Harl was the unfortunate slain and made to look as if insects had killed him. Goblins leave refuse from their meals in one corner, making the entire cabin stink of rotting food, a smell the goblins tolerate quite easily.

Goblins (12): CR 1/3; hp 6 (x4), 5 (x2), 4 (x4), 3 (x2). Armed with small short bows and hand axes.

Tactics: Goblins in the tower wait for PCs to climb the stairs. When PCs reach the fourth and final landing (80 feet off the ground), the goblins take turns firing arrows through the trapdoor. The goblins pointedly do not descend to attack; they previously loosened the top joint of the staircase and know any weight on it can cause it to fall.

More than 100 pounds of weight crossing the center of the staircase causes the staircase to fall. Anyone on the staircase past the halfway point takes 1d6 points of damage as the staircase falls and must make a Reflex save (DC 12) to avoid being thrown over the railing to the ground (8d6 points of damage). Anyone below the central point of the staircase suffers 1d6 points of damage as the stair falls, but is not in danger of being tossed over the railing.

Falling staircase: CR 3; mechanical; location trigger; manual reset; 1d6 points of falling damage; Reflex save (DC 12) to avoid being thrown over railing (8d6 points of damage); Search (DC 22); Disable Device (DC 17).

If PCs climb into the cabin, the goblins grab leather pouches from their belts, wrap them over the stabilizing wires and slide into the treetops. PCs attempting to follow them down the wires must succeed at a Reflex save (DC 11) to slide down the wires (1d4 points of damage from friction burns if hands are unprotected). Failure forces a Strength check (DC 13) to avoid falling to the ground (4d6 points of falling damage). Climbing down the wire is much slower (Climb check DC 10) and gives the goblins time to cut the wires (Reflex save [DC 15] or Strength check

[DC 10] to avoid falling to the ground and taking 4d6 points of damage)

While the PCs are distracted by the goblins in the tower, goblins climb down from the trees and surround the base of the tower, threatening to burn it. They demand the PCs throw down their weapons and surrender. Wood of the tower is not overly flammable, but the goblins throw flasks of oil on the lower steps and the base of the tower and light it if the PCs do not comply. If nothing else, the fire provides enough of a distraction for the goblins to retreat to the village for assistance.

Area 2: The Flume

A log flume branches from the winding river, creating a straight passage toward Carson's Mill. Cut wooden beams support the flume about eight feet above the ground as it slopes downhill. Support beams show some signs of tampering (Spot DC 14) but the goblins eventually turned to a weaker point to attack the flume. Anyone with the Track feat can follow goblinoid footprints back to the goblin village (Survival DC 15). The druids of Rachiss sent the goblins to destroy the flume, but the goblins were attacked and turned away by a leopard infected with ghoul rot. The goblins eventually destroyed a portion of the flume where their small village now sits.

Area 3: The Holding Pond (EL 3)

The holding pond is a 200 ft. wide by 1,400 ft. long reservoir where logs from Krieger's Pointe can be held for a time, sent downriver to Carson's Mill, or diverted to the Drijoc River for transport to other locations downriver. A 10 ft. tall cobblestone dam blocks the western end of the pond. Two log flumes open off the dam, one heading toward Carson's Mill and the other going toward the Drijoc River. A spillway prevents the pond from overflowing and destroying the flumes, and allows the river to continue along its natural course.

Wood shunts on the dam allow the loggers to direct the cut trees in the pond either to Carson's Mill or to the Drijoc River. Goblins hired by the druids of Rachiss captured the pond and have not allowed the logs currently in the lake to head to either location. The lake is crowded with 16 ft. logs that average 2–3 ft. in diameter. Inclined rollways used to manipulate the logs into the flumes make rolling logs onto them much easier. The large in

The path from Carson's Mill drops down from the north to follow the southern edge of the holding pond before crossing a 40 ft. span of wooden bridge along its eastern edge. Passing along the top of a natural ravine, anyone on the path can easily see the mass of logs collected in the pond, and can be easily seen by the 8



Crossing the Lake

Logs floating in the pond provide a possible route across. Anyone moving across the logs must succeed at a Balance check (DC 12) to move at half speed. Attempting to move at full speed invokes a -5 circumstance penalty. Calked boots (boots with spikes on the bottom) provide a +4 circumstance bonus. Anyone failing a Balance check stumbles on the shifting, rolling logs, and plunges into the water. The floating logs themselves are a hazard, forcing a Swim check (DC 12) for anyone in the pond. Climbing back onto a log requires a Strength check (DC 10) followed by a Balance check (DC 14).

goblins guarding the area. The goblins keep several canoes near the northern flume heading toward their temporary village (Area 4). Under orders to capture or kill anyone seen at the holding pond, the goblins wait until the PCs are near the edge of the pond before beginning to fire their arrows.

Goblins (8): CR 1/3; hp 9, 8 (x2), 7 (x3), 5 (x2).

Tactics: The goblins hide behind the inclined rollway (Hide +5) on the north side of the holding pond, waiting to attack until PCs start moving across the dam or the logs. The goblins fire arrows at the PCs, using the partial cover of the inclined rollway and flume for added protection. They specifically target PCs attempting to cross the logs in the pond, or that try to charge across the bridge. If PCs close to within melee range, or if half their numbers are lost, the goblins grab canoes and head down the flume toward their village (Consult the “Riding the Flume” sidebar).

The PCs can decide to run across the floating logs (see the sidebar) or they can go across the bridge to the east, or attempt to cross the top of the dam to the west. Crossing the top of the dam requires several Jump checks. Crossing the 10 ft. gap near the center with a running start is not very difficult (DC 7) but making it across the wet 7 ft. gap near the shunt is more difficult (DC 12) due to the splashing water and slick surfaces. Anyone failing a Jump check by 5 or more must succeed at a Reflex save (DC 15) to avoid falling into the torrent of water and being swept over the spillway (1d6 points of falling damage, Swim check [DC 15] to make it to the side of the river).

Area 4: The Goblin Camp

Goblins working for the druid enclave established a crude camp consisting of mud-and-thatch huts near a spill pond created when they destroyed

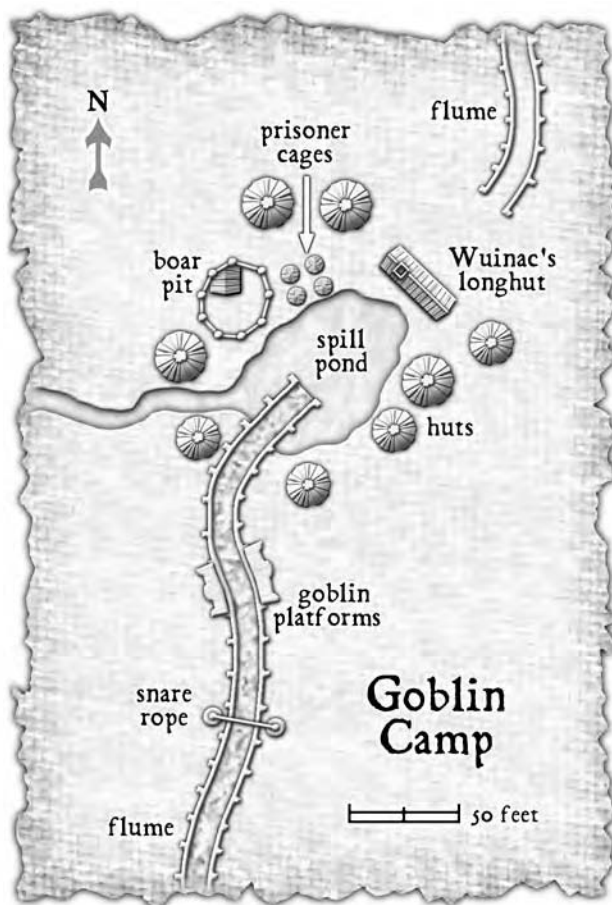
Riding the Flumes

Each of the goblin’s carved-log canoes can hold four people. The flume’s flowing water automatically sends the small boats careering down the waterway (Speed 120 ft.). The northern log flume follows a relatively straight course to the Drijoc River, but goblins have broken the flume so it only reaches the goblin village (Area 4) about a half-mile down the flume. The western flume is designed to meet the Hyon River again where the logs continue onto Carson’s Mill.

PCs that stay low in the canoe can simply ride it through the flume. Firing ranged weapons, making violent movements, or attempting to stand up must make a Balance check (DC 12) to avoid falling into the flume itself. Anyone thrown from the canoe must make a Reflex save (DC 10) each round of travel to avoid 1 point of subdual damage as the rushing water buffets them against the sides of the flume. Trying to leap out of the canoe and over the side of the flume is even more dangerous. While the flume is only 6–8 ft. above the ground, the high speed and nearby trees cause additional damage to anyone leaping out of the flume. The fall itself causes 1d6 points of damage, and forces a Reflex save or Tumble check (DC 15) to avoid some of the nearby trees (success, 1d6 points of damage; failure 3d6 points of damage).

Goblins have broken open the western flume toward Carson’s Mill about a quarter of a mile west of the pond. Anyone traveling on that flume crashes into the ground (4d6 points of damage, Reflex save or Tumble check [DC 12] for half). The northern flume is watched by the goblins, and is trapped closer to the goblin village (See Area 4).

the log flume connecting the Hyon and Drijoc rivers. A scouting party from the Crushed Antler tribe encountered the druids while hunting several years ago. Paid in healing spells, potions, and gold, they have steadily become little more than mercenaries working at the druid’s behest. They have standing orders to inform the druids immediately of any “visitors” to the woods, and to detain or slay the new arrivals if possible. The druids don’t rely too heavily on the goblins’ abilities, however, using them more for roles such as guard duty at the holding pond.



If the goblins in Area 3 escape down the flume and are not immediately followed, they alert the goblin village to the presence of the PCs at the holding pond. The goblins immediately organize a war party to return overland to capture or kill the intruders. The war party consists of **15 goblins**. It takes approximately an hour for the goblins to form up and march overland to the holding pond.

Meanwhile, the goblins remaining in the village organize themselves into armed patrols to watch the perimeters of the village for the PCs. The goblins double the watch at the goblin platforms (Area 4–2), and place a tethered log in the flume there to stop anyone riding the flume to the village (see details at Area 4–2). There are usually 30 or more goblins in the camp, these numbers don't include goblins on watch or guard duty at different locations.

Area 4–1: The Snare (EL 2)

A rope was strung across the flume route to thwart anyone using the waterway. The goblins know to duck their heads shortly before the rope. The single strand of rope is connected to trees on both sides of the flume trough. The high speed means that the rope can only be seen with a Spot check (DC 18). Anyone who does not lower his head slams into the rope, suffering 1d6 points of damage. Further, anyone standing or raising

up when striking the rope must make a Reflex save (DC 14) to avoid being pulled from the boat for another 1d6 points of damage as they land in the rushing water of the flume (see the Sidebar “Riding the Flumes”). The rope can be easily cut simply by holding up a sword or other slashing weapon.

Rope snare: CR 1/2; Atk +10 melee (1d6, rope); multiple targets (all targets passing through rope's line); Spot DC 18 to recognize and avoid.

Rope line: 2 hp, hardness 0.

Area 4–2: The Goblin Platforms (EL 3)

PCs taking the time to look ahead can see goblins (Spot DC 14) watching the waterway from two raised platforms nest to the flume. On each platform, **6 goblins** stand guard. Armed with spears, they attack any non-goblins riding the flume toward the village. To avoid hitting one another, the goblins on the east side of the flume launch their spears as the intruders approach the platform, while those on the west side throw as the intruders pass. The travel speed of the canoes makes it very difficult to hit a target, giving both the goblins and the PCs (if they choose to make an attack) a –2 penalty to their attack rolls.

Goblins (6): CR 1/3; hp 6, 6, 5, 4, 3, 3. Each armed with 2 spears and an axe.

After throwing their spears, one of the goblins blows a horn to warn the villagers of incoming travelers. If the PCs take the time to hide at the bottom of the canoes and cover themselves with blankets, the goblins standing watch must make a Spot check opposed by the PCs Hide check to recognize them as intruders rather than a delivery of some sort sent from the holding pond.

If the goblins from Area 3 escape the PCs and alert the village, a log is tethered to the platforms to block the flume. Striking the log while in a canoe inflicts 1d8 points of bludgeoning damage and forces a Reflex save (DC 16) to avoid being thrown from the canoe (consult the “Riding the Flumes” sidebar for damage when jumping from a canoe). Once halted, the goblins begin throwing spears and the PCs, fleeing back to the village when they have thrown their spears. If the PCs are down, they press their attack, killing or capturing anyone they can.

Area 4–3: The Spill Pond (EL Variable)

Water flows out of the broken flume into a natural sinkhole forming a natural, shallow, 40 ft. diameter pool. The 6 ft. drop from the flumes

mouth to the surface of the water deals no damage to anyone traveling in a canoe, but anyone being washed down the flume takes 1d4 points of subdual damage unless they make a successful Tumble check (DC 14). Water trickles away from the pond to the east and a number of small mud and thatch huts are constructed near the pool itself. The flume begins again on the other side of the temporary village, traveling to the Drijoc River 6 miles to the north. The remainder of the flume is unusable unless it is repaired at this point.

Tactics: Splashing down into the pond attracts attention within 1d4 rounds as goblins come out to investigate. If the horn at the platforms was sounded, 6 goblins have already emerged from their huts. It takes them 1 round to prepare to attack the PCs as they make it to the side of the pond. An additional 2d4 goblins show up every round until the entire village is present to repel invaders.

Increased activity from fighting around the pond enrages the dire boar (Area 4–6), which charges through its fence three rounds later. The boar attacks goblins and PCs indiscriminately, attacking the closest target.

Area 4–4: Goblin Huts (EL Variable)

The goblin huts are hastily built mud-and-thatch structures big enough for 6 goblins apiece. The goblins live a spartan existence in the temporary village. They eat and sleep in their huts. The structures are filled with forest detritus, and some have broken stumps for tables. Others contain piles of leaves used by the goblins for bedding. Deer antlers are driven into the walls as a symbol of their tribe and a superstitious desire for protection. If the PCs manage to enter the village by stealth, they find 2+1d4 goblins in each hut. Others are on guard duty elsewhere.

Goblins (30): CR 1/3; hp 5 (average).

Area 4–5: Wuinac's Hut (EL 3)

Wuinac, leader of the warparty, lives in a three-room mud longhut. The door is 3 ft. tall and narrow enough to force anyone Medium or larger to squeeze through. Squeezing through the small doorway gives a –1 circumstance penalty to attack and damage rolls while in the doorway and eliminates any Dex bonus to AC. If Wuinac retreats into the longhut, he brings two guards with him. These goblin guards stand to each side of the doorway and strike anyone attempting to enter.

The middle portion of the hut is a combined meeting room, torture room, and celebration room, while one end of the hut is reserved as Wuinac's

sleeping area, and the other for Hufgol, a druid that was in the camp to monitor and “advise” the goblins. Hufgol has since left, he recognized the dire boar's infection and left in a hurry. He left behind 15 sealed jars of vinegar used to protect himself from the ghoul rot, and a beetle carapace shield (AC +1, armor check penalty 5%). Hufgol recognizes his shield if the PCs visit the Asylum (see Area 7) and tries to buy it back.

Wuinac, male goblin Ftr3: CR 3; SZ S; HD 3d10; hp 21; Init +5; Spd 30 ft.; AC 19, touch 12, flat-footed 17; BAB/Grapple +3/–1; Atk +6 melee (1d6+2, masterwork longsword, crit 19–20); Full Atk +6 melee (1d6+2, masterwork longsword, crit 19–20); SQ Darkvision; AL NE; SV Fort +3, Ref +2, Will +1; Str 15, Dex 12, Con 10, Int 13, Wis 10, Cha 7.

Skills: Climb +3, Handle Animal +4, Hide +5, Intimidate +4, Listen +2, Move Silently +5, Spot +2. **Feats:** Alertness, Combat Expertise, Improved Initiative, Power Attack.

Languages: Goblin, Common.

Possessions: masterwork longsword, masterwork breastplate, heavy wood shield, potion belt, *potion of bear's endurance*, *potion of enlarge person*, *potion of bull's strength*, *potion of cure light wounds* (x2).

Goblins (2): CR 1/3; hp 6, 5.

Tactics: Wuinac tries to organize the goblins into a fighting force if invaders enter the village via the spill pond. He directs goblins into fighting formations around the pond and orders archers to shoot at anyone in the lake. If the village is assaulted by land, he has the goblins make a formation around the main longhut. He takes the time to quaff his potions before entering into battle, and fights mightily if pressed. If the battle goes against the goblins, he makes an effort to escape to flee to the Asylum (see below)

Area 4–6: The Boar Pit (EL 4)

A rickety wooden fence rings this muddy enclosure. The sty is the home of the goblins' pet, Swill, a **dire boar**. The boar normally has free run of the village, but the goblins contained the beast when it became overly aggressive. None of the goblins knows that the creature has succumbed to ghoul rot. Hufgol spotted the telltale signs of the disease and decided to get away before the boar snapped. The druids of Rachiss have not told the goblins about the ghoul rot, or how to prevent it. The boar sleeps in a lean-to inside the fenced enclosure, burying as much of its bulk in the mud as it can. The fence is mainly for show, and the boar so far has not crossed it because the ghoul rot makes the animal want to sleep.

Swill, dire boar: CR 4; hp 51.

Tactics: Any loud noises (such as melee near its pen or the goblins mobilizing to fight the PCs) cause the dire boar to wake and begin angrily seeking the source of its pain. It charges through the rickety fence, its massive body shattering the enclosure. Swill terrorizes the goblins as well as any PCs, maddened as it is by the ghoul rot infecting its brain. Due to his size, Swill charges through the crude mud structures without slowing down.

Area 4–7: The cages

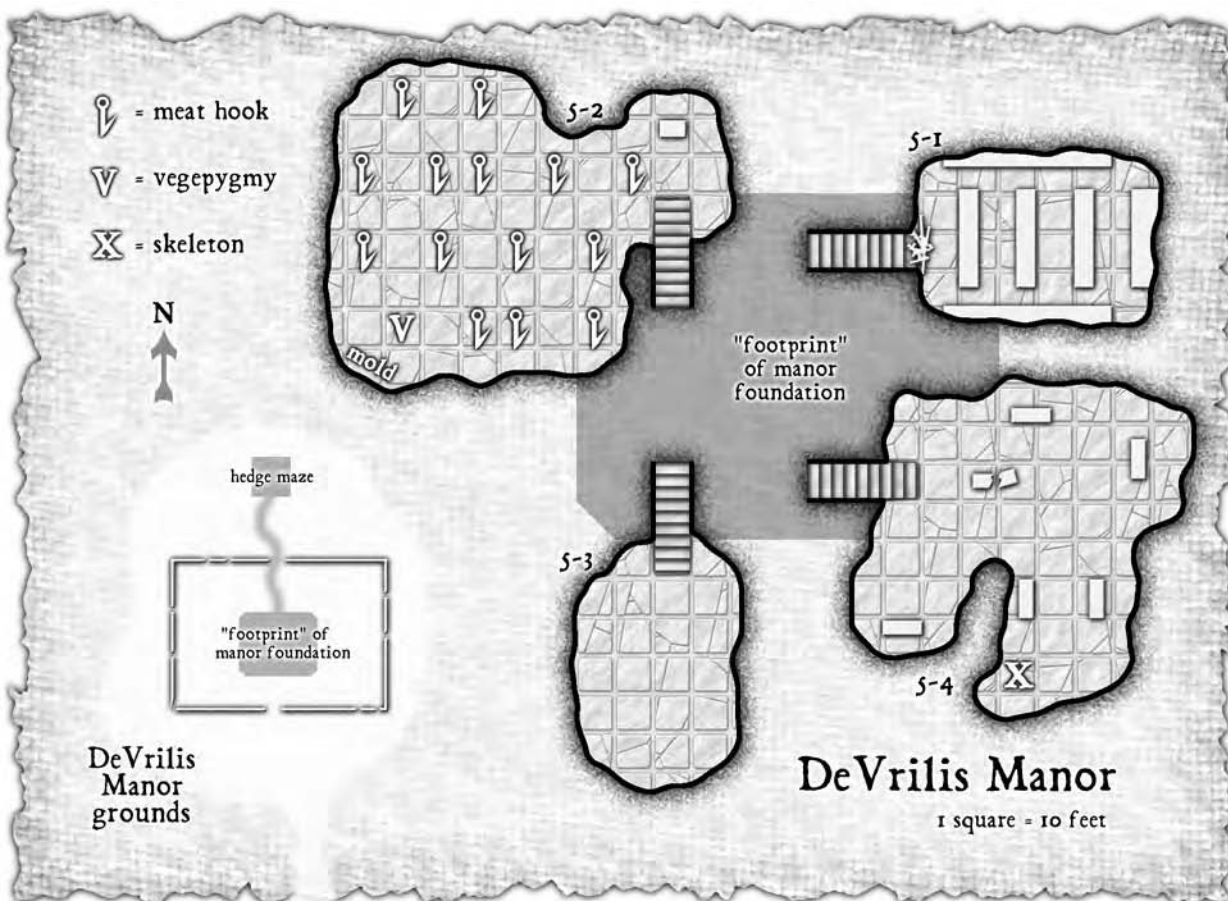
Travelers captured by the goblins are placed in these four cages. Two of the enclosed cages contain ragged humans, loggers from Carson's Mill who were sent to make contact with Krieger's Pointe. The third contains a logger's body, while the fourth is presently empty. The caged loggers are **Hinton Wert** (human male Ftr 2) and **Tomash Maldon** (human male Rgr 1). The pair left Carson's Mill with **Rood Makae** (the body in the third cage) and Harl Ubber. They were captured and overpowered by the goblins at the watch tower, then tortured by Hufgol and Wuinic. The loggers are incoherent from lack of food and water, and from sitting in the sun for a week. They know that Harl Ubber was killed by the human helping the goblins but don't know why. They recognize the shield from Area 4–5 as belonging to the human that was helping the goblins.

Area 5: DeVrilis Manor

A stone foundation is all that remains of the once-grand DeVrilis manor home. **Chelmal**, the matron of the family, built the home to raise her grandchildren, **Seshan** and **Lauryen**, after their mother died and their father never returned from the deep woods. Her past as a druid of Rachiss returned to haunt her and brought about the destruction of the grounds. A hedge maze and the cellars beneath the mansion's foundation are all that remain.

Chelmal helped develop the ghoul rot and discovered that vinegar could cure it. However, when her daughter died during her second childbirth, and the druids had the gall to call it the natural order, Chelmal broke from their ranks to raise her grandchildren. Chelmal is the older half-sister of Reils DeVrilis, the current mayor of Carson's Mill.

In order to prevent Chelmal's interference, the druids attacked the mansion in the night, setting fire to it and driving Chelmal and her grandchildren, Seshan and Lauryen, into the cellars carved into the bedrock beneath the house. An agreement brokered with a trapped efreeti guaranteed the children's safety should she ever request it. When the druids attacked, Chelmal gave Seshan a journal detailing her hand in creating the ghoul



rot, then called the efreeti using a special phrase. The children vanished into smoke, transported to the hedge maze behind the manor. Despite her efforts to achieve her own freedom, she succumbed to the thick smoke filling the cellar.

The efreeti kept its word, to an extent. His “word” removed the children from immediate danger by placing them in a place where no one could touch them. The children live in an alternate version of the hedge maze that is superimposed on the current, real version. In fact, three “versions” of the hedge maze exist: an illusionary outer appearance, the real version inhabited by creatures and plants that moved into the hedge or were left by the druids, and the idealized version where the children live, protected from aging and hunger by the efreeti’s magic.

The Manor Grounds

Only the crumbled, burned remains of the mansion remain. Thick weeds grow through the crumbled ruins of the manor, hiding some of the scars to the land that the fire caused. Four sets of stairs descend through the bedrock foundation into stone cellars beneath the house. Carson’s Mill knows nothing about the blaze, although some residents saw a “red glow” in that direction about two months ago. The loggers of Krieger’s Pointe know there was a fire somewhere in the forest west of them, but the wet weather left them unconcerned and nobody has had time to investigate due to the ghoulish rot and insects.

Kobold adventurers discovered the burned-out mansion and cleared rubble away from the 4 sets of stairs descending into the cellars. One cellar stored the manor’s wines, while another housed food-stuffs. A third was a storage area for household items, and the final was a refuge Chelmal used for her personal belongings and to practice perfecting various spells. The cellars make perfect homes for some of the creatures that have decided to move in.

Area 5–1: The Wine Cellar (EL 2)

Now home to 7 kobolds, who guzzle the fine vintages left behind on the floor-to-ceiling racks, a wine rack is propped against the lower stairs of the wine cellar to keep out unwelcome visitors. The kobolds boarded up the entry with one of the wine racks to keep out the vegpeygm (Area 5–2) from the other cellar, but have loosened a few of the shelves so they can easily climb in and out. The kobolds using the hedge maze entry (Area 5–5) as an hunting spot sleep and eat here. The remaining bottles of wine are piled in the center of the room where the kobolds drink freely when they are “off duty.”

Kobolds (7): CR 1/4; hp 4 (x3), 3 (x3), 2. Armed with spears and short swords.

Combat Tactics: The kobolds are all at least partially drunk, suffering a –1 penalty to attack, damage, and saving throw rolls as well as a –4 circumstance penalty to Spot and Listen skill checks. The kobolds attack anyone coming down the steps in a near frenzy, throwing their spears and closing with short swords. At least to start, they are more frightened of the vegpeygm through the only other exit than they are of the PCs.

Experience Adjustment: The DM is advised to only award 75% of the normal experience due to the kobolds’ penalties.

Area 5–2: Food Storage (EL 6)

Slabs of rotting meat crawling with worms hang on rusted hooks driven into the stone ceiling of the cellar. The air is chilly and puddles of water still drip from the hunks of meat. A broken chest sits in the corner, slats pried from the lid and sides. The cellar was kept magically chilled and used as cold storage by the manor home. The magic keeping the room cold has since faded.

The kobolds in the wine cellar (Area 5–1) raided this pantry early on, making off with the majority of unspoiled food before finally settling in the wine cellar. The far corner of the cellar is now coated with a **russet mold**, which sprays its spores at anyone approaching its corner. The mold killed one kobold when it wandered into the cellar in a drunken stupor, creating a **vegpeygm guard**. Unsure of what it is, where it is, or what it should be doing, the vegpeygm guard attacks anything entering the room and attempts to draw them toward the russet mold.

Russet mold: CR 6; hazard, see the *Tome of Horrors* by *Necromancer Games* or Appendix A.

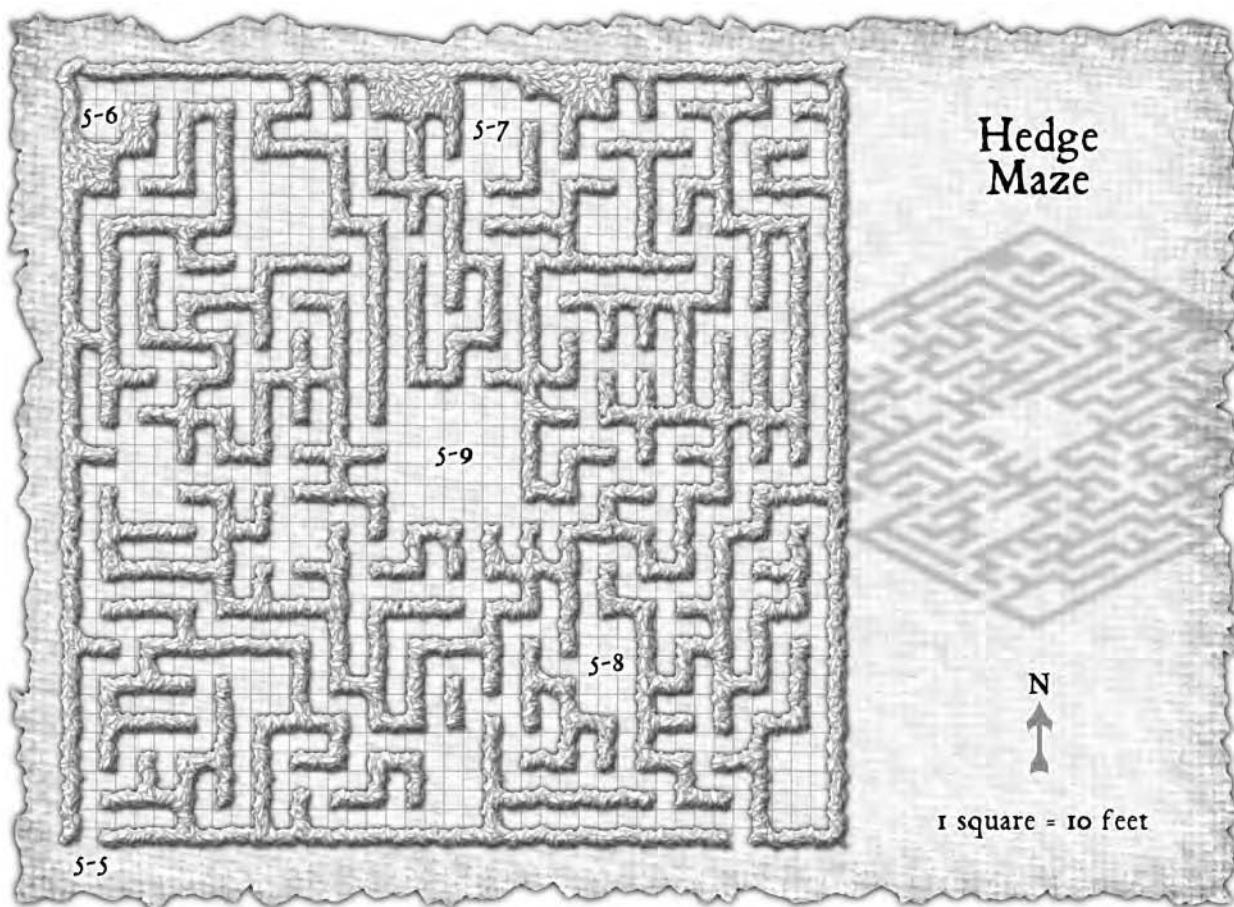
Vegpeygm guard (1): CR 2; hp 20. See the *Tome of Horrors* by *Necromancer Games* or Appendix A.

Area 5–3: Storage

A broken canopy bed, decorative vases and screened partitions are stored here. Everything smells like smoke and is still coated with a fine layer of ash from the fire. Kobold footprints meander through the soot and ash. The creatures come here occasionally seeking items to carry back to their cellar.

Area 5–4: Laboratory

Chelmal’s personal laboratory contains a splintered table, broken cabinets and other destroyed items Chelmal used in her spell research. The



druids destroyed the items after Chelmal died here. Her skeleton lies against the wall in a corner. It is clear that someone searched the room without success. Whether it was the kobolds or someone else is unclear. Chelmal's skeletal corpse is burned beyond any ability to speak, making *speaking with dead* spells useless.

The Hedge Maze

The hedge maze appears well maintained, with cut grass and pruned trees forming the maze's walls. All of this is an illusion created by the efreeti after transferring the children to the maze. Despite the weeds flourishing around the rest of the manor house, the grass near the maze always appears recently cut. The "real" maze is only apparent to someone crossing the flagstones at the two entryways. Then the high weeds, unkempt tree walls and other hazards reappear. Anyone crossing the flagstones vanishes from those watching outside (an effect of the illusion), although those inside can still see those waiting outside the entry. The flagstones have no part in this vanishing effect, but simply mark the maze's entrance. A person leaving the maze reappears outside once he crosses the flagstone. Removing the flagstone doesn't

change the illusion which simply replaces the stone with an illusionary copy.

Anyone climbing over a hedge wall similarly vanishes after reaching the top. Anyone flying into the maze from above sees the well-kept pathways and central courtyard until entering the maze, at which point everything shifts to the rundown version.

The third version of the maze is the idealized form inhabited by the children. They see none of the traps and monsters within the maze, and can, in fact, skip right over open pits, through obstacles and past monsters without acknowledging them. Their forms are visible in the real world as ghostly beings because of the overlap of the maze's multiple versions.

The layout of the maze stays the same in all three versions. The only way to interact with the children is to follow the meditation path's circle at the center of the maze until reaching the center point. Then, the being temporarily enters the third realm, although it cannot move from the spot. The person can speak with the children, however, and might convince them to return to the real world. They bring their grandmother's journal with them if they decide to return.

Random Encounters

Roll a d20 for every hour spent in the maze and use the list below for random encounters inside the maze.

d20 Encounter

1. **Seshan:** The 12-year-old boy is extremely bored with the “perfect” maze, having solved its paths many times over in the time he’s been trapped within. He skips imaginary stones, sulks and even attempts to leave the maze via one of the entrances. PCs cannot interact with Seshan unless they complete the meditation path at the center of the maze.
2. **Lauryen:** The 10-year-old girl has adjusted much better to the maze than her brother, delighting in the smallest parts of the maze. She often gathers unseen flowers, skips through the maze or simply sits and appears to draw faces or people in the dirt. PCs cannot interact with Lauryen unless they complete the meditation path at the center of the maze.
3. **Violet fungi (2)** The fungi live in the hedge maze walls, and flail at any being crossing between them.
4. **Giant ticks (3)***
5. **Hengrel, a satyr*,** roams here for his enjoyment. He warns PCs of the dire badger in the central courtyard if asked. If rolled a second time, roll again.
6. **1d2 jupiter bloodsuckers*** growing in the thick weeds covering the ground.
7. **Cobra flower***
8. **Huge viper snake**
9. **Archer bush***
10. **Witherweed***
- 11–20. **No Encounter**

*See the **Tome of Horrors** by **Necromancer Games** or Appendix A.

Random encounters should be used sparingly, and each encounter should be used only once. If an encounter is rolled a second time, treat it as no encounter. Not all encounters should result in a battle, the DM should allow the PCs to use their creativity to avoid violent encounters.

Area 5–5: The Entrance (EL 2)

A group of **kobolds** hunting in the forest found the mansion and the maze and decided to explore them. They discovered the change as they passed through the illusion, but through trial and error discovered that they could linger in the entry and ambush animals that couldn’t see them. The 6 kobolds “hunting” here are part of the group that lives in the wine cellar (see Area 5–1 above).

Kobolds (6): CR 1/4; hp 4 (x2), 3 (x2), 2, 1.

Area 5–6: The Nest (EL 2)

An **axe beak** wandered into the hedgerows and has made a nest inside the maze. It pecked a hole through the outer wall to get into the forest and comes and goes to find food. It has two eggs it is caring for and aggressively defends any who intrude on its nest.

Axe beak: CR 2, hp 19. See the **Tome of Horrors** by **Necromancer Games** or Appendix A.

Area 5–7: The Croaking Statue (EL 2)

Standing in the clearing is a marble statue of a stone giant holding a partly open clam on his shoulders. A small pool of murky water surrounds the base of the statue. A trickle of water runs out of the clam, as if something is blocking it.

A **giant frog** rests in the damp interior of the clamshell. It attacks anyone climbing up to peer into the shell.

Giant frog: CR 2; hp 17. See the **Tome of Horrors** by **Necromancer Games** or Appendix A.

Area 5–8: The Rabbit Hutches (EL 5)

Seshan and Lauryen raised rabbits in these wooden cages. The druids released the pets when they burned the manor. A few remain in the hedge maze, “adopted” by an **al-mi’raj** that wandered into the area. It killed the males and has fathered 5 **more al-mi’raj** with the females. Occasionally, one or the other of the ghost children can be seen looking into the empty cages, petting unseen rabbits. In their version of the maze, the rabbits still exist.

Al-mi’raj (6): CR 1; hp 11, 8 (x2), 7, 6 (x2). See the **Tome of Horrors** by **Necromancer Games** or Appendix A.

Tactics: The al-mi’raj and its brood attack anyone bothering the female rabbits.

Area 5–9: The Meditation Path (EL 2)

Smooth stone flagstones create a spiral path leading out from the center of the maze. Some of the stones are broken and forced out of the ground, but the outline of the path remains. Large holes dot the clearing where something has dug up the earth and moved aside the stones. The holes were dug by a **dire badger** that angrily guards its territory. The badger has given up attacking the ghostly figures of Lauryen and Seshan, but is certain to attack anyone that appears to be solid.

Once a beautiful meditation path decorated with flowers and populated by bees and birds, the now

Rescuing the Children

Anyone completing the meditation path enters the idealized realm inhabited by Lauryen and Seshan. After 5 minutes, no matter where that PC is, they return to the real world again. During that time the PC can speak to Seshan and Lauryen, possibly convincing them to return to the real world by following the path in reverse. Seshan is easy to convince, but Lauryen is skeptical, fearing the druids that burned down the mansion and killed Chelmal.

If convinced to return, they bring Chelmal's journal with them. The journal details Chelmal's involvement in creating the ghoul rot, but also mentions Varzalg and several other druids by name. It also details the fact that vinegar treatments can cure the disease in its early stages, and makes claims that Varzalg's real plan was to slay the giant insects nearby for use in his magical spells.

If rescued from the maze, Mayor DeVrilis gladly takes custody of the children, welcoming them into his family as if they were his own. PCs rescuing the children and bringing them to safety should receive a 100 XP bonus each.

overgrown path looks ugly and abandoned. Chelmal used this path daily, she found the trip through the maze relaxing and the walk around the stones doubly so. These walks made it easier for her to connect with nature and the children often followed along with her. Lauryen often walks the path, which is a link between the real world and the idealized maze she and her brother inhabit. When walking the path, her ghostly form flickers in and out of solidity, a clue to the path's powers.

Anyone walking the spiral path from its start to the center focal point loses substance and enters the idealized maze the children inhabit for a period of 20 rounds. The person must start at the outermost stone and follow the flagstones to the center, not stopping or deviating from the path. It takes several minutes to walk the path, something that is almost impossible to accomplish without somehow dealing with the dire badger that claims this entire area as its home.

Dire badger: CR 2; hp 28.

Tactics: The dire badger charges from its den to attack anyone that comes into the clearing. A skilled ranger or druid might stand a chance of calming the creature before it does serious damage, but otherwise the PCs shall have to somehow subdue or slay it.

Area 6: Krieger's Pointe

Sitting just inside the ancient Jakeer forest, Krieger's Pointe is little more than a small settlement built around an aged and weathered tavern and trading post, The Buzzard's Roost, and an old molasses mill. The village is nothing more than an outpost dedicated to supplying Carson's Mill with logs to be cut and sold as timber. Virtually all of the residents here are simply here to make as much money as they can before moving on again.

Krieger's Pointe is caught in the middle of a war zone. Attacked by giant insects, ghoul-rot infected animals, and even a few night raids by goblins, the residents live in fear of further attacks. While Icktyl Yar now knows that the Druids of Rachiss are responsible for the ghoul rot and has stopped attacks against the village, she and most of the insects simply view the loggers as a problem to be dealt with in the future. The few skilled fighters residing here cannot risk leaving the village unprotected to deal with the marauding insects and goblins, so they defend the area as best they can. They keep the gates closed, keep a good watch, and pray for assistance.

Krieger's Pointe (village): Conventional; AL CN; 100 gp limit; Assets 2,500 gp; Population: 70; Mixed (human 80%, half-orc 10%, dwarf 7%, half-elf 3%).

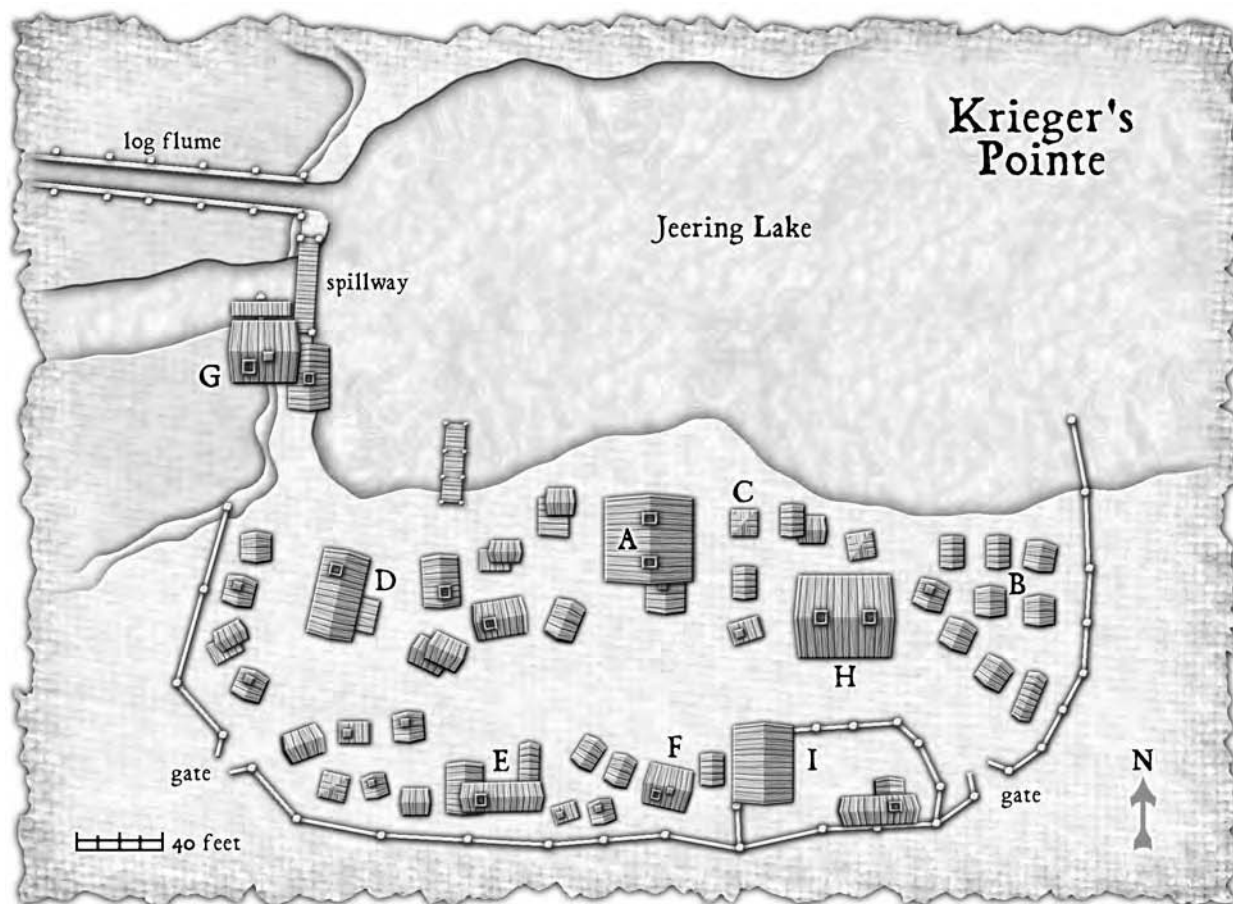
Authority figures Kudan Stoenawl (Rgr 6)

Important characters: Tater Rootnose (War2), Worrel Snodgrass (Exp3), Jareen Stoenawl (Wiz4), Beldawn (Rgr3), Nimbold Stoenawl (Rgr3), Dovar (Exp4).

Others: Town guards, Ftr 2 (x5) and War2 (x10); Woodsmen, Rgr1 (x5), Rog 2 (x3); Exp 4 (x15), Com 1–2 (x25).

Present Conditions

Conditions within the village are rapidly deteriorating, the villagers are tired and under the constant fear of attack, despite the fact an attack hasn't occurred for several days. Residents believe the PCs arrival heralds a reopening of the road and flumes to Carson's Mill, with comments to the contrary met with disappointment and disillusionment. The PCs are begged to free the town of its adversaries by killing all of the insects as well as the few goblins that have been seen. Disease ridden animals are misunderstood, the villagers believe the insects somehow created or spread the disease and think the ghoul rot is simply another attack against them by the insects.



The lakeside village consists of more than a dozen small log cabins. A small wooden palisade encircles the outpost. A manmade stone dam with a water-powered mill sits in the southern portion of town and a log flume empties into the dammed stream. Other places of note are a small shrine to Freya, Dovar the Blacksmith's smithy, the Buzzard's Roost tavern, Krieger's Pointe Trading Post, an abandoned water mill, the cabin of Beldawn the druid, Tater Rootnose's cabin, and a common house.

Keyed Locations in Krieger's Pointe

The following locations are marked on the map of Krieger's Pointe. Lettered locations are briefly described along with NPCs likely to be found there.

Area A: The Buzzard's Roost

This large building has a steep roof and walls made of massive logs. Windows are small and narrow, but glow with inviting warmth while the solid oak door is painted a bright red. A large green sign depicting the brown silhouette of a perched buzzard swings freely above the door. The tavern itself is quite large, and has a steadily nightly business made up chiefly of the loggers that work in the area. The normal drunken

carousing, singing, and dancing have all but disappeared as the tavern has become a solemn meeting place for depressed villagers as they attempt to drink and discuss their sorrows away.

Owned and recently renovated by **Kudan Stoenawl** (male human Rgr 6), The Buzzard's Roost was only the beginning of his business plans. Kudan recognized the increasing demands shipbuilders were making and came to the conclusion that Krieger's Pointe would be a good place to set up shop. After purchasing The Buzzard's Roost from **Tater Rootnose**, Kudan also started a fledgling logging company named Stoenawl Timber, and hired some loggers to move into town.

Kudan, an imposing mountain of a man, runs the logging business and maintains many of the cabins in town, which he rents to his own loggers while leaving the finances and running of the tavern to his wife **Jareen** (Wiz4), a beautiful woman in her 40's. Jareen is assisted by their 5 daughters, **Brooklyne**, **Ishabel**, **Jovari**, **Desta**, and **Dekiria** (Ftr1) who range in age from 8 to 17.

Although normally a friendly place, even in good times Kudan always keeps his longsword, *Bluejay* (+2 longsword) at his side and there is a light crossbow behind the bar. Kudan's strength, and Jareen's magical abilities, are known to all, putting an added damper on potential violence.

The PC's Arrival

The depressed loggers use the PCs arrival as an excuse for a celebration. Although the village stores are somewhat depleted, a large meal is planned for the evening along with a great deal of drinking. Almost half of the villagers are ready to leave, wanting nothing more than to return to Carson's Mill, or to other locations nearby. Kudan does his best to calm people, as any departures are sure to slow down his business. Realizing that the villagers must be made to feel safe, Kudan offers the PCs a 500 gp reward for "cleaning up the forest." By this, Kudan clearly means he expects to chase any and all goblins away as well as slaying the "vicious bugs" and curing the mad animals.

At the DM's discretion, sometime during this party the noise level can reach the point that it enrages **Snubber** and **Horsehak** (consult Areas D and I below) who go mad and start charging through the village. This makes villagers even more desperate as they realize the village is potentially "infected." PCs refusing to help, or even suggesting more peaceful means of assistance such as negotiating with the insects are cursed and ridiculed. The loggers are relatively simple-minded, willing to get along with nature only as long as nature gets along with them. Any negotiations with Icktyl Yar and the insects have to be almost pushed down the villagers' throats. Desperate to maintain his business, Kudan is willing to agree to almost anything that allows him to continue logging.

Area B: Beldawn's Home

Beldawn (human male, CN, Rgr 3), a handsome young man with dark eyes and black hair, lives in this small domed hut made of hides. He approves of the reaping of trees by the lumberjacks if they harvest only what they need. Beldawn keeps himself busy replanting trees to replace the harvested timber. He is rarely found in Krieger's Pointe and frequently meanders throughout the forest collecting seeds, nuts and saplings. The present situation has him confused, and as trapped as the rest of the residents. He can tell the PCs a bit about the surrounding forest, including the general location of some of the giant insects, as well as where the old asylum (and the present hideout for the Druids of Rachiss) is. Beldawn is a source for herbal remedies and cures, though he is unable to do any magical healing, and is well-liked throughout the village.

Area C: Old Man Tater's

Tater Rootnose (human male, N, Exp4), a wiry, almost ancient man with disheveled white hair, lives in this small, well-maintained cabin. As the former owner of the Buzzard's Roost, and a long time resident of Krieger's Pointe, Tater knows a great deal about the surrounding area. Tucked into an alcove of the palisade, his small cabin and the surrounding gardens show an attention to detail that suggest he is an observant, careful man. Tater is also known as a busy body that gets into other people's affairs and is considered an annoyance by many. He knows of the asylum to the north, but assumes it abandoned after a devastating fire swept through it some years ago. He also knows there's a "strange-lookin' tree in the southern forest, looks like a snake that's swaller'ed a rat." Tater can also provide many other landmarks around the forest, although it has been more than 20 years since he last left Krieger's Pointe, and is able to draw accurate maps to the "Haunted Tree" (Brine), the druid lady (he's speaking of the dryad in Area 12), the "Tower of the Mad Wizard" (Ill Gilch's tower), and the "Old Kook House" (the asylum of the druids of Rachiss).

Area D: Krieger's Pointe Trading Post

Worrel Snodgrass (gnome male, CN, Exp3) owns the trading post. He has lived in Krieger's Pointe for 10 years and is an opportunist and shrewd businessman. He recognizes that the laborers and trappers have little choice but to purchase items from him, so he charges a 30% markup. Most common gear can be found inside the overcrowded store. He is also a fletcher by trade and produces his own arrows of masterwork quality. He even knows quite a bit about the surrounding land if asked; of course, nothing is free in the trading post. While attempts to conceal his fear, Worrel fears both insects and disease making the present situation all the more terrible for him.

Worrel has a trained wolf named **Horsehak** that acts as a guard and companion to the gnomish miser. Worrel doesn't realize it, but **Horsehak** is infected with ghoul rot from a diseased rat it ate. Currently the wolf rests under the floorboards of the trading post, avoiding even Worrel's calls. Loud noises, such as arguing or singing, cause the wolf to leave its hiding place and attack the source of the sound.

Horsehak, wolf: CR 1; hp 11.

Area E: Dovar The Blacksmith.

Dovar (male human Exp 4), a beefy, sweaty, smelly man, is a close and trusted friend of the Stoenawl family. He is a master of his trade, specializing in lumbering tools. Dovar makes cant dogs (metal-hooked logging

poles for moving logs about, same statistics as a ranseur), machetes, bow saws, chisels, hammers, saws, pikes, hooks, grappling hooks, axes, spikes, horseshoes, chains, shoe spikes, pitons, wagon wheels, arrow heads and other miscellaneous tools of the logging trade. He does have a few longwords, arrows and spears on hand, but his prices are 30% higher than normal.

Area F: Home of Nimbald Stoenawl

Owned by **Nimbald Stoenawl** (human male, N, Rgr 3), this small cabin is lined with creek rock and mortar. The freshly skinned hide of a bear is stretched on a drying rack to the right of the front porch and spears and arrows line racks along the front wall. A large wooden shield painted with a red axe hangs from the door.

Nimbald is an obstinate, stern man who is quick to act, and has a short temper. He is the younger brother of Kudan, but no less daunting. Despite his harsh nature, the safety and well being of his men is his priority. He stands 6 ft. 8 in. tall and weighs just over 320 pounds. Nimbald's shaved head, and low-cut red beard make him look all the more imposing. Nimbald is determined to get help for the village, even if he has to leave the safety of the surrounding wall by himself. The arrival of the PCs is a great relief for him, as he expects they'll help lead the villagers to safety immediately. If he finds out they have other plans (such as heading into the forest to confront the insects), he'll become belligerent and demand that the safety of the villagers comes first over "petty adventuring."

Area G: The Abandoned Mill and Dam

The old water mill once made molasses. Sorghum cane grown in the mountain farms was transported here to be ground and cooked for trade down the valley. The farms stopped growing, and the mill stopped working years ago, but the building and its attached dam still stand. The dam made this a perfect spot for a logging enterprise as it creates a ready holding pond. Kudan owns the mill as well, and uses it to store common supplies such as nails, spare axe handles, rope, corn meal, leather goods and small commodities.

The stone dam is 75 ft. long, 4 ft. wide and 18 ft. tall at its peak. A wide log flume descends steeply from the opposite side of the dam, away from the mill. A gated spillway blocks the flume. Another spillway releases overflow at the mill wheel.

Area H: Common House

The large structure is used for feasts and meetings. The building is little more than a walled shelter house with a huge fire pit in the center of the room. Currently, six villagers are resting on cots set up around the fire pit.

These loggers were the first victims affected by the ghoul rot. They recently ate an elk carrying the disease while they were working and are lethargic and irritable as the rot takes hold. They have been in the makeshift "hospital" for four days and are suffering through the maturation of the disease. Their flaking skin is blotched by white spots as the rot grows. All but two have lost their hair.

Beldawn (see Area B above) is caring for the infected individuals, but he is unsure how best to treat the men. None of his herbal cures have helped, and he is anxious to find something that works. He knows the men have the same wasting disease as the animals and is afraid they soon may become violent and pass on. He is desperate for a cure to the disease.

The men and their conditions are:

Hudd Little (male human Ftr 2) is the worst of the lot. He has seven days before the ghoul rot advances to its final stage.

Olaf Holt (male human Ftr 1) has eight days left before the disease advances.

Noval Elk-Breaker (male half-orc Ftr 3) also has eight days left.

Ard Gundarson (male human Com 3) has 10 days until the disease progresses. Ard still has all of his hair, although it is white and brittle.

Shawun Dagat (male human Rgr 1) has 11 days until the disease advances to its final stage.

Herris Andar (male dwarf Ftr 2) has 12 days until the disease advances. Bands of white streak his black beard and hair.

Bathing the loggers in vinegar at their current stages cures them, but Beldawn has not discovered this fact. Beldawn pleads with the PCs to help him find a way to save the men.

Area I: The farm and stables

A large barn sits in the eastern portion of the village. Six riding horses, 24 oxen and 12 goats are housed in the barn. There are six oversized chicken houses that keep the village supplied with eggs. The oxen were used to drag timber from the forest to the flume when the loggers were working the forest. Since the ghoul rot, the animals have been only allowed to wander within the walls of the village.

One bull in particular is quite menacing. The men nicknamed the unruly animal "Snubber." The large bull is aggressive and mean-tempered, and very territorial when anyone tries to enter the stables. Snubber is in the early stages of ghoul rot. The ghoul rot has made him meaner and angrier than normal, to the point he attacks anyone crossing into his fenced yard. Within a few days Snubber flies into true madness, breaking from his pen and attempting to trample anyone in its way.

DM Note

If the PCs manage to save some of these loggers, the DM can use them to entice the PCs into further adventures by providing old treasure maps, rumors, or directions, as thanks. PCs that refuse to help the loggers or allow them to die can also be “punished” by having some of the deceased’s family members seek revenge against the PCs for their callousness.

Hink Irontoe (human male, CG, Com 3) tends the small farm. He is a burly man with below-normal intelligence. Kudan’s daughters help with the daily maintenance and the care of the animals. Since the outpost sealed its gates, the demands on the farm to help feed the community have increased.

Snubber, bull: CR 2: hp 37. Use bison from the MM.

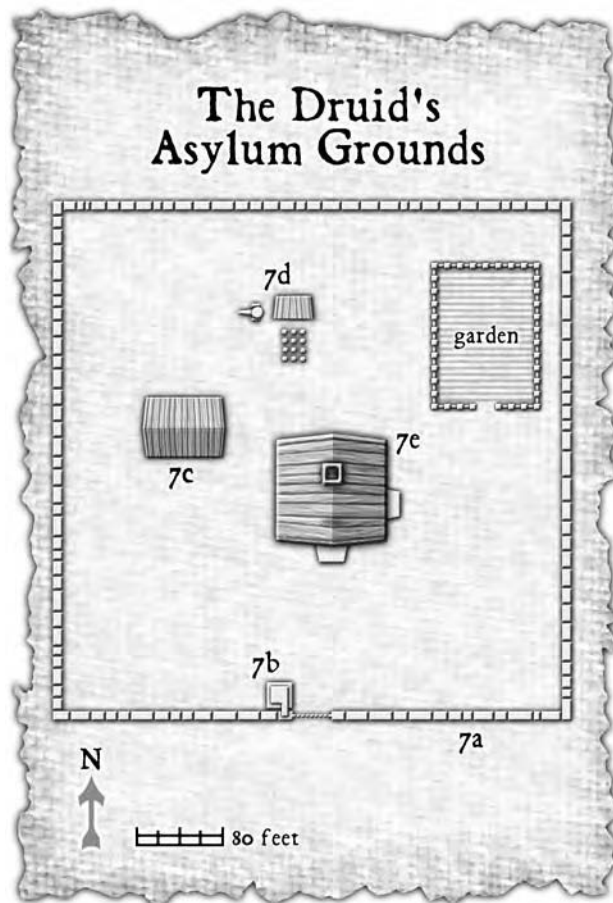
Other Cabins

Other cabins in the village are mostly owned by Kudan who rents them out to loggers or travelers. Smaller cabins can hold up to 4 people while the larger cabins can hold more. A few of the cabins are indeed owned by more “permanent” residents of the village. If the PCs wish to stay in the village for a night or more, Kudan is happy to find an unoccupied cabin for them at “no charge.”

Area 7: The Old Asylum

The Druids of Rachiss live in an abandoned asylum north of Krieger’s Pointe. Once run by an order of monks, the asylum was dedicated to helping the mad recover their wits, or at least live out a comfortable existence. The secluded location allowed wealthy nobles to send “touched” family members here for private treatment and care. Over 50 years ago a young duke that was declared cured went to his family, only to return with hired mercenaries to torch the asylum and kill the monks and patients living there. Residents of nearby forest towns say little about the place, most having completely forgotten about its existence.

Varzalg, and fellow worshippers of the parasitic god Rachiss, took over the remains of the asylum and repaired it several years ago. It has been the perfect place to continue their dark worship and to make plans to spread into nearby towns. Anyone actually discovering their presence is lead to believe the druids are “redirecting” the negative energy of the former



asylum so that the building can be made livable again. The druids claim that “evil spirits and madness” dwell within. In reality, the only evil within the building is the ghoul rot the druids cultivate and stockpile within the dank corridors.

The druids are the true danger in the forest. They started the forest war by spreading the ghoul rot and by killing a number of insects for their carapaces, which the druids use to make armor. The newest druids of Rachiss carry beetle carapace shields into battle or wear armor made from giant ants. The upper ranks of Rachiss’ druids use a special ritual allowing them to graft the chitin plates to their body as a natural armor similar to that of an insect. While their long-term plans include conquest of towns such as Carson’s Mill, in the short term they simply want to solidify their claim on this area of the forest by chasing the loggers away from the forest and finding a way to slay and overcome the insects that they view as nothing more than potential “tools.”

Area 7A: The Outer Wall

A 10 ft. high brick and mortar wall surrounds the asylum’s grounds. The wall is easy to scale (Climb check, DC 11). The top of the wall is a jagged mix of stone and broken bits of steel. The former owners of the asylum constructed the wall with cast-off iron shavings

to keep inmates from escaping. Anyone climbing the wall without protection for their hands suffers 1d4 points of damage (Reflex save DC 10 negates).

Area 7B: The Gatehouse

The gatehouse is a small 10 ft. square stone building sitting just inside the wall around the asylum. Small windows that look out on the asylum grounds and at the gate that bars entrance onto the grounds. Inside the gatehouse is a gong to alert those inside the asylum of trouble.

Keelac and Elldal sit inside the gatehouse, watching the forest nearest the gatehouse for “visitors.” They seldom leave the guard shack, trusting in the gate and wall to stop intruders. They act friendly, unless openly attacked and attempt to deflect attention from the druids’ true nature. They do not open the gate until Varzalg arrives to personally deal with visitors, claiming that the evil taint within is a powerful one and that only Varzalg can truly protect newcomers from it. Consult the “Druid Reactions to PCs” sidebar for further details on the druids’ reactions to the PCs.

Keelac and Elldal, Male Human Drd1: CR 1; HD 1d8+4; hp 12; Init +4; Spd 30 ft.; AC 14 (+3 armor, +1 natural armor), touch 10, flat-footed 14; BAB/Grapple

Rachiss

Mogul of Parasites, Father Host: minor god of pestilence, evil invertebrates and parasitic plants and animals.

Alignment: NE

Domains: Plant, evil, animal

Typical Worshipers: Evil druids

Favored Weapons: Scimitar, short spear

Holy symbol: A black mosquito silhouette

Few deities are lower in power and stature than the loathsome Rachiss. He is the deity of plagues and parasites. Feeding from the sweat and blood of others is the sustenance of Rachiss and his sparse followers. Those who follow the path of Rachiss are opportunists who go to any lengths to achieve their insatiable goals. The god often appears as a huge, bloated leech with human-like features. Two massive arms protrude from the sides of the slug-like torso. Four fingers on each hand end in toothy sucking orifices.



+0/+3; Atk +3 melee (1d6+3, club); Full Atk +3 melee (1d6, club); SA spells; SQ nature sense, wild empathy; AL N; SV Fort +6, Ref +0, Will +3; Str 17, Dex 11, Con 18, Int 13, Wis 13, Cha 16.

Skills: Concentration +6, Heal +5, Knowledge (local) +5, Knowledge (nature) +3, Spellcraft +5, Survival +5. *Feats:* Combat Casting, Improved Initiative.

Divine Spells Prepared (3/2): 0—*detect poison, flare, resistance*; 1st—*cure light wounds, entangle*.

Possessions: Armor graft (giant ant thorax on chest), hide armor, club.

Area 7C: The Barracks

The minor followers sleep in these new additions on the grounds of the former asylum. Five beds fill the majority of the space. A fireplace fills the corner of the room, but is rarely used. The druids used to sleep within the asylum's walls during the harsh winters, but growth of the ghoul rot has taken over most of the available space, and many of the faithful are still rather cautious. Unless called to battle, 3 druids are resting or relaxing during the day, while the others are performing duties elsewhere.

Senior Druid, Human Drd3: CR 3; SZ M; HD 3d8+6; hp 23; Init +1; Speed 30 ft.; AC 15 (+2 Dex, +2 armor, +1 natural armor), touch 12, flat-footed 13; BAB/Grapple +2/+4, Atk +5 melee (1d6+3, masterwork quarterstaff, crit x2); Full Atk +5 melee (1d6+3, masterwork quarterstaff, crit x2); SA spells; SQ nature sense, wild empathy, woodland stride, trackless step; AL N; SV Fort +5, Ref +5, Will +8; Str 14, Dex 15, Con 14, Int 11, Wis 15, Cha 13.

Skills: Concentration +8, Diplomacy +7, Knowledge (Nature) +8, Spellcraft +6, Survival +10. *Feats:* Dodge, Improved Initiative, Mobility.

Druid Spells Prepared: (4/3/2; save DC 12 + spell level): 0—*cure minor wounds* (x2), *resistance, virtue*; 1st—*entangle, produce flame, shillelagh*; 2nd—*cat's grace, flame blade*

Possessions: Masterwork quarterstaff, leather armor, *wand of cure light wounds* (CL 3rd), two oils of magic stone, two potions of magic fang, grafted armor (+1 natural armor)

Apprentice Druid, Human Drd1 (2): CR 1; SZ M; HD 1d8+2; hp 10; Init +0; Speed 30 ft.; AC 15 (+2 Dex, +2 armor, +1 natural armor), touch 12, flat-footed 13; BAB/Grapple +0/+3; Atk +0 melee (1d6, quarterstaff, crit x2), or +2 ranged (1d4, dart, range 20 ft., crit x2); Full Atk +0 melee (1d6, quarterstaff, crit x2), or +2 ranged (1d4, dart, range 20 ft., crit x2); SA spells; SQ nature sense, wild empathy; AL N; SV Fort +4, Ref +2, Will +4; Str 11, Dex 14, Con 14, Int 11, Wis 14, Cha 14.

Druid Reactions to the PCs

The PCs approach to the asylum, and the druids might vary depending upon where they have been and what they have learned. The PCs actions can be used by the druids to determine what the PCs might know using Sense Motive checks opposed by the PCs' Bluff checks. The druids' reactions are based on what they believe the PCs do or do not know.

- **The PCs are unaware of the druids' role in the ghoul rot:** if the druids believe the PCs are unaware of their plans, Varzalg gives the PCs a brief tour, lamenting the terrible disease the insects have inflicted on the forest, and claiming confusion about their purpose.
- **The PCs suspect the druids are involved:** if the druids believe the PCs suspect them, Varzalg makes claims to be peaceful and offers the PCs a tour to prove their innocence. Once the PCs are inside the walls Varzalg and the rest of the druids find a way to surround the PCs and either kill them, or drive them toward the asylum.
- **The PCs make an attack:** if attacked, the druids at the gate sound an alarm and retreat inward to group with Varzalg and the rest. Varzalg drives his followers in a near suicidal effort to slay the attackers, knowing that any PCs reaching freedom can warn the outside world of his plans.

There is also the possibility the PCs enter by stealth, if discovered, the druids react as if there was an attack.

Skills: Concentration +6, Diplomacy +6, Knowledge (Nature) +4, Spellcraft +4, Survival +6. *Feats:* Endurance, Diehard.

Druid Spells Prepared: (3/2; save DC 12 + spell level): 0—*cure minor wounds, resistance, virtue*; 1—*cure light wounds, faerie fire*.

Possessions: Quarterstaff, leather armor, two potions of cure light wounds, *potion of pass without trace*, armor graft (+1 natural armor)

Area 7D: The Woodshed

Cords of stacked wood rest against the walls of the small shed. The druids cut logs for the barrack's fireplace whenever the seasons change. A hidden trapdoor (Search DC 18) leads to a set of stone steps beneath it leading down to a stone tunnel

(Area 7–13) running into the asylum's larder. The druids built the shed atop the former cellar entrance, which was used to bring meat and other foodstuff into the asylum without going through the main halls.

Also near the woodshed is a still to create alcohol. The druids claim they use the still to manufacture alcohol to sell to nearby villages. Actually, the still is solely used to create alcohol for vinegar production. Varzalg does not allow any of the druids to drink, although **Olstald** occasionally dips into the alcohol produced from the still. The area around the barrels smells strongly of vinegar, not alcohol.

Olstald, Male Human Sor4: CR 4; SZ M; HD 4d4+12; hp 23; Init +1; Speed 30 ft.; AC 11, touch 11, flat-footed 10; BAB/Grapple +2/+2; Atk +2 melee (1d8, spear, crit x3) or +3 ranged (1d6, javelin, range 30 ft.); Full Atk +2 melee (1d8, spear, crit x3) or +3 ranged (1d6, javelin, range 30 ft.); SA Spells; AL N; SV Fort +4, Ref +2, Will +4; Str 11, Dex 13, Con 16, Int 12, Wis 10, Cha 17.

Skills: Bluff +10, Concentration +10, Spellcraft +8; **Feats:** Augment Summoning, Extend Spell, Spell Focus (Conjuration).

Arcane Spells Known: (Cast 6/7/4; save DC 13 + spell level, conjuration spell DC 14+ spell level*): 0—*acid splash**, *detect magic*, *light*, *mage hand*, *message*, *prestidigitation*; 1st—*grease**, *summon monster I**, *mage armor**; 2nd—*summon monster II**.

Possessions: Spear, three javelins, two scrolls of *protection from good* (CL 5), two scrolls of *invisibility* (CL 5), four scrolls of *summon monster III* (CL 5), scroll of *greater invisibility* (CL 7), three potions of *cure light wounds*, *potion of cure moderate wounds*, three days rations, 12 pp

Combat Tactics: Olstald hates melee combat, but he also hates to be interfered with. He always casts *mage armor* on himself before getting anywhere close to combat. If approached by the PCs he claims to be making some “spirits” to sell to the nearby villages but that he hasn’t had great success lately with the mad insects running around in the forest. If pressed into combat, he flees, and uses *grease* to cover his tracks to give him time to *summon* as many monsters as he can while hollering for help.

Area 7E: The Asylum

The outer doors and windows of the single-story asylum have been boarded over to “prevent evil from escaping,” or so the druids claim. The druids use a secret entrance in the woodshed to get in and out of the building. Currently, a **gorilla bear** lives

within the asylum. It has proven highly resistant to the latest strain of ghoulish rot and has confounded the druids who want it gone so they can test other forest creatures. The gorilla bear feels secure in the structure and is building a nest for itself in Area 7–4.

The asylum's interior is a burned-out shell. The druids have done little to repair inside walls of the structure, although they have replaced the roof where it burned through. The druids have boarded all doors and windows up from the outside so they can test the ghoulish rot growing within on living subjects.

Area 7–1: The Entryway

Once furnished with marble, the entire entry is still blackened by the fire that swept through the building years ago. Most other mold and debris was removed by the druids when they prepared the building for their own special uses. Fresh scratches mar the scorched wood panels. A successful Search, Spot, or Survival skill check (DC 14) easily determines that the scratches were made well after the fire. Bars that once prevented inmates from passing through the entryway are mangled and broken. The entryway is presently guarded by druids who are as afraid of what is in the asylum as they are if the PCs attempt to enter without permission.

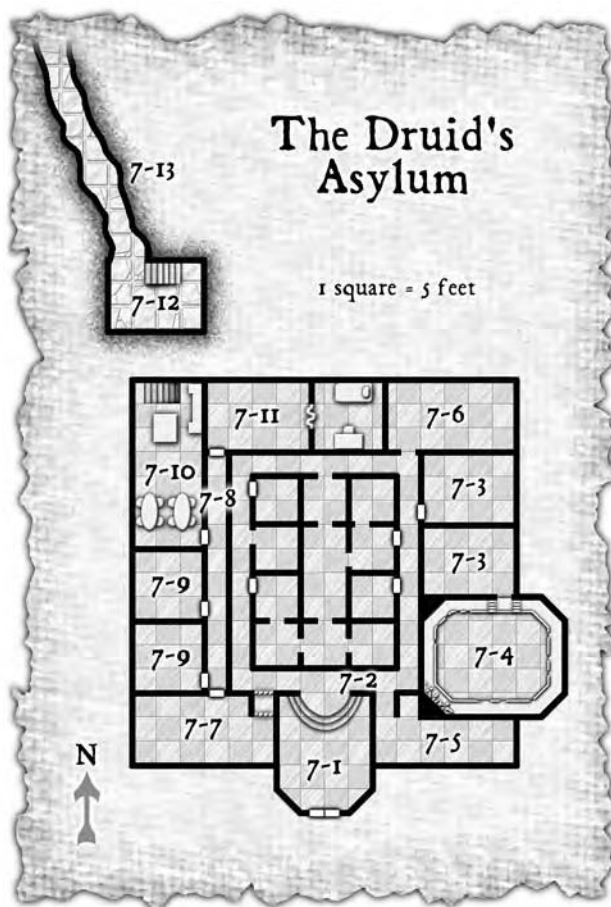
Hulfgol, Male Human Drd1/Ftr1: CR 2; SZ M; HD 1d8+2 plus 1d10+2; hp 17; Init +3; Speed 20 ft.; AC 16 (+3 Dex, +3 armor), touch 13, flat-footed 13; BAB/Grapple +1/+4, Atk +3/+3 melee (1d6+3/1d6+1, masterwork quarterstaff) or +4 ranged (1d4+3, dart, range 20 ft.); Full Atk +3/+3 melee (1d6+3/1d6+1, masterwork quarterstaff) or +4 ranged (1d4+3, dart, range 20 ft.); SA spells; SQ nature sense, wild empathy; AL NE; SV Fort +6, Ref +3, Will +3; Str 17, Dex 16, Con 14, Int 10, Wis 12, Cha 8.

Skills: Concentration +6, Diplomacy +3, Intimidate +2, Knowledge (Nature) +4, Spellcraft +4, Survival +6. **Feats:** Two-Weapon Defense, Two-Weapon Fighting, Weapon Focus (Quarterstaff).

Druid Spells Prepared: (3/2; save DC 11 + spell level): 0—*cure minor wounds*, *resistance*, *virtue*; 1st—*shillelagh* (x2).

Possessions: Masterwork quarterstaff, hide armor, four darts, *potion of cure light wounds* (x2), *potion of pass without trace*, *potion of barkskin*.

Junieer, Female Human Rgr1/Drd1: CR 2; SZ M; HD 2d8+4; hp 16; Init +4; Speed 30 ft.; AC 17 (+4 Dex, +2 armor, +1 natural armor), touch 14, flat-footed 13; BAB/Grapple +1/+2; Atk +2 melee (1d4+1, dagger, crit 19–20) or +6 ranged (1d8+1, masterwork composite longbow, range 110 ft., crit x3); Full Atk +2 melee (1d4+1, dagger, crit 19–20) or +6 ranged (1d8+1, masterwork composite longbow, range 110 ft., crit x3); SA spells, Favored Enemy (elves +2); SQ



nature sense, wild empathy; AL NE; SV Fort +6, Ref +6, Will +4; Str 12, Dex 18, Con 14, Int 11, Wis 14, Cha 10.

Skills: Concentration +6, Handle Animal +4, Hide +8, Listen +6, Move Silently +8, Spot +6, Survival +6; **Feats:** Point Blank Shot, Precise Shot.

Druid Spells Prepared: (3/2; save DC 12 + spell level): 0—*cure minor wounds*, *resistance*, *virtue*; 1st—*cure light wounds*, *longstrider*.

Languages: Common, Druidic.

Possessions: Dagger, masterwork composite longbow, twenty arrows, leather armor, *potion of cure light wounds* (x2), *potion of cure moderate wounds*, *potion of cat's grace*, armor graft (+1 natural armor).

Combat Tactics: If they hear a battle going on in the courtyard, they use their "guard duty" as an excuse to delay a bit to quaff some of their potions, especially *cat's grace* or *barkskin*. Junieer likes to let Hulfgol close for melee combat so that she can stand off to one side and hit targets with her arrows. They refuse to be pushed further into the asylum and either surrender, or find a way to flee to the outside if the battle goes against them.

Area 7-2: The Corridor

The corridor runs around the inner cells of the asylum, surrounding 10 patient cells. Most of the

doors to the cells were destroyed in the fire, and those that remain hang broken from their hinges or have been removed entirely. The hallway is free of major debris, but still stinks of feces and decay.

Area 7-3: Cells

A small window in the back wall looks into each cell. Doctors used the chamber to watch patients. Many of the rooms now have holes punched through the walls where the gorilla bear took out its frustrations. The center room is now open to the main corridor because the gorilla bear essentially tore down the wall. The western branch of the corridor has numerous regularly shaped holes punched through the wooden wall so the spores from the ghoul rot in Area 7-8 can freely waft into the asylum.

Area 7-4: The Nest (EL 4)

The asylum's third treatment room saw the most use, mainly because it allowed visiting doctors to watch treatments by sitting in a narrow balcony accessed by a spiral staircase. The fire damaged this room as well, although not as severely as the rest of the asylum. The balcony is still sturdy, 15 feet off the floor. The spiral staircase is rickety and creaks, but will support PCs climbing it. A small railing surrounding the balcony is broken and the wood scattered.

The room contains the nest of the druids' current test case, a **gorilla bear**. The nest sits on the room's balcony, and is made of broken boards from the railing and burned tapestries. The gorilla bear sleeps here, and drags prey here before devouring them.

The beast has proven remarkably resistant to the latest strain of ghoul rot. The druids have also been unable to remove or kill the gorilla bear as it has become quite comfortable running through the empty halls and eluding the druids.

Gorilla Bear: CR 4; hp 38. See the **Tome of Horrors** by **Necromancer Games** or Appendix A.

Tactics: The gorilla bear has free run of the rooms open to it. It takes advantage of the burned walls, dodging in and out of openings between the rooms to attack people in the asylum. The beast often waits in one of the cells for people to pass in the main corridor, then jumps out to grab stragglers. Anyone it can grab, it drags back to its nest.

Area 7-5: Patients Area

The asylum used this area to let the patients out of their cells occasionally to walk around. The room was barred from the rest of the asylum by a double set of gates. The gates lie broken and twisted inside the room, torn from their hinges recently by the gorilla bear. The room has narrow 1 ft wide slits that served as windows, but the druids have boarded these up from the outside.

Area 7—6: Storage

Items were stored here when they weren't needed. The room is empty now, having been cleaned out by the druids for any usable items. The door is missing and a hole in the wall leads to Area 7-3.

Area 7—7: Doctors' Lounge

The room has been ransacked by the druids, but still contains a few tapestries and paintings that are darkened by soot and ash. The staff quarters of the asylum was the least damaged in the blaze, and many of the rooms remain as they did when the asylum was operating. The druids use these rooms when they enter the asylum, as they are separated from the "test area" by a double set of portcullises that are still intact. During the day at least 2 druids are working here, at night they reside in the barracks (Area C, above).

Iron portcullis: 2 in. thick; Hardness 10; 60 hp; Break (DC 28); Open Lock (DC 20).

Senior Druid, Drd3: CR 3; hp 23, see Area C above.

Apprentice Druid, Drd1: CR 1; hp 10, see Area C above.

Area 7—8: The Ghoul Rot Corridor (ELI)

The druids place containers of ghoulish rot within this corridor to test its effects on different types of animals trapped within the main portion of the asylum. Holes have been punched into the eastern wall of the corridor, allowing the spores to easily drift into the main body of the asylum.

Area 7—9: Staff quarters

The asylum's doctors and nurses slept in these rooms. The druids now use them to grow ghoulish rot and to perfect new strains of the disease. The doors here are new and seal each of the rooms from Area 7-8.

Area 7—10: Kitchen

The kitchen is still used by the druids to fix and eat their meals. The druids enter the asylum through the underground tunnel and larder, climbing a set of stairs beneath a stone door set into the floor of the kitchen. The stairs lead to Area 7-12. New tables and chairs sit in the dining area, and the fireplace contains numerous cooking utensils.

Area 7—11: Director's Office

Varzalg now uses the former director's office as his room. He has numerous notes and other scraps

of paper scattered about the main portion of the room, many dealing with ghoulish rot and how it can be used against different creatures. Many of the parchments state that insects so far seem immune to the disease. Varzalg's research also contains the simplest cure for ghoulish rot, rinsing or bathing the affected animal with vinegar.

Varzalg's sleeping chamber is a curtained off portion of the room where he keeps his bed and a desk where he writes in his journal daily about the successes or failures of certain strains of ghoulish rot.

Varzalg keeps 30 jars of vinegar here for "emergencies." He always bestows enough vinegar on his followers to cure any outbreaks of ghoulish rot. He brought in the barrels and set up the still to create alcohol to be fermented into vinegar just to protect his animal companion, the wolf **Rashunk**. The other druids have been forbidden from keeping such companions because Varzalg does not want to share his supply of vinegar and risk losing the wolf. If Varzalg is found here, or if he comes out to meet the PCs, **Sashan** is with him. He generally leaves Rashunk in the office when meeting visitors.

Varzalg, Male Human Drd5: CR 5; SZ M; HD 5d8+10; hp 36; Init +1; Speed 30 ft.; AC 17 (+1 Dex, +2 armor, +2 shield, +2 natural armor), touch 11, flat-footed 16; BAB/Grapple +3/+4; Atk +5 melee (1d8+1, masterwork scimitar, crit 18-20), or +4 ranged (1d6+1, javelin, range 30 ft.); Full Atk +5 melee (1d8+1, masterwork scimitar, crit 18-20), or +4 ranged (1d6+1, javelin, range 30 ft.); SA spells, wild shape 1/day; SQ nature sense, wild empathy, woodland stride, trackless step, resist nature's lure; AL N; SV Fort +9, Ref +5, Will +8; Str 13, Dex 12, Con 14, Int 12, Wis 17, Cha 12.

Skills: Concentration +10, Handle Animal +11, Knowledge (Nature) +9, Ride +9, Spellcraft +9, Survival +11. **Feats:** Brew Potion, Lightning Reflexes, Great Fortitude.

Druid Spells Prepared: (5/4/3/2; save DC 13 + spell level): 0—cure minor wounds (x2), resistance (x2), virtue; 1st—cure light wounds, goodberry, produce flame (x2); 2nd—barkskin, flame blade, heat metal; 3rd—greater magic fang, sleet storm.

Possessions: Masterwork scimitar, masterwork heavy wooden shield, masterwork leather armor, cloak of resistance +1, potion of cure light wounds (x4), potion of cure moderate wounds, oil of shillelagh (x4), potion of shield of faith +4, potion of pass without trace, potion of owl's wisdom, scroll of flame strike (CL 7), armor graft (+2 natural armor).

Animal Companion: Rashunk, Wolf; SZ L; HD 4d8+16; hp 32; Init +3; Speed 50 ft.; AC 16 (+2 Dex, +4 natural armor), touch 12, flat-footed 14; BAB/Grapple +3/+9; Atk +10 (2d6+9, bite); Full Atk +10

(2d6+9, bite); SA Trip; SQ Low-light vision, scent, link, share spells, evasion, tricks (Attack, Come, Defend, Down, Guard, Heel, Seek, Track); AL N; SV Fort +8, Ref +6, Will +2; Str 22, Dex 14, Con 19, Int 2, Wis 12, Cha 6.

Skills: Hide +3, Listen +3, Move Silently +4, Spot +3, Survival +1. **Feats:** Track (B), Improved Natural Attack (Bite), Weapon Focus (Bite)

Soncha, Male Human Ftr4: CR 4; SZ M; HD 4d10+8; hp 34; Init +2; Speed 30 ft.; AC 18 (+2 Dex, +4 armor, +2 shield), touch 12, flat-footed 16; BAB/Grapple +4/+7; Atk +9 melee (1d10+6, +1 *bastard sword*, crit 19–20) or +6 ranged (1d6+2, javelin, range 30 ft.); Full Atk +9 melee (1d10+6, +1 *bastard sword*, crit 19–20) or +6 ranged (1d6+2, javelin, range 30 ft.); AL N; SV Fort +6, Ref +3, Will +2; Str 16, Dex 15, Con 14, Int 12, Wis 13, Cha 11.

Skills: Intimidate +7, Jump +8, Handle Animal +7, Ride +9; **Feats:** Cleave, Exotic Weapon Proficiency (Bastard Sword), Improved Sunder, Power Attack, Weapon Focus (bastard sword), Weapon Specialization (bastard sword).

Possessions: +1 *bastard sword*, masterwork chain shirt, masterwork heavy steel shield with shield spikes, javelin (x4), *potion of aid*, *potion of cure light wounds* (x3)

Combat Tactics: When given time to prepare, Varzalg and Soncha use their potions, and Varzalg's spells to insure that they are ready for combat. Varzalg casts *barkskin* on Soncha who quaffs his *potion of aid*. Varzalg then quaffs his *potions of shield of faith* and *owl's wisdom*. Varzalg casts *heat metal* on heavily armored PCs, and uses *sleet storm* to cover any retreat he might need to make. Soncha takes the front line role, doing his best to prevent anyone from getting into melee with Varzalg. If needed, Varzalg resorts to *summon nature's ally* spells, dropping any spells he thinks he won't need. If pressed, both men flee, leaving the other druids to defend the asylum while they make their escape.

Area 7–12: Larder (EL 0)

The larder was used to store food and drink for the inmates when the asylum was operational. A hidden door in the wall leads to a stone tunnel that surfaces in the woodshed outside.

Area 7–13: The Stone Tunnel

The druids use this stone tunnel to enter the boarded up asylum to replant the ghoul rot within. Dark stains from when fresh meat was dragged along the tunnel to the larder are still evident in the stone floor. On a low shelf next to the hidden door that enters the asylum's larder sit 14 **tanglefoot** bags. The druids, if they are chased down the corridor, hurl the bags at their pursuers before slipping into the larder and then into the asylum.

Area 8: The Crying Maiden (EL 4)

As they approach the river, the PCs spot a young woman sitting on a rock, sobbing uncontrollably. While looking utterly and completely real to anyone approaching her, the woman is nothing more than a permanent image created by **Nezralti**, a sprite that is angry about the disease created by the evil druids and seeking a way to find some revenge. The illusion is designed to bring someone close enough to be entangled so that Nezralti can pepper the suspect PCs with *sleep* or *memory loss* arrows.

Nezralti remains invisible, and flies well out of reach of the PCs as he uses *detect thoughts* and *detect good* in an effort to discover what the PCs are up to. If the PCs are clearly not the source of the ghoul rot, Nezralti frees them and apologizes for the attack. When asked, Nezralti knows that druids created and spread the ghoul rot. He draws no distinction between druids at this time, convinced that Icktyl Yar is just as evil and depraved as the druids of Rachiss. He can, however, direct the PCs to the Asylum where some of the druids live (see Area 7 above).

Nezralti, sprite, pixie (1): CR 4; hp 3.

Tactics: Nezralti has 8 *sleep* arrows and 4 *memory loss* arrows. He uses his detection spells to determine the PCs' intent, and whether they are good or evil. If he is convinced the PCs are in league with the druids of Rachiss, he uses his *sleep* arrows first, and then his *memory loss* arrows. If unable to subdue aggressive PCs he stays away from them, but follows them in order to harass them and make their next battle all the more difficult.

Area 9: The Barren Forest

Burned back by massive fires 5 years ago, trees here are charred and dead, resembling black spikes erupting from the entangling scrub brush. Underbrush flourishes, with briars and weeds creating 4 ft. high barriers. Traveling off the 5 ft. wide paths reduces one to half movement. Despite recent rains, without the cover of the trees, the land is dry and brittle. Rapid movement stirs up clouds of harmless dust. Well-worn paths meander throughout the foliage. Animals and vermin roam the pathways. Tracking anyone through the dry area requires a successful Track check (DC 15).

Before new bushes and scrub could take hold, rain eroded a streambed through the forest. Normally dry, the streambed is subject to flash floods during heavy rains. When dry, it is little more than a large dirt ravine that is 15 ft. deep and 20 ft. across. While the sides are not terribly steep, the dry, sandy dirt provides poor footing. Entering and exiting the dry streambed requires a successful Reflex save (DC 10) or a successful Climb check (DC 10). Many creatures that hunt in the barren forest use the streambed as a hunting area because it is easy to spot creatures crossing it.

Travel in the Barren Forest

Consult the following numbered areas for specific encounters along the Barren Forest's dusty trails.

Area 9—1: Spider Guards (EL 2)

Paths coming from the forest where loggers and the evil druids are known to reside are guarded by 2 **medium hunting spiders**. Ictkyl Yar ordered the spiders to guard the path against intruders. The spiders gain a +10 circumstance modifier to their Hide checks because of the thick underbrush.

Medium hunting spider (2): CR 1; hp 11 each.

Tactics: The spiders wait until a group passes them before leaping out to attack from behind.

Area 9—2: The Cabin (EL 1)

A burned-out cabin sits atop a small knoll 100 ft. off the path. The stone walls and chimney still stand, though quite charred. The interior stinks of rotting flesh and is nothing more than a rubble-filled shell littered with the dried carcasses and skeletal remains of countless animals and giant vermin. A cellar entrance descends underground beside the cabin's back door.

What remains of a thief named Hasveld lives in the cellar beneath the cabin. Hasveld was attacked by a roaming ghoul from the Barren Woods but crawled beneath the floorboards to escape the monster. Hasveld hid, never realizing when his fatal wounds finally transformed him into a **ghoul**. He makes his lair in the cabin's cellar.

The 20 ft. square cellar is damp and reeks of rotted potatoes. A shallow, 5-inch deep pool of water covers the floor. Barrels stacked on their sides sit five high against the far wall. Six other barrels rest haphazardly on the floor. Beans and potatoes once filled these barrels, but now little but putrid mush remains. The stench of decaying flesh has tainted other barrels that once contained water and wine. Hasveld hides behind the barrels when he hears the PCs beginning to climb down into the cellar. When a PC approaches the barrels he rushes out to attack.

Hasveld the ghoul: CR 1; hp 13.

Area 9—3: Statues of Mystery (EL 3)

A weathered statue of a human male stands with its upper body poking out of the dense brush. The woodsman stands with a hand stroking his bushy beard as if pondering a distant thought. He holds a battleaxe in his other hand, although the surrounding brush hides this fact unless someone investigates closely. The statue is black with creepers. Small vines grow up the statue's legs.

In front of the statue is the stone form of a crouching half-orc. This stone statue is only visible in the underbrush if approached. The half-orc wears chainmail and is

Barren Forest Random Encounters

While mainly insects reside in the Barren Forest, other animals are occasionally found along the game trails or in the forest. Roll a d20 once every 4 hours of travel through the Barren Forest.

d20	Encounter
1.	Lightning Treant. See Chapter 6.
2.	Giant ants, 1d6 warriors
3–4.	Giant ants, 2d4 workers
5.	1d2 large spiders
6.	1d4 giant wasps
7.	Vampire Moss. See Chapter 6.
8.	1d4+1 Lizardfolk hunters*
9.	1d2 scorpion flies. See Chapter 6.
10.	1d2 giant bombardier beetles
11–20.	No Encounter

reaching forward as if to pet some invisible creature. The half-orc's face bears an expression of contentment, and a rusted greatsword lies on the ground at the figure's feet.

The dense brush is the lair of a young **cockatrice**. A half-orc named **Hamball** happened upon the bird and reached to pet the beast. The other statue is a woodsman named **Fetch**, who was investigating the odd statue of the half-orc when the foul bird crept up on him. Fetch has stood here for a year. If turned back into flesh, he has little knowledge about the current situation in the forest.

Cockatrice: CR 3; hp 27.

Area 9—4: The Mounds (EL 10)

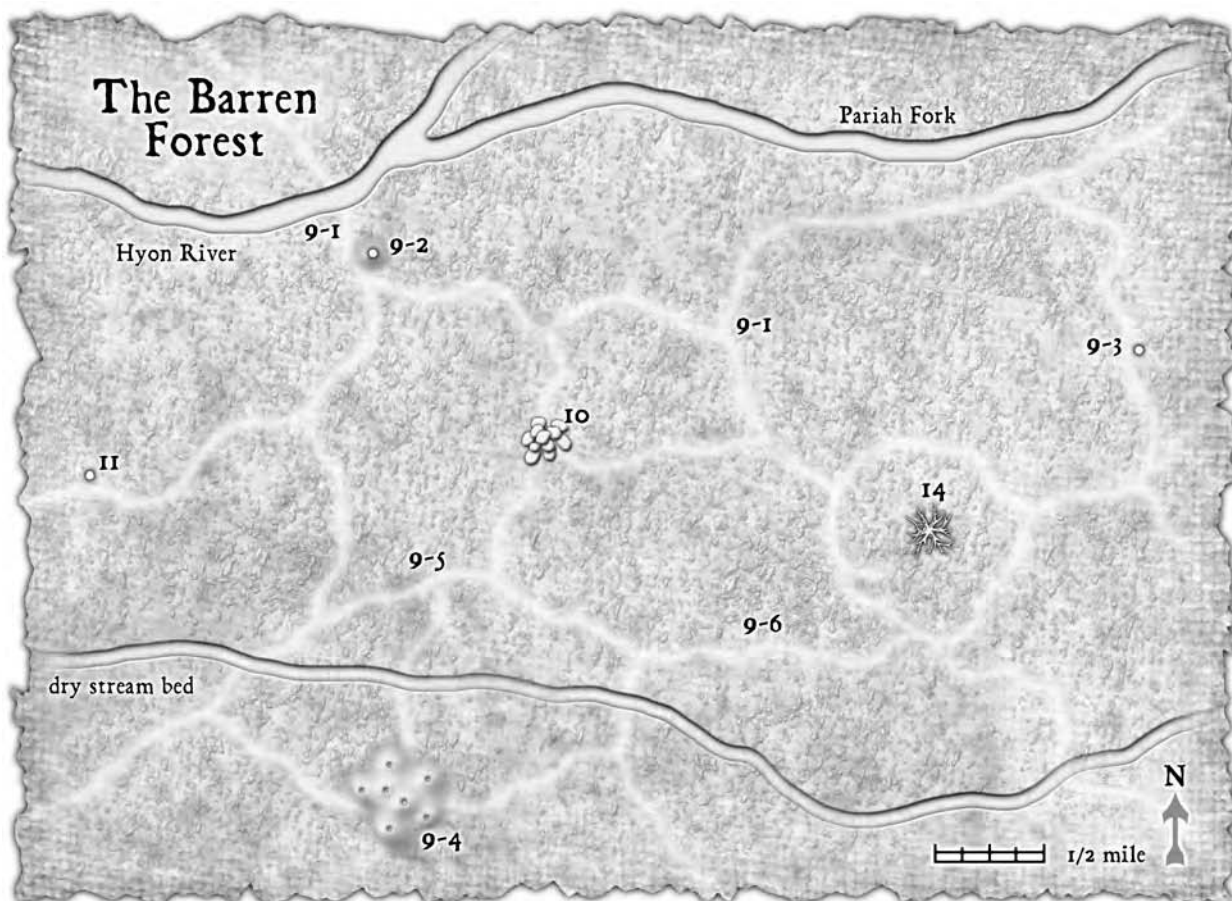
A dozen 20 ft. tall earthen mounds rise above the underbrush in all directions. Tracks crisscross the bases around the mounds and lead upward toward the peaks of many of the heaps. **Giant ants** move about the mounds, entering and exiting the tunnels, carrying refuse excavated from the interior tunnels.

The ant colony maintains an extensive underground complex beneath the area, with the mounds serving as the entrances to the twisting tunnels. The ants swarm intruders if alerted to their presence. Once angered, 1d4+1 soldier ants arrive every round for 10 rounds after the initial disturbance. The queen lives deep within the twisting tunnels, more than 70 ft. underground in a burrow. She is always protected by a phalanx of 20 soldier ants. There are currently around 200 worker and soldier ants living in the colony.

Giant ants, worker (120): CR 1; hp 9 each.

Giant ants, soldier (80): CR 2; hp 11 each.

Giant ant, queen: CR 2; hp 35.



Tactics: The worker ants rally around the mounds to protect them from damage while the soldiers attack invaders. The soldiers do not pursue intruders once they leave the area, staying within 100 feet of the nest to make sure nothing gets inside to assault the queen. The workers repair any damage done to the mounds, but swarm over anyone coming within their reach.

Area 9-5: Karnch (EL3)

A huge ogre named **Karnch** fell victim to a yellow musk creeper and is now a **yellow musk zombie**. Recently, Karnch wandered away from the stalk in search of an acceptable place to deposit the seedling yellow musk vine. Karnch inadvertently wandered into the barren forest and has yet to find a suitable location for the seedling. The plant zombie attacks any beings it encounters.

One hour after the ogre is destroyed, a fully grown yellow musk creeper sprouts from the ground.

See **yellow musk zombie ogre** in *The Tome of Horrors* by Necromancer Games or Appendix A.

Areas 9-6: The Beetles (EL6)

An acrid, biting odor rises above the stench of rot and decay that floats through the area. This area is home to a collection of **bombardier beetles** that uses it as a breeding ground. The beetles defend their

territory vigorously, calling others to them with their loud clicks. Most of the beetles are out hunting so only 4 beetles are here initially, but 1d4 beetles show up every third round after a battle begins until a total of 16 have joined the fight.

Giant bombardier beetles (4): CR 2; hp 13 each.

Area 10: The Lizard Rocks

Enormous flat sandstone boulders create a pile 50 ft. above the rolling terrain. Vaguely resembling a large, rough pyramid, it is visible from a fair distance, by the same token, the lizardfolk guards standing watch can see a great distance. Now home to the Clan of the Murky Scale, a tribe of lizardfolk forced out of their swampy lowlands by the same fire that cleared the barren forest, the original creators of this pile of stones, and the caves within, remains a mystery. The clan survives and flourishes in the cover of the bramble and dry conditions, hunting the large insects for sustenance and the occasional animal or logger wandering into their domain.

Normally very aggressive to outsiders, the lizardfolk are concerned by the state of some of the animals they have run across while hunting, and are concerned by the new aggressiveness of the giant insects in the area; creatures they used to get along with simply by avoiding.

The rock formation consists of disc-shaped sandstone rocks 60 ft. in diameter and about 10 ft. thick. Although weathered, the rocks appear to have been carved. Neither their creators nor origin can be determined. Piles of small circular rocks have been stacked to form crude but stable steps to access the three layers.

Area 10-1: The Top Rock (EL 2)

Two guards are always stationed here, usually lying on the rocks sunning in a deep slumber during daylight hours. If they spot the PCs, they alert the rest of the tribe. An excursion party leaves immediately to hunt the invaders. The great height provided by the rocks, and the relatively clear state of the forest, gives the guards a +2 circumstance bonus to their Spot checks.

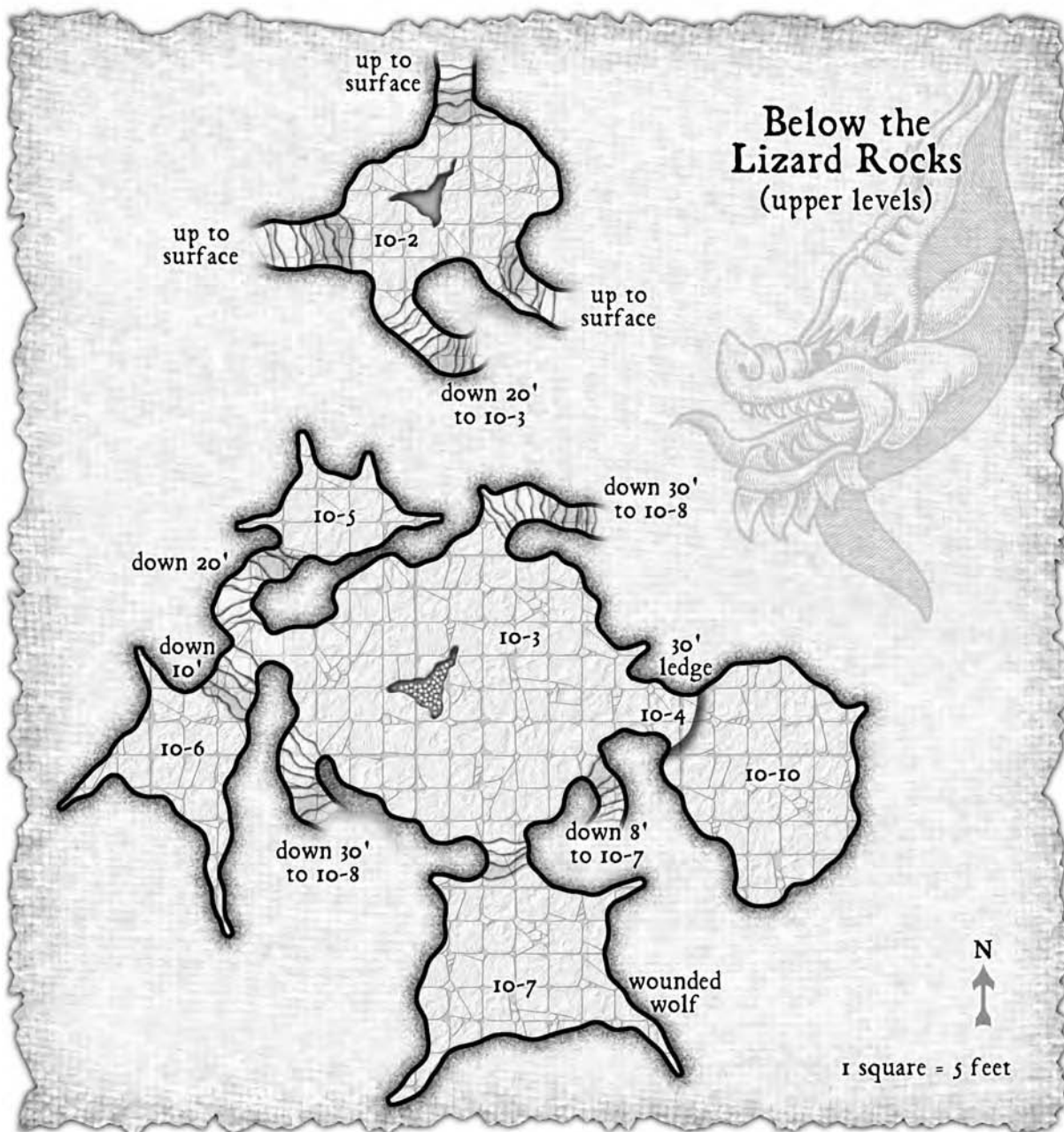
Lizardfolk (2): CR 1; hp 11.

Area 10-2: The Entrance Chamber (EL 2)

A 15 ft. stairway descends along the rock wall into this 30 ft. chamber. A 2 ft. wide crack in the stone floor releases smoke into the room. The smoke is then carried out the three entrances. A wooden kettledrum stretched tight with leather sits near the eastern wall. Two wooden mallets hang from leather straps on the wall just above the drum. Two lizardfolk guards remain in this room at all times.

Lizardfolk (2): CR 1; hp 11.

Tactics: One of the lizardfolk engages intruders, while the other tries to get to the drum and mallets to warn the rest of the clan to danger.



Area 10-3: The Common Chamber (EL 5)

A majority of the lizardfolk live in this 70 ft. diameter chamber. A large fire billows smoke upward through a crack in the ceiling 20 ft. above. **Twenty lizardfolk** go about daily routines unless they are alerted to danger. The room holds 15 noncombatant wounded and young lizardfolk. The remaining five take up weapons against anyone threatening the young and wounded. The noncombatants flee into the water well on the third level.

The lizardfolk have collected a small amount of treasure from past meals. Scattered about the room are 27 gp, 47 sp, 94 cp, a silver broach (25 gp), a crystal goblet (10 gp), a coiled platinum tube (250 gp to an alchemist or 50 gp on the open market), and a nonmagical, badly damaged dwarven helm.

Lizardfolk combatants (5): CR 1; hp 11.

Area 10-4: The Balcony

The short hall ends on a 4 ft. ledge overlooking the well room 20 ft. below.

Area 10-5: Achalis' Chamber (EL 3)

A flight of narrow stairs leads down 20 ft. This smaller 15 ft. diameter room houses **sub-chief Achalis**. He has an impressive display of usable and ceremonial war clubs, one of which is a masterwork mace. He also has a small collection of logging gear, including two sets of **calked boots** (see chapter 4), three cant dogs (ranseurs), 20 feet of rope, 15 feet of iron chain, three axes and a huge two-man crosscut saw. Achalis is aggressive and angry, even if brought here peacefully, he blames the PCs for the strange disease hurting the animals in the area. He begins any discussion with the PCs as unfriendly, and is easily pushed into attacking them.

Achalis, sub-chief, male lizardfolk Ftr1: CR 2; HD 2d8+6 plus 1d10+3; hp 27; Init +1; Spd 30 ft.; AC 19 (+1 Dex, +3 armor, +5 natural), touch 11, flat-footed 18; BAB/grapple +2/+5; Atk +7 melee (2d6+4, masterwork greatsword, crit 19–20) or +5 melee (1d4+3, claw); Full Atk +7 melee (2d6+4, masterwork greatsword, crit 19–20), or +5 melee (1d4+3 [x2], claws) and +0 melee (1d4+1, bite); SQ hold breath; SV Fort +5, Ref +4, Will +1; AL NE; Str 17, Dex 13, Con 16, Int 8, Wis 12, Cha 8.

Skills: Balance +2, Jump +10, Listen +3, Spot +3, Swim +1; **Feats:** Alertness, Power Attack, Weapon Focus (greatsword)

Possessions: masterwork hide armor, masterwork greatsword, *potion of cure light wounds*.

Combat Tactics: Achalis considers himself “civilized” and refuses to use his bite or claw attacks unless sorely pressed, instead using his sword. He uses Power

Attack against lightly armored foes and hollers for additional guards as he fights.

Area 10-6: Warrior's Room (EL 5)

A short flight of narrow stairs leads down 10 ft. Six lizardfolk reside in this 20 ft. chamber. They respond to any alarm or combat from within the main room.

Lizardfolk combatants (6): CR 1; hp 18, 15, 14 (x2), 12, 11.

Area 10-7: Monitor Pen (EL 2)

Wide steps lead down into a musk-filled chamber. Cut grass and animal remains litter the floor, remnants of past meals. A huge monitor lizard befriended by the lizardfolk druid lives here. The lizard hides around the pillar in the center of the room. It attacks anyone entering its territory.

An almost dead wolf lies in a far crevasse. The wolf was a companion to a low-level druid who was slain and eaten by the lizardfolk. The wolf was beaten nearly to death and given to the monitor. The wolf growls halfheartedly if approached. If healed or treated kindly, the wolf adopts the caretaker as a new companion, even if the caretaker is not a druid or ranger. It knows a few simple commands and can be trained easily to perform others.

Monitor lizard: CR 2; hp 22.



Area 10-8: Warrior's room (EL 5)

A flight of winding stairs leads down 25 ft. Six lizardfolk rest in this long chamber. They respond to the drum alarm but pay little attention to combat in the main room and are generally not very alert. They are used to the young lizardfolk roughhousing.

Lizardfolk combatants (6): CR 1; hp 18, 15, 14 (x2), 12, 11.

Area 10-10: Agassiz (EL 3)

A set of stairs leads up 15 ft. into this room. Pelts and skins line the walls of the crudely furnished chamber. **Agassiz**, the massive female chieftain of the tribe, resides here when she is not hunting. She is always accompanied by two large guards. Her intimidating presence is only enhanced by the ornate bastard sword she carries with her at all times. Decorated with skulls, hides, and bits of treasure, Agassiz is clearly an excellent hunter. She recognizes that something is wrong with many of the animals in the area and views this as a serious threat to her tribe, which already had to leave the swamps where it used to thrive. This new location has been very good to the tribe, and she has consulted often with **Urlistk** (see below) about the state of the animals in the area.

Agassiz is perfectly content to negotiate with the PCs, waiting to see if they are the source of the recent disease problems, as well as the agitation of the insects in the area. If she believes the PCs are indeed searching for the cause of the disease and/or in the area to negotiate with the insects, she directs them to **Urlistk**. On the other hand, she believes any further attacks against the insects can only make more problems for her tribe and dissuades the PCs from such actions, by violence if necessary.

Agassiz, chieftain, lizardfolk female Bbn1: CR 2; HD 2d8+4 plus 2d12+4; hp 30; Init +2; Spd 40 ft.; AC 18 (+2 Dex, +1 armor, +5 natural), touch 12, flat-footed 18; BAB/Grapple +3/+7; Atk +9 melee (1d10+4, masterwork bastard sword, crit 19–20) or +7 melee (1d4+4, claw); Full Atk +9 melee (1d10+4, masterwork bastard sword, crit 19–20) or +7 melee (1d4+4 [x2], claws) and +2 melee (1d4+2, bite); SA rage (1/day) SQ hold breath, uncanny dodge; SV Fort +5, Ref +6, Will +1; AL N; Str 18, Dex 14, Con 15, Int 8, Wis 12, Cha 8.

Skills: Balance +6, Jump +15, Survival +3, Swim +10; **Feats:** Exotic Weapon Proficiency (bastard sword), Weapon Focus (bastard sword).

Languages: Draconic

Possessions: bracers of armor +1, masterwork bastard sword, *potion of cure moderate wounds*.

Lizardfolk (2): CR 1; hp 18, 16.

Combat Tactics: Agassiz likes to rage as she enters combat, and is a ferocious opponent. If there is a spellcaster causing problems she is more than happy to simply grapple them and throw them to the ground while using her claws and bite to beat an opponent to death. Her guards are faithful defenders and go so far as to shield her from any missile attacks while focusing their attacks on anyone trying to flank their leader.

Treasure: Small pieces of jewelry decorate some of the hides hanging on the walls. Valuable pieces include a ruby studded silver necklace (250 gp), an ivory necklace inlaid with mother of pearl (180 gp), an obsidian periapt (50 gp), and a long chain holding 13 rings with various semi-precious stones (15 gp each).

Area 10-11: Blue Hole (EL 6)

The floor disappears into a small pond of clear spring water. This is the home of **Urlistk**, a lizardfolk druid. Ancient by lizardfolk standards, he is considered the savior of the tribe as it is he who discovered the sandstone rocks after the fire that ruined their swamp and the surrounding forest. He remains in this chamber on a ledge 10 ft. above the water. **Urlistk** is very concerned about the diseased animals he has seen, and is especially concerned about the recent actions of some of the giant insects. He knows of a druid (Icktyl Yar) that is considered a leader of the insects and is considering trying to negotiate with him, but isn't certain how to approach that problem.

Urlistk is happy to speak with the PCs, if their intentions are peaceful, and even more pleased if the PCs have information about the ghoul rot and how it can be cured. **Urlistk** wants no problems with the insects, and he deeply appreciates anyone that can help him negotiate any sort of peace with them. He realizes that their hunting grounds might overlap, but he also knows that not all of the insects hunt the same prey that the tribe does.

The blue hole is a natural underwater cavern. The lizardfolk use this as an escape route if pressed. If the tribe is attacked **Urlistk** remains here as a last defender, usually along with Agassiz, while the rest of the tribe swims to a larger cave complex further downstream.

Urlistk, lizardfolk Drd5: CR 6; HD 2d8+4 plus 5d8+10; hp 50; Init +2; Spd 30 ft.; AC 22 (+2 Dex, +4 armor, +1 deflection, +5 natural), touch 13, flat-footed 20; BAB/grapple +3/+4; Atk +5 melee (1d4+1, claw); Full Atk +5 melee (1d4+1 [x2], claws) and +3 melee (1d4, bite); SA spells; SQ hold breath, animal companion, link with companion, nature sense, resist nature's lure, trackless step, wild empathy, wild shape (S or M animal, 1/day), woodland stride; SV Fort +6, Ref +6, Will +7; AL N; Str 12, Dex 14, Con 15, Int 10, Wis 16, Cha 8.

Skills: Balance +6, Concentration +6, Handle Animal +3, Jump +7, Knowledge (nature) +8, Spellcraft +4, Swim +9, Survival +9; *Feats:* Brew Potion, Multiattack, Track.

Divine Spells Prepared (5/4/3/2; Save DC 13 + spell level): 0—*detect magic*, *flare*, *guidance*, *resistance*, *virtue*; 1st—*entangle*, *magic fang*, *obscuring mist*, *shillelagh*; 2nd—*flame blade*, *summon nature's ally*, *resist energy*; 3rd—*call lightning*, *contagion*.

Languages: Draconic, Druidic

Possessions: bone-studded hide armor (+4 AC, armor check penalty -2, light armor, 100 gp), *ring of protection* +1, alligator skull helmet, *wand of cure light wounds* (24 charges), *potion of cure moderate wounds*, *potion of blur*, *potion of owl's wisdom*.

Area II: The Abandoned Tower of Ill Gilch

Ill Gilch, a powerful wizard, once lived in this hollow and abandoned tower. He has been missing for several decades, but the crumbling tower remains. A small dungeon level remains below the tower, however, and the original guardian, a **flesh golem**, still guards its post. A jumble of fallen masonry and burnt timber litter the ground floor of the hollow tower. The upper levels collapsed onto the foundation, leaving only a single stairway still following the wall to the west, only to end in mid-air 20 ft. up. Rubble fills stairwell heading down to the dungeons. PCs intent on exploring beneath the tower must spend 2 hours of intense labor to clear the steps.

The only resident of the tower walls is a **monstrous huge centipede** that attacks anyone invading its home.

Monstrous Centipedes, **huge**: CR 2, hp 28.

Dungeon Characteristics

The dungeon level has four rooms, all of which are partially flooded with stagnant, slime-coated water. The wood doors are waterlogged to the point that they've swelled in their frames. The doors require a bit of effort to open (Strength check DC 20) and are slightly fire resistant (5).

Area II-1: The Antechamber (EL 4)

The antechamber is filled with 2 ft. of stagnant water. The walls are slick with brown and pale-yellow algae. Debris lines the floor below the water forcing PCs to move at half speed unless they succeed at a Reflex save or Balance check (DC 12). A **gray ooze** hides beneath the surface of the water, attacking anyone that tries to make it to the hallway.

Gray Ooze: CR 4; hp 31.

Area II-2: The Watery Hallway

Slow drainage of the water through the surrounding clay has helped erode away the floor of the hallway putting dips and pits into the floor. The floor itself ranges between 2 and 6 ft. below the surface of the still, slimy water. Movement through the hallway must be made at half speed unless a successful Reflex save, Balance check, or Swim check (DC 12) are made.

Area II-3: The Library (EL 2)

While the library has fared better than most other rooms in the swampy dungeon, it is still in terrible shape. A dozen rats use small tunnels to make their way in and out of this area, they use a heap of rotting material and furniture in the center of the room as an "island" home. The rats savagely swarm anyone disturbing their lair, fortunately, the water is only a few feet deep so the PCs don't suffer any penalties while fighting.

Rats (12): CR 1/8; hp 1 each.

Several intact bookshelves line the walls. Most hold moldy stacks of rotted paper and pulpy books, all beyond salvage. Anyone using a *detect magic* spell can pick out one magical book that seems to have survived the moisture and decay.

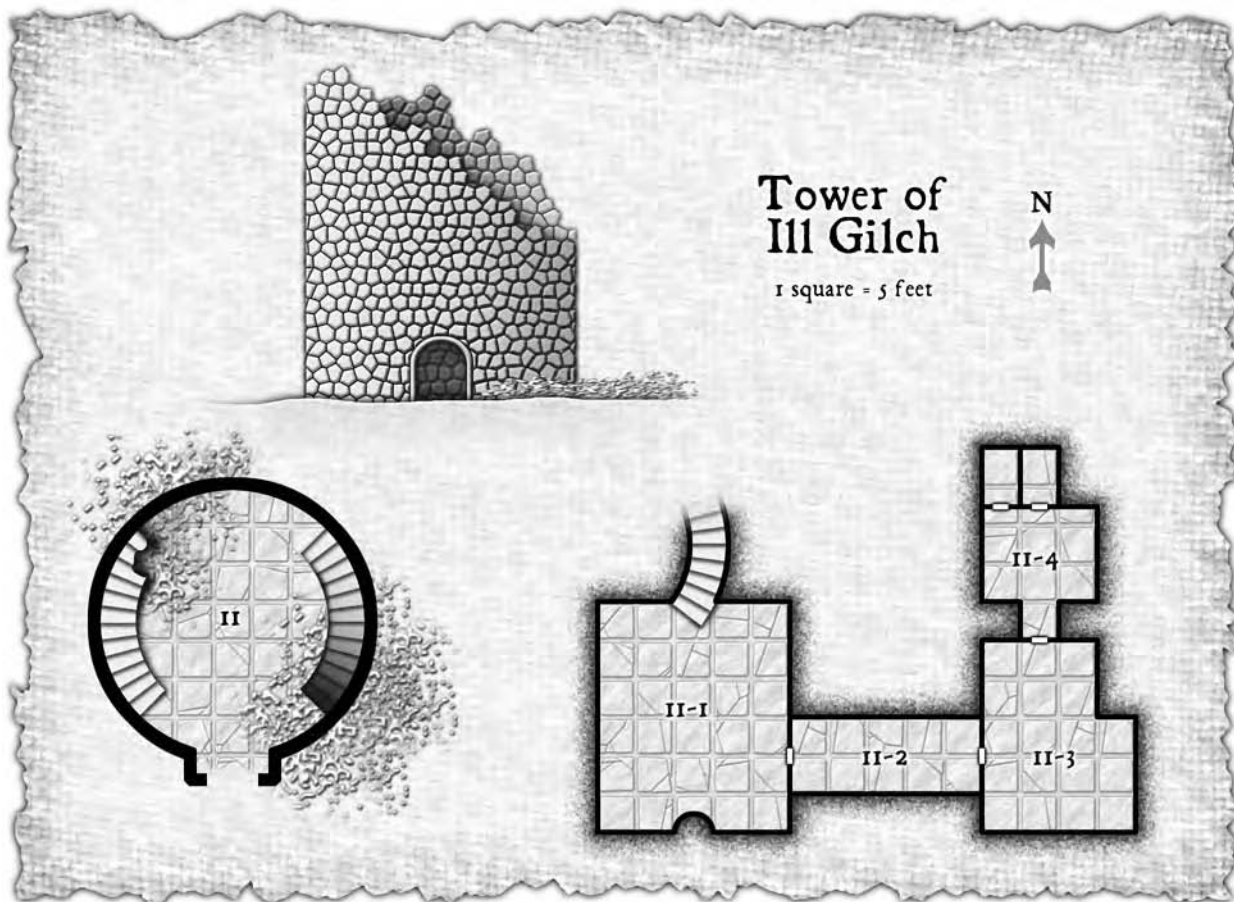
Treasure: the rats have collected some shiny items including a necklace of jade and silver (50 gp), a silver signet ring of Ill Gilch (25 gp), a glass eye, and a silver brooch (25 gp) that is actually a *brooch of shielding* with 20 hp left. The book is a traveling spell book with a few spells in it, unfortunately it is trapped with a magic mouth spell that alerts the golem in the laboratory. The book itself contains all 0 level spells, 10–1st level spells, 6–2nd level spells, and 3–3rd level spells (to be determined by the DM).

Magic mouth trap: CR 2; magical, touch trigger (*magic mouth*); automatic reset; Spell effect (*magic mouth* shouts "You do not have permission!"); Search DC 27; Disable Device DC 27.

The *magic mouth* alerts the golem in Area II-4, which immediately crashes through the door to attack the thieves (See below).

Area II-4: The Laboratory (EL 7)

The room is on the verge of collapsing. Leaking surface water eroded the wall and ceiling, leaving bare earth. Wooden support walls of a set of cells in the far corner are all that hold up the dilapidated roof. Piles of pulpy debris that once was furniture and equipment line the walls. The laboratory is guarded by a flesh golem that remains here to follow its orders. Once activated by someone entering the room, or by the *magic mouth* trap on the book in the library (see above), the golem essentially goes



berserk. It attacks anyone in the area, pursuing them out into the forest if it can.

Flesh Golem: CR 7; hp 79.

Area 12: Glade of the Dryad (EL 3)

This small ravine between two steep hills ends in a grotto of oak trees. Wild flowers blanket the valley between trees growing in a spiraling pinwheel pattern to end at an ancient oak at the very center. All the trees are exactly 10 ft. apart except for a 30 ft. clearing around the center tree. **Alverica**, a **dryad**, maintains the clearing with loving care. She resides in the ancient oak tree at the center of the spiraling trees.

Deeply concerned by the diseased animals she has seen, she begins distrustful and unfriendly toward any PCs that approach her grove. PCs able to convince her of their good intentions might receive aid in the form of advice or by allowing them to rest safely inside the glade.

Alverica, dryad (1): CR 3; 18 hp.

Tactics: If attacked, or if she comes to believe that the PCs are responsible for the ghoulish rot, Alverica uses her *suggestion* and *charm person* abilities in an attempt to get the PCs to leave her glade in peace. If the PCs insist on fighting, she uses her *tree stride* ability to stay away from them while casting *entangle* on them and using *deep slumber* on the most dangerous looking PCs.

DM Note

The flesh golem is almost certainly beyond the PCs abilities to deal with directly. This is designed as an encounter for the PCs (and players) to use their minds. The golem can't run, so the PCs can flee out of the tower and potentially find a way to close off the stairway before it has a chance to escape, or they can simply run from it. Once free the golem can wreak havoc in the forest, but it is quite some distance away from any settlements and probably won't bother anyone for quite some time. It has no ability to specifically track the PCs, once the PCs are out of view they are probably safe. If the PCs find a way to close off the tower and seal the golem inside award them full experience for their creativity.

Area 13: The Cabin of Brumley Fergus (EL 4)

Brumley Fergus is a lone woodsman living off the land. Injured by a wereboar three years ago, he managed to escape into a small sinkhole and survive. Since then, Brumley has suffered from lycanthropy. Living alone, unaware of his alter ego, has left him a bit paranoid. He is aware of some of the strange occur-

rences and is often plagued by dreams and nightmares of places and creatures he has never seen. He is oblivious to the nature or the effects the curse.

If approached, while wandering the forest or at his home, he reacts with suspicion. It is not often that someone speaks to him. He has recognized the strange affliction some animals appear struck with, and is suspicious of anyone in the forest lately. He often sniffs the air and grunts for no reason. If treated kindly or given peace offerings (such as food), he may return the generosity to the PCs in a time of need.

Brumley Fergus, wereboar Bbn1: CR 4; HD 3d8+9/+15 plus 1d12+3/+6; hp 37/46*; Init +4; Spd 40 ft.; AC 14 (18*), touch 10, flat-footed 14 (18*); BAB/Grapple +3/+5 (+7*); Atk +5 melee (1d8+2, battle axe, crit x3) or +7 melee* (1d8+4, gore); Full Atk +5 melee (1d8+2, battle axe, crit x3) or +7 melee* (1d8+4, gore), or Atk +5 melee* (1d8+2, battle axe, crit x3) and +7 melee* (1d8+4, gore); SA: ferocity, curse of lycanthropy as boar, rage; SQ boar empathy, scent, damage reduction 10/silver as boar, low-light vision, scent; ALN; SV Fort +10, Ref +3, Will +3; Str 15/19*, Dex 11, Con 17/23*, Int 10, Wis 10, Cha 10.

*as boar or hybrid.

Skills: Climb +7, Handle Animal +4, Jump +9/+11*, Listen +8, Move Silently +3, Search +1, Spot +4, Survival +1. **Feats:** Alertness (b), Blind fighting, Improved Initiative, Iron Will (b).

Possessions: Battleaxe, leather armor.

Area 14: Brine, the Cyst Tree

A colossal, lifeless tree known as Brine stands in the center of the charred Barren Forest. The primordial tree's remains branch 500 ft. into the sky from a small knoll it stands upon. The barren hill and tree are landmarks easily visible from over a mile away. The dusty cracked land surrounding the tree is littered with holes and burrows, and harmless vermin scurry over the desolate crust.

No accessible entrances for creatures larger than diminutive size are apparent from the ground. More than 100 feet up the trunk is a massive bulge where a malignant growth developed. This cyst is the home of **Icktyl Yar**, an aranea druid that considers himself the defender and protector of the insects and other vermin in the area. The cyst has but two entrances: the tunnels under the knoll and a top entrance 50 ft. above the cyst in a hollow limb. The hollow limb is hard to find and has only a 4 ft. diameter opening at its end.

The sides of the hollow tree average 3 ft. thick (hardness 5). The ancient wood of the tree has a nearly petrified quality, giving it fire resistance (5).

Area 14-1: The Outer Ring (EL 5)

The infertile land around the tree is riddled with large holes and mounds of dried dirt. Dry, powdery earth extends 500 ft. around the tree. The ground is treacherous due to the extensive tunnels beneath the surface. A successful Spot check (DC 15) notices the various dips in the terrain suggesting the potential of tunnels and/or cave-ins. Any Medium-sized creature or larger stepping on a tunnel causes a cave-in. Although the tunnels are only 5 ft. deep, anyone falling into the passage attracts the vermin within. PCs moving at half speed can carefully avoid the various dips once they are recognized, moving at full speed requires a successful Reflex save or Balance check (DC 15) to avoid initiating a cave-in.

The dead tree has a 35 ft. diameter base has no entrance on ground level. The tree can be accessed through the tunnels underneath the ground or by climbing to the cyst 100 ft. overhead.

Icktyl Yar made a pact with a group of **4 scorpion flies** to patrol the area around the tree. The scorpion flies act as scouts and spies, waiting in the upper branches of Brine when not patrolling. One fly enters Brine to alert Icktyl Yar of interlopers before rejoining the others in melee if the tree is approached. The flies do not pursue PCs into the tunnels.

Scorpion flies (4): CR 2; hp 22, 19 (x2), 17. See Chapter 6.

Area 14-2: The Tunnel (EL 4)

A 5 ft. diameter earthen tunnel slopes upward following the terrain. Hiding 10 ft. into the tunnel are **2 giant bombardier beetles**. They charge to attack the first intruder appearing in the tunnel.

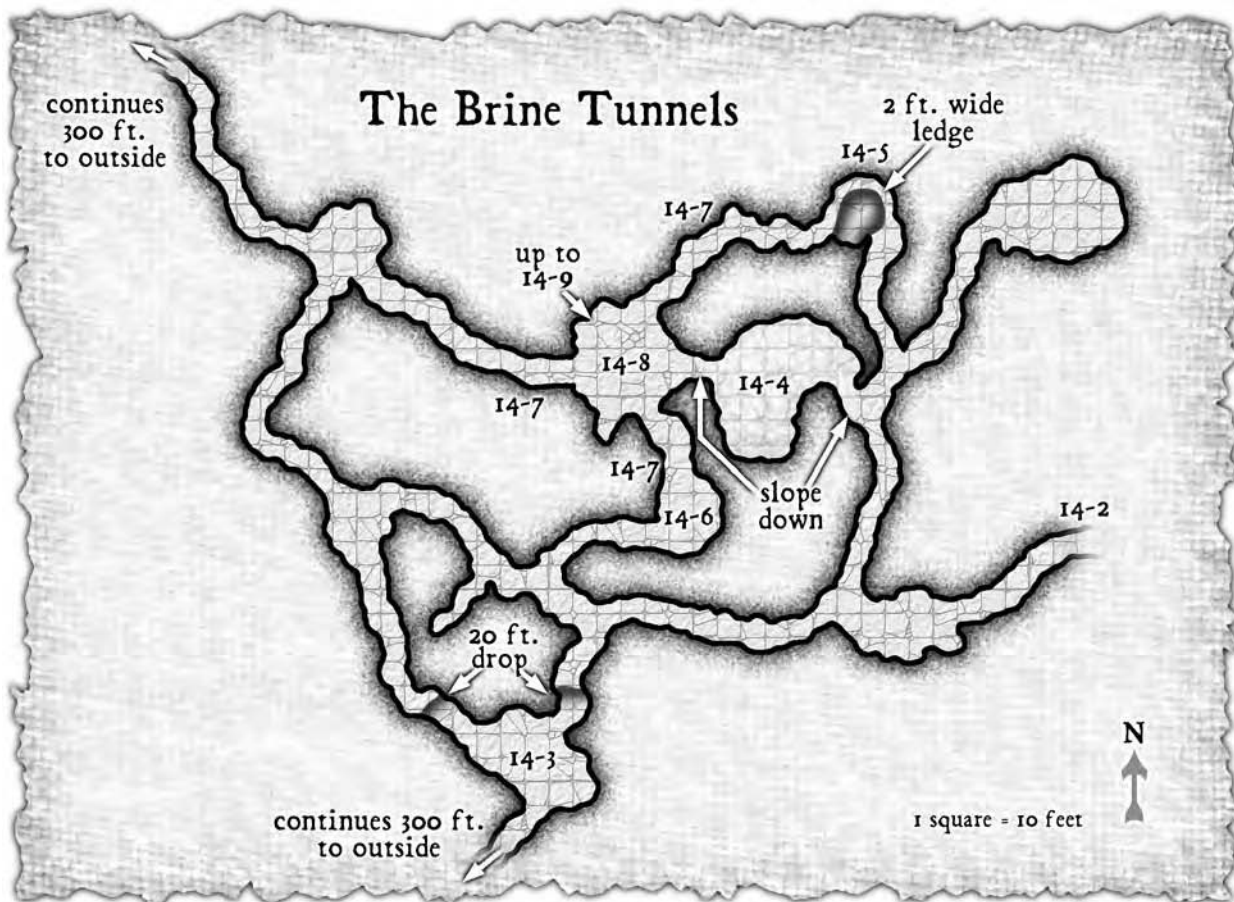
Giant bombardier beetles (2): CR 2; hp 13 each.

Area 14-3: The Nest (EL 7)

The passage drops 20 ft. forcing Climb check (DC 10) to enter unaided. The room below houses a **queen giant ant**, **4 soldiers** and **2d4 workers**. They fight fiercely to protect the queen and her eggs. The workers begin evacuating the eggs if the room is disturbed.

This hive only recently was established and has not yet matured to an abundant population. A total of **15 soldier ants** and **45 worker ants** live within the hive. If the main room is assaulted, **2d4 workers** and **1d4 soldiers** arrive every other round after the first until the full colony is present.

Icktyl Yar took a few giant ant eggs, making sure one was a queen, from the Barren Forest ant colony to start a new nest. The ants treat Icktyl Yar as a hive member, but all others are treated as dangerous outsiders. If the PCs flee and try to avoid combat they still have a



chance to negotiate with Icktyl Yar, but if they fight and end up destroying the nest they make a permanent enemy of Icktyl Yar.

Giant ants, worker (2d4): CR 1; hp 9 each.

Giant ants, soldier (4): CR 2; hp 11 each.

Giant ant, queen: CR 2; hp 35.

Area I4-4: The Cesspool

The tunnels turn into a muddy slope leading to a pool of brackish water filling the chamber. The 10 ft. deep pool blocks the tunnels beyond. The chamber holds water for Brine's inhabitants. The room is empty, but is visited often by various insects living throughout the tunnels.

Area I4-5: The Pit (EL 2)

A 30 ft. deep pit bisects this tunnel. The opening is 30 ft. across, and a small 2 ft. ledge traverses the right side of the earthen hole. A **monstrous centipede (huge)** rests in a small burrow in the bottom of the pit, climbing out to attack anyone it hears crossing the ledge.

Monstrous Centipede, huge (1): CR 2; 24 hp.

Area I4-6: The Swarm Room (EL 5)

The room writhes with waves of tiny spiders that swarm across the walls, floor and ceiling toward any

intruders. The room houses **6 spider swarms**. Icktyl Yar created the perfect breeding ground for his small relatives and takes great pride in the thriving population and ecosystem he has nurtured. The room contains a dropped grappling hook left by a fleeing adventurer. The swarms don't follow fleeing prey.

Swarm, Spider (6): CR 1; hp 9 each.

Area I4-7: Entrance to Brine

The earthen tunnel connects to a tunnel made through a huge hollowed root. The wooden tunnel is 6 ft. in diameter. The ancient wood of the walls is so heavily mineralized that it has a petrified quality, giving the wood fire resistance (5) and increased Hardness (6).

Area I4-8: The Trunk (EL 4)

Four passages lead from the underground tunnels to the main room within the trunk. The room has a 25 ft. ceiling with a single 3 ft. diameter hole in it. The walls are covered with vertical shards of splintered wood. Scaling the walls requires a Climb check (DC 10), but the climber must make a Reflex save (DC 10) per 10 ft. to avoid taking 1d4 points of damage from the pointed splinters.

Negotiating with Icktyl Yar

While **Icktyl Yar** (See Area 14-11) is willing to negotiate with the PCs, he always does this outside the confines of the tree and with the support of a variety of large vermin close at hand. If the PCs step back from the tree and try to wave off the **scorpion flies** (See 14-1), Icktyl is informed by one of the flies who then hold off on their attacks unless ordered to attack by Icktyl.

Icktyl makes no effort to hide his true nature from the PCs, believing that if they can't speak to him in his real form then they can't be trusted to hold to their word. Icktyl knows that the druids in the Asylum created the ghoul rot, and that they are directly attacking the insects and animals of the area. If the PCs help "solve" the problem, Icktyl is willing to negotiate peace with the loggers and even the lizardfolk. The lizardfolk were largely ignored before, but are allowed to continue living and hunting in the area so long as they leave the Brine and the ant colonies alone. Loggers can continue logging as long as they stay north of Pariah Fork (the river along the northern border of the Barren Forest) and leave the insects alone.

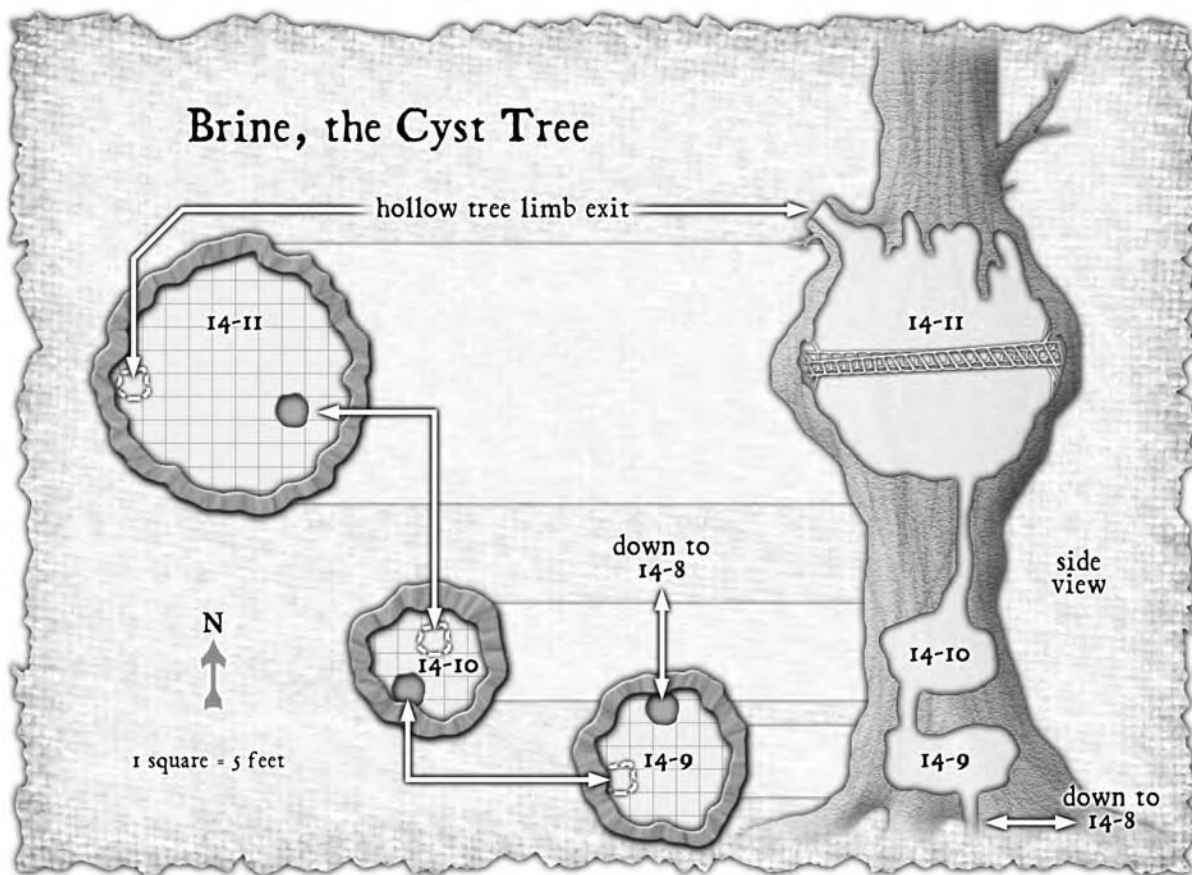
Icktyl is presently gathering his forces in preparation for an all out attack on the druids of Rachiss, afterwards he intends to attack the loggers again on his way back home. PC attitudes can change these plans. A PC attack against Icktyl, or the insects he protects, almost insures an attack against the loggers once the druids of Rachiss are killed. If the PCs have already dealt with the druids of Rachiss, Icktyl is much friendlier toward them and far easier to negotiate with.

This room is the lair of a small nest of **8 stirges**. There are **1d4+4 stirges** in a hidden hole near the ceiling at any time during the day or night. Their lair in a small space above the ceiling contains a few shiny objects they brought in, including; a *potion of neutralize poison*, a gold ring (25 gp), a silver brooch (10 gp), a masterwork silver dagger and a +2 *dart* (Search DC 22).

Stirges (4+1d4): CR 1/2; hp 5 each.

Area 14-9: Ground Floor (EL 3)

PCs entering the hole in the floor are greeted by a **formian warrior**. An exit in the ceiling across from the entrance leads into the second floor. This scout became separated from his hive and has found a sense of purpose in the service



of Icktyl Yar. He serves as a guard until he can reunite with his hive. The formian warrior willingly takes orders from the Icktyl Yar in an attempt to rationalize this often-chaotic plane. Armed with a long spear and a silver scimitar, the guard attacks anyone climbing the wall to enter the cyst from the trunk chamber. If the PCs are willing to wait in this room, the warrior goes to tell Icktyl Yar about the visitors.

Formian, warrior: CR 3; hp 26.

Area 14-10: Second floor (EL 2)

The room has a 20-foot ceiling with a single exit in the center of the room directly above the lower entrance. This room houses a **monstrous spider** that lies camouflaged along the wall 10 ft. above the lower entrance. This spider has a special bonus of +5 to Hide checks in these surroundings and attacks any non-insect unless Icktyl Yar or the formian warrior are present.

Monstrous spider (medium): CR 1; hp 11.

Area 14-11: The Cyst Room (EL 5)

The room is egg shaped, but a sheet of web bisects the upper half of the room from those below. The web creates a flat ceiling 15 ft. above the lower portion of the room while the upper portion of the room rises 15 ft. above the web “floor” and has a single exit through a hollow limb. The limb tube is 3 ft. in diameter and runs 15 ft. to the outside of the massive tree.

This room is the home of **Icktyl Yar**, an **aranea druid**, that acts as a representative and defender of the giant insects and other vermin in the area. Icktyl prefers to negotiate with the PCs outside the Brine, trying to approach them before they attempt enter the tunnels beneath the tree, or even the tree itself. If he meets the PCs here, he presumes they are here to attack him. If warned, he casts preparatory spells and summons several vermin and the scorpion flies from Area 14-1 to aid in defending his chamber. Icktyl Yar attacks by dropping down from the web ceiling and attacking solitary PCs in the room below. He flees through the upper exit if the battle goes against him.

The top half of the cyst room contains Icktyl Yar’s belongings. His chest is kept in a cocoon-like hammock of webbing attached to the wall. The chest is unlocked and holds a bone scroll tube with several sheets of silk paper, misshapen clothing, a *cloak of elvenkind*, a *potion of cure moderate wounds* and a *potion of free action*. One of the silk sheets of paper is a scroll with *levitate*, *flaming sphere*, and *jump*.

The other papers are notes and tactics regarding the aberrant followers of Rachiss in the asylum. Icktyl Yar goes into great detail describing the humanoid druids and how they have waged genocide against the insects in their quest for power.

Icktyl Yar, Male Aranea Drd3: CR 7; HD 3d8+6 plus 3d8+6; hp 39; Init +6; Spd 50 ft., Climb 25 ft.; AC



16 (+2 Dex, +2 armor, +1 deflection, +1 natural), touch 3, flat-footed 14; BAB/Grapple +5/+5; Atk +7 melee (1d6 + poison, bite) or +5 melee (1d6, scimitar, crit 18–20) or +7 ranged (web); Full Atk +7 melee (1d6 + poison, bite) or +5 melee (1d6, scimitar, crit 18–20) or +7 ranged (web); SA spells, web, poison; SQ alternate form, darkvision 60 ft., low-light vision, nature sense, wild empathy, woodland stride, trackless step; SV Fort +8, Ref +6, Will +9; AL N; Str 11, Dex 15, Con 14, Int 14, Wis 13, Cha 14.

Skills: Climb +17, Concentration +8, Handle Animal +9, Heal +7, Hide +6, Jump +8, Knowledge (nature) +8, Listen +7, Spot +12, Survival +8. **Feats:** Improved Initiative, Iron Will (b), Track, Weapon Finesse.

Arcane spells known (6/6, spell save DC 12 + spell level): 0—*daze*, *ghost sound*, *mage hand*, *ray of frost*, *resistance*; 1st—*disguise self*, *mage armor*, *magic missile*.

Druid Spells Prepared (4/3/1, spell save DC 11+ spell level): 0—*cure minor wounds*, *mending*, *resistance*, *virtue*; 1st—*entangle*, *magic fang*, *pummel**; 2nd—*rooted in place**.

*See Chapter 5.

Languages: Common, Sylvan, Druidic, Elf, Goblin

Possessions: *bracers of armor* +2, *ring of protection* +1, *cloak of resistance* +1, scimitar, *potion of mage armor*, *potion of invisibility*, *potion of fly*, *potion of cure serious wounds*.

Concluding the Adventure

Whatever route the PCs choose, ending the threat of the ghoul rot requires dealing with the druids of Rachiss. The ghoul rot runs its course within several weeks, leaving the forest almost eerily silent after days of disease maddened animals charging through the area. A hard winter kills any remaining spores and surviving animals are joined in spring by new animals migrating in.

If a peace agreement has been made, the loggers continue their logging but are careful to stay away from the insects' territory and take special care to

replant saplings. If no agreement is reached, Icktyl Yar chooses fall and winter as a perfect time to renew attacks against Krieger's Pointe and eventually even Carson's Mill. If Icktyl Yar is somehow slain during the adventure, the insects begin relentless attacks against Krieger's Pointe and any humanoids found wandering the forest.

The PCs can be enticed into further adventures using maps or rumors from some of the loggers they have rescued, or they can be asked to investigate more strange occurrences in other places after news of their success spreads. The PCs might also be asked to help guard loggers as the log flumes are rebuilt. Any escaping druids of Rachiss might become long-term enemies for the PCs, hunting them down and harassing them anytime they travel in the wild.

If the PCs successfully negotiate peace agreements between Krieger's Point and Icktyl Yar they should receive a 100 XP bonus each. If they make further agreements between the insects and the lizardfolk an equal bonus should be given.

Further Adventures

Depending upon their approach, the PCs might make many new friends, or enemies, and the DM can use this to entice the party into further adventures. A few examples are listed below.

The party is asked for help when a drought hits the forest. Dry conditions could lead to devastating fires and the drought does not appear to be entirely natural.

Loggers uncover an ancient dungeon and unwittingly release the evil held within. The PCs are asked to help close the dungeon, or at least rid the world of the creatures in it, so that the forest can again be made safe for logging.

On the basis of their success, the PCs are asked to participate in delicate negotiations with a neighboring country.

Chapter Nine:

Canyons of Arcuri

By Jeff Harkness and Gary Schotter

Introduction

Canyons of Arcuri is a jungle adventure suitable for characters of 8th through 10th level. It is set in a group of narrow, tree-lined canyons that can be placed near any coastal region. As a wilderness based adventure the PCs are given a wide variety of choices to make, many of which can get them into a great deal of danger.

DM's Background

The warrior-king Del'Mashon, a worshipper of the demon god Tsathogga, devoted himself to acquiring ancient relics to further his god's power. In his fervor, Del'Mashon ordered holy relics of other temples brought to him, and demanded that all priests and worshippers of "unworthy" gods be slain. Del'Mashon's three daughters, converts to Arden, a minor god of the sun, led a small number of Arden's faithful to safety, guiding them out of the city through secret escape routes known only to the royalty. Del'Mashon ordered the fleeing worshippers, including his daughters, put to the sword. Arden's temple was burned, and riders left to hunt down the escaping worshippers.

The arduous journey had many casualties as Arden's priests began to despair. Arden began directing his faithful to safety through dreams and visions. Following these dreams, Arden's faithful found a series of jungle filled canyons and eventually came to a door fused with an iron-streaked rock wall. The door opened into a forgotten vault dedicated to Arden. The priests hid, nourished through the use of *create food and water* spells that created fruits and vegetables and fresh water. Days passed until the thunderous rumblings of hundreds of horses reverberated through the canyon walls.

Arcuri, the eldest daughter of Del'Mashon, could not believe the riders would be allowed to pass without vengeance. Her anger splintered the faithful. Some say Tsathogga took advantage of her ire and promised her power if she sacrificed those in the vault. Arcuri fought the urgings, but succumbed to her hatred and rage when the rumbling of the riders returned. Dark forces suffused Arcuri with demonic power. Arcuri initiated an orgy of death allowing her to summon a demon for each of Arden's faithful she destroyed. With each sacrifice came a new demon sent out into the jungle to slay the riders.

Adventure Hooks

The PCs can be involved in a number of different ways, some involving the simple desire for treasure, and others as a struggle for good.

- Stranded in Storm Haven by a storm-damaged ship, the PCs might decide to investigate rumors of gold and diamonds in the canyons.
- The PCs are recruited or interested in Javialt's tale of lost relics and a lost vault.
- A lone priest of Arden, a faith almost completely lost, asks the PCs to seek out Javialt and help him recover relics and religious items that might help him rekindle his religion.
- The PCs can be hired as bounty hunters seeking the "Dogs of Orcus" and come to Storm Haven on their trail.

Only a handful of Arden's priests escaped. Before Arcuri escaped, however, surviving followers of Arden lured her into a trap. Knowing she could never be allowed to escape into the world, the worshippers pooled their powers to enchant the vault. To lure Arcuri, the worshippers offered themselves as bait to the newly created death knight. Arcuri came for them in a bloodlust that knew no bounds. But even in her moment of triumph, she found herself trapped. The door to the room sealed, and a magical current flowed through the walls preventing Arcuri from teleporting away. As a final insult, the demon lord who created her abandoned the death knight, leaving Arcuri utterly alone among the dead.

With demons loosed on the valley and the riders, Mashontil's army was virtually destroyed, and the jungle valleys became a deadly home to demons and their foul, tainted offspring. In time, the demons returned to their own plane, left for other parts of the world, or fell upon each other out of boredom. Arcuri, however, remains in the vault. Her anger burning as fiercely as the day she was trapped.

Running the Adventure

As a site-based wilderness adventure the PCs are able to explore vast canyons as they search for treasure, the vault, or even the Dogs of Orcus. Actually opening the vault, which contains a deadly, blood-

Scaling the Adventure

This adventure contains a number of monsters and NPCs with class levels. The adventure can be adjusted to lower levels by reducing the class levels of a number of monsters as well as some of the NPCs. Lower level PCs would also need slightly different random encounters and a reduced chance of random encounters.

High level characters: high level characters have even more divination magic and travel magic available to them. This means that it is much easier for the PCs to find the Dogs of Orcus and/or the vault of Arcuri. At higher levels, presume the vault of Arcuri is protected by a permanent *sequester* spell forcing the PCs to use *true seeing* and other magic simply to locate it. Give the Dogs of Orcus enough class levels and magic equipment to provide a real challenge for the PCs and increase the numbers and/or class levels of other creatures encountered in the jungle. Add some fiends to the list of random encounters and increase the frequency of random encounters while traveling in the jungle.

thirsty death knight, requires recovering a “lost” key presently in the possession of bugbears who have no idea what its real purpose might be.

During their travels the PCs have ample opportunity to negotiate or fight with a wide variety of creatures. Diplomatic PCs might even be able to assist some warring factions in finding a peaceful solution to their problems. Whatever tactics they might use, the PCs are certain to be attacked by the Dogs of Orcus who don’t want anyone interfering with their plans.

While the vault of Arden and the relics contained within are a major part of the adventure, the DM should not force the PCs down any particular path. If the PCs prevent the Dogs of Orcus from opening the vault, this too can be considered a success.

For the DM

This adventure can be placed near any coastal region possessing a few mountains or steep hills to house the canyons. The main canyon is slightly wider (600 ft.) along the main branch of the Goltray River that runs through it. The river itself widens to 300 feet at its widest. Tributaries feeding the main river are considerably narrower, with the towering walls often no more than 40 feet apart and barely a trickle of water running down their center.

Umbrella-shaped canopies of 150 foot trees block the narrow paths sheltered by 2,000 foot cliffs. Vines hang from the treetops, dropping to a secondary canopy layer composed of 60 to 80 foot tall trees, completely blocking sunlight and trapping moisture for a constant humidity. Near the rivers and openings in the canopy, palm shrubs and bamboo palms thrive. Most of the jungle floor is left in complete darkness, leaving the cliff walls virtually invisible to anyone beneath the canopy. Within the canyons, it is twilight during the day, and completely dark at the night.

Storm Haven grew as a port east of the canyons many years after they were explored. The DM is welcome to substitute any port town. Settlers named the canyons based on the words “Beware Arcuri” found gouged into a rock wall near the entrance to the canyons.

Storm Haven

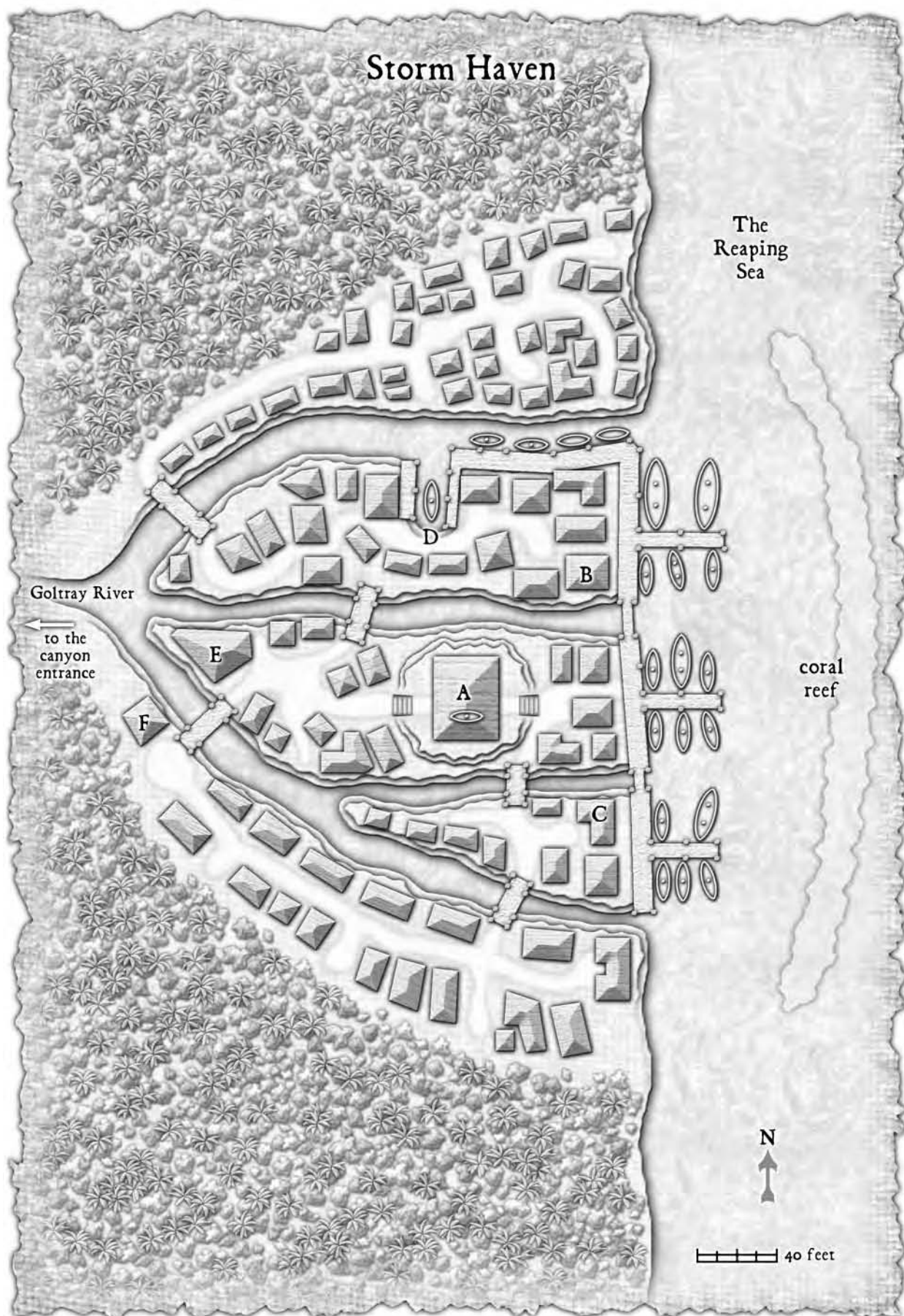
The village of Storm Haven is a port on a river delta fed by the Goltray River. While not a major trade stop, frequent storms along the coast force many ships into port to seek shelter or repairs. Storm Haven is sheltered from the high waves of the ocean by an offshore coral reef, and is usually home to 15–30 ships that ply the dangerous waters.

Storm Haven is a village where no one cares what you did in life, just what you can do to help the village. The community values fishing, net mending and ship repair, and some of the best at these skills hang signs on pier-front businesses. Men wander the decks when new ships arrive, offering to unload a current catch or seeking work on the voyage out. A handful of arrivals seek riches, and legends of diamonds as big as a fist in the canyons are common. Most treasure seekers, however, fail to return.

Piers extend throughout Storm Haven, with the biggest along the seafront to anchor merchant vessels. Other piers along the delta entrances allow smaller vessels to moor safely inland. The village can moor 60 ships.

Throughout town, 20 foot spikes rise from buildings and jut up from the streets. Villagers erected the spikes after a roc snatched a small boat and dropped it on the inn. The spikes and ballistae around town prevent the giant birds from snatching away sailors, cattle and other small boats.

Two miles to the west of the city, the mineral rich cliffs of the Canyons of Arcuri soar 2,000 feet in the air. The Goltray River, also called the River of Veins because of its many forks and the heavy mix of clay and silt turning the waters a muddy red, emerges from a narrow break in the mighty wall before traveling the two miles east to Storm Haven. Streaks of iron show along the cliff walls.



The Hollow Spire Mountains rise out of the jungle to the North and West forming a wall of twisting peaks.

Storm Haven (village): Conventional; AL CN; 200 gp limit; Assets 6,000 gp; Population: 600; Mixed (human 87%, elf 5%, half-elf 3%, half-orc 3%, dwarf 1%, halfling 1%).

Authority figures: Mayor Anton Sidhal (Ftr8)

Important characters: Stavron Sidhall (Ftr4), Keleen Sidhall (Sor3), Harbormaster Benvallat, (Com5), Javialt (Exp9), Jek (Ftr5), Tenvo Lushar (Exp9), Basht Haar (Ftr5), and Corielle Amn (Com5).

Others: Town guards, Ftr 4 (x5), Ftr 2 (x10), War2 (x15); Rog2 (x8); Rgr4 (x4); Rgr2 (x6); Exp6 (x5); Exp1–4 (x20), the rest are Com1–4.

Keyed areas in Storm Haven

A few other shops – all dealing with fishing in some regard – sit along Storm Haven’s main docks, placards hanging out front advertising their trade. Consult the following keyed areas for locations within Storm Haven:

Area A: The Wayward Sail

The Wayward Sail sits in the center of Storm Haven, just up from the main docks. It is easy to see from the piers, as it is the only two-story structures within the village. Atop the structure, a 20-foot boat sits angled through a section of the roof. The boat was dropped by an enraged roc after the villagers fired a ballista at the creature. The owner couldn’t decide how to get the boat down, so it stayed and became a focal point for the Wayward Sail.

The Wayward Sail, or “The Sail” as residents call it, is a tavern, an inn, and a community meeting hall. In times of trouble, it also serves as a hospital and shelter. **Mayor Sidhall** (human male Ftr8) built the structure of stone cut from the iron-rich walls of the canyons, and claims the Sail can withstand even the hurricane-force winds of the Reaping Sea. The Wayward Sail is home to the mayor and his grown children, **Keleen** (human female Sor3) and **Stavron** (human male Ftr4). The village’s sailors often stop at the small tavern to relax whenever they arrive in port.

The Wayward Sail’s small tavern serves simple beer and ale, and Mayor Sidhall himself often cooks the meals requested by the occasional visitor. The sailors who frequent the place are more interested in the liquors than the food, however, so Sidhall doesn’t have to step behind the stove often. A good thing, too, as his cooking leaves something to be desired. Food and drink are fairly priced (2 cp for a cup, 5 cp for a meal). A single staircase from the tavern rises to the second floor.

The six rooms currently for rent are 10 foot by 15 foot spaces located on the second floor. Each room is furnished

with a bed, a desk and a window that opens onto the shingled roof of the inn. The six rooms are all that remain of the second floor; the rest lie crushed beneath the boat dropped on the inn. A room costs 5 sp per night, although **Javialt** secured his room for the month for 12 gp paid in advance, and others can probably negotiate as well.

Area B: Haar’s Net Mending

Basht Haar’s (human male Ftr5) shop is a ramshackle collection of shipping tools, supplies, and odds and ends. Despite its name, he does much more than mend nets for the fishermen of the village. Haar is also a skilled carpenter and helps repair boats when he can. He often shares jobs with the harbormaster **Benvallat** (human male Com 5). Haar also sells and purchases equipment, but most of his wares sport a nautical theme. The few swords he has all have fish carved into the handles or engraved along the blade. Compasses and similar equipment usually have mermaids or other sea creatures adorning them. Haar likes to haggle for his wares and usually starts his prices around 1 1/2 times their worth.

Area C: Corielle’s Fish Market

The matron **Corielle Amn** (human female Com5) sells various fish in an open-air market along the dockfront. Agreements with most of the captains provide her with the best catches. She also has a contract with Mayor Sidhall to provide fish for the Wayward Sail’s larders now that Sidhall no longer plies the waves. Her prices vary according to the quality of the latest catch.

Area D: Lushar and Sons Boat Repair

Tenvo Lushar (human male Exp9) and his sons, **Mald** (human male Ftr6) and **Edas** (human male Exp5), repair ships damaged at sea. Their shop rests on the waterfront, where they have elaborate blocks and tackles to pull smaller boats out of the water to work on them. Larger boats are taken into an enlarged delta tributary and braced before being worked on. The three can repair even the most heavily damaged craft, although their fees are exorbitant (200 gp for a simple patch to 2,000 gp or more to repair a damaged hull). Fortunately for Storm Haven, they take trade, and many captains owe the Lushars for their “generosity.”

Area E: The Low Point

A gambling hall, the Low Point is run by the free-spirited dwarf **Jek** (Ftr5) and his bouncer, **Mog** (male half-orc Bbn6). Jek welcomes all-comers to his establishment, hoping to provide them a little entertainment while lightening their coin purses. Mog makes sure

Rumors

The people of Storm Haven have heard many legends and rumors, most from those lucky enough to return from the canyons. The PCs can gather various bits of information through role-playing conversations in the Wayward Sail or with the NPCs who live and work around the port town. While many of the rumors are indeed false, some are at least partly true. Use the following rumors to provide information to the PCs:

- DC 10** Arcuri is a fabulous beast with two heads, a tail and claws! (False)
- DC 10** There are some dangerous types running around these days. I saw an ugly dwarf with an ogre wandering through town the other day. (Partially true)
- DC 10** Demons boil forth from the canyon mouth when the moon is full. (False)
- DC 10** The rocs avoid you if you don't bother them. (False)
- DC 10** Javialt is trying to get people to search for relics in the canyons. (True)
- DC 14** Arcuri visits the town occasionally – to drink the blood of our innocent! She comes in the night and vanishes when the sun rises. (False)
- DC 14** Be wary traveling the river by boat. A group of miners went in on boats once, and all that came back were shattered pieces of wood floating on the river. The wood was scratched and broken. (True)
- DC 14** Giants occasionally wander out of the canyons. They don't come near town, probably because of how well armed we are, but I think a tribe of them lives in the canyons. (Partly true)
- DC 16** There's a new dam near the canyon entrance, and the scaly folk that live there don't take kindly to strangers. (True)
- DC 16** A dragon lives deep in the canyons, red and as large as a boat! I saw it fly out of the trees once, roaring fire into the sky as it passed. (Partly true)
- DC 18** I saw an elf get turned into glass. She was standing by a lake, and then she was nothing but amber. I didn't get any closer. (Partly true)
- DC 20** Arcuri ain't nothing but a legend. Sure, she was the daughter of a warlord or something up north, but that's all. (Mostly true)
- DC 20** There is a small tree village hidden in the canyons. (True)

things don't get out of hand. The name of the gambling den was coined by sailors who said they'd have to be at a "low point" to get conned by a dwarf. Still, many enter and lay down their money for a little entertainment.

Javialt's Request

Javialt is a new addition to Storm Haven, having ridden out the dangers of the Reaping Sea to visit the

DM Note

If the PCs aren't hired by Javialt, it is likely he hires another group to explore for him, or there is even the possibility that a few remaining priests or individuals devoted to Arden go out in search of the vault based on Javialt's information. If the PCs are having an easy time, the DM can add another competing group of adventurers to make their lives more difficult.

village. He's come into town with the shirt on his back and information in his head, all in the hope of finding the lost vault of Arden.

Javialt has posted numerous fliers about the village asking adventurers to meet him at the Wayward Sail. The fliers direct anyone interested in an expedition into the Canyons of Arcuri to seek him out at his second-floor room. Manuscripts in his possession detail a vault where Arden's followers hid from the riders of Mashontil. They also describe the magical sealing of the vault, with the plan of hiding it forever. He knows that there is a key to the vault someplace in the valley, and hopes he can either find the key, or find some other way to open the vault if he doesn't find a key before locating the vault. Javialt only reveals the existence of the key to a party he trusts enough to hire for the expedition.

He believes that the vault contains both holy relics, and the bones of the deceased. He can give reasonable directions to where the vault is supposed to be, but knows virtually nothing about where the key might be. Claiming to be to infirm for the journey, he hopes to convince someone to recover the bones and relics so that he can give the bones a proper rest and study the relics and history of Arden's faith. In the back of his mind, Javialt is hoping that the rediscovery of Arden's relics might rekindle faith in a god of good that has faded to almost nothing. Javialt gives PCs he trusts information as well as promising 1,000 gp to the party for the right to study the artifacts once they are recovered.

The Dogs of Orcus

One other group in Storm Haven is also very interested in Javialt's claims of a hidden vault within the canyons. The necromancer **Sverge** and his dwarven co-hort **Howlbast** were one step away from being hanged for animating corpses. They fled in the night with the help of **Brar Unger** and **Hoek** as soldiers came for them, and have stayed one step ahead of soldiers ever since. Once they reached Storm Haven, the pair hired **Delmyr** and **Otato!** to watch their backs. Several people around town suspect that the group is wanted, but the general mood of Storm Haven is that if you aren't wanted here, and aren't hurting anyone here, you should be left alone as well.

They arrived a week before Javialt and have been listening to the scholar's ramblings ever since, with Sverge and Howlbast researching some of the claims of "holy relics" on their own. They've finally decided that the scholar is onto something, and intend to find the relics. As a bonus, Howlbast believes the vault of Arden would make a fitting shrine to Orcus. Two days ago, Howlbast and Sverge met with Javialt to glean whatever remaining information they could from the talkative scholar. They've since decided to head into the canyon.

Events

While random encounters within the canyons can help make life very interesting, a few events are provided here to help spark things when they are needed. Aside from events 2 and 7, these events are only to be used at the DM's option, and are not required for game play. The DM should feel free to add or alter events depending upon the PCs abilities, plans, and reactions. The events are not listed in any particular order and can be used at the DM's discretion.

Event 1: The Robbery

Before the PCs leave for the canyons, Javialt is robbed by **Pok** and **Enala Madas** while he is downstairs eating dinner. Javialt interrupts the thieves but they get away with several books and papers. While nothing of real importance is taken, Javialt's problem is that he can describe both **Pok** and **Enala**. The husband and wife team decide to come back in the middle of the night and kill Javialt to prevent him from fingering them and getting them run out of town.

Enala Madas, female half-elf Rog4: CR 4; SZ M; HD 4d6+4; hp 20; Init +3; Speed 30 ft.; AC 16 (+3 Dex, +3 armor), touch 13, flat-footed 13; BAB/Grapple +3/+5; Atk +7 melee (1d6+2, masterwork rapier, crit 18–20) or +6 ranged (1d4+2, dagger, range 10 ft., crit 19–20) or +7 ranged (1d6+2, masterwork composite shortbow [+2], range 70 ft., crit x3); Full Atk +7 melee (1d6+2, masterwork rapier, crit 18–20) or +6 ranged (1d4+2, dagger, range 10 ft., crit 19–20) or +7 ranged (1d6+2, masterwork composite shortbow [+2], range 70 ft., crit x3); SA sneak attack +2d6; SQ trapfinding, evasion, trap sense +1, uncanny dodge, low light vision, half-elf abilities; AL NE; SV Fort +2, Ref +7, Will +1; Str 15, Dex 16, Con 13, Int 12, Wis 10, Cha 10.

Skills: Bluff +7, Diplomacy +9, Disable Device +8, Gather Information +9, Hide +10, Intimidate +7, Listen +7, Move Silently +10, Search +8. **Feats:** Point Blank Shot, Weapon Finesse.

Languages: Common, Elf, Orc

Possessions: masterwork studded leather armor, masterwork rapier, masterwork composite shortbow [+2], 40 arrows, 5 throwing daggers, *potion of cure light wounds* (x3), *potion of hiding*, *potion of sneak*, *potion of darkvision*, *potion of neutralize poison*, coin pouch (2d4 pp, 5d6 gp, 5d10 sp, 3d12 cp).

Pok Madas, male human Ftr4: CR 4; SZ M; HD 4d10+8; hp 34; Init +5; Spd 20 ft.; AC 17 (+1 Dex, +5 armor, +1 shield), touch 11, flat-footed 16; BAB/Grapple +4/+7; Atk +9 melee (1d10+5, masterwork bastard sword, crit 19–20) or +7 melee (1d6+3, club, crit x2) or +8 ranged (1d8+3, masterwork composite longbow [+3], range 110 ft., crit x3); Full Atk +9 melee (1d10+5, masterwork bastard sword, crit 19–20) or +7 melee (1d6+3, club, crit x2) or +8 ranged (1d8+3, masterwork composite longbow [+3], range 110 ft., crit x3); AL NE; SV Fort +6, Ref +2, Will +2; Str 17, Dex 13, Con 15, Int 11, Wis 12, Cha 8.

Skills: Climb +5, Jump +5, Ride +8. **Feats:** Cleave, Exotic Weapon Proficiency (bastard sword), Improved Initiative, Power Attack, Weapon Focus (bastard sword), Weapon Specialization (bastard sword)

Possessions: masterwork chainmail, light steel shield, masterwork bastard sword, club, masterwork composite longbow [+3], 40 arrows, *potion of cure light wounds* (x2), *potion of cure moderate wounds*, *potion of bull's strength*, *potion of bear's endurance*.

Tactics: Pok and Enala hoped to work their way into the Dogs of Orcus by conveniently coming across some new information and bringing it out to the canyons for Sverge and Howlbast. They know little about the Dogs of Orcus, only that their friend Delmyr claims that becoming a member is a swift route to wealth and fame, something both desire. They try to sneak back into Javialt's room a little after midnight to "finish the old man." When they fight, Pok stands to one side of an opponent so that Enala can flank and they focus on a single target until they are dead. If they run into a large party, they run away and attempt to head for the canyons in hopes the Dogs of Orcus might help protect them (they won't).

Event 2: Rear Guard

Hoek and the thief **Brar Unger** went ahead of the rest of the Dogs of Orcus to secure the entrance to the canyons. After the main group passes into the canyons, they then serve as a rear guard for the group. The pair camp in the trees near the canyon's mouth and watch for anyone traveling upriver or along the paths on the sides of the canyon. If they see anyone approaching, they attack using ranged

weapons before fleeing into the jungle. They attempt to ambush the PCs at every opportunity, if they escape. Hoek's favorite technique is to get ahead of the PCs and use his Roc Call, a special wooden whistle designed to make the sound of an injured roc, as soon as the PCs come into a clearing. If the PCs are overly powerful, the pair flees as far away from them as possible.

Brar Unger, Male Half-Orc Ftr4/Rog8: CR 12; SZ M; HD 4d10+8 plus 8d6+16; hp 68; Init +3; Spd 30 ft.; AC 18 (+3 Dex, +5 armor), touch 13, flat-footed 15; BAB/Grapple +10/+12; Atk +15/+17* melee (1d6+5, +1 *humanbane rapier*, crit 15–20) or +13 ranged (1d6+2, masterwork composite shortbow [+2], range 70 ft., crit x3); Full Atk +15*/+10 melee (1d6+5, +1 *humanbane rapier*, crit 15–20) or +13/+8 ranged (1d6+2, masterwork composite shortbow [+2], range 70 ft., crit x3); SA sneak attack +4d6; SQ trapfinding, evasion, trap sense +2, improved uncanny dodge; AL CE; SV Fort +8, Ref +9, Will +5; Str 15, Dex 17, Con 15, Int 11, Wis 12, Cha 10.

*add an additional +2 to hit and 2d6+2 damage against humans.

Skills: Climb +13/+15, Escape Artist +7/+9, Hide +7, Intimidate +12, Jump +15, Listen +9, Move Silently +7, Search +5, Sense Motive +6, Spot +14, Swim +5, Tumble +9, Use Rope +8/+10. **Feats:** Alertness, Combat Reflexes, Improved Critical (rapier), Iron Will, Power Attack, Weapon Finesse, Weapon Focus (rapier), Weapon Specialization (rapier)

Languages: Orc, Common.

Possessions: +1 chain shirt, +1 human bane rapier, masterwork composite shortbow [+2], 40 arrows, masterwork thief's tools, backpack, 50 silk rope.

Hoek, Male Human Rgr9: CR 9; SZ M; HD 9d10+18; hp 63; Init +5; Spd 30 ft.; AC 17 (+1 Dex, +3 armor, +2 deflection, +1 natural), touch 13, flat-footed 16; BAB/Grapple +9/+12; Atk +13 melee (1d6+3, masterwork shortsword, crit 19–20) or +12 ranged (1d8+4 plus 1d6 [fire], +1 *flaming composite longbow of seeking* [+3], range 110 ft., crit x3); Full Atk +13 melee (1d6+3, masterwork shortsword, crit 19–20) or +12/+7 ranged (1d8+4 plus 1d6 [fire], +1 *flaming composite longbow of seeking* [+3], range 110 ft., crit x3); SA favored enemy [humans +4, goblinoids +2], improved combat style [archery]; SQ wild empathy, woodland stride, swift tracker, evasion; AL NE; SV Fort +8, Ref +7, Will +5; Str 17, Dex 13, Con 15, Int 12, Wis 14, Cha 11.

Skills: Climb +13, Heal +11, Hide +11, Jump +12, Knowledge (geography) +10, Knowledge (nature) +12, Listen +12, Move Silently +11, Spot +12, Survival +16. **Feats:** Dodge, Mobility, Endurance (b), Manyshot (b), Point Blank Shot, Rapid Shot (b),

Shot on the Run, Track (b), Weapon Focus (composite longbow).

Divine Spells Prepared (2/1, spell save DC 12+ spell level): 1st—entangle, pass without trace; 2nd—cat's grace.

Possessions: +1 leather armor, +1 amulet of natural armor, +2 ring of protection, +1 flaming composite longbow of seeking [+3], 40 masterwork arrows, wooden whistle.

Event 3: The Jovial Halfling

An abnormally tall halfling strolls down a path near the river, while skipping rocks across the river. Actually a doppelganger pretending to be a halfling, the creature pretends to be oblivious to the presence of others, until approached. Acting startled, **Barnikoal**, is happy to see visitors and introduces himself as a wandering guide for hire. Claiming he has scoured the entire canyon in search of trinkets and baubles he says that all he has found are old damp ruins and dusty tunnels. If asked about Sverge and Howlbast, he claims he saw them upriver. They didn't look friendly, so he didn't approach. He says he once saw a door upriver, but cannot remember exactly where. He'll offer to guide PCs for a small fee to the many wonderful sights throughout the beautiful canyons. He accepts any amount offered.

Barnikoal, Male Doppelganger Rog 8: CR 12; SZ M; HD 4d8+12 plus 8d6+24; hp 82; Init +9; Speed 40 ft.; AC 26 (+5 Dex, +5 armor, +2 deflection, +4 natural), touch 17, flat-footed 26; BAB/Grapple +10/+11; Atk +16 melee (1d4+2, +1 dagger, crit 19–20) or +17 ranged (1d6+1, masterwork shortbow, range 60 ft., crit x3); Full Atk +16/+11 melee (1d4+2, +1 dagger, crit 19–20) or +17/+12 ranged (1d6+1, masterwork shortbow, range 60 ft., crit x3); SA detect thoughts (DC 16), sneak attack +4d6; SQ darkvision 60 ft., change shape, immunity to sleep and charm effects, trapfinding, evasion, trap sense +2, improved uncanny dodge; AL N; SV Fort +7, Ref +16, Will +8; Str 12, Dex 20, Con 16, Int 16, Wis 12, Cha 15.

Skills: Bluff +21 (+25 when reading an opponent's mind), Diplomacy +19, Disable Device +14. Disguise +23 (+33 when using Change Shape, +27 when reading an opponent's mind, +37 when using both), Intimidate +19, Open Lock +16, Search +14, Sense Motive +18, Tumble +20. **Feats:** Ability Focus (detect thoughts), Combat Expertise, Improved Feint, Improved Initiative, Weapon Finesse

Possessions: +1 mithral shirt, +1 dagger, masterwork shortbow, 20 +1 arrows, cloak of resistance +1, gloves of dexterity +2, ring of protection +2, boots of striding and springing, four potions of cure light wounds, two potions of cure moderate wounds, belt pouch with 28 gp

Tactics: Barnikoal attempts to lead PCs into danger at every opportunity. His plan is to catch the PCs at a disadvantage and finish off anyone left after a battle goes badly. He knows the layout of the canyons and the perils therein. Barnikoal is mainly bored with his solitary life and relishes the challenge of directing others into peril. He gladly relieves the PCs of any treasure he deems useful if the opportunity presents itself. He plays up the part of a mischievous but innocent halfling thief. He conveniently gets lost and turned around while apologizing for placing the PCs in any treacherous situations.

Event 4: The Chimera

A **chimera** making its home in the jungle notices the PCs inside its hunting territory. It watches them for a few minutes before deciding how best to attack, and then rushes into battle in an effort to turn the PCs into its next meal. Hidden inside the chimera's lair (Spot DC 20, located in the boll of a tree) are some old holy symbols of Arden as well as a moldy old journal in an oiled leather bag. While most of the journal is beyond legibility, a few notes in different places describe "trapping the demon" and mention "the key is hidden where the hollow man's staff leads the way."

Chimera (green dragon head): CR 7, hp 76.

Event 5: A Falling Bulette

While traveling near the canyon wall one of the many bulettes living off the rich minerals in the canyon walls breaks through the wall about 20 feet above the PCs. This particular bulette uses its tremor sense to locate some prey and then tunnel through the inside of the cavern wall to come out above them so that it can leap down onto a PC and make a full attack.

Bulette: CR 7, hp 94.

Treasure: The tunnel left by the bulette conveniently reveals a vein of gold in the wall. The rich vein is rather small, but a skilled miner using the proper tools can extract 850 gp worth of gold ore over a period of 3 days. Of course, this requires a PC to climb 20 feet up the rough stone wall to look into the tunnel just to have a chance of seeing vein of ore (Spot DC 15).

Event 6: Knights of the Wasp

The PCs encounter a group of **elite hobgoblin scouts** searching for a new home for their tribe. Riding massive wasps raised specifically to be mounts, the hobgoblins attack any armed party they see for several purposes. First, they want to know how powerful other residents of the canyons might be. Second, they want to capture someone that can tell them more about the canyons.

The tribe recently moved to the hills and mountains surrounding the canyons and have found the rocs and giants of the area simply too difficult to deal with and now seeks to move into the canyons.

Verbin, Male Hobgoblin Sergeant, Ftr 6: CR 6; HD 6d10+18; hp 58; Init +2; Spd 20 ft.; AC 21 (+1 Dex, +8 full plate, +2 shield), touch 11, flat-footed 20; BAB/Grapple +6/+10; Atk +11 melee (1d8+4, lance, crit x3) or +11 melee (1d8+4, longsword, crit 19–20) or +10 ranged (1d8+4, +2 *composite longbow* [+2], range 110 ft., crit x3); Full Atk +11 melee (1d8+4, lance, crit x3) or +11/+6 melee (1d8+4, longsword, crit 19–20) or +10/+5 ranged (1d8+4, +2 *composite longbow* [+2], range 110 ft., crit x3); SQ darkvision 60 ft.; AL LE; SV Fort +8, Ref +4, Will +2; Str 19, Dex 15, Con 17, Int 9, Wis 11, Cha 15.

Skills: Handle Animal +6, Listen +2, Move Silently –2, Ride +7, Spot +2. **Feats:** Alertness, Combat Reflexes, Mounted Combat, Ride-By Attack, Spirited Charge, Weapon Focus (lance), Weapon Focus (longsword).

Possessions: Lance, longsword, +2 *composite longbow* [+2], full plate armor, heavy steel shield, 2 *potion of cure moderate wounds*, *potion of heroism*, *ring of feather falling*.

Bardkel, Male Hobgoblin Clr3/Sor3: CR 6; HD 3d8+6 plus 3d4+6; hp 37; Init +5; Spd 30 ft.; AC 11, touch 11, flat-footed 10; BAB/Grapple +3/+6; Atk +6 melee (1d8+3, lance, crit x3) or +6 melee (1d8+3, longsword, crit 19–20) or +4 ranged (1d8, *composite longbow*, range 110 ft., crit x3); SQ darkvision 60 ft.; AL LE; SV Fort +6, Ref +3, Will +8; Str 16, Dex 13, Con 15, Int 10, Wis 14, Cha 16.

Skills: Handle Animal +6, Listen +4, Move Silently +5, Ride +4, Spot +4. **Feats:** Alertness, Improved Initiative, Mounted Combat.

Arcane Spells Known (6/6; save DC 13 + spell level): 0–*daze*, *flare*, *ghost sound*, *light*, *mage hand*; 1st–*feather fall*, *grease*, *mage armor*.

Divine Spells Prepared (4/3/2; spell save DC 12 + spell level): 0–*guidance*, *inflict minor wounds*, *mending*, *resistance*; 1st–*divine favor*, *obscuring mist*, *shield of faith*; 2nd–*hold person* (x2).

Domain Spells (evil, trickery): 1st–*disguise self*; 2nd–*invisibility*.

Possessions: Lance, longsword, *composite longbow*, 20 arrows, 3 *potions of cure moderate wounds*, *potion of fire breath*.

Hobgoblins, Ftr2 (12): CR 2; HD 2d10+2; hp 17; Init +1; Spd 20 ft.; AC 18, touch 11, flat-footed 17; BAB/Grapple +2/+2; Atk +2 melee (1d8, lance, crit x3) or +2 melee (1d8, longsword, crit 19–20) or +3 ranged (1d8, *composite longbow*, range 110 ft.,

crit x3); Full Atk +2 melee (1d8, lance, crit x3) or +2 melee (1d8, longsword, crit 19–20) or +3 ranged (1d8, composite longbow, range 110 ft., crit x3); SQ darkvision 60 ft.; AL LE; SV Fort +4, Ref +1, Will +0; Str 11, Dex 13, Con 13, Int 10, Wis 10, Cha 10.

Skills: Handle Animal +4, Listen +2, Move Silently –1, Ride +6, Spot +2. **Feats:** Alertness, Mounted Archery, Mounted Combat.

Possessions: Lance, longsword, composite longbow, chainmail, heavy steel shield, 20 arrows.

Giant Wasps (14): CR 3; SZ L; HD 8d8+18; hp 52; Init +2; Spd 20 ft., Fly 60 ft. (good); AC 15, touch 12, flat-footed 13; BAB/Grapple +6/+16; Atk +12 melee (1d3+6 plus poison, sting); Full Atk +12 melee (1d3+6 plus poison, sting); SA poison; SQ darkvision 60 ft., vermin; AL N; SV Fort +8, Ref +4, Will +3; Str 23, Dex 15, Con 14, Int –, Wis 13, Cha 11.

Skills: Spot +9, Survival +1*.

Poison (Ex): Injury, Fortitude DC 14, initial and secondary damage 1d6 Dex. The save DC is Constitution-based.

Skills: Giant wasps have a +8 racial bonus on Spot checks. *They also have a +4 racial bonus on Survival checks to orient themselves.

Tactics: The hobgoblins are cautious, but aggressive. They do their best to use the advantage of the flying wasps to make their attacks if pushed into battle. If clearly outmatched in a fight the hobgoblins are willing to flee, or even surrender. Their primary goal is to learn more about the canyons, if the party is clearly more powerful than they are, Bardkell makes an effort to negotiate for information, though he has little to offer himself.

Event 7: The Dogs of Orcus

This event would normally be saved for the end of the adventure, near the actual entrance to the Vault (Area 12, below), but the PCs might come upon the Dogs of Orcus much earlier in the canyons, especially if they use all of their magical abilities and are adept at tracking. Use of this event should be up to the DM. If the PCs' goal is the capture of the Dogs of Orcus, they may be using all of their abilities to track them down. On the other hand, if the goal is to discover the Vault of Arcuri, it is most likely that they encounter the Dogs of Orcus at Area 12 or somewhere nearby. The Dogs of Orcus are cautious, and have almost certainly been warned of another party of adventures by **Hoek** and **Brar Ungar** (see Event 2, above) who may also be with them if they have successfully fled from the PCs.



They do their best to maintain a careful watch to help enable them to prepare for battle if required.

This should be one of the toughest battles in the jungle. If the PCs are caught by surprise or not properly prepared it could be quite deadly. Rewards for the capture or slaying of Sverge and Howlbast should be determined by the DM and should be appropriate to the resources spent by the PCs as well as appropriate to the DM's campaign world.

Howlbast, Male Hill Dwarf Ftr2/Clr8 (Orcus): CR 10; SZ M; HD 2d10+8 plus 8d8+32; hp 90; Init +0; Spd 20 ft.; AC 21 (+8 armor, +2 deflection, +1 natural), touch 12, flat-footed 21; BAB/Grapple +8/+12; Atk +14 melee (1d8+5 plus 2d6 unholy damage to all good targets, +1 *unholy warhammer*, crit 19–20/x3); Full Atk +14/+9 melee (1d8+5 plus 2d6 unholy damage to all good targets, +1 *unholy warhammer*, crit 19–20/x3); SA spells, rebuke undead (+2), death touch (8d6), smite good (+4 to hit, +8 damage); SQ darkvision 60 ft.; AL CE; SV Fort +12, Ref +5, Will +12; Str 18, Dex 10, Con 16, Int 10, Wis 18, Cha 10.

Skills: Concentration +13, Knowledge (religion) +12, Listen +4, Spellcraft +8, Spot +4. **Feats:** Extra Turning, Greater Spell Focus (necromancy), Improved Critical (warhammer), Skill Focus (Knowledge), Spell Focus (necromancy), Weapon Focus (warhammer).

Divine Spells Prepared (6/5/4/4/3, spell save DC 14 + spell level, necromantic spells DC 16 + spell level): 0—*detect magic*, *inflict minor wounds* (x3), *light*, *resistance*; 1st—*bane*, *divine favor*, *doom*, *obscuring mist*, *protection from good*, *shield of faith*; 2nd—*bear's endurance*, *bull's strength*, *darkness*, *hold person*, *silence*; 3rd—*bestow curse*, *blindness/deafness*, *dispel magic*, *prayer*; 4th—*cure critical wounds*, *divine power*, *inflict critical wounds*.

Domain Spells (Death, Destruction): 1st—*inflict light wounds*; 2nd—*death knell*; 3rd—*animate dead*; 4th—*inflict critical wounds*.

Possessions: +1 half-plate armor, +1 *unholy warhammer*, ring of protection +2, amulet of natural armor +1, cloak of resistance +2, potion of cure light wounds (x2), potion of fly, potion of barkskin (+3), holy symbol of Orcus.

Description: The leader of the Dogs of Orcus, Howlbast is a dour dwarf with a long mustache that falls in braids from his face. He has no beard. He desperately wants to establish a shrine to his master, but recent run-ins with the law have stalled his efforts. Howlbast wears dark gray half-plate armor trimmed with polished bone.

Sverge, Male Half-Elf Nec9: CR 9; SZ M; HD 9d4; hp 20; Init +2; Spd 30 ft.; AC 19 (+2 Dex, +2 armor, +2 deflection, +2 natural), touch 14, flat-footed 17; BAB/Grapple +4/+4; Atk +6 melee (1d4+1, +1 dagger, crit 19–20); Full Atk +6 melee (1d4+1, +1 dagger,

crit 19–20); SA spells; AL CE; SV Fort +3, Ref +5, Will +9; Str 10, Dex 15, Con 10, Int 17, Wis 16, Cha 12.

Skills: Concentration +12, Knowledge (arcana) +15, Listen +9/+11, Spellcraft +15, Spot +9/+12/+14. **Feats:** Alertness (b), Craft Wand, Dodge, Eschew Materials, Quicken Spell, Scribe Scroll, Spell Focus (necromancy).

Arcane Spells Prepared (4/5+1/5+1/4+1/2+1/1+1; Save DC 13 + spell level; DC 14 + spell level for necromancy spells*; opposed schools, Enchantment and Illusion): 0—*disrupt undead*, *flare*, *ray of frost*, *touch of fatigue**; 1st—*cause fear**, *mage armor*, *magic missile*, *protection from good*, *shield*, *ray of enfeeblement**; 2nd—*blindness/deafness**, *command undead**, *fog cloud*, *ghoul touch**, *resist energy*, *spectral hand**; 3rd—*fly*, *haste*, *ray of exhaustion**, *vampiric touch* [x2]*; 4th—*enervation**, *fear**, *stoneskin*; 5th—*baleful polymorph*, *waves of fatigue**.

Additional spells in books: 0—all spells other than Enchantment and Illusion; 1st—*burning hands*, *expeditious retreat*, *grease*, *shocking grasp*; 2nd—*false life**, *flaming sphere*, *glitterdust*, *scare**, *scorching ray*, *web*; 3rd—*fireball*, *gentle repose**, *halt undead**, *slow*, *wind wall*; 4th—*animate dead**, *bestow curse**, *contagion**, *ice storm*, *shout*, *wall of ice*; 5th—*blight**, *cone of cold*, *magic jar**, *symbol of pain*.

Possessions: bracers of armor +2, ring of protection +2, amulet of natural armor +2, +1 dagger, wand of magic missiles (CL 7th, 25 charges), potion of invisibility, potion of cure light wounds, holy symbol of Orcus.

Razorwing, hawk familiar: CR 1/3; SZ T; HD 1d8; hp 10; Init +3; Spd 10 ft., fly 60 ft. (average); AC 22, touch 15, flat-footed 19; BAB/Grapple +0/–10; Atk +9 melee (1d4–2, talons); Full Atk +9 melee (1d4–2, talons); SA deliver touch spells; SQ low-light vision, improved evasion, share spells, speak with master, speak with animals of own kind; AL CE; SV Fort +3, Ref +6, Will +8; Str 6, Dex 17, Con 10, Int 10, Wis 14, Cha 6.

Skills: Listen +2, Spot +14 **Feats:** Weapon Finesse

Description: Second in command, Sverge is a pale elf who shies away from sunlight, keeping a large cloak bundled about him. He keeps his body devoid of all hair. He wears red and black tattoos representing Orcus, demonic studies, and undead making him appear to be a devout cleric of Orcus as well. He has filed his front teeth to add to his sinister appearance, ensuring that others remember his presence.

Otato!, Male Half-orc Bbn6/Ftr4: CR 10; SZ M; HD 6d12+12 plus 4d10+8; hp 90; Init +2; Spd 40 ft.; AC 19 (+2 Dex, +6 armor, +1 deflection), touch 13, flat-footed 19; BAB/Grapple +10/+15; Atk +17 melee (1d12+10, +1 keen greataxe, crit 19–20/x3); Full

Atk +17 melee (1d12+10, +1 *keen greataxe*, crit 19–20/x3); SA rage 2/day; SQ fast movement, improved uncanny dodge, trap sense +2; AL CE; SV Fort +11, Ref +5, Will +4; Str 20, Dex 14, Con 14, Int 7, Wis 9, Cha 9.

Skills: Climb +13, Intimidate +7, Listen +7, Spot +6. **Feats:** Combat Reflexes, Dodge, Iron Will, Mobility, Power Attack, Weapon Focus (greataxe), Weapon Specialization (greataxe).

Possessions: +2 chain shirt, +1 *keen greataxe*, ring of protection +1, *potion of haste*, *potion of heroism*, *potion of cure light wounds*.

Delmyr, Male Human Rog6/Ftr3: CR 9; SZ M; HD 6d6+12 plus 3d10+6; hp 52; Init +7; Spd 30 ft.; AC 20 (+3 Dex, +5 armor, +2 shield), touch 13, flat-footed 20; BAB/Grapple +7/+9; Atk +11 melee (1d6+5, +1 *shortsword*, crit 19–20 x2) or +13 ranged (1d4+1, masterwork hand crossbow and masterwork bolts, range 30 ft., crit 19–20 x2); Full Atk +11 melee (1d6+5, +1 *shortsword*, crit 19–20 x2) or +13 ranged (1d4+1, masterwork hand crossbow and masterwork bolts, range 30 ft., crit 19–20 x2); SA sneak attack +3d6; SQ trapfinding, evasion, trap sense +2, uncanny dodge; AL N; SV Fort +7, Ref +9, Will +3; Str 15, Dex 16, Con 14, Int 12, Wis 10, Cha 9.

Skills: Bluff +10, Climb +11, Disable Device +14, Hide +12, Intimidate +12, Listen +11, Move Silently +12, Open Lock +14, Search +10, Spot +11. **Feats:** Alertness, Combat Reflexes, Improved Initiative, Nimble Fingers, Persuasive, Weapon Focus (shortsword), Weapon Specialization (shortsword).

Possessions: +1 chain shirt, +1 buckler, +1 *shortsword*, masterwork hand crossbow, 20 masterwork bolts, *potion of bull's strength*, *potion of cure light wounds* (x2), *elixir of sneaking*, masterwork thief's tools.

Combat Tactics: Sverge and Howlbast are brutal, ruthless, and focused on their goals. If they can kill the PCs to eliminate a threat, they do so. If the PCs become more than they can handle, they leave Otato!, Delmyr, and Hoek and Brar behind as a rear guard while they flee.

With Hoek and Brar keeping watch, and with Sverge sending out his hawk familiar to patrol, they probably are warned that the PCs are on the way. Howlbast takes the time to cast *prayer*, before casting *protection from good* on Otato! and *shield of faith* and *divine power* on himself. During combat, Howlbast hangs back casting *unholy blight*, *hold person*, and *dispel magic* on the PCs to help Otato! and Delmyr. Sverge casts *shield*, *mage armor*, and *stoneskin* on himself and then casts a *spectral hand* spell to cast touch spells such as *ghoul touch* with. Otato! quaffs *potions of haste* and *heroism* to prepare for combat and Delmyr uses his *elixir of sneaking* and a *potion of bull's strength*. Delmyr does his best to flank opponents that are in melee with Otato!

Hoek and Brar (if they are present) prepare for combat with any potions they might have left and do their best to take flanking positions on targets as well.

If Sverge and Howlbast are killed, flee, or surrender (unlikely), the rest of the Dogs of Orcus are likely to flee or surrender. As long as either Sverge or Howlbast are involved in the battle, none of the others surrender or let up in their attacks. Delmyr, who has virtually no survival skills in the wilderness, chooses surrender over death, or even running. If captured, Otato!, who isn't terribly bright, and Delmyr are willing to give up whatever information they might possess. Hoek and Brar simply keep quiet and try to escape into the jungle later.

Entering the Canyons

The entrance to the canyons is two miles west of Storm Haven, through recently cleared land. The **Goltray River** exits the canyon to run past the village to the sea. Boating upriver is difficult, but manageable. Unfortunately, anyone on the river is easy to spot from the air, presenting an easy target for the rocs and chimera deeper in the canyons (see below). The current is not terribly strong, but it still impedes travel upriver, slowing a boat's speed by 5 feet (and increasing it by 5 feet if heading downstream).

Walls within the canyons are pitted and stand roughly 600 feet apart. The river carves out an uneven path through the center of the stone walls, often hitting a width of 300 feet. Branches feeding the main canyon are considerably narrower with some a mere 20 feet wide. Unless noted otherwise, Climb checks are DC 15 for the canyon walls and Swim checks for the river are DC 12.

Random Encounters

Many wandering creatures roam the canyon area. Check for wandering monsters every 4 hours of travel through the jungle by rolling a d20 and consulting the table below.

d20	Encounter
1.	Event (See above)
2.	Aurumvorax*
3.	Dire Bear
4.	1d2 Rocs
5.	1d4+2 minotaurs
6.	1d6+4 ogres, tribal war band
7.	Cluster (1d4+1) of phase spiders
8.	Tendriculos
9.	Hill giants (1–2)
10.	1d4+2 wyverns
11–20.	No Encounter

*See the **Tome of Horrors** by Necromancer Games or Appendix A

Tracking the Dogs of Orcus through the canyons is difficult because their tracks are actively concealed by Hoek and Brar (See Event 2 above). The Survival check for tracking the Dogs of Orcus is an opposed check made against Hoek's Survival check (see Event 2 above) as well as any other conditional modifiers (see Chapter 3 and the *PHB*).

The rocs and chimeras nesting in the upper branches of the jungle trees further pose a risk to flight above and through the treetops. At any given time, 1d20 rocs wheel above the updrafts from the ravines, searching for meals to scavenge from the trees' upper branches. Anyone foolish enough to fly above the treetops is just too inviting a morsel for the birds to pass up. The birds chase anything flying above the tree canopy, but usually give up if the creature dives into the tops of the branches. The rocs cannot push deep into the tree canopy.

Chimera with green dragon heads also live deeper in the canopies, making their homes in boughs of lower branches. The chimera are extremely territorial and destroy any creature intruding on their lairs unless that creature is clearly larger than they are..

Rocs: CR 9, hp 225 (average). See the MM.

Chimera (green dragon head): CR 7, hp 76 (average). See the MM.

Area 1: The Cliff Wall

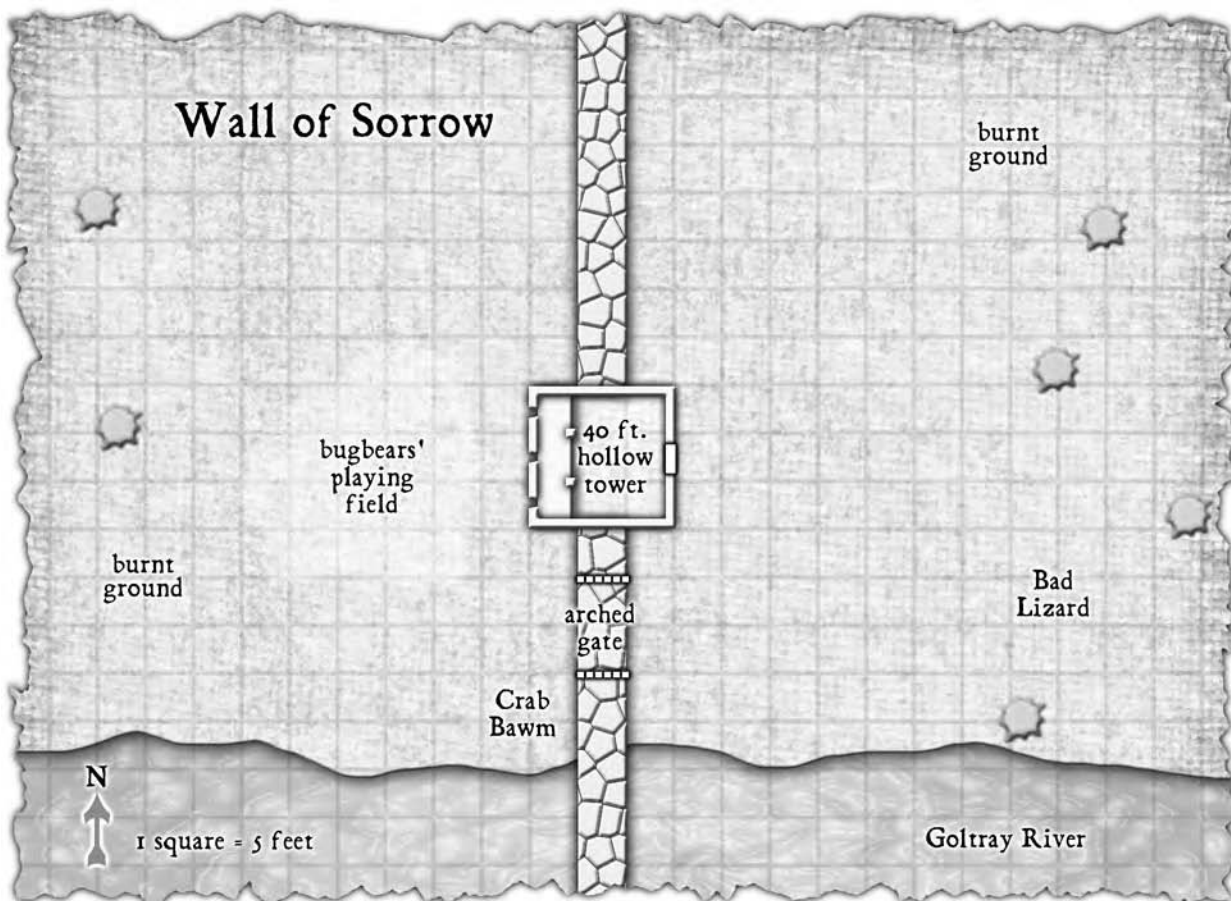
The cliff wall rises 2,000 feet straight up, with the river running through a wide (600 foot) gap. The river leaves a narrow 150 foot swath of thick growth to each side. The thick jungle trees grow to over 200 feet tall with the wind protection provided by the nearby cliffs. Near the river, the underbrush is thick with palm fronds and bamboo, while further in lichens and mosses grow in the dark, damp atmosphere sheltered from the sun by the high trees.

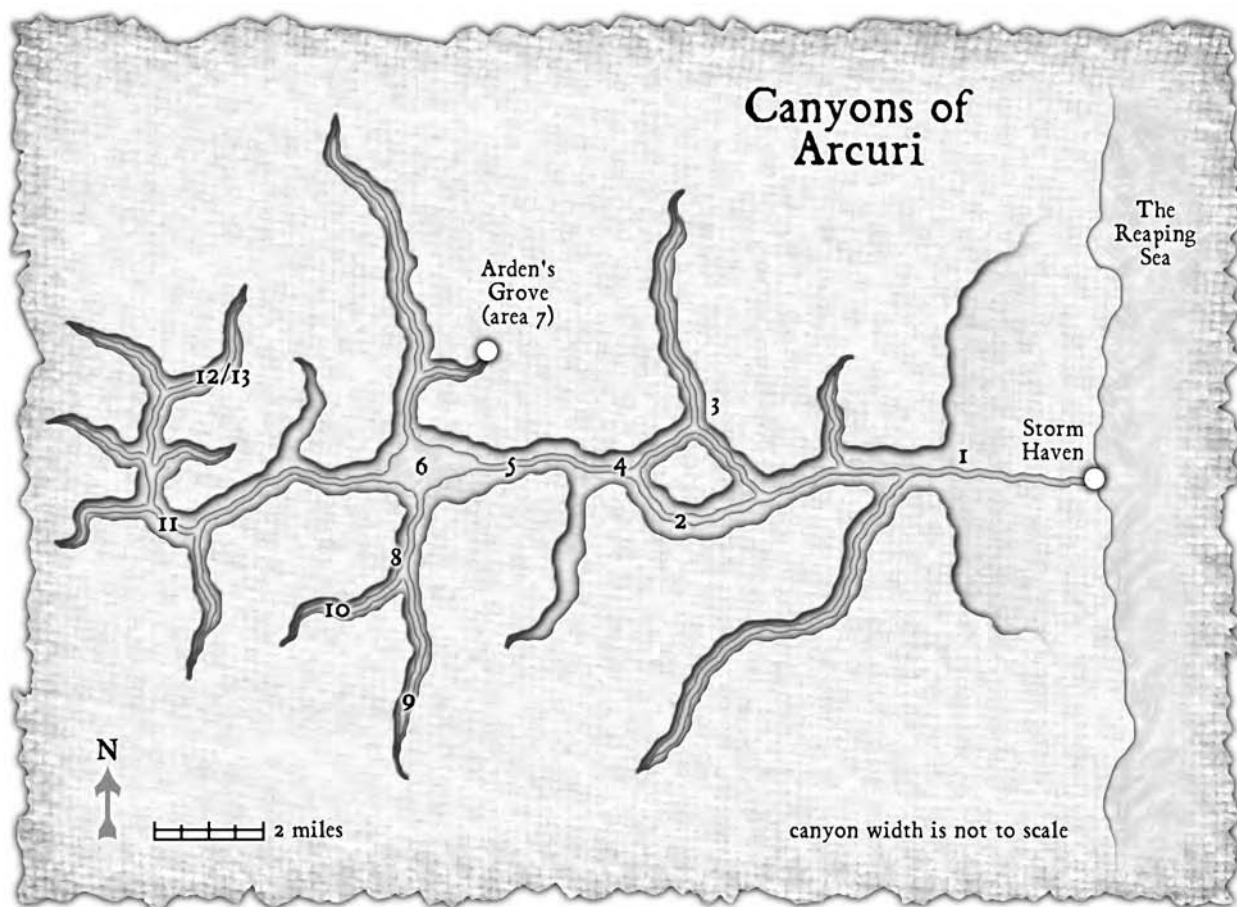
Wheeling rocs fly from large nests barely visible near the edge of the upper cliff. At least **8 rocs** patrol the skies and nests near the cliff wall. They are generally more interested in flying creatures than hunting food on the canyon floor. If left alone, they do not attack. The rocs brutally defend their nests against anyone seen climbing or flying toward their nests. Nests that do have eggs are generally occupied by at least one roc that stands a very good chance of hearing or sensing invisible PCs attempting to pilfer eggs.

Rocs (8): CR 9; 280, 260, 225 (x3), 218, 217, 214 hp.

Area 2: The Wall of Sorrow (EL 14)

The smell of burnt wood and flesh carries down the canyon. Jeering laughter echoes along the path,





and many blackened and ashy footprints cover the trail. A 25 foot tall wall divides the canyon, blocking the path from further exploration. The river sweeps among sharpened tree trunks supporting the center of the wall. The path on the southern side of the river ends 500 ft. from where the wall attaches to the edge of the canyon.

A 15 ft. tall archway bisects the wall on the northern trail. A wooden door covered in rusted spikes bars the entrance, and a gatehouse has been built near the entrance. Arrow slits dot the 40 ft. tall gatehouse's surface. A thick blackened layer of mud covers the walls. Bones of various creatures decorate the frightening obstacle. Trees and brush have been cleared by fire 90 feet away from the fortification.

Crab Bawm, a particularly brutal **ettin**, generally stands near the entrance of the fortification. He always keeps two spiked clubs within easy reach as he stands guard and periodically shouts at his bugbear servants. Crab Bawm is a frightening sight in his singed hides and rusted half plate armor, and his scarred faces and burned hair give him an aura of invincibility. Fires behind the wall send trails of smoke into the sky that are visible for quite a distance, making it clear Crab Bawm and the bugbears that serve him here have little to fear from others in the canyons.

The builders of the gatehouse are lost to history, but the gatehouse itself still remains. Now rather decrepit, the interior is nothing more than a burnt shell, it still stands as a testament to the builder's skill. A huge barred door on the opposite side of the wall allows access to the interior. The bugbears found it and built large scaffolding to access the many arrow slits for combat. They have little else in the large open room aside from furs to sleep on and a few personal belongings.

Hidden under the chieftain's sleeping mat is a **locked chest** (Search, DC 20). The chest contains rations, 237 gp, 435 sp, 12 cp, 16 onyx nuggets (25 gp each), a silvered masterwork dagger, three vials of holy water and an *immovable rod*.

Besides the ettin and bugbears, the fortification is home to Crab Bawm's "pet," which rests on the other side of the wall. "Bad Lizard" is a young **red dragon** Bawm stole from its nest in the mountains (which is where his treasure map leads). The dragon has suffered concussions and brain injury due to harsh treatment and lessons on how to play "head bonk," a game where large rocks are thrown into the air and bounced off one's head. The dragon is blind in one eye, and not always the most reliable pet. The dragon is aggressive, but often doesn't act like a dragon at all. It often suffers spasms, memory

loss and fits of sorrow. The poor creature has given up trying to escape, for its breath weapon has had little effect on Crab Bawm other than to upset the ettin. The dragon responds to its name but has learned little else, although it knows the ettin's call usually means a meal. Its wings were painfully removed, but it can easily climb over the wall. A thick chain hangs from its neck and serves as a leash. The other end of the chain is not attached to anything, but unless PCs are wary, this fact might go unnoticed.

The mother of this dragon has searched in vain for her offspring. The thick trees of the canyons prevent her from viewing the land, not to mention the size of the canyons themselves. She may reward clever PCs with such information. Her reward is usually to let the helpful creature live. Due to the young dragon's current state, the mother would likely slay it out of pity.

Crab Bawm, Male Ettin Ftr 8: CR 13; SZ L Giant; HD 10d8+30 plus 8d10+24; hp 143; Init +3; Spd 30 ft.; AC 20 (–1 size, –1 Dex, +5 armor, +7 natural), touch 8, flat-footed 20; BAB/Grapple +15/+25; Atk +26 melee (1d10+12, greatclub, crit 19–20) or +25 melee (1d4+6, “head bonk”); Full Atk +26/+26/+21/+21/+16/+16 melee (1d10+12, greatclub, crit 19–20) or +25 melee (1d4+6, “head bonk”); Space/Reach 10 ft./10 ft.; SQ low-light vision, superior two-weapon fighting; AL CE; SV Fort +16, Ref +4, Will +7; Str 23, Dex 8, Con 17, Int 6, Wis 10, Cha 11.

Skills: Climb +12, Intimidate +3, Jump +12, Listen +10, Spot +10. **Feats:** Alertness, Cleave, Great Cleave, Greater Weapon Focus (greatclub), Improved Critical (greatclub), Improved Initiative, Improved Sunder, Improved Unarmed Strike, Iron Will, Power Attack, Weapon Focus (greatclub), Weapon Specialization (greatclub).

Possessions: 2 greatclubs, huge partial rusted breastplate, necklace made from mummified human heads, a ring of minor elemental resistance (fire), a gooey +2 heavy steel shield (used to scrape his teeth), a javelin of lightning (Crab Bawm's “nose pick”), a gold tooth in his mouth (obviously belonging to someone else, 2 gp), several shiny rocks (quartz), and an illegible map to his treasure. The map states in broken giant “treasure.” Crab Bawm wrote the map describing indistinct directions to a dragon's lair high in the mountains. The treasure belongs to the mother of his pet, although there is no mention of dragons on his map.

Description: Crab Bawm is a none-too-bright ettin, the inventor and frequent player of the game of “head bonk.” Crab Bawm's sloping forehead's hide his dark eyes and his right hand constantly twitches from the numerous “wins” he's claimed over the years in head bonk tournaments. The ettin wears dirty hides made from animals he has ineptly skinned.

“Bad Lizard,” young red dragon: CR 6; SZ L Dragon; HD 13d12+39; hp 113; Init +0; Spd 40 ft., no flying speed; AC 21 (–1 size, +12 natural), touch 9, flat-footed 21; BAB/Grapple +13/+24; Atk +20 melee (2d6+7, bite); Full Atk +20 melee (2d6+7, bite) and +18/+18 melee (1d8+3, claws) and +18 melee (1d8+10, tail slap); Space/Reach 10 ft./ 5ft. (10 ft. with bite); SA breath weapon, spells; SQ immunity to fire, vulnerability to cold, darkvision 120 ft., blindsense 60 ft.; AL CE; SV Fort +11, Ref +8, Will +9; Str 25, Dex 10, Con 17, Int 12, Wis 13, Cha 12.

Skills: Bluff +13, Intimidate +13, Jump +20, Listen +16, Search +14, Sense Motive +14, Spot +16. **Feats:** Alertness, Multiattack, Power Attack, Weapon Focus (bite), Weapon Focus (claw).

Breath Weapon (Su): 40-ft. cone, damage 6d10 fire, Reflex save DC 19 half.

Spells Known (Cast per day 5/3; spell save DC 11 + spell level): 0—*daze*, *detect magic*, *mage hand*, *open/close*; 1st—*mage armor*, *true strike*.

Bugbears (16): hp 25, 22 (x4), 18, 16 (x5), 14 (x2), 8 (x2). The weakest have suffered heavy injuries due to “head bonk”.

Magluk, Male Bugbear Chieftain, Ftr 2/Rog2: CR 5; SZ M; HD 3d8+9 plus 2d10+6 plus 2d6+6; hp 52; Init +8; Spd 30 ft.; AC 22 (+7 armor, +2 shield, +3 natural), touch 10, flat-footed 22; BAB/Grapple +5/+9; Atk +12 melee (1d8+6, +2 *morningstar*); Full Atk +12 melee (1d8+6, +2 *morningstar*); SA sneak attack +1d6; SQ darkvision 60 ft., scent, trapfinding, evasion; AL CE; SV Fort +7, Ref +9, Will +3; Str 18, Dex 16, Con 16, Int 10, Wis 10, Cha 10.

Skills: Climb –4, Intimidate +5, Hide +6, Listen +2, Move Silently +9, Search +5, Spot +2. **Feats:** Alertness, Improved Initiative, Iron Will, Power Attack, Stealthy, Weapon Focus (*morningstar*).

Possessions: +2 *morningstar*, half-plate armor, heavy wooden shield, *potion of cure serious wounds*, and an iron key.

Tactics: Crab Bawm demands all who seek passage to pay 500 gp each or shiny rocks to cross the wall. (It doesn't really matter if the rocks are valuable or not.) The bugbears have learned the value of such an imposing ally. If the payment is made to the ettin, the bugbear chieftain steps out and demands his payment of the same amount. He does not find any value in shiny rocks, however, and does not accept these as means of payment. He will, however, take magical items.

Crab Bawm and the bugbears attack any refusing to pay. The ettin calls for his pet at the beginning of combat. Two rounds later, 6 bugbears fire bolts from the arrows slits. There are 10 arrow slits facing the front of the wall. “Bad Lizard” responds in the third round with his breath weapon, not caring if Crab Bawm or the bugbears are in the area.

Area 3: The Raging Hill Giant (EL 10)

A wyvern impaled upon a huge chiseled pillar of stone dominates the entrance to this canyon. The wyvern has been dead a week and was slain by a huge slashing weapon (Heal DC 15). The stony ground is littered with crushed bones and animal remains. A faint breeze from the north bears the smell of rot.

A mile down the 200 ft. canyon is a 20 ft. wide cavern opening atop a 50 ft. mound of crushed rock and debris. Several half-eaten large deer carcasses lie about the entrance. Clumps of fur lie in round balls among the bodies of the dead animals. The trees have been cleared in the area, snapped at the trunk. The larger trees are missing bark from their lower 25 feet.

An intelligent and aggressive **hill giant** named Haggurt lives in this lair with his pet, a **dire bear**. The giant adopted the bear during his travels and trained it to obey his commands. The 100 ft. deep by 40 ft. wide one-room cavern is the lair of the giant and the bear, and smells strongly of burnt hair and dung. A large extinguished fire pit sits to one side, with a spit with the burnt carcass of a rotting mule hanging above it on an iron skewer. Five large leather bags dangle from iron spikes driven into the walls. The head of a grisly dwarf sticks from the middle sack. The dwarf appears to be sleeping.

Haggurt, Male Hill Giant Bbn 5: CR 9; SZ L Giant; HD 12d8+60 plus 5d12+25; hp 175; Init +0; Spd 50 ft.; AC 24 (–1 size, +6 armor, +9 natural), touch 9, flat-footed 24; BAB/Grapple +13/+25; Atk +27 melee (4d6+13, +1 *huge greatsword*, crit 19–20) or +24 melee (1d4+8, slam) or +12 ranged (2d6+8, rock); Full Atk +27/+22/+17 melee (4d6+13, +1 *huge greatsword*, crit 19–20) or +24/+24 melee (1d4+8, slam) or +12 ranged (2d6+8, rock); Space/Reach 10ft./10 ft.; SA rock throwing; SQ fast movement, rage 2/day, improved uncanny dodge, trap sense +1, low-light vision, rock catching; AL CE; SV Fort +17, Ref +5, Will +7; Str 26, Dex 10, Con 20, Int 6, Wis 10, Cha 7.

Skills: Climb +17, Intimidate +3, Jump +12, Listen +16, Spot +11, Survival +5. **Feats:** Alertness, Improved Critical (*greatsword*), Improved Sunder, Iron Will, Point Blank Shot, Power Attack, Weapon Focus (*greatsword*).

Possessions: +1 *huge greatsword*, huge club, +1 *chainmail*, bag of rocks.

Description: Haggurt doesn't believe in bathing, and his long beard and straggly hair are greasy and tangled. He is missing the tip of his index finger after an overly

playful nip by Nebb. Haggurt was a threat to the chieftain of his tribe and was expelled under threat of death. He obtained a huge greatsword during a battle with a fire giant and over the years has learned to use the weapon with devastating force.

Dire bear (Nebb): CR 7, hp 105.

Tactics: Nebb almost always sleeps curled near the fire pit in the cave. He is a very light sleeper and relies on his scent ability when he naps. Haggurt is usually hunting or causing trouble with his canyon neighbors. There is a 50% chance he is present during the day. About 25% of the time he is within earshot of the bear. The rest of time, he wanders the canyons looking for his next meal. If Nebb is slain, Haggurt tracks down the murderers.

The two sacks contain boulders, bricks, cooking utensils, decaying haunches of meat, lumps of red clay, and a living dwarf named **Mad Jauk** (dwarf Rgr8). The dwarven miner Mad Jauk has scoured these canyons for years with his trusty mule. He was on his latest expedition when Haggurt captured him and the mule for dinner. Luckily for Mad Jauk, the larger, tastier mule was the first eaten. Mad Jauk's mining tools are in the third sack. The fourth sack contains a small amount of treasure the giant has collected over the years. He has a stone head of Arden, a silver chafing dish (25 gp), 16 rough agates (20 gp each), a large flea-infested wool tapestry (used as a blanket, 150 gp), a porcelain chamber pot, a dozen canine skulls on a chain, a goat hide pillow (made from the skin of a satyr), a copper flask holding the equivalent of three *potions of cure serious wounds*, a very large and very broken chastity belt, a gold holy water font from a temple to Arden (1,375 gp), a masterwork greatsword, a large conch horn, a bag full of polished rocks of various sizes (one is an *ioun stone iridescent spindle*) and a roc statue carved from a single piece of ivory (350 gp).

If freed, Mad Jauk berates the mule corpse for not outrunning the giant. He grumbles and criticizes his rescuers, but never thanks them. He points out their bad timing (for not saving his mule) and comments on how foolish they were for attacking such a nasty giant in the first place. He gathers as many tools as he can carry and makes his way to Storm Haven to buy another mule, complaining the entire way.

Area 4: Who's for Dinner? (EL 12)

This area is cleared of trees. Charred and clawed stumps remain. When the mother of "bad lizard" (see Area 4) found the canyons, she devastated this area with her fiery breath. But destroying the massive trees eventually proved too much even for her, and she gave up her search for her stolen child. Now that the 800 ft.

wide area is open to the sky it is a perfect hunting ground for the rocs of the canyon. It is easier to see prey here, and the fallen trees and debris can be used to line their nests. The rocs also like to preen and splash in the river like it was a giant birdbath. Roc droppings cover the trails and canyon walls. Currently, 3 rocs strut in the clearing, two in the river and one on the shore. It is 800 ft. to the other side of the clearing where the trees grow and the canyon narrows enough to provide better cover. Anyone moving cautiously along the canyon wall gains a +5 bonus to Hide checks due to the shadows and rock overhangs.

Roc: CR 9, hp 222, 218, 200.

Area 5: The Hag and the Willow (EL 16)

A massive weeping willow tree grows from the soft, moss-covered soil. The drooping branches create a natural dome-like enclosure near the trunk of the ancient tree. A baseless statue of a comely woman stands in the shade of the tree beside the tree's trunk. The statue is carved of polished amber, and the woman has a slight elven appearance. Her simple dress and delicate features are incredibly lifelike. The long, curly hair is decorated with berets of leaves of ivy. She stands with her eyes closed, arms to her side, bent slightly forward at the waist. From her pursed lips, she appears to be in the midst of a gentle kiss.

A particularly wicked **annis**, Drellu'Ga, hides high in the treetop above the statue, waiting to spring her trap. She has cast *eagle's splendor*, *mage armor*, *bull's strength* and *levitate* on herself. The tree and her Hide skill give her a Hide bonus of +15 and 50% cover. She has further cast *ghost sound* to mask her spell casting as the sounds of a flock of songbirds. PCs can notice her casting from the tree with a successful Listen check (DC 25).

Statue Trap: CR 5; the lips of the statue are coated with a layer of *sovereign glue*. Due to the color and the glistening nature of the statue, the glue is hard to detect: Search (DC 28), Disable Device (DC 20). The statue radiates transmutation magic from a *magic aura* the hag cast upon it.

The lips of the statue are warm to the touch due from a recent application of glue. Drellu'Ga carved the statue from amber quartz, spending a month painstakingly mimicking a captured dryad's features. Drellu'Ga preys on unwary adventurers and gallant heroes who think this might be a damsel in distress. Drellu'Ga's lair is a small cave hidden by the thick branches of the willow tree 25 feet above the canyon floor.

Drellu'Ga the Heinous, Female Hag, Annis Sor 10: CR 16; SZ L Monstrous Humanoid; HD 7d8+14 plus

10d4+20; hp 89; Init +5; Spd 40 ft.; AC 20, touch 10, flat-footed 19; BAB/Grapple +12/+23; Atk +18 melee (1d6+7, claw); Full Atk +18/+18 melee (1d6+7, claws) and +13 melee (1d6+3, bite); SA improved grab, rake (+13 melee, 1d6+7), rend (2d6+10), spell-like abilities (3/day—*disguise self*, *fog cloud*. Caster level 8th), spells; SQ damage reduction 2/bludgeoning, darkvision 60 ft., spell resistance 19; AL CE; SV Fort +12, Ref +9, Will +13; Str 25, Dex 13, Con 14, Int 13, Wis 13, Cha 16/18.

Skills: Bluff +14, Concentration +16, Disguise +16, Hide +11, Intimidate +16, Listen +10, Spellcraft +11, Spot +10. **Feats:** Combat Casting, Dodge, Improved Initiative, Mobility, Power Attack, Spring Attack.

Arcane Spells Known (6/7/7/7/6/3; spell save DC 13/14 + spell level): 0—*daze*, *detect magic*, *flare*, *ghost sound*, *mage hand*, *open/close*, *prestidigitation*, *read magic*, *resistance*; 1st—*charm person*, *mage armor*, *magic missile*, *nystal's magic aura*, *true strike*; 2nd—*bull's strength*, *eagle's splendor*, *levitate*, *web*; 3rd—*haste*, *suggestion*, *vampiric touch*; 4th—*confusion*, *stoneskin*; 5th—*summon monster v*.

Possessions: +2 cloak of charisma, scroll of greater invisibility (CL 10th), universal solvent, sovereign glue (2 applications).

Description: Drellu'Ga has dark blue skin, over which she has tattooed green swirls that run down her arms and legs. Her matted hair is long, reaching her waist, and braided in many different strands with willow leaves. She has long immaculately maintained nails also highlighted green.

Tactics: When Drellu'Ga sees people approaching, she casts *haste* on herself. She waits to see if her trap tempts an unsuspecting victim, then casts *confusion* (DC 20). She then summons a **fiendish dire wolverine** beside any spellcasters. The next round, she summons **1d3 howlers**. She then casts *suggestion* until everyone is in melee combat. She casts *stoneskin* and *greater invisibility* from her scroll before she *levitates* into combat.

Treasure: Besides the items Drellu'Ga carries, she has amassed a small hoard from previous meals. Her cave (Search DC 22) above the canyon requires a Climb check (DC 25) as she has carefully smoothed any possible handholds in the rock. A cauldron and several crude shelves with miscellaneous grotesque alchemy equipment (300 gp to an alchemist) sit in the lair. A bag hanging from a wall holds dried humanoid lips and tongues (removed from the statue). She also has a suit of full plate mail (dwarf sized), two suits of chain mail, a masterwork large steel shield, a +2 holy short sword, 2 potions of *water breathing* and a wand of *water walking* (12 charges). These items lie strewn about the cavern.

Area 6: The Eye in the Lake (EL 8)

A wide lake is contained within the walls of the canyon here, with only narrow ledges running past the lake to each side. Narrow, tree-free ledges run around the rim of the lake, slanting toward the water. The ledges meet at the far end of the lake, where a natural gap in the wall leads further into the canyons away on the other side. The water ripples with the slow current of the Goltray River flowing into and then out of the deep lake.

The bottom of the lake is cone-shaped, dropping 40 ft. to an opening into underground, water-filled caverns. An **eye of the deep** traveled from the Reaping Sea via these deep tunnels to this abode. It lives off fish and the unfortunate mountain goat washed into the lake by frequent flash floods. Any disturbance in the water (someone falling in or swimming) causes the eye of the deep to investigate.

Anyone falling into the lake must make Climb checks (DC 20) to climb up the slick rock walls. In addition the eye of the deep, passing through the tree-free area makes an encounter with a roc very likely. The DM should roll on the random encounter table with any positive result being a roc. The DM should then check to see if the Roc spots the party, and allow the PCs a chance to spot the roc in the air before attempting to make the crossing.

Eye of the deep: CR 8, hp 65. See the **Tome of Horrors** by **Necromancer Games** or Appendix A.

Tactics: The eye of the deep assesses creatures in the water before attacking. If those in the water flail or sink, it concentrates on creatures on the ledges or on those helping people in the water. It attacks with its stun cone, then its other eye rays. If the beings on the ledge survive, the eye grabs a swimming creature and submerges into the underground tunnels.

Area 7: Arden's Grove

The descendants of Arden's faithful who managed to escape Arcuri's demons live in this secluded canyon. They have forgotten much of their history, however, and now are little more than a diminishing tribe trying to survive against a tribe of bugbears. The bugbears feel trapped in the canyon and blame the villagers of Arden's Grove for the recent infestations of biting ivy that have divided the tribes loyalties. Both sides diligently guard a tree bridge linking the two tribes. Further, no one sets foot on the ground in this canyon because of bulettes that breed among the giant trees' roots.

Danger in the trees

While within the village of Arden's Grove, the PCs have little to fear. Numerous paths and platforms fill

the tree branches, and only by venturing out onto the pathless branches is one in danger of falling. The villagers of Arden's Grove have been at work for decades creating a stable village, so walking anywhere within the boundaries of their village is considered safe.

The bugbears likewise have created safe paths to walk through the trees in their forest, although ivybound plants now reside in many of these areas. Also, the tree hounds the bugbears use have free run of the place, making walking around dangerous at best.

Wandering off the paths requires a Balance check (DC 15) to stay on the sturdy branches. Failure by 10 or more means the person falls (12d6 points of damage). Anyone taking extreme actions (running, jumping, fighting) while on branches must make a Balance check (DC 15) with a –5 penalty.

DM Note: Residents of Arden's Grove have Tree Born as their human 1st-level bonus feat.

Danger underfoot

The villagers of Arden's Grove have lived in the tree canopy for centuries after being forced into the trees by a herd of migrating bulettes that entered the mineral rich area. The bulettes remain, using the jungle floor as a breeding ground and nursery. Approximately 40 bulettes live in the bowl of the canyon. Anyone walking on the ground attracts **1d8 bulettes** within 2d4 rounds. Crisscrossing the ground are cave-ins where the bulettes burrowed near the surface.

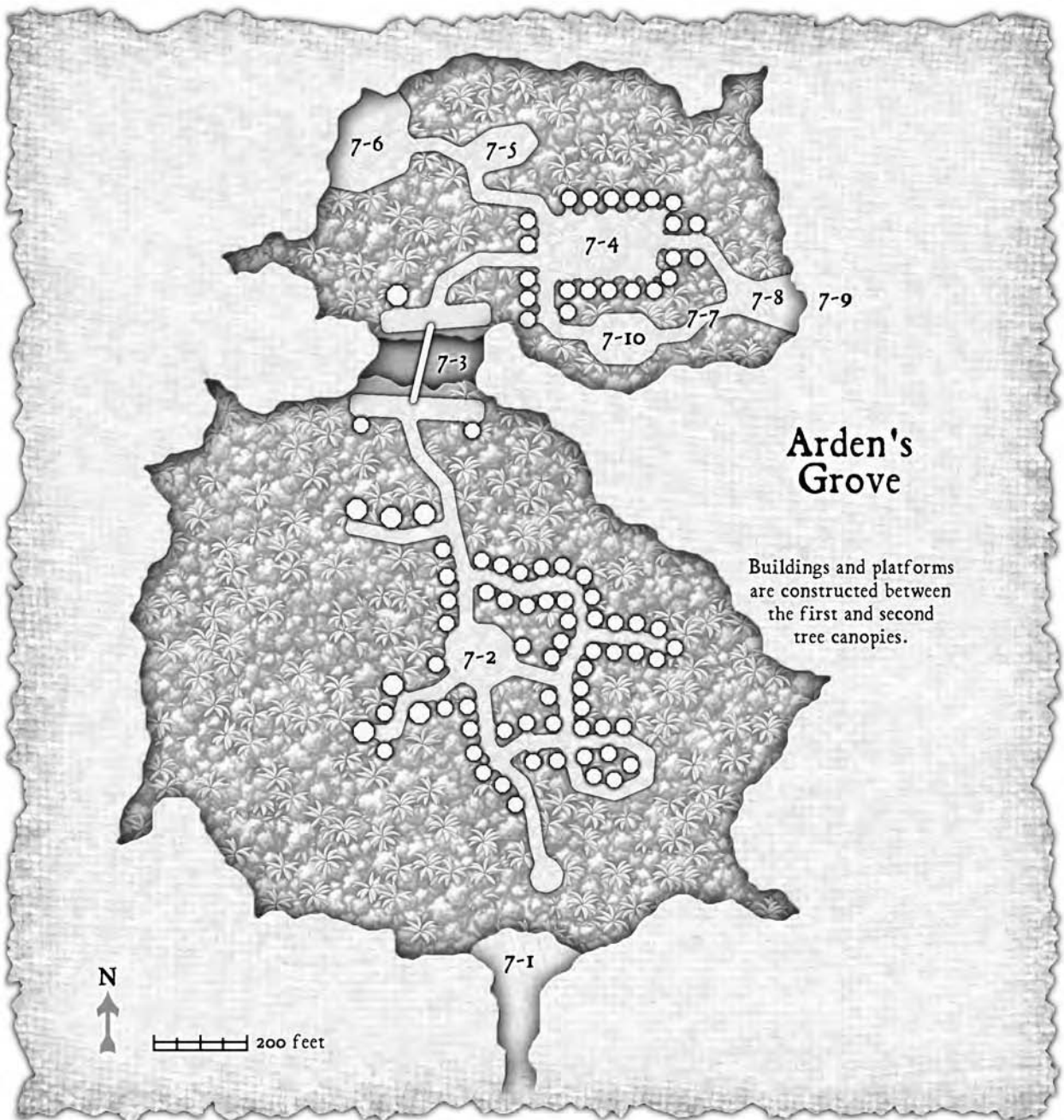
Bullettes: CR 7; hp 94 (average).

Random Encounters

Many other creatures call the trees of Arden's Grove home. Roll a d20 to check for wandering monsters every two hours.

d20	Encounter
1.	1d4 phase spiders
2.	1d6 wild tree hounds. See Chapter 6.
3.	1d4 villagers, see Area 7-2. (Only possible if on Arden's Grove side of canyon, otherwise roll again.)
4.	1d4 ivybound bugbears, see Area 7-10. (Only possible if on bugbear side of canyon, otherwise roll again.)
5.	Assassin vine
6.	10-foot patch of memory moss*
7.	1d2 ettercaps, with 1d4 monstrous spiders
8.	Swarm (3d6) of poisonous (tree) frogs*
9.	1d4+1 kech*
10.	Chimera with a green dragon head
11–20	No Encounter

*See the *Tome of Horrors* by **Necromancer Games** or Appendix A.



Area 7-1: The Plateau (Event)

The rocky trail climbs steeply upward between the close canyon walls, finally ending on a breathtaking vista that overlooks an expanse of treetops. The canyons widen here, spreading into a 5-mile wide bowl in which the trees grow. The tops of the trees are about 100 ft. below the level of the rocky plateau.

Directly below the plateau, **1 roc** screeches at the treetops, flapping its wings and digging its massive claws into the wood. Every so often it comes out with a trunk, which it bends its neck to peer at before again scratching at the branches below.

Beneath the shrill cries of the bird, a child's panicked shrieks echo in the canyon. Three children of the village of Arden's Grove were playing in the

branches looking at the forbidden plateau (a popular pastime with the youth of the village) and were spotted by the roc. They are hiding in the treetops, but every time one tries to scramble to a lower branch and safety, the roc attacks.

Roc (1): 244 hp.

If the children are rescued, they'll gladly lead the PCs into Arden's Grove and vouch for their admission. The boys are **Hollyn** and **Malk Larl** (War 1), and the girl is **Relean Homst** (Com 1).

DM Note: This event is not necessary and it is the DM's option to remove or alter it. The PCs receive more friendly treatment in the village if they helped rescue the children, but are still treated politely if they go to the village.

Area 7-2: Arden's Grove

Arden's Grove is a village of roughly 300 people living in the treetops between the lowest and middle canopies of the jungle trees about 120 ft. above the ground. Supports connected to the massive trunks support myriad platforms and homes, and keep a central gathering platform stable. The villagers are descendants of Arden's faithful, although most aspects of Arden's religion have vanished in the intervening years since the vault's destruction. The villagers themselves remember little about their past other than legends handed down from their ancestors. The name Arcuri to them speaks of hideous evil. They adopted Arden's name for their village and consider him a "tree spirit." The villagers are currently a mix of tribalism and spirituality, based on a belief that the trees sustain them in times of pain and suffering. The members of the tribe live in huts built of castoff limbs and palm fronds that are actually quite comfortable.

The village has few amenities other than those that tribe members provide. In fact, the tribe is on the edge of surviving, as the neighboring bugbear tribe has begun aggressively attacking the village, attempting to cross the single bridge linking the two forests. The villagers treat strangers cautiously, unless someone vouches for their presence.

Arden's Grove (village): Conventional; AL LG; 100 gp limit; Assets 750 gp; Population: 300; isolated (human 100%).

Authority figures: Treemaster Amyx Tull, male human Ftr11.

Important characters: History minder K'thu Junoc, male human Clr8; Angash Larl, male human Ftr13 (head of the warrior clan).

Others: Village guards, Ftr5 (x13) Ftr3 (x15), War2 (x35), War1 (x60); Shaman, Drd5 (x4), Exp4 (x20), Exp2 (x30), Exp1 (x40), the rest Com1 and Com2.

DM Note: All villagers take the Tree Born feat as their human bonus feat at first level.

Arden's Grove is the repository of the final days of the vault of Arden. The tribe has preserved the journal pages of their ancestors, placing them in clear resin and attaching them to carved tree branches as they dried.

The protected pages form a ring around the main platform of the village proper. No one within the village can read the texts, but they treat them with holy reverence just the same. Marring a page is a crime punishable by immediate death. The preferred method is to throw the offender from the tree bridge into the chasm in Area 7-3.

The 32 journal pages were written by a worshipper of Arden named **Delston of the Golden Bows**, one of the faithful trapped in the vault when Arcuri summoned the demonic forces to her side. The accounts detail the faithful of Arden hiding within the vault, and their despair when Arcuri turned on them and began summoning demons. The pages also tell of the demons, and the battles that followed their summoning. Arcuri is mentioned as a "knight whose anger finally cracked her golden armor." While the pages do not detail Arcuri's transformation into a demonic knight, they do detail a rudimentary plan the worshippers hatched to trap the paladin. If the players read the journal pages, summarize the history of the vault, leaving out details of Arcuri's transformation and entrapment.

K'thu Junoc (Drd8, considers himself a priest of the "tree spirit, Arden") minds the pages, keeping a close eye on them if visitors are around. He knows little more about the pages, although he can fill guests in on the history of Arden's Grove. Once he warms up, K'thu Junoc regales listeners with many tales of the treetop village, from the first days of the tribe taking to the trees to escape the bulettes to the arrival of the bugbears across the chasm.

Treemaster **Amyx Tull** (Ftr11) sees the arrival of PCs as prophetic, as the tide has recently been turning against the small village as the bugbear's attacks have intensified. He beseeches PCs to aid the village in destroying the bugbear menace. He offers whatever aid he can (although he does not offer the help of any of the villagers). The only fighter willing to accompany the PCs into the bugbear stronghold across the tree bridge is the leader of the warriors, **Angash Larl** (Ftr13), who first designates his replacement should he not return.

Area 7-3: The Tree Crossing

A deep chasm opens here on the jungle floor, splitting the forest. The warriors of Arden's Grove maintain a constant guard at a tree trunk stretching over the gaping chasm. The tree bridge, put here in the early days of the village to span the gulf, links the treetops of the forests. The tree bridge is a single massive tree in itself, 40 ft. in diameter, supported on both sides of the forest by equally massive trunks. It spans 200 ft. The chasm below drops nearly 1,500 ft. to a rocky floor. Anyone falling from the tree bridge takes 20d6 points of damage.

The bridge is a heavily contested link between the forests, with the tribe of Arden's Grove on one side, and a village of tree-dwelling bugbears on the other. The bugbear village lies further into the forest across the tree bridge.

The bugbears occasionally make forays across the bridge, but are often repulsed by the archers of Arden's Grove. Similarly, the warriors of Arden's Grove have been unable to cross because of bugbear archers, a flight of trained wyverns and tree hounds. Both sides now guard the tree bridge against invasion.

Arden's Grove keeps a minimum of 20 archers stationed in the trees on its side of the bridge. These archers keep a close eye out for any bugbears or other creatures attempting to cross to the village.

Crossing the Bridge

Crossing the bridge is easy, if one dodges the bugbears' arrows and their guard creatures. Extreme movements such as running, fighting or jumping require a Balance check (DC 10) to stay on the tree. Anyone attempting combat is considered off balance, allowing an opponent a +2 attack bonus, and losing any Dexterity bonus to AC, if any. If the character has 5 or more ranks in Balance, he retains the Dexterity bonus to AC, if any.

The bugbears keep **15 archers** here to protect their side of the bridge. All are ivybound. In addition, the bugbears have trained **4 wyverns** to fly out of the tree branches and quickly attack anything flying near or walking across the tree bridge. The wyvern do not stay in the open for very long for fear of attracting a roc's attention, so they work together to pick off flying creatures before retreating into the treetops.

The bugbears also have a pack of **10 tree hounds** they care for. Of these, 6 hounds are ivybound, having succumbed when their masters fed them. The others have resisted the ivy's presence so far. The tree hounds scamper out along the tree, breaking and running along the sides and underside of the tree bridge if attackers target them. Six dogs try to keep the front ranks of attackers occupied, while the others travel beneath the tree to flank and attack PCs in the rear of the party. They have been trained to bite an opponent and drag it to the side of the tree and let it fall.

Bugbears (15): CR 2; hp 16 each.

Wyverns (4): CR 6; hp 72, 66, 59, 52.

Tree hounds (8): CR 2; hp 26 each. See Chapter 6.

Area 7-4: Bugbear village

The bugbear village sits above the lowest level of tree branches, although it is more haphazardly laid out than Arden's Grove. Once a part of Arden's Grove, a group of bugbears crossing the dangerous upper reaches of the canyons rappelled into the trees three years ago and quickly overwhelmed the villagers living on this side of the chasm. They

would have taken the main village of Arden's Grove, but they were repulsed at the tree bridge.

For years, the bugbears devised ways to attack and enslave the villagers, usually only meeting failure. One unlucky scout, however, has changed the bugbears plans. The scout ran into some **biting ivy** (see Chapter 6) and has spread the infestation to several villagers. While some of the ivybound villagers believe the ivy is a gift that is meant to strengthen the tribe, others believe it is a curse set against them by the human villagers. Bugbears on both sides of the debate are now desperate to cross the bridge and overwhelm the humans. The constant battles have depleted the resources of both villages to the point that they are both barely surviving.

Recent weeks have lead to some serious power struggles within the village. The power struggle within the village revolves around **Kor the Bald** who believes the ivy is a curse and **Tonnjo**, one of the most powerful bugbear warriors, who revels in the added strength and power the ivy gives him. Several weeks ago Kor, and **Harim the Brash**, the former chieftain of the tribe, lead a small group along the canyon walls and into the main canyon to explore and try to find a way to lead the rest of the village out of their present location. Kor also wanted to find a cure for the biting ivy that was starting to infest the villagers. Harim was killed by a stone golem (See Area 10, below) but not before finally breaking the already damaged golem down. Kor took the strange staff the golem was holding back with him and used it as a sign that he was deserving of leadership. Afraid of his clerical powers, the rest of the tribe, other than Tonnjo, agreed. Whatever the political outcome of their power struggle, the human village is certain to face an overwhelming attack out of simple desperation on the part of the bugbears. Kor's clerical powers have grown to the point that he can now help his tribesmen get into the human village for a surprise attack as well as directly causing large amounts of damage to the village on his own.

Bugbear village (village): Monstrous; AL CE; 100 gp limit; Assets 600 gp; Population: 120; isolated (bugbear 100%).

Authority figures: Kor the Bald, male bugbear Clr 12.

Important characters: Tonnjo, male ivybound bugbear Ftr 11.

Others: ivybound bugbear warriors Ftr3 (x15), ivybound bugbears (x15), bugbear commander (Ftr8), bugbear warriors Ftr3 (x20), the rest are standard bugbears

Besides the ivybound bugbears, a pack of **13 trained tree hounds** patrols the platforms in the village. These tree hounds run freely through the

village and will enter huts, Tonnjo's great hall and even Kor's cave if chasing an enemy. Of the pack, 8 are now ivybound.

Tree hounds (13): CR 2; hp 26 each. See Chapter 6.

Tactics: If a fight breaks out within the village, the bugbears swarm en masse to destroy the intruders. The tree hounds are sent above to pounce on intruders as the bugbears attack from the front with maces and spears. In the chaos of the battle, ivybound bugbears and their normal counterparts begin to fight each other as well.

Area 7–5: The Dog Pens

The bugbears feed their tree hound pets here. Scraps of meat and bone litter the platforms, and the trees around the area are deeply gouged from the dogs sharpening their claws or climbing into the heights. Three packs are kept by the village, and are rotated to various areas. One pack is always kept at the tree bridge in Area 12–3. Another is allowed to run free in the village. The third is allowed to sleep or hunt in this area. Currently, **15 treehounds** hide high in the branches, waiting to pounce on prey crossing below them. Eight of the tree hounds are ivybound.

Tree hounds (15): CR 2; hp 26 each. See Chapter 6.

Tactics: The hounds allow intruders to get as near the center of their platform before pouncing out of the trees and attempting to hit as many people as possible. They then form into two snarling packs to circle intruders, darting in to bite and trying to yank people off the platform. The hounds later climb down the trees and retrieve anyone not consumed by bulettes.

Area 7–6: Bugbear cemetery

Dying bugbears are brought to this treetop cemetery to die when they become too weak from the ivy vines draining the life from them. Huge patches of **biting ivy** (see Chapter 6) grow from the myriad bodies left in the trees. Vines also hang from tree limbs and lie in patches on the platforms. Simply walking through the area risks infestation by the biting ivy (see Chapter 6) unless special precautions are taken. A Survival check (DC 15) recognizes the danger posed by the ivy, and allows someone to make their way safely through the patches.

Area 7–7: Entry walkways

Kor the Bald, once the only self-declared ruler of the tribe, now faces competition from Tonnjo and the ivybound bugbears. His fear of attack has forced him to place trained **tree hounds** on each walkway.

The tree hounds begin barking as soon as they see someone coming up one of the walkways, warning Kor that someone is coming.

Tree Hound (2): CR 2; hp 26 each. See Chapter 6.

Area 7–8: Undead guards

Kor guards his cave with **6 human zombies** made from the corpses of several villagers that attempted to attack the bugbears a few months ago. The small platform before the cave entrance is flat and easy to traverse, it is also an excellent place for the zombies to attack.

Human Zombie (6): CR 1/2; hp 16 each.

DM Note: While the zombies are no match for the PCs, they do slow them down enough for Kor to prepare for an attack.

Area 7–9: Kor's Cave

The cave opens up into a 100 ft. by 90 ft. cavern where Kor the Bald has made his home. The vast cavern is filled with various totems, mostly the skulls of various jungle animals but also a wide variety of human skulls. The far corner of Kor's cave is used as a sleeping area while the center portion of the cave floor has been cleared and unholy symbols have been carved into the stone.

When Kor hears the barking of the tree hounds and the sounds of battle outside his cave he begins to cast spells and prepare for battle. He is expecting Tonnjo and some of his supporters, not the PCs. While he initially attacks anyone entering the room and is Hostile to the PCs, a successful Diplomacy or Intimidation check might alter his position.

Kor the Bald, Male Bugbear Clr12: CR 13; SZ M; HD 3d8+9 plus 12d8+36; hp 120; Init +7; Spd 30 ft.; AC 19 (+2 Dex, +2 armor, +2 deflection, +3 natural), touch 14, flat-footed 17; BAB/Grapple +11/+15; Atk +16 melee (1d8+4, morningstar, crit x2); Full Atk +16/+11/+6 melee (1d8+4, morningstar, crit x2); SA spells; SQ darkvision 60 ft., scent; AL CE; SV Fort +12, Ref +9, Will +13; Str 18, Dex 14, Con 16, Int 10, Wis 18, Cha 10.

Skills: Concentration +18, Knowledge (religion) +8, Hide +9, Listen +4, Move Silently +10, Search +4, Spellcraft +8, Spot +4. **Feats:** Combat Casting, Greater Spell Focus (necromancy), Improved Initiative, Improved Sunder, Power Attack, Skill Focus (Hide), Spell Focus (necromancy), Weapon Focus (morningstar).

Divine Spells Prepared (6/6/5/5/4/3/2, spell save DC 14 + spell level, necromantic spells DC 16 + spell level): 0—*detect magic*, *inflict minor wounds* (x3), *light*, *resistance*; 1st—*bane*, *divine favor*, *doom* (x2)*, *obscuring mist*, *shield of faith*; 2nd—*bear's endurance*, *bull's strength*,

darkness, hold person, silence; 3rd—bestow curse (x2)*, blindness/deafness*, dispel magic, protection from energy; 4th—cure critical wounds, inflict critical wounds*, summon monster IV, spell immunity; 5th—greater command, righteous might, spell resistance; 6th—greater dispel magic, harm*.

Domain Spells (Evil, War): 1st—protection from good; 2nd—desecrate; 3rd—magic circle against good; 4th—divine power; 5th—flame strike; 6th—blade barrier.

Possessions: +2 bracers of armor, +2 ring of protection, morningstar, unholy symbol of Orcus.

Combat Tactics: Upon hearing the hounds, or any sounds of battle with his zombies, Kor begins casting preparatory spells including *divine power*, *righteous might*, and *shield of faith*. Once attackers enter he swiftly judges their numbers, if there are 4 or more attackers he uses a *blade barrier* to divide them and tries to hit as many as possible with a *flame strike*. If there are spellcasters present, a surprise to him as he is expecting Tonnjo, or possibly human warriors, he uses *blindness* to render them ineffective. If numbers are against him, he uses *summon monster IV* to help shield him from melee attacks while he tries to use more of his spells against his attackers.

Negotiating: As mentioned above, Kor begins hostile to the PCs, if this is changed he might be willing to negotiate. Kor, quite justly, believes his tribe is going to be overwhelmed by the biting ivy and can't understand why Tonnjo and the other infested bugbears won't let him cure them and seem unconcerned by the recent deaths caused by the ivy. If given an opportunity to rescue the remainder of his tribe he is willing to keep his supporters back while the PCs fight Tonnjo and the ivybound bugbears. He is willing to take his supporters to a different part of the jungle, but makes secret plans to return to destroy the human village when his tribe is strong enough. No amount of negotiation can get Kor to relinquish his staff.

Kor's Staff: Kor seized power after the former chieftain, Harim the Brash, was killed on an expedition (See Area 10, below). While Harim was being killed by a stone golem, Kor found and ran away with a staff once held by another stone golem. The bronze staff is tipped with a sphere decorated with holy symbols of Arden on one end and the head of a falcon on the opposite end. One half of the key to Arcuri's vault (**Key 1a**) is inside the sphere, which rattles slightly when the staff is shaken. Although it has a faint magical aura, the staff is not magical. Kor believes that it is, because his god has granted him far more powers and spells since he found it, this is just a coincidence. The

portion of the key itself is a fist-sized, complicated piece of lead with Arden's symbol engraved upon it. A successful Search check (DC 16) reveals a small door in the side of the globe. A successful Open Lock (DC 20) opens a small compartment containing the key.

If this half of the key is joined with **Key 1b** (see Area 10, below), it can open the door to Arcuri's vault without setting off any of the traps (see Area 12, below). It can be used alone to unlock the locks on the door, but not without setting off the entire series of traps and wards.

Treasure: In addition to the staff and his belongings, Kor has a chest holding the following items; *bracers of armor* +2, *potion of fly* (x2), a ruby encrusted holy symbol of Arden (350 gp), 2 garnets, 30 pp, 150 gp, and several sets of black robes.

Area 7—10: Tonnjo's Hall

Once a dining hall for the human villagers of Arden's Grove, the invading bugbears used this as a meeting place. The hall is the largest structure in either of the tree villages, using the nearby trees to support the massive walls and roof. The walls are free-standing structures supported by vines looped into the treetops, while the roof is fully suspended from above by stout vines. There are no central supports within the hall. Numerous vines and ivy strands hang from the ceiling 30 ft. overhead. Tree limbs grow through the vast hall's upper reaches, further supporting the ceiling.

Tonnjo has now converted it to his headquarters, and those of the other ivybound bugbears following him. Unless called to battle elsewhere, Tonnjo is usually here attended by 3d4 of his senior ivybound warriors. Tonnjo and his soldiers attack any humans on sight.

Dried flaps of bulette hide connect the sides of the hall to prevent them from swinging in the wind.

Tonnjo, Ivybound Male Bugbear Ftr11: CR 13; HD 3d8+6 plus 11d10+22; hp 103; Init +2; Spd 20 ft.; AC 28 (+2 Dex, +7 armor, +2 deflection, +7 natural), touch 14, flat-footed 26; BAB/Grapple +13/+17; Atk +21 melee (1d8+8, +2 *morningstar*, crit 19–20 x2) or +19 melee (1d4+6, masterwork dagger, crit 19–20) or +17 melee (biting ivy, see below); Full Atk +19/+14/+9 melee (1d8+8, +2 *morningstar*, crit 19–20 x2) and +17 melee (1d4+4, masterwork dagger, crit 19–20) or +21/+16/+11 melee (1d8+8, +2 *morningstar*, crit 19–20 x2) or +19/+14/+9 melee (1d4+6, masterwork dagger, crit 19–20) or +17 melee (biting ivy, see below); SA biting ivy, spore cloud; SQ darkvision 60 ft., scent,

innate blur, poison and disease immunity, cold and fire resistance 10, uncanny dodge, camouflage; AL LE; SV Fort +4, Ref +1, Will +0; Str 25, Dex 15, Con 19, Int 8, Wis 6, Cha 4.

Skills: Hide +8, Intimidate +15, Listen +6, Move Silently +8, Spot +6. **Feats:** Alertness, Diehard (b), Dodge, Endurance (b), Greater Weapon Focus (morningstar), Improved Critical (morningstar), Improved Initiative (b), Mobility, Power Attack, Two Weapon Defense, Two Weapon Fighting, Weapon Focus (morningstar), Weapon Focus (dagger), Weapon Specialization (morningstar), Weapon Specialization (dagger).

Biting Ivy (Ex): If the touch attack is successful the target must make a successful Reflex save (DC 12) to avoid infestation (see ivybound template). This touch attack can be used a maximum of one time per round and no more than 4 times per day.

Spore Cloud (Ex): An ivybound creature can release a cloud of choking spores as a standard action. All creatures within 5 ft. of the ivybound creature must make a successful Fortitude save (DC 19) or be Dazed for 2 rounds. A second Fortitude save (DC 14) must be made one day later to avoid biting ivy infestation.

Innate Blur (Ex): Moving vines along the creature's body make it difficult to target precisely. Ranged attacks against an ivybound creature suffer a 20% miss chance as projectiles hit or bounce off of the moving vines rather than the creature itself. This ability does not extend to melee attacks.

Camouflage (Ex): In forested surroundings an ivybound creature gains a +10 circumstance bonus to all hide checks.

Possessions: +2 chainmail, +2 morningstar, ring of protection +2, cloak of resistance +2, masterwork dagger.

Ivybound Warriors, Bugbear Ftr3 (3d4): CR 5; HD 3d8+15 plus 3d10+15; hp 58; Init +6; Spd 20 ft.; AC 24 (+2 Dex, +5 armor, +7 natural), touch 12, flat-footed 22; BAB/Grapple +5/+10; Atk +11 melee (1d8+5, morningstar, crit x2) or +10 melee (biting ivy, see below); Full Atk +11 melee (1d8+5, morningstar, crit x2) or +10 melee (biting ivy, see below); SA biting ivy, spore cloud; SQ darkvision 60 ft., scent, innate blur, poison and disease immunity, cold and fire resistance 10, uncanny dodge, camouflage; AL LE; SV Fort +4, Ref +1, Will +0; Str 21, Dex 14, Con 19, Int 8, Wis 6, Cha 4.

Skills: Hide +3, Intimidate +0, Listen +0, Move Silently +6, Spot +0. **Feats:** Alertness (b), Diehard (b), Dodge, Endurance (b), Improved Initiative (b), Power Attack, Weapon Focus (morningstar).

Possessions: Chainmail, morningstar.

Combat Tactics: The ivy has made Tonnjo and the others rather overconfident and aggressive. They are presently planning an all-out attack on Kor the Bald, to be followed shortly by an all-out attack on the village as they just recently discovered that, for some reason, the human villagers have a much harder time hitting them with arrows. Tonnjo and his group attack any non-bugbears they see and do not stop until they, or their foes, are dead. Tonnjo prefers to demonstrate his superiority by fighting a single opponent by himself while the other bugbear warriors prefer to surround targets and attack until a single target is dead.

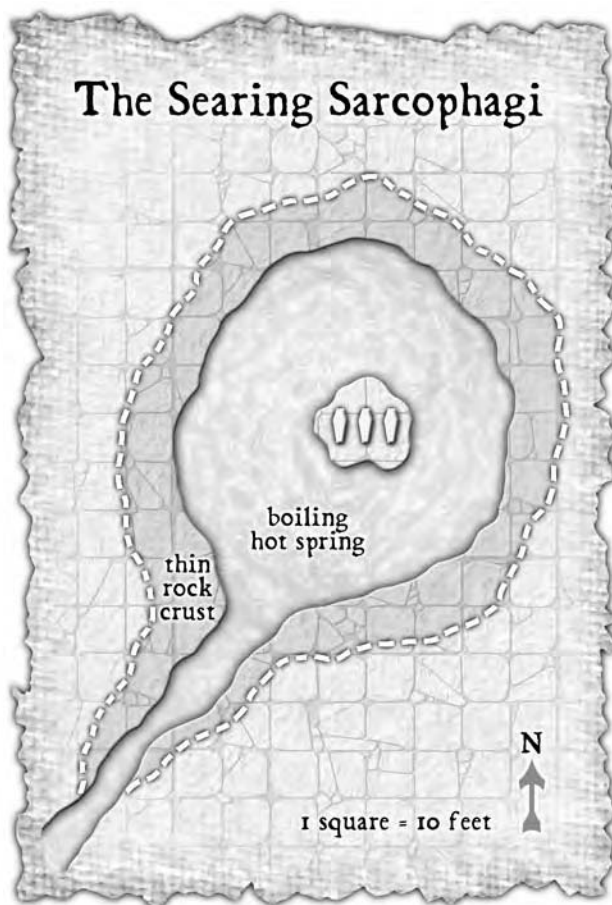
Area 8: The Mad Centaur (EL II or III)

The ground is rocky and few weeds push through. An 80 ft. diameter, pebble-covered clearing opens from the narrow ravine. The path narrows on the other side. A 20 ft. wide hole, steam rising from its depths, mars the ground near the center of the clearing. Broken ruins extend from the walls of the canyon toward the hole.

Rugurah, an outcast **centaur shaman**, worships at this pit. Rugurah belonged to a nearby tribe of centaurs, but he lived as an outcast because of his unusual aggression and strange ideas. Recognizing Rugurah's innate skill with nature magic, the tribal shaman took the centaur under his guidance, but the tribe simply did not accept him. Rugurah's mind finally clouded with dementia and paranoia, and his actions became chaotic and compassionless. Eventually, after an unfortunate incident with a *giant vermin* spell and a horsefly, Rugurah was declared unfit and exiled.

Rugurah made his way to the canyons, where he has found some measure of solace trying to befriend a hydra. The hydra, however, has not yet been as open to the relationship. The centaur has not given up on peace offerings to the untamable beast, however. Rugurah feels a deep kinship with the hydra and does everything in his power to aid and protect his "friend."

Rugurah, Male Centaur Rgr1/Drd8: CR 11; SZ L Monstrous Humanoid; HD 4d8+8 plus 1d10+2 plus 8d8+16; hp 97; Init +2; Spd 50 ft. (base); AC 17 (–1 size, +2 Dex, +3 armor, +3 natural), touch 11, flat-footed 15; BAB/Grapple +11/+20; Atk +16 melee (1d10+8, +1 *greatclub*, crit 19–20 x2) or +16 melee (1d8+5, masterwork lance, crit 19–20 x3); Full Atk +16/+11/+6 melee (1d10+8, +1 *greatclub*, crit 19–20 x2) or +16 melee (1d8+5, masterwork lance, crit 19–20 x3); Space/Reach 10 ft./5 ft.; SA favored enemy (monstrous humanoid, +2), spells; SQ nature sense, wild empathy, woodland stride, trackless step, resist nature's lure, wild



shape (3/day, large), darkvision 60 ft.; AL N; SV Fort +11, Ref +10, Will +13; Str 20, Dex 14, Con 15, Int 9 (insane), Wis 16, Cha 5.

Skills: Knowledge (nature) +12, Listen +8, Move Silently +7, Search +3, Spot +3, Survival +16/+18. **Feats:** Endurance, Improved Critical (greatclub), Improved critical (lance), Run, Track.

Druid Spells Prepared (6/5/4/4/2, save DC 13 + spell level): 0—*cure minor wounds*, *detect magic*, *flare*, *know direction*, *light*, *resistance*; 1st—*cure light wounds*, *endure elements*, *entangle*, *magic fang*, *pass without trace*; 2nd—*barkskin*, *hold animal*, *soften earth and stone*, *warp wood*; 3rd—*dominate animal*, *greater magic fang*, *spike growth*, *summon nature's ally III*; 4th—*flame strike*, *spike stones*.

Possessions: Masterwork lance, +1 greatclub, masterwork hide barding, *potion of fire breath*, *horseshoes of speed*.

Description: Rugurah is tattooed with crude images of a multi-headed beast and wears his long, tangled hair in braids entwined with bones of small animals. His teeth are filed to points. Rugurah self-medicates himself with herbal intoxicants when he feels forlorn. He carries a massive bone club studded with brass bolts, and his lance, which is the only item he kept from his days with his tribe. He

worships the hydra as a deity, but even he is unclear how he receives his spells.

Harlasagash, 10-headed pyrohydra: CR 11, hp 108.

Tactics: Rugurah is fully aware of the approach of any visible creatures. Several friendly birds sound warning cries of approaching intruders. Once on the other side of the rocky clearing, he waits for PCs to approach the hole then casts *spike stones* around the pit (knowing that the earthen pit will protect the hydra). He follows with *spike growth* at PCs in the forest. Rugurah uses a few offensive spells before preparing himself for battle. He begins melee combat with his lance then switches to his club.

Inside the pit is the cavernous lair of the hydra. Amid the bones and debris lies the hydra's treasure and Rugurah's multiple offerings. 230 pp, 2,330 gp, 5,623 sp, 12 cp, a gold plated wooden shield embossed with the holy symbol of Freya (250 gp), a silver elf skull with a black widow etched into the forehead (400 gp), a scorched scroll (useless), a full suit of masterwork plate mail, a *wand of flaming sphere* (27 charges), a +2 *thundering dart*, 12 varied rusted swords and 10 shields.

Area 9: The Searing Sarcophagi (EL 15)

The stench of rotting eggs fills the clearing which is noticeably warmer where the path leads around a huge pool of surging water. Ruddy clay coats the banks around the boiling water, but the water is clear except for occasional rust-colored streaks. The hot spring churns up ochre-colored clay and mineral deposits. During the rainy season, this is just one of the many springs that contribute to the reddish color of the river.

The 70 ft. diameter pool reeks of sulfur. Gurgling and splashing disrupts the otherwise peaceful ravine. The soaked ground and wet rocks are evidence this spring occasionally develops into a geyser. The majority of the exposed water is covered with a crust of yellow-and-orange mineral deposits. The pool is approximately 50 ft. deep.

Three half-submerged sarcophagi tilting at various angles sit in the middle of the pool. Radiant light shines from the center tomb through thin cracks in its broken outer stone layer. The coffins rest on a large pillar of rock that disappears into the waters. The lower third of each tomb is below the water level. Thick clumps of orange and copper rock encrust each coffin. Elaborate, mineral-encrusted decorations adorn each coffin, although it is difficult to make out details from the bank.

The sarcophagi are the tombs of three followers who served Hel, the goddess of pestilence. Arden cursed the temple that once sat here for marring the beauty of the canyons, causing it to sink deep into the earth. The temple fell into the volcanic waters, leaving only a 20 ft. wide pillar supporting the three tombs that survived the destruction. The center coffin is the home of **2 cunning will-o'-wisps**, who share the space with the entombed body of a priest. The wisps enter the coffin through the small cracks in the outer layer and have no treasure. The coffin to the right is the resting place of **Nikatal' Shazar**, an evil priestess of Hel whose mummified body has been altered by the sulfur springs.

The third watertight tomb contains the dried remains of another priestess. She wears her ceremonial robes, jewelry and prized possessions. The body is adorned with a gold-and-ruby encrusted death mask (1,750 gp), golden bracers (500 gp), two gold band rings with solitaire rubies (750 gp each), a *staff of healing* (16 charges), and a *necklace of fireball missiles* Type V.

The pool is under an *unhallowed* effect, with a *dispel magic* against anyone not wearing a holy symbol of Hel. The pool is also much larger than it appears. A thin 10 ft. wide crust of calcite minerals covers the edge of the pool. More than 100 pounds on the crust causes the crust to break. Any creature exceeding these limits punches a hole through the coating and plunges into the boiling water. A successful Reflex save (DC 20) allows a PC to leap back and avoid

submersion. Those in the water take 10d6 points of heat damage each round due to submersion. Those who jump away may still take damage as the boiling water splashes (1d6, splash 5 ft. radius; see heat dangers in the DMG). Victims in the water also find it very difficult to climb out along the crust water.

Will-o'-wisp (2) (Hriss and Herri): CR 6, hp 40.

Nika tal' Shazar, Female Mummy Clr10: CR 15; SZ M; HD 8d12 plus 10d8; hp 97; Init +5; Spd 20 ft.; AC 28 (+2 Dex, +4 armor, +2 deflection, +10 natural), touch 14, flat-footed 26; BAB/Grapple +11/+16; Atk +16 melee (1d6+8 plus mummy rot, slam); Full Atk +16 melee (1d6+8 plus mummy rot, slam); SA despair, mummy rot, rebuke undead (+2), spells; SQ damage reduction 5/–, darkvision 60 ft., undead traits, vulnerability to fire; AL LE; SV Fort +13, Ref +9, Will +19; Str 20, Dex 14, Con –, Int 13, Wis 18, Cha 17.

Skills: Concentration +12, Knowledge (religion) +9, Listen +12, Spellcraft +9, Spot +12. **Feats:** Augment Summoning, Great Fortitude, Improved Initiative, Spell Focus (conjunction).

Divine Spells Prepared (6/5/5/4/4/2, spell save DC 14+ spell level; conjuration spell save 15+ spell level*): 0–*detect magic*, *inflict minor wounds* (x3), *light*, *resistance*; 1st–*bane*, *curse water*, *divine favor*, *obscuring mist**, *protection from good*; 2nd–*darkness*, *hold person* (x2), *silence* (x2); 3rd–*contagion*, *dispel magic* (x2), *protection from energy*; 4th–*inflict critical wounds*, *poison*, *spell immunity* (x2); 5th–*summon monster V**, *spell resistance*.



Domain Spells (Death, Evil): 1st—*cause fear*; 2nd—*death knell*; 3rd—*magic circle against good*; 4th—*unholy blight*; 5th—*slay living*.

Possessions: +2 ring of protection; ring of water walking; +4 bracers of armor.

Description: Nika tal' Shazar is encrusted with mineral deposits from the boiling waters of a hot spring. She appears to be made of stone at first glance. She still wears an imitation of the jewed crown she wore in life and numerous other worthless trinkets peek through the mineral-encrusted bandages wrapped about her body.

Tactics: The wisps attack if someone breaks through the stone crust. If PCs cross the boiling water, the wisps retreat, but return once the mummy awakens. It has been awhile, but they have worked with Nika tal' Shazar before.

Nika tal' Shazar casts a few spells inside the tomb before PCs open the lid. She prepares herself with *spell immunity* (magic missile), *spell resistance* to give her an SR (22), and *poison*. She then summons 2 **huge fiendish sharks** and proceeds with offensive spells. She casts *dispel magic* on PCs using magical means to access the sarcophagi. She removes her ring and sinks into the depths of the spring if combat goes against her. The fiendish sharks leap from the water to snatch anyone swimming, boating, walking on the surface or flying within 10 ft. of the boiling water.

The atmosphere and steam inside Nika tal' Shazar's coffin toughened her weathered hide over the past few centuries giving her fire resistance (10). Her wrappings are hardened with mineral deposits. The hardened cloth wrappings do not add to her armor class, but they do present a stone-like appearance that may confuse PCs as to her true nature.

Area 10: The Golem in the Vines (EL II)

The brush flourishes here, because the soaring trees are thin and sparse. Large stone foundations of ancient buildings rise from the ground, a sign of a lost settlement. Vines and other plants envelop the stones in a living arbor that hangs throughout the area.

A building near the center of the ruins is partially intact. Large pillars ring a 60 ft. square base, but the wooden roof they supported is rotted, overgrown by a canopy of flowering vines. The vine-covered columns surround a smaller enclosed room in the center of the structure protected by a huge door of bronze. The corroded and weather-beaten door once displayed intricate designs and patterns. The legs and lower torso of a large stone statue stand to the right of the door, a symbol of Arden still visible on what remains of its chest. On the left, stands a complete 9 ft. tall statue of a muscular, hawk-headed man. Time and

nature have not been kind to the idol. Despite few recognizable features, the statue is obviously a god or similar being. The statue holds a bronze staff tipped with a sphere. The other end of the staff displays the head of a falcon.

This small temple and settlement was dedicated to Arden before it fell into ruin, long before the last of Arden's followers fled to the canyons. The center room's ceiling collapsed and the treasure was looted or carried away by the river. One of guardians, a **stone golem**, remains here adhering to its assigned duties. The golem attacks any living creature that approaches the door. This has provided extra food for several **assassin vines** that now live within the ruined temple.

Stone Golem: CR 11, hp 90.

Assassin Vine (4): CR 3; hp 30 each.

Tactics: The golem activates when any living creature approaches within five feet of the door. It attacks until defeated or all intruders are driven at least 50 ft. from the door. The vines drop tendrils from above to snare creatures. It is very likely a vine could suspend a PC while the golem pummels the victim like a tetherball. The vine does not attack the golem, as it only attacks living creatures.

The key: Injaiod, a follower who escaped the vault after Arcuri became a demonic knight, used command words known to Arden's faithful to cause the stone golems to pause long enough to split the key to the vault in two and place a piece inside each of the golem's staves. One of the golems was recently destroyed by several bugbears, partly through a great deal of luck. That golem's staff is presently held by **Kor the Bald** (see Area 7–9 above). Harim the Brash, one of the bugbears in the party, is still decaying at the base of one of the assassin vines. For the purpose of *speaking with dead* and other spells presume Harim has been dead for 4 weeks.

The half of the key (**Key 1b**) in the remaining golem's staff happens to include the least important portions of the key. It doesn't help open the lock, unless rejoined with the other half (**Key 1a**, see Area 7–9 above). On the other hand, it does help deactivate several of the magical traps and wards placed on the vault door (see Area 12 below).

Area 11: The Bull Driver

The canyon walls are cross-sections of worked stone passages leading into empty chambers. The river carved through the underground catacombs of one of the original hidden temples to Arden. Centuries of earthquakes, floods, and land shifts have destroyed much of the remaining temple rooms. A band of minotaurs lead by a half-fiend named Gorethorn, are presently working on exca-

DM Note

This area, or the area below could be used as locations for large, expansive dungeons that were forgotten over time. Once opened, trapped demons or other creatures could rapidly move in to use the treasure-rich dungeons as a base of operations.

vating further into the temple rooms hidden here. While traveling Gorethorn discovered one of the first rooms and found several valuable diamonds while searching it. Although little more treasure has been discovered, he drives his band to excavate further. Gorethorn believes that there is a network of hidden catacombs and crypts hidden somewhere further beneath the temple and is convinced that the forgotten graves contain a wealth of abandoned treasure.

Gorethorn and his subordinates fight desperately to protect their treasure, convinced that anyone coming into the area is going to try to get into the catacombs first.

Gorethorn The Voracious, Male Half-Fiend Minotaur Ftr5: CR 10; SZ L Outsider; HD 6d8+40 plus 5d10+50; hp 152; Init +5; Spd 30 ft., fly 30 ft. (average); AC 25 (−1 size, +3 Dex, +6 armor, +2

The Key

The key to the vault was split into two pieces and hidden in the heads of staves held by stone golems residing in a forgotten temple to Arden that had already fallen into ruin at that time. These pieces, Key 1a and Key 1b, and be found in Areas 7-9 and 10 above. If joined together the keys open the door safely, if releasing a demonic knight could be considered “safe.” PCs that finally see the door, or have seen one of the keys, can use divination spells to help locate the key(s). If one half of the key is discovered a *locate object* spell should reveal the location of the other half. Without the key the door is very difficult, though not necessarily impossible, to open.

deflection, +5 natural), touch 14, flat-footed 25; BAB/Grapple +11/+22; Atk +20 melee (1d12+10, masterwork greataxe, crit 19–20/x3) or +18 melee (1d8+8, gore); Full Atk +20/+15/+19 melee (1d12+10, masterwork greataxe, crit 19–20/x3) and +13 melee (1d8+8, gore); Space/Reach 10ft./10 ft.; SA powerful charge 4d6+6; SQ Darkvision 60 ft., natural cunning, scent; AL CE; SV Fort +11, Ref +9, Will +6; Str 27, Dex 16, Con 20, Int 12, Wis 10, Cha 9.

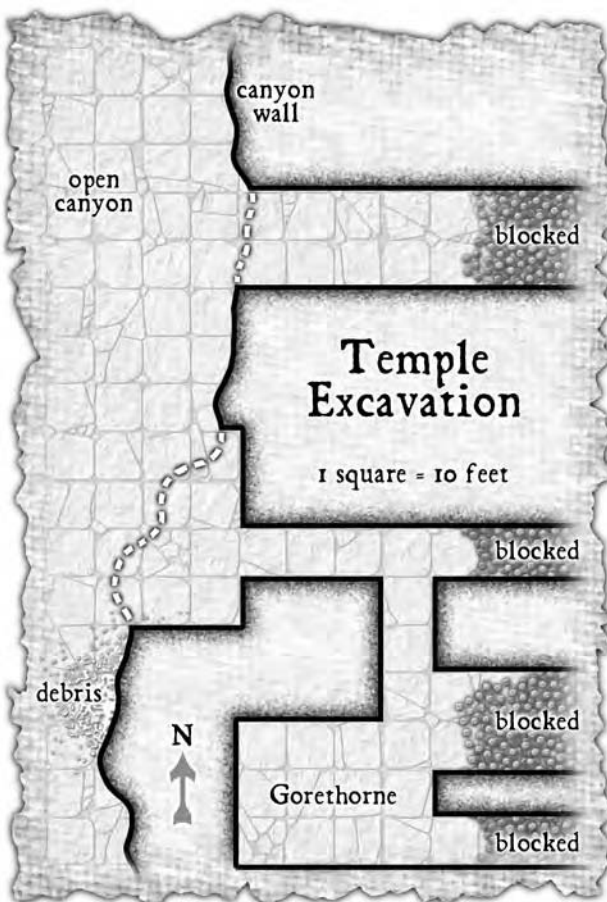
Skills: Climb +13, Intimidate +11, Jump +18, Listen +11, Search +9, Spot +11. **Feats:** Alertness, Combat Reflexes, Improved Critical (greataxe), Improved Initiative, Improved Sunder, Power Attack, Weapon Focus (greataxe), Weapon Specialization (greataxe).

Possessions: +2 chain shirt, +1 greataxe, ring of protection +2.

Minotaur (3d4): CR 5, 39 hp each.

Area 12: The Lead Door

The bend in the canyon exposes halves of rooms lining the eroded walls. Over the years the river has eroded through the levels of the vaults here, leaving them open to the canyons. The worked stone chambers and passages lead to debris-filled barriers blocking the entrance into the catacombs. A partial staircase leads down from the upper levels. At the top of the shattered steps is a grand chamber with one side entirely open to the canyon. Near the base of the steps is a lead door. The door is intact and securely embedded into the iron-streaked wall. The raised symbols and decorations on the door have been worn down by years of exposure, but symbols and representations of Arden, and Arden’s faithful, are still easy to identify (Knowledge [religion] DC 15).



As one would expect of an unopened door left openly exposed to the world, the door itself is locked and very heavily warded. The door possesses an extraordinarily complex lock that must be opened with the correct key to avoid setting off all of the traps at once. Without the key, opening the door is a monumental task. It is protected against spells and magically hardened, as well as having wards specifically designed to prevent physical attacks.

Lead Door: 12 in. thick; Hardness 20; hp 320; SR 30; Break (DC 32); Open Lock (DC 60). Opening the door without the proper key (see sidebar) results in the activation of 5 different traps, all of which magically reset after 10 rounds unless disabled.

The following traps must be identified and disabled in the order they are given. Each trap is layered on and related to the previous trap. Failing a Disable Device check by more than 5 sets off that trap and all remaining traps.

Prismatic Spray Trap: CR 8; magic device; proximity trigger (alarm); automatic reset; spell effect (prismatic spray, 13th-level wizard, DC 20 Reflex, Fortitude, or Will save, depending on effect); Search DC 32; Disable Device DC 32.

Acid Fog Trap: CR 7; magic device; proximity trigger; automatic reset; spell effect (acid fog, 11th-level wizard, 2d6/round acid for 11 rounds); Search DC 31; Disable Device DC 31.

Holy Fire Trap: CR 9; magical device; touch trigger; automatic reset; holy fire effect (10d6 points of holy damage in a 30 ft. radius burst from the door to all non-good creatures, no saving throw, Good aligned creatures are unaffected); Search DC 33, Disable Device DC 33.

Ice Spray Trap: CR 9; magic device; touch trigger; automatic reset; spell effect (*cone of cold*, 8th level wizard, 8d6 cold damage, Reflex save DC 17 halves); spell effect (*slow*, 8th level wizard, Will save DC 15 negates); multiple targets (all targets in a 10 ft. by 10 ft. area directly in front of the door); Search DC 32, Disable Device DC 32.

Incendiary Cloud Trap: CR 9; spell; touch trigger; automatic reset; spell effect (incendiary cloud, 15th level wizard, 4d6 points of fire damage for 15 rounds, Reflex save DC 22 halves); multiple targets (all PCs within 20 ft radius); Search (DC 33), Disable Device (DC 33).

Obviously, opening the door without the key can be quite a trial. Using a *knock* spell to open the door is one option, however, the spell resistance of the door itself must be overcome. This opens the door without the key, and sets off all of the traps above, the location of the door would make it difficult to

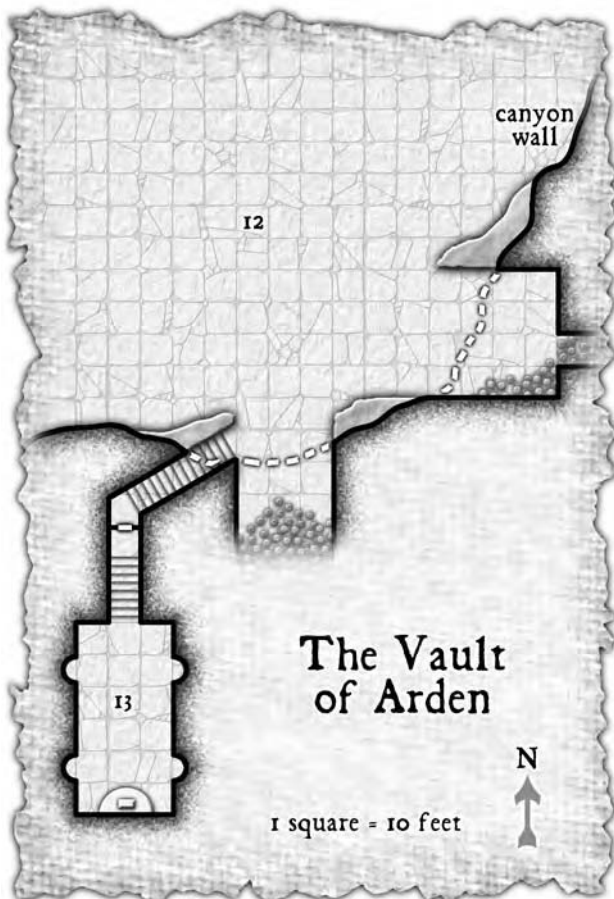


cast the spell without being in range of at least some of the trap effects.

The PCs could also use a *disintegrate* spell to blast through the door. Again, if it pierces the spell resistance the spell does destroy the door while setting off all of the traps. Another tactic is to use passwall spells or disintegrate spells on the canyon walls themselves in a hit or miss method of trying to get into the vault. This tactic is certain to use up a number of spells and runs a constant risk of setting off the traps on the door, but is a viable tactic. If the PCs use up their high level spells before getting into the vault and freeing Arcuri, well, it was their decision.

Area 13: The Vault of Arden (EL 12)

Cracked and broken, the walls and floors of this vast room hum with power. Sitting against the far wall, a golden coffer glows with a radiant, peaceful light. The dais the coffer sits upon is pristine and unmarked, in contrast to the widespread damage to the rest of the room. Over 20 skeletons fill the room, all posed in elaborate displays, incorporating broken stone and bits of cracked tile. Statues of knights pulled from their pedestals are incorporated into the displays, with the skeletons standing on or genuflecting to the knights.



The **demonic knight Arcuri** has been trapped within this room for thousands of years, cut off from her demonic master and waiting for someone to open the vault's door. During the first years of her imprisonment, Arcuri hacked at the floors and walls, scarring and destroying the frescos of Arden's life, and destroying one of the statues of Arden's sun knights. The only area off-limits to her was the dais where the coffer containing the relics of Arden sits. After her anger subsided, she took out her frustration on the bones of her victims by dabbling in a former passion: sculpture. The bones formed about the room are the remains of Arden's followers, posed as Arcuri saw fit for her "art." Three of the statues of knights are carved stone with bits of glass and chips of stone adorning their armor. Arcuri has similarly added broken glass and chips of stone to her own armor.

The skeletons, decorated with chips of broken mosaics and glazed glass driven into their remains, stand silently in their displays. Bits of glass shoved inside their skulls cause their eye sockets to glint when light strikes them. The extra material added to the remains holds the skeletons together.

The magic imprisoning Arcuri here is broken when the vault door is opened, or when the walls are somehow breached from the outside. Once freed, she can again access all of her spell-like abilities including the ability to summon demons.

Arcuri, Demonic Knight: CR 12; 88 hp. See the **Tome of Horrors** by **Necromancer Games** or Appendix A.

***Special:** Normally a demonic knight can summon demons once per day with a 50% chance of success. Arcuri's foul agreement with Tsathogga

New Faith

The relics and tablets discovered here might allow the PCs to rekindle faith in Arden. Arden, usually depicted as hawk-headed, muscular man wearing a short skirt of precious metals and jewels, is thought of as a lesser avatar of the sun god Ra, though this can be debated. Thought to be slain on this plane of existence by Tsathogga, the demon frog god, the slaughter of his worshippers left him with little power here and virtually no presence. If he is again worshipped, his faithful begin to receive new found powers as he begins to manifest power again on this plane. Arden is described further in a free download by **Necromancer Games** titled, *Gods and Demons* that can be found on the **Necromancer Games** website.

allows her to make additional summoning attempt for each living, intelligent creature she kills.

Tactics: Once her powers are restored, Arcuri immediately attempts to summon **2 glabrezus**. Then she charges toward the PCs using her breath of unlife ability on as many as she can before entering melee combat. If she notices spellcasters staying away from combat, she steps back to cast a fireball at them as she attempts to make her way out of the vault. She fights to slay those who released her, hoping to slow word of her escape until she can contact her demonic master and form a plan to terrorize the land.

Treasure

There is a vast amount of treasure in this room, although most of it is in the form of magically preserved clay tablets detailing the prayers of Arden's faithful, the history of Arden's church and temples, and descriptions of certain rites and rituals. Despite being valued at over 50,000 gp, it is almost impossible to find a proper buyer because worship of Arden is all but extinct. Javialt gladly pays 1,000 gp for the right to study the tablets and record what is on them. There are 80 gold holy symbols of Arden, each worth 2 gp in gold value or approximately 10 gp to a collector. Each symbol still has a faint aura of magic if studied with a *detect magic* spell and is worth far more to anyone faithful to Arden, or anyone trying to rekindle faith in Arden.

All of the tablets, and the other items of treasure listed below, are housed in golden coffers protected by a permanent *protection from evil* aura that prevents evil creatures from even touching them without a successful Will save (DC 19). The other valuable items include; a *sun blade*, a *ring of animal friendship*, a *lesser metamagic rod of empower*, a *bracelet of friends*, a

lyre of building, and an *incandescent blue ioun stone*. The DM should feel free to alter or substitute items particular to their campaign or the difficulty the PCs may or may not have had during the adventure.

Ending the Adventure

After Arcuri is destroyed or released into the canyons bearing her name, this adventure ends, although the PCs still may have more encounters as they leave the canyons. The canyons can be used as a home for forgotten dungeons, lost temples, or other locations that fit into the DM's campaign. Entering and leaving the canyons should become easier over time as the PCs learn of different hazards, but one can just as easily claim that other demons and creatures trapped in various parts of the canyons might get free over time.

Discovering Arden's tablets and relics can allow the PCs to help rekindle a faith in a god of good that was previously forgotten or ignored. While trying to begin the fledgling religion, other gods, especially evil gods, might send their priests and faithful to try to put an end to Arden's growing power. As Arden grows in power, so do attacks by minions of Tsathogga, his sworn enemy, with the PCs being constantly sought for help by followers of Arden, and attacked by followers of Tsathogga, because they were the ones that discovered the relics.

If Arcuri escapes, she becomes a constant thorn in the PCs side, hunting them endlessly out of faith to her dark god and doing her best to foil any plans they might have.

The canyons themselves might become a source of treasure, with the PCs able to sell their knowledge of the canyons to prospectors searching for gems or precious metals, or sell their services as guards. The PCs could even set up mines of their own.

Chapter Ten:

Niavark's Revenge

by Patrick Lawinger

Niavark's Revenge is a short adventure designed for a group of 4 to 6 PCs of 17th to 19th level and can be adjusted to higher levels by following the "Scaling the Adventure" sidebar. The adventure is set on a demiplane created by a mad druid and can be placed into any campaign world through the use of planar travel spells or gates.

Synopsis

The PCs most likely begin on their home plane where they learn of Niavark and his plans to sequester and destroy the most powerful arcane relics and artifacts. These plans are used more as bait by Niavark to entice arcane magic users into his domain, a domain where he is far more powerful than they are, so that he can kill them. After discovering Niavark's demiplane and arriving there in search of him, they are set upon by various strange beasts, and eventually even Niavark himself in their quest either for magical items, or to get Niavark to cease his attacks against arcanists.

DM's Background

Niavark Whitethorn once held council over a vast group of druids that helped monitor and balance a large swath of forests. Known for his even temper, wisdom, and willingness to work peacefully with others, Niavark's personality underwent a drastic and unfortunate change when he tragically lost his only son. Niavark's young son was in the forest playing when the entire area was consumed by the magical energies released in a battle between two powerful wizards. Efforts to reincarnate the boy failed, that or the boy's soul simply did not want to return to the world, driving Niavark into a deep depression. Depression turned rapidly to madness and hatred when he discovered that the battle killing his innocent son had nothing to do with good or evil, but was simply a dispute over a powerful magical item. He began a sudden, mad quest for vengeance against wizards, sorcerers, and particularly those he viewed as greedy, opportunistic adventurers. His brutal and often unprovoked attacks slowed when his own aides and fellow druids did their best to stop him and calm him.

Suddenly bereft of the help and assistance he counted on, Niavark unfolded a new plan. Using

the assistance of several elemental lords, and some of his vast magical knowledge, Niavark constructed a small demiplane of his own where he could grow a vast forest and populate it with creatures of his own desires. After a hundred years of work his demiplane and its vast forest are complete, and his new plan has gone into action. Niavark began attacking wizards and stealing their most valuable items and then leaving clues as to where they could be found. He knew that more wizards, sorcerers, and greed-driven adventurers would be attracted by the arcane riches he was storing and eventually begin to come directly to him, only to find themselves in a plane where he controls the rules of magic and has the greatest power.

Understanding his weaknesses in the arcane arts, Niavark sought out wizards and sorcerers he trusts, these usually being creatures he helped create in the first place using potent spells to convert animals into enlightened plant type creatures. Even though these creatures do serve him, he does not trust them completely and refuses to allow them to use the most powerful magic items he has collected.

Niavark's latest conquests have given him control of several valuable relics and two artifacts making his home an almost certain stop for anyone searching for greater arcane power. While many wizards and sorcerers have refused to heed the call of wealth and power, others can not avoid the temptation. Niavark's desire for vengeance is difficult to quell, even the deaths of many wizards and sorcerers, and the fools that travel with them, is not enough to sate his cold-hearted anger. Even now, Niavark is working to create epic spells granting him greater power with which to slay his enemies.

DM Notes

The majority of this adventure takes place in a demiplane with very specific characteristics. The DM should be familiar with these characteristics as they can alter game play significantly. As designed, the adventure gives the PCs very little time to rest unless they flee Niavark's Realm completely (see sidebar). Niavark and the creatures living here know their advantages and use them to the best of their abilities and do their best to prevent any PCs from leaving safely. If the PCs must flee to rest and

Scaling the Adventure

This adventure is designed for high level characters. Scaling the adventure to higher levels requires some work on the part of the DM and might require the use of Epic Level rules. The average PC level determines the character level of some of the NPCs the PCs might encounter in this adventure. While the guidelines below could be used to adjust the adventure to a lower level, some of the powers and abilities used to create the demiplane may no longer make sense.

Arrival Points (Area 1): the owl druid should be 3 levels lower than the average party level while the leopard sorcerer and bear fighter should be 5 and 7 levels lower, respectively. The number of quenching treants should be increased for every 2 average party levels above 17.

Mildivic (Area 5): the age category of this dragon should be increased to properly challenge the PCs.

Jariel (Area 6): 1 additional druid level for each average party level above 18.

Zifran'di'mal (Area 7), Aruvang (Area 8), and Azitharn (Area 9): 1-2 levels below the average party level.

Outer Guards of Niavark's Hold: creatures with levels should remain at approximately half of the average party level.

Inner Leaders of Niavark's Hold: Mashorek and Lortan (A1 and B1) should gain one additional class level for each average party level above 18. Simiul and Farel (C3 and E1) should have class levels equal to the average party level and Niavark (E1) should be 3-4 levels higher than the average party level.

formulate new plans, have Niavark and his denizens do the same. The adventure is designed with high level PCs and skilled players in mind, mistakes, as in any high level campaign, are deadly. Niavark himself is an epic level character and extremely difficult to defeat. The party should have a good mix of classes, and access to 9th level spells is presumed.

Adventure Hooks

The DM knows their group the best, and high level characters are certain to be in an already existing game world or campaign. Niavark's Realm is a demiplane that is attached to, though not quite part of, both the elemental plane of water as well as

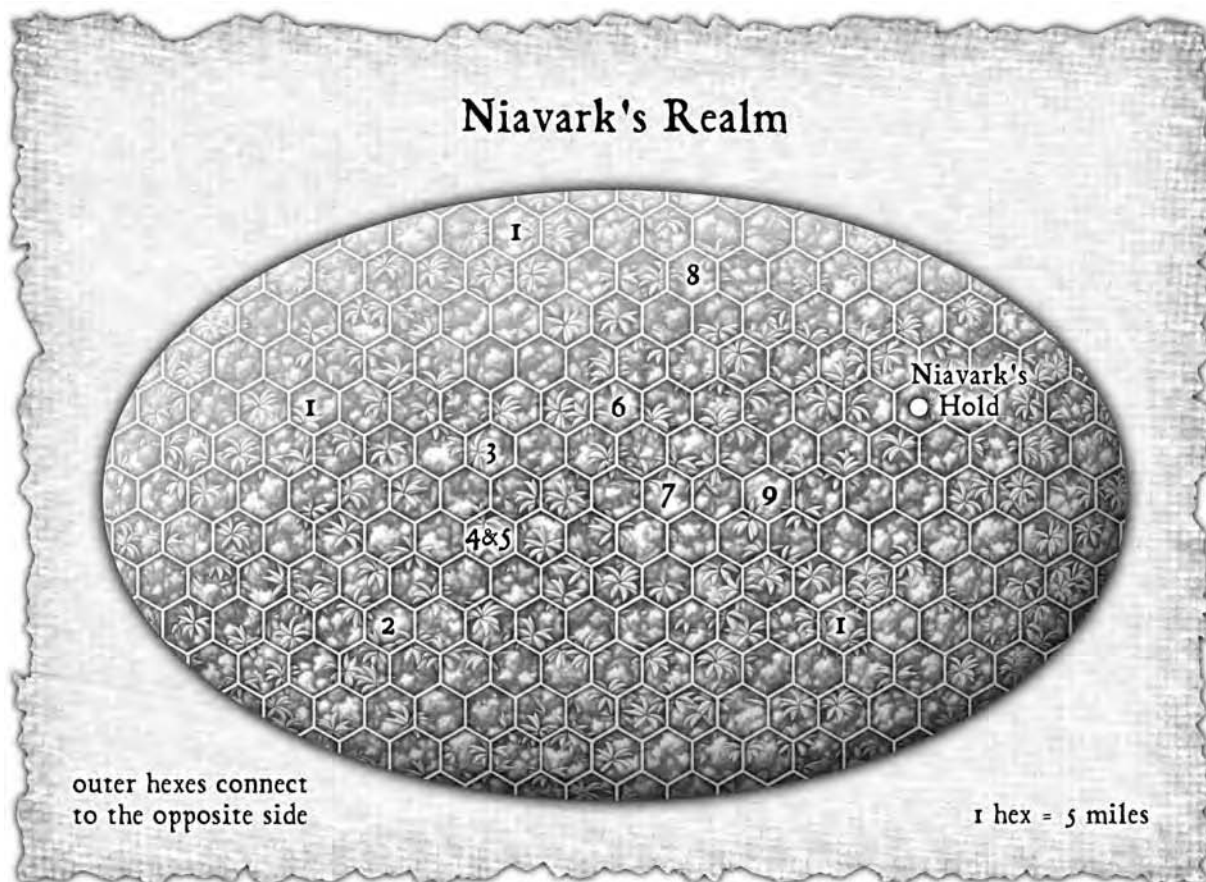
the elemental plane of earth. These elemental planes are not detailed here; the DM should consult other sources if the PCs are likely to enter these planes. The PCs can be enticed into the adventure several ways.

- The PCs require a rare, potent artifact or relic to accomplish an important goal. Their spells and research determine that Niavark has it in his possession.
- The PCs learn of the many magic items Niavark now has and come searching for him out of greed.
- Niavark is plaguing wizards with his constant attacks so a Wizard's Guild hires the PCs to put an end to them.
- The PCs know someone that has been attacked by Niavark, or his allies, and search him out.
- Due to items in their possession, Niavark sends several of his allies to attack them and steal some of their items. Whether or not this attack fails, the PCs have a new enemy that must be dealt with somehow.
- The PCs end up in Niavark's Realm through a magical mishap, such as a *teleport* or *plane shift* error, or even the destruction of a magical item.

Geography and Travel

As a demiplane, Niavark's Realm has certain anomalous geographic features. First, there are no cardinal directions, there is no north or south, this makes it almost impossible to travel in a particular direction easily. The plane itself is egg-shaped and surrounded by an envelope of air. The thick trees and underbrush make it impossible even for flying travelers to determine exactly which direction they are going, or even whether or not they are going in circles. A PC making a successful Survival check (DC 35) can prevent the party from traveling in circles, but even this does not tell the PCs whether or not they are heading in the correct direction. The only sure way to arrive at **Niavark's Hold** is to use a *find the path* spell seeking Niavark's home, the vault of stored magical items, or some other destination name determined by the DM. *Locate object* spells only work for objects not directly stored in Niavark's Hold which is protected by *non-detection* spells as well as lead sheeting.

Walking along the ground involves moving through very thick underbrush reducing the movement rate of the party considerably unless they use special means to overcome it. Using *fly* spells to travel beneath the canopy and above the underbrush is also slower than usual due to the many massive tree trunks and the wide variety of lower branches that can grow in the enhanced light.



Negotiating these hazards reduces flying speed to half normal. Flying above the canopy has its own dangers, one being the constant light which reduces visibility at a distance rather than enhancing it, adding to the confusion about directions, another being a lack of landmarks, all the PCs can see is a sea of green leaves, and the last being the several flying creatures that patrol the skies at Niavark's request. If the PCs combine the use of fly spells and a *find the path* spell, they should make relatively good time traveling toward Niavark's Hold.

Beginning the Adventure

Using the adventure hooks described above, or some other manner devised by the DM, the PCs should obtain a small amount of information about Niavark. First, they should know that Niavark definitely has something against arcane spellcasters of all types, a small amount of additional research should reveal why. Second, until recently, Niavark has not been seen or heard from for almost 100 years. Third, Niavark now lives in some sort of plane of his own creation, and he has a castle or home where he stores a variety of powerful magical items and great wealth that he has stolen, or acquired over a long period of time. Divination spells or research should reveal the name for Niavark's

Realm and several possible ways to get there. While Niavark has taken precautions to keep the exact nature and powers of his demiplane secret, he has actually gone out of his way to make it "easy" to discover and learn about through the use of divination spells as well as by providing rumors about a "plane of trees and glorious life" and making it particularly easy to plane shift or gate to particular locations. The magic he used to restrict the use of planar traveling spells actually focuses the ability to arrive, or depart, to certain discrete locations. This can be used as an excuse for any sort of "off-target" arrival or magical mishap placing the PCs into the plane. Once the PCs arrive in Niavark's Realm, the adventure begins in earnest.

The Forest Spirit

The forest of Niavark's Realm has a spirit and sentience of its own that was brought to life through Niavark's painstaking creation process. The forest bears the same animosity toward humanoid arcane magic users that Niavark does and actively seeks to hinder and harm the PCs while they travel in the forest. This comes in the form of letting creatures such as the treants and other specialized creatures of the realm know where the PCs are, and by enhancing vegetation the PCs have traveled past to help confuse their sense of direction.

Niavark's Realm

Niavark's Realm is a specially constructed demiplane designed specifically to help inconvenience and weaken arcane spellcasters while making druids more powerful. The entire area is essentially filled with massive trees and thick underbrush; it is a demiplane consisting almost entirely of forest. Niavark's Realm has the following characteristics and effects:

Constant Light: while there is no sun, the very air of the demiplane glows with a powerful light both above and below the forest canopy allowing thick underbrush to grow beneath the massive trees and allowing the trees to have many thick branches throughout the length of their trunks. Despite the few gentle rains that fall several times a day, there is never a break in the constant light. This light is the equivalent of normal sunlight, any creatures that suffer penalties in sunlight or bright light conditions suffer those penalties here.

Restricted Travel: Transportation spells and other spells that involve folding or bending through other planes do not function here; this includes spells such as *ethereal jaunt*, *dimension door*, *teleport*, and related spells. *Gate*, *planar shift*, and similar spells only function in discrete locations (See the map) that are easily identified or sensed using a Spellcraft check (DC 15).

Summoning Restrictions: While *summon nature's ally* spells function normally, *summon monster* spells are restricted. *Summon monster* spells can not be used to summon celestials, demons, devils, or other intelligent extra-planar creatures.

Magical restrictions: Druids and rangers cast spells as if they were 2 levels higher, with respect to duration, damage dice, and other variables depending on level. This does not increase the number or type of spells that they can cast. Other divine casters receive no bonus or penalty to spellcasting. Arcane spellcasters cast spells as if they were 2 levels lower with respect to duration, damage, spell penetration checks, and any other level dependant variables. This does not reduce their number of spells, or the level of spells they can cast.

Planar Characteristics: Niavark's Realm has no special alignment, elemental, energy, or magical traits other than those described above. It is, however, considered slightly *divinely morphic* as Niavark himself can alter the shape of the plane through several days or weeks of constant concentration and magical modification. This characteristic also makes Niavark immune to certain types of spells while in his own realm (See the description of Niavark below)

Weather Control: Niavark has designed the climate and weather of his new home, any attempt to change or control the weather with spells requires a caster level check vs. Niavark (Drd21, see below). Whether successful or not, the effort immediately tells Niavark that someone on his plane is trying to change things, and informs him of their location.

A vast collection of wildlife fills the forest, making it a wonderful, vibrant, healthy place full of life. Included among the natural beasts, plants, and magical creatures, are a number of plant imbued creatures. These creatures are most often loyal to Niavark, and the spirit of the forest, making anything that sees the PCs potentially dangerous, either directly, or by letting other creatures know where the PCs are.

Locations and Encounters

In addition to a number of possible random encounters (see the sidebar), there are locations within the forest that could be considered homes or lairs. While most of these creatures agree with and support Niavark, and even his plans, many of the creatures living here are simply here to enjoy basking in the beauty of the forest Niavark has created, or to hide away from problems of their own in other places. These creatures

have their own ideas and agendas and do not necessarily agree with Niavark's plans. At the same time, none of them wants to tempt Niavark's wrath.

There is a vast variety of creatures within the massive forest, with the majority being wild animals. At their present level, it is unlikely that even the largest of beasts can truly trouble the PCs, at the same time; these creatures are all a part of the forest and connected with the forest spirit. If the PCs don't actively avoid being seen by mundane animals through the use of magical spells or abilities, they are certain to help communicate the PCs whereabouts to other creatures wishing them harm.

1. Arrival Points (EL 16)

Whether the PCs arrive via *gate*, *plane shift*, or through a portal from the elemental planes of earth or water (see below), they find themselves facing a

Divination Spells

By this point in their careers the PCs should have a good knowledge of divination spells and how to use them. For the purpose of *vision* and related divination spells consider information about Niavark's Realm to be rumors, giving a *vision* a DC 30 check and only providing vague information about the realm itself. As for Niavark, spells and research should reveal his background as well as the reason for his rage and hatred. A bit of research should also reveal that Niavark is extremely powerful, and has acquired a number of powerful friends to assist him. Rather than trying to restrict divination spells, try to force the PCs to use these spells and abilities simply to obtain enough information to enter Niavark's Realm.

massive forest of made up of 300 ft. tall trees with wide, thick trunks supporting a massive canopy as well as a wide variety of interleaving branches shorter distances from the ground. The tree trunks range from 20 ft. in diameter to as large as 40 ft. in diameter with rare plants being even larger. Wide, twisting roots and thick underbrush including briars, thorny bushes, and a number of flowering plants blanket the ground. Light coming from the air all around combines with the brightly colored

flowers to almost overwhelm the senses. The air is moist and warm, though not uncomfortably so, and heavy with the scent of the surrounding flowers. Despite rumors of abounding dangers, the first impression is one of peace, beauty, and tranquility.

The impression of tranquility is rapidly shattered as the PCs are attacked within 1d4 rounds of their arrival, whether they arrive through the forest, or by planar travel. The fact that this plane only has certain areas that can respond to *gate*, and *planar shift* spells, and only has two portals to other planes (described below), means that all of these areas can be guarded by sentinels. These creatures only pause to communicate the arrival of new creatures with others before attacking.

Sentinels: these creatures are specifically left at each of the areas identified on the map of Niavark's Realm as locations where *gate* and *planar shift* spells function properly. They include 2 **quenching treants**, a **plant-imbued owl** Drd14, a **plant-imbued brown bear** Ftr10, and a **plant-imbued leopard** Sor12. Their orders are to slay or capture anyone coming through. The bear is more intent on slaying, but is sometimes held in check by the owl if there are helpless or surrendering PCs. These creatures start out as hostile toward the PCs, and attack without provocation, simply coming into their home was provocation enough, but it is not impossible for extremely diplomatic PCs to find a way to negotiate with them, usually by promising to leave immediately.

Random Encounters

The vast forest of Niavark's Realm is filled with dangerous creatures that are actively seeking to kill or capture the PCs. Even the natural animals of the forest are driven to attack the PCs, slowing them down considerably if they don't take the time to avoid them. This makes random encounters far more likely and demands extreme caution on the part of the PCs. The fact that the forest itself is helping creatures find them gives any creatures searching for the PCs a +4 bonus on all Spot and Listen checks. The DM should roll a d20 for every 30 minutes spent on this plane.

d20	Encounter (ground)	Encounter (air)
1	Zifran'di'mal (Area 7)	Jariel (Area 6)
2	1d4 Quenching treants (Chapter 6)	Jariel (Area 6)
3	Azitharn (Area 9)	Mildivic (Area 5)
4	1d6 Tendriculos*	Large air elemental*
5	2d4 Disenchanters**	Spotted, even if invisible
6-8	Spotted, even if invisible	(same)
9-11	Spotted, if visible	Spotted, if visible
12-20	No Encounter	No Encounter

This table presumes that the PCs avoid "easy" encounters with standard animals or other weaker creatures. If a result of "Spotted" is rolled, the PCs location is communicated to other creatures in the forest, as well as the forest spirit. The next encounter roll suffers a -4 penalty. Penalties are cumulative until an encounter occurs.

*See the MM.

See the **Tome of Horrors by Necromancer Games or Appendix A.

Quenching Treants (2): CR 9; hp 75; consult Chapter 6.

Plant-Imbued Advanced Owl Drd14: CR 15; SZ S Plant; HD 2d8 plus 14d8; hp 72; Init +2; Spd 10 ft., fly 40 ft. (average); AC 19 (+1 size, +2 Dex, +6 natural), touch 13, flat-footed 17; BAB/Grapple +10/+5; Atk +14 melee (1d4–1, talons); Full Atk +14 melee (1d4–1, talons); SA spells, spell-like abilities; SQ fast healing (5), DR (15/magic cold steel), SR (26), plant type, low-light vision, darkvision 60 ft., acute senses 60 ft., nature sense, wild empathy, woodland stride, trackless step, resist nature's lure, venom immunity, a thousand faces, wild shape (5/day; T, S, M, L, plant); AL N; SV Fort +12, Ref +9, Will +15; Str 8, Dex 15, Con 10, Int 14, Wis 23, Cha 12.

Skills: Concentration +21, Knowledge (nature) +21, Listen +31*, Move Silently +16*, Spellcraft +19, Spot +28*, Survival +25; **Feats:** Combat Casting, Enlarge Spell, Eschew Materials, Natural Spell, Weapon Finesse.

***Skills:** Owls receive a +8 racial bonus on Listen checks and a +14 racial bonus on Move Silently checks calculated above. They also receive a +8 bonus on Spot checks in low light conditions which is not included above.

Spell-like Abilities (Su): A plant-imbued creature gains the ability to cast the following spells as a 9th-level druid, at will—*freedom of movement*, 3/day—*entangle*, *magic fang*, 1/day—*sunburst*, *tree stride*. Save DC 16+ spell level.

Divine Spells Prepared (6/7/7/5/5/4/4/2; Save DC 16 + spell level): 0—*cure minor wounds* (x2), *detect magic*, *flare*, *mending*, *read magic*; 1st—*cure light wounds* (x2), *entangle*, *faerie fire*, *obscuring mist*, *produce flame*, *summon nature's ally I*; 2nd—*barkskin* (x2), *bear's endurance*, *chill metal*, *gust of wind*, *resist energy*, *tree shape*; 3rd—*call lightning*, *cure moderate wounds* (x2), *sleet storm*, *wind wall*; 4th—*dispel magic*, *giant vermin*, *ice storm*, *rusting grasp*, *summon nature's ally IV*; 5th—*animal growth*, *baleful polymorph* (x2), *wall of thorns*; 6th—*greater dispel magic* (x2), *fire seeds*, *wall of stone*; 7th—*creeping doom*, *sunbeam*.

Plant-Imbued Leopard Sor12: CR 13; SZ M Plant; HD 3d8+6 plus 12d4+24; hp 73; Init +8; Spd 40 ft., climb 20 ft.; AC 19 (+4 Dex, +5 natural), touch 14, flat-footed 15; BAB/Grapple +8/+11; Atk +12 melee (1d6+3, bite); Full Atk +12 melee (1d6+3, bite) and +7/+7 melee (1d3+1, claw); SA spells, spell-like abilities, improved grab, pounce, rake (+12 melee, 1d3+1); SQ fast healing (5), DR



(15/magic), SR (25), plant type, low-light vision, darkvision 60 ft., acute senses 60 ft., scent, woodland stride; AL N; SV Fort +9, Ref +11, Will +11; Str 16, Dex 19, Con 15, Int 13, Wis 15, Cha 18.

Skills: Balance +12, Climb +11, Concentration +14, Hide +8, Jump +11, Knowledge (arcane) +13, Listen +7, Move Silently +8, Spellcraft +15, Spot +7. **Feats:** Alertness, Empower Spell, Improved Initiative, Spell Penetration, Weapon Finesse.

Skills: Leopards receive a +8 racial bonus on Balance, Jump, and Climb skills as well as a +4 racial bonus on Hide and Move Silently. Leopards can always take 10 on Climb skill checks.

Spell-like Abilities (Su): A plant imbued creature gains the ability to cast the following spells as a 9th-level druid, at will—*freedom of movement*, 3/day—*entangle*, *magic fang*, 1/day—*sunburst*, *tree stride*. Save DC 12+ spell level.

Arcane Spells Known (Cast per day 6/7/7/7/5/3; Save DC 14 + spell level): 0—*acid splash*, *daze*, *detect magic*, *mage hand*, *mending*, *message*, *prestidigitation*, *ray of frost*, *touch of fatigue*; 1st—*grease*, *mage armor*, *magic missile*, *ray of enfeeblement*, *shield*; 2nd—*bull's strength*, *scorching ray*, *see invisibility*, *spectral hand*, *touch of idiocy*; 3rd—*dispel magic*, *haste*, *stinking cloud*, *vampiric touch*; 4th—*enervation*, *greater invisibility*, *ice storm*; 5th—*feeblemind*, *wall of force*; 6th—*disintegrate*.

Plant-Imbued Brown Bear Ftr10: CR 14; SZ L Plant; HD 6d8+24 plus 10d10+40; hp 146; Init +1; Spd 40 ft.; AC 19 (–1 Size, +1 Dex, +9 natural), touch 10, flat-footed 18; BAB/Grapple +14/+27; Atk +24 melee (2d6+11, claw, crit 19–20 x2); Full Atk +24/+24 melee (2d6+11, claws, crit 19–20) and +17 melee (2d6+4, bite); Space/Reach 10 ft./5 ft.; SA improved grab, spell-like abilities; SQ fast healing (5), DR (15/magic cold steel); SR (26); plant type, low-light vision, darkvision 60 ft., acute senses 60 ft., scent, woodland stride; AL N; SV Fort +16, Ref +9, Will +7; Str 29, Dex 13, Con 20, Int 12, Wis 14, Cha 14.

Skills: Climb +19, Intimidate +12, Listen +5, Spot +12, Swim +13. **Feats:** Cleave, Endurance, Great Cleave, Greater Weapon Focus (claw), Improved Bull Rush, Improved Critical (claw), Improved Natural Attack (claw), Improved Overrun, Power Attack, Track, Weapon Focus (claw), Weapon Specialization (claw).

Spell-like Abilities (Su): A plant-imbued creature gains the ability to cast the following spells as a 9th-level druid, at will—*freedom of movement*, 3/day—*entangle*, *magic fang*, 1/day—*sunburst*, *tree stride*. Save DC 12+ spell level.

Combat Tactics: These creatures work well together. The leopard and bear hang back for a bit while the leopard casts a *message* to let Niavark know of the new visitors and the bear uses its *entangle* spell-like ability to distract the PCs. Meanwhile the owl starts by casting a *creeping doom* spell from her perch in some nearby branches and sending crawling centipedes at whatever PCs and NPCs have arrived. While the owl and the centipedes do their work, the leopard takes the time to cast *haste* and then *bull's strength* on the bear while the quenching treants attack spellcasters with their *foam blast* ability. PCs that escape the swarms are set upon by the bear that does its best to grapple them and then claw them to death. The leopard sorcerer attacks using *disintegrate* spells as well as using targeted *dispel magic* spells to remove the PCs protective spells while the treants and bear take up melee positions. The owl casts *baleful polymorph* on any heavily armored fighters in an effort to remove them from the battle, and uses *sunbeam* against any spellcasters that appear to be getting free of other spells.

If the battle goes against them, the owl and leopard flee while the bear and the quenching treants remain behind to fight.

DM Note: The penalties to arcane spellcasters apply to all casters; this means that the leopard sorcerer casts at 10th-level in terms of damage, duration, and other level dependant factors. The owl, as a druid, casts at 16th-level in terms of damage, duration, and other level dependant factors. These creatures do not have equipment or bonuses from equipment as presently written. Immunities, surprise, and teamwork should easily make up for the lack of enhancing equipment.

After this initial battle, the PCs should realize that this is not a safe place for them, and that they need to accomplish their goals very quickly, or leave, if they want to survive.

2. Endless Mud (EL 16)

The underbrush parts away here to reveal what seems to be a deep puddle of soft mud the between several massive trees. Despite its wet appearance, the “mud” is actually dry dirt that sifts and moves as easily as if it were water. Deep beneath the smooth soil is a portal to the elemental plane of earth. While on this side the portal lies beneath 3 ft. of moving earth, the other side of the portal exits into an open space on the elemental plane of earth that actually contains enough air for several creatures to breathe. Niavark used that point as a starting point for the creation of his own plane, and

received the help of a powerful elemental lord in the creation of not only the portal, but also the actual beginnings of his new personal demiplane. This point is one of the arrival points for travelers using gate or planar shift spells, and is also the arrival point for anyone traveling here from the elemental plane of earth. It is guarded by **sentinels** who attack humanoid newcomers as described above. Beneath the portal, the gritty mud extends to an incomprehensible distance because it actually curves around and through the earth beneath the entire demiplane.

3. The Pond of Light (EL 16+)

A large, randomly shaped pool of glowing water surrounded by flowering bushes and massive trees is roughly 70 to 90 ft. in diameter. The highest branches above stretch almost all the way across it yet shed no shadows in a place where the air has a radiance of its own. This pool has a portal to the elemental plane of water, a portal that Niavark created in order to easily bring needed moisture into his new domain. In addition to the sentinels described under Arrival Points above, the pool also contains **3 elder water elementals** that may, or may not assist the sentinels at their own whim. PCs wanting to use the portal to the elemental plane of water, or that come through the portal from the other side, must either negotiate or fight with the elementals who demand 15,000 gp in flawless diamonds for passage. Their price can be negotiated down to 5,000 gp by extremely diplomatic PCs.

Elder Water Elemental (3): CR 11; hp 245, 232, 228

4. Stones and Moss

The thick undergrowth here is broken by a path of moss-covered stones that meander around the some of the massive tree trunks. Almost 20 ft. wide, the path is easy to travel, and a fine break from the heavy undergrowth. Strangely, even the lower branches of the trees seem higher here, as if they are deliberately creating space for some sort of massive creature to walk by. From some angles it appears that even a massive creature could fly through the branches of the trees to land right along the stones. The path begins a short distance from the Endless Mud (Area 1 above), and ends before a massive oak tree in which there is a large, almost cave-like opening.

5. Mildivic's Tree (EL 18)

The massive opening within the base of the giant tree is home to **Mildivic**, an **old blue dragon** that has chosen this place as a home to rest and relax in.

While somewhat humid, the air of the forest is warm enough for him, and the nearby portal to the elemental plane of earth gives him an easy way to cover his tracks after raiding or hunting on the prime material plane. The massive lair itself is pleasantly warm and dry, for Mildivic, with a floor covered with a deep layer of soft, smooth sand. Electricity crackles through the hot, dry air above the sand. Over 40 ft. of sand covers Mildivic's treasure horde. Mildivic, of course, can easily burrow through the sand and to access his own horde. Niavark knows where this horde is, but he doesn't really need any of the treasure, and prefers to deal with the dragon on fair terms. Unless aided by magic, the PCs have no idea that there might be treasure hidden deep beneath the sand.

Niavark himself helped create this home, for several reasons of his own. First, the dragon, while not a true ally, is a powerful foe that has already shown a willingness to help fight adventurers that come nearby even it is to more to protect his own lair than to actively help Niavark. Second, some of the dragon's treasure alone helps attract the very type of people that Niavark would like to see dead. Due to their mutual agreements, Mildivic won't help any adventurers that come by, at the same time, it does not mean he always intends to attack or fight them. Usually hidden just beneath the surface of the sand, Mildivic usually emerges as adventurers approach, giving a friendly, if surprising greeting to them. Some of Mildivic's sorcerous powers are limited on this plane, the same way other arcanists are limited, so he is cautious about getting into battle, usually just saying that this is one of his resting places due to the "easy hunting." At the same time, if the PCs are aggressive, or so bold as to attack him, he attacks with his breath weapon and takes to the air intending to slaughter the PCs from the above using his breath weapon and spells. If he has problems, or thinks the PCs might be overly strong, he is not so vain he won't ask for further help from Niavark.

Mildivic, male old blue dragon: CR 18; SZ H Dragon; HD 27d12+162; hp 337; Init +4; Speed 40 ft., burrow 20 ft., fly 150 ft. (poor); AC 34 (–2 size, +26 natural), touch 8, flat-footed 34; BAB/Grapple +27/+45; Attack +35 melee (2d8+10, bite); Full Attack +35 melee (2d8+10, bite), +30 melee (2d6+5 [x2], claws), +30 melee (1d8+5 [x2], wings), +30 melee (2d6+15, tail); Space/Reach 15 ft./10 ft. (15 ft. bite); SA breath weapon (100 ft. line, 16d8 electricity, Reflex DC 29 for half), crush (15 ft. by 15 ft., 2d8+15 points of bludgeoning damage, Reflex DC 29 or be pinned), frightful presence (240 ft. radius, 26 HD or less, Will DC 27 negates),

sound imitation, *create/destroy water*, spell-like abilities, spells; SQ DR (10/magic), SR (24), blindsense 60 ft., darkvision 120 ft., low light vision, immune to electricity, sleep, and paralysis; AL LE; SV Fort +21, Ref +15, Will +19; Str 31, Dex 10, Con 23, Int 18, Wis 19, Cha 18.

Skills: Concentration +36, Diplomacy +36, Intimidate +34, Knowledge (arcane) +34, Knowledge (planes) +34, Listen +36, Search +34, Sense Motive +34, Spellcraft +36, Spot +36; **Feats:** Alertness, Cleave, Flyby Attack, Great Cleave, Hover, Improved Initiative, Power Attack, Silent Spell, Snatch, Wingover.

Arcane Spells Known (*Cast per day* 6/7/7/7/5; *Save DC* 14 + *spell level*): 0—*acid splash*, *daze*, *detect magic*, *mending*, *message*, *prestidigitation*, *ray of frost*, *touch of fatigue*; 1st—*alarm*, *magic missile*, *obscuring mist*, *ray of enfeeblement*, *shield*; 2nd—*glitterdust*, *scorching ray*, *see invisibility*, *touch of idiocy*; 3rd—*displacement*, *protection from energy*, *vampiric touch*; 4th—*greater invisibility*, *ice storm*.

Mildivic's Horde: Collected through years of hunting in various places, Mildivic's horde is mostly made up of sapphires and magical items that happen to have sapphires, other blue gemstones, or have some sort of blue on them. When Mildivic acquires treasure, he tries to find ways to convert it into blue items, something that is more easily done on the elemental plane of earth, and also with Niavark's assistance. The treasure is buried beneath 40 ft. of sand, PCs trying to obtain every last item in this horde have to spend a considerable amount of time sifting through the sand leaving them open to attack within the enclosed lair. The horde includes: 2,280 pp, 6240 gp, 13 blue sapphires (1,200 gp each), 4 violet garnets (650 gp), 3 aquamarines (500 gp each), 24 blue quartz (15 gp each), a ceremonial rod decorated with jade tiles (850 gp), 2 silver goblets studded with small garnets (200 gp each), small silver earrings with sapphire clusters (2,500 gp), silver ring with a single large sapphire (*ring of protection* +2, double value), +2 *mithril breastplate* trimmed with blue enamel, ornate blue silk cloak with silver trim (*cloak of charisma* +4), *elemental gem* (water), *helm of underwater action*, and a *pale blue rhomboid ioun stone*.

6. Jariel's Nest (EL 16)

Jariel is a **plant-imbued roc** that accepted Niavark's offer to convert him, granting him long life, in exchange for guarding the thin skies above the forest realm. No longer needing to hunt, Jariel takes pleasure in floating through the skies and contemplating both nature and life. His nest is rarely used, but always actively defended. Jariel has his doubts about Niavark's goals, but he enjoys life in this realm and is uncertain

what would happen to his present home if Niavark were to be defeated. Jariel's constant circling of the skies makes it certain that he spots PCs flying above the canopy sooner or later, and he is certain to spot anyone climbing onto his nest within 1d6 rounds.

Jariel, Plant-Imbued Roc Drd12: CR 16; SZ G Plant; HD 18d8+126 plus 12d8+84; hp 345; Init +6; Speed 20 ft., fly 80 ft. (average); AC 21 (–4 size, +2 Dex, +13 natural), touch 8, flat-footed 19; BAB/Grapple +22/+39; Atk +27 melee (3d6+12, talon); Full Atk +27/+27 melee (3d6+12, talon) and +25 melee (2d8+6, bite); Space/Reach 20 ft./15 ft.; SA spells, spell-like abilities; SQ fast healing (5), DR (15/magic cold steel), SR (40), plant type, low-light vision, darkvision 60 ft., acute senses 60 ft., nature sense, wild empathy, woodland stride, trackless step, resist nature's lure, venom immunity, wild shape (4/day, L, H, G, plant-size restrictions based on starting size); AL N; SV Fort +26, Ref +17, Will +22; Str 34, Dex 15, Con 24, Int 13, Wis 22, Cha 15

Skills: Concentration +23, Knowledge (nature) +15, Listen +30, Spot +31, Survival +20; **Feats:** Alertness, Combat Casting, Flyby Attack, Improved Initiative, Improved Natural Attack (talons), Iron Will, Multiattack, Power Attack, Snatch, Spell Penetration, Wingover.

Spell-like Abilities (Su): A plant-imbued creature gains the ability to cast the following spells as a 9th-level druid, at will—*freedom of movement*, 3/day—*entangle*, *magic fang*, 1/day—*sunburst*, *tree stride*. Save DC 16+ spell level.

Divine Spells Prepared (6/7/6/5/4/4/3, Save DC 16+ spell level): 0—*cure minor wounds* (x2), *detect magic*, *flare*, *mending*, *read magic*; 1st—*cure light wounds* (x2), *entangle*, *faerie fire*, *obscuring mist*, *produce flame*, *summon nature's ally I*; 2nd—*barkskin*, *chill metal*, *gust of wind*, *owl's wisdom*, *resist energy*, *tree shape*; 3rd—*call lightning*, *cure moderate wounds* (x2), *sleet storm*, *wind wall*; 4th—*dispel magic* (x2), *ice storm*, *rusting grasp*; 5th—*animal growth*, *baleful polymorph* (x2), *call lightning storm*; 6th—*blades of jade**, *greater dispel magic* (x2).

*See Chapter 5.

Combat Tactics: Jariel prefers to simply cast *dispel magic* or *greater dispel magic* on flying PCs and then snatch them as they drop. He likes to cast *blades of jade* on an area of tree branches and drop the PCs through them from a great height. He views anyone holding an axe or sword as the most immediate danger, progressively attacking more lightly armored foes. If he is trying to snatch an armored character he likes to cast *rusting grasp* immediately before hitting them. **Note:** Jariel casts spells at the 14th-level of effectiveness due to the nature of the demiplane.

7. The Golden Glade (EL 19)

The white marble fountain in the center of this large clearing glows with a golden light due to the powerful light of the air surrounding it. The clearing itself is a strange, welcome break to monotony of thick underbrush, although massive trees stand majestically all around it. Rather than bushes, the ground is covered with a thick coat of grass and wildflowers. A place of beauty and peace, it is home to a scarred, elderly unicorn named **Zifran'di'mal**. Alas, Zifran'di'mal dropped his good and peaceful ways years ago when his mate was slain for her horn. He hates and despises all humanoids, believing that they are all nothing more than opportunistic hunters with no respect for life. Once good, Zifran'di'mal is now Chaotic Neutral and starting to lean towards evil. So far, he does not relish in killing, he just deems it a necessary cleansing of the world, and happens to believe that all humanoids are evil. As soon as he spots the PCs, he attacks, not caring for any banter or negotiation, and fights to the death.

Zifran'di'mal, male unicorn **Sor15:** CR 19; SZ L Magical Beast; HD 4d10+20 plus 15d4+75; hp 150; Init +7; Spd 60 ft.; AC 18 (–1 size, +3 Dex, +6 natural), touch 12, flat-footed 15; BAB/Grapple +11/+20; Atk +15 melee (1d8+5, horn); Full Atk +15 melee (1d8+8, horn) and +10/+10 melee (1d4+2, hooves); Space/Reach 10 ft./5 ft.; SA spells; SQ low-light vision, darkvision 60 ft., spell-like abilities*, immunity to poison, charm, and compulsion, scent, wild empathy; AL CN; SV Fort +14, Ref +12, Will +15; Str 20, Dex 17, Con 21, Int 10, Wis 21, Cha 27

***Spell-like abilities:** Zifran'di'mal can no longer use his *magic circle against evil* special ability and is unable to *teleport* on this plane. He still possesses his other spell-like abilities as a unicorn.

Skills: Concentration +24, Jump +21, Knowledge (arcane) +7, Listen +13, Move Silently +9, Spellcraft +10, Spot +11, Survival +8. **Feats:** Alertness, Combat Casting, Extend Spell, Improved Counterspell, Improved Initiative, Maximize Spell, Spell Penetration.

Arcane Spells Known (Cast per day 6/8/8/8/8/7/7/5, Save DC 18 + spell level): 0—*acid splash*, *daze*, *detect magic*, *mage hand*, *mending*, *message*, *prestidigitation*, *ray of frost*, *touch of fatigue*; 1st—*grease*, *mage armor*, *magic missile*, *ray of enfeeblement*, *shield*; 2nd—*glitterdust*, *gust of wind*, *mirror image*, *scorching ray*, *see invisibility*; 3rd—*displacement*, *lightning bolt*, *stinking cloud*, *wind wall*; 4th—*dimensional anchor*, *greater invisibility*, *ice storm*, *shout*; 5th—*baleful polymorph*, *cone of cold*, *telekinesis*, *wall of force*; 6th—*chain lightning*, *disintegrate*, *true seeing*; 7th—*forcecage*, *power word blind*.

Combat Tactics: Zifran'di'mal likes to approach the party peacefully, pausing about 60 ft. from the party to cast a *wall of force* in an effort to split the party in half so that he can face only a few opponents at a time. Then he casts *forcecage* on one of the PCs on his side of the wall before using *disintegrate* on one of the others. He always moves before or after casting, and does his best to deal with anyone trying to get into melee combat with him first. If necessary, he casts *power word blind* on any obvious spellcasters. He dismisses the *forcecage* and *wall of force* spells (which he recasts as necessary) when he is ready to deal with those individuals. His overriding tactic is to divide the party and conquer each person individually. He likes to *disintegrate* his foes if he can, doing his best to simply erase their existence.

8. Aruvang the Tranquil (EL 19)

Aruvang, a tiger Niavark put through the *plant enlightenment* ceremony in hopes of creating a powerful guardian, turned to a more peaceful, contemplative nature. Perhaps something went wrong with the spell, but Aruvang now prefers to commune with nature and move through it in peace. As a plant he no longer needs to hunt or kill, and sees no reason to do so. Instead, he has used time and patience to help direct the growth of plants and bushes, twisting a branch here, trimming one there, and then letting normal growth help create a beautiful, peaceful home for himself. His home is a hexagonal platform made of roots, with aromatic flowering bushes in each of the corners and a small natural pool of water at its center. Aruvang prefers to sit near the water, bask in the light coming from the air all around him, and ponder what further changes he might be able to make in his surroundings.

While he views Niavark as a friend, and wishes him no harm, he has tried to convince Niavark that there are better ways to deal with his anger. Aruvang prefers peace to fighting, and if he sees the PCs, or learns that they are about, he tries to warn them to leave. He tells them of Niavark's anger, as well as its source, and warns them that nobody attempting to harm Niavark in his own home has ever succeeded. He believes it would be better for both Niavark, and the PCs, if the PCs would simply leave and attempts to convince them that a few more years might temper Niavark's rage. In fact, he believes these constant intrusions are bad for Niavark because they don't give him time to heal. If the PCs insist on continuing, Aruvang does nothing to prevent it, simply shakes his head sadly and lets them go to their deaths. Anyone attacking Aruvang is sure to be sorry, as he does not tolerate violent intrusions into his peaceful domain. Aruvang fights back, driving any surviving PCs that flee him toward one of the elemental portals if he can.

Aruvang, Plant-Imbued Tiger Mnk15: CR 19; SZ L Plant; HD 6d8+18 plus 15d8+45; hp 157; Init +7; Spd 90 ft.; AC 29 (–1 size, +3 Dex, +5 Wis, +4 monk, +8 natural), touch 21, flat-footed 26; BAB/Grapple +15/+29; Atk +21 melee (4d8+6, claws); Full Atk +21/+16/+11 melee (4d8+6, claws) and +16 melee (3d6+3, bite), or +21/+21/+21/+16/+11 melee (4d8+6, unarmed strike, *flurry of blows*) and +16 melee (3d6+3, bite); SA spell-like abilities, greater flurry of blows, Ki strike (lawful, magic), quivering palm (DC 22); SQ fast healing (5), DR (15/magic cold steel), SR (31), plant type, darkvision 60 ft. acute senses (60 ft.), improved grab, pounce, rake (+20 melee, 4d8+3), improved evasion, still mind, purity of body, wholeness of body, diamond body, diamond soul, slow fall 70 ft.; AL N; SV Fort +19, Ref +19, Will +18; Str 23, Dex 16, Con 17, Int 12, Wis 20, Cha 11.

Skills: Balance +24, Hide +18*, Listen +7, Move Silently +25, Spot +7, Swim +24, Tumble +18. **Feats:** Alertness, Combat Reflexes (b), Dodge, Improved Grapple (b), Improved Initiative, Improved Natural Attack (bite), Improved Natural Attack (claw), Improved Trip (b), Mobility, Power Attack, Spring Attack.

Spell-like Abilities (Su): A plant-imbued creature gains the ability to cast the following spells as a 9th-level druid, at will—*freedom of movement*, 3/day—*entangle*, *magic fang*, 1/day—*sunburst*, *tree stride*. Save DC 15+ spell level.

Possessions: rope collar equal to a monk's belt.

DM Note: Aruvang's collar gives him the unarmed damage and AC bonus of a 20th-level monk.

9. A Stone House (EL 15)

Rocks of any type seem rare on this plane, making this small stone house stand out in a sea of brown and green. Tucked between the massive roots of one of the many trees, the walls appear to be made from single slabs of granite that must certainly have been brought in from another plane. A simple stone door leads into the home which doesn't appear to have any windows.

The inside of the home is a grisly scene. A massive tapestry depicting a bloody battle between some orcs and elves hangs along the back wall while shelves along the side walls hold numerous human, elven, and dwarven skulls. A small stone bed rests in the center of the room beside a small table. A small chest at the foot of the bed holds some clothing, but the rest of the room seems oddly empty. There isn't even a space for a cooking fire.

This home belongs to Azitharn the Bold, an orcish ranger that not only supports Niavark's campaign to slay arcane spell casters, but also

actively participates whenever and wherever he can. Azitharn uses this space to rest and recuperate after making forays back to the prime material plane to hunt wizards. He helped Niavark acquire some of the more potent magical items used as "bait" and is happy to continue helping him. There is a 50% chance that Azitharn is in his home, or nearby if the PCs approach. The rest of the time he is either out wandering the forest, or "hunting" on the prime material plane.

Azitharn the Bold, male orc Rgr15: CR 15; SZ M; HD 15d10+45; hp 135; Init +3; Spd 30 ft.; AC 20 (+3 Dex, +3 armor, +2 natural armor, +2 deflection), touch 15, flat-footed 17; BAB/Grapple +15/+19; Atk +20* melee (1d6+5*, +1 *humanbane* shortsword, crit 19–20) or +19** ranged (1d8+4**, +1 *elfbane composite longbow* [+3], range 110 ft., crit x3); Full Atk +20/+15/+10* melee (1d6+5*, +1 *humanbane* shortsword, crit 19–20) or +19/+14/+9** ranged (1d8+4**, +1 *elfbane composite longbow* [+3], range 110 ft., crit x3); SA favored enemy (elf +8**, human +2*, halfling +2, dwarf +2), combat style mastery [archery]; SQ wild empathy, woodland stride, swift tracker, evasion, camouflage; AL NE; SV Fort +12, Ref +12, Will +7; Str 18, Dex 16, Con 17, Int 12, Wis 15, Cha 11.

*add +2 to hit plus 2d6+4 damage against human targets.

** add +2 to hit plus 2d6+10 damage against elven targets.

Skills: Climb +13, Heal +13, Hide +17, Jump +13, Knowledge (nature) +15, Listen +13, Move Silently +17, Search +13, Spot +15, Survival +15 (+17 when tracking). **Feats:** Dodge, Mobility, Endurance (b), Improved Precise Shot (b), Manyshot (b), Point Blank Shot, Rapid Shot (b), Shot on the Run, Stealthy, Track (b), Weapon Focus (composite longbow).

Divine Spells Prepared (3/2/1/1, spell save DC 12+ spell level): 1st—*entangle*, *resist energy*; 2nd—*cat's grace*; 3—*cure moderate wounds*; 4—*tree stride*.

Possessions: Bracers of armor +3, amulet of natural armor +2, ring of protection +2, +1 *humanbane* shortsword, +1 *elfbane composite longbow* [+3], 2 arrows of slaying elves, 4 arrows of slaying humans, 20 +1 arrows, 10 +2 arrows.

Azitharn hates elves and humans, particularly wizards and sorcerers, and does his best to slay them as quickly as possible. As a ranger, Azitharn casts spells as if he were 2 levels higher with respect to duration and other level dependant factors. This does not increase the level or number of spells he casts per day. Azitharn prefers to "soften up" targets with missile fire before closing in for melee combat.

Niavark's Hold

One of the few things that does separate Niavark's Hold from the rest of his realm is a 40 ft. wide river that circles the network of trees and intertwining branches that make up the strange, warped fortress. The river is noticeable because there are no other rivers in the forest realm, unfortunately, it is only noticeable to those who are traveling on the ground, or flying through the lower branches of the forest. Branches begin spanning the river 50 ft. above its surface, allowing only those creatures that can swim, climb, or fly to cross into the hold without assistance. The number of patrolling guardians and sentinels throughout his forest realm would suggest a heavier guard on his own home, as well as the treasure vaults deep beneath the base of his main tree, but this is usually only true if Niavark is expecting a full assault. He expects that anyone making this far is at least somewhat depleted of spells and special items and prefers to fight with only a few of his main, trusted allies. Unless the PCs have been amazingly lucky and cautious, Niavark knows they are coming and has plenty of time to prepare.

Special Characteristics

The canopy above the trees making up Niavark's Hold meets perfectly with that of the surrounding forest making it almost impossible to see from the air (Spot DC 37). Despite this, Jariel knows where it is, and is certain to see any PCs flying above the canopy here (See Area 5 above for Jariel's statistics and tactics). The trees of the hold have been magically modified to soak metallic minerals such as lead and iron into their wood, making scrying and locating spells almost worthless. These magical enchantments also give these trees and their limbs fire and electric resistance 25. Any damage the trees do take is healed by Niavark and his other druids later. The vault itself (see Area E2 below) is protected with a *sequester* spell, and anyone attempting to scry on Niavark or any of his trusted aides sees only a large room with a wood table and chairs and a few minor decorations created through the use of modified *false vision* spells.

The hold itself is made up of 4 massive trees each 80 ft. in diameter near the base of their trunks. Wide, flat, interleaving branches connect the trees at several levels while stairs run along the outside of several trees, or even through some of the interior rooms. All of the rooms are open to the outside with windows and wide doorways (10 ft. wide and 15 ft. tall) as there is no weather that needs to be kept out, and the rain that does fall is gentle enough not to trouble the interior. The main rooms

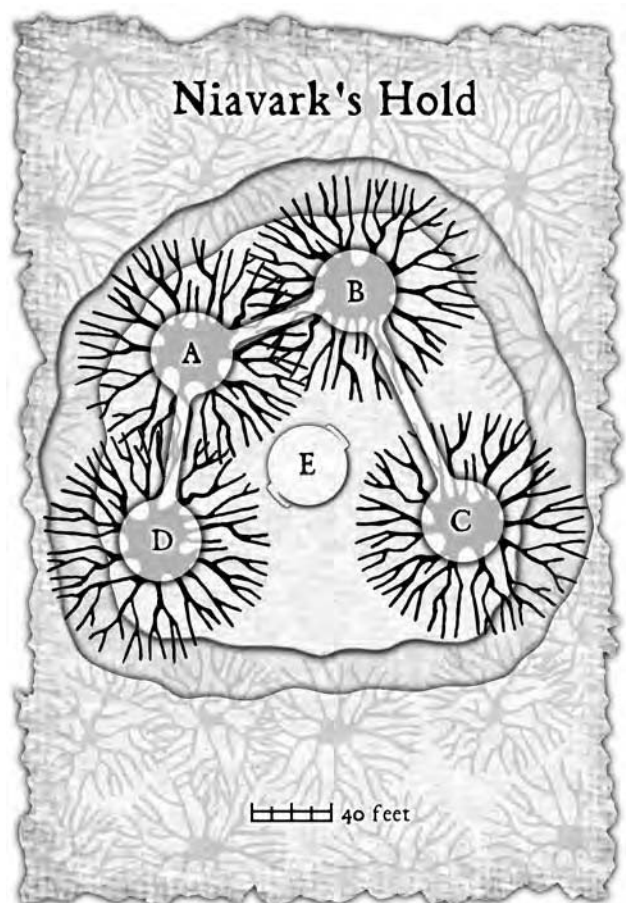
of the hold are all 40 ft. above the ground and interconnected by branching walkways.

These trees surround a central stone platform 40 ft. above the forest floor (Area E, below) that has two stairways that circle around the outer edge of the platform to reach the ground.

The Outer Guards

Eagles keep watch on all the upper branches, as well as lower branches, and raise an alarm as soon as anyone is spotted. Added to their ranks are several **plant-imbued leopards** and **bears** that can help raise the alarm by their ability to sense invisible or otherwise hidden creatures. The plant-imbued bears watching the ground are joined by shambling mounds that also patrol near the river, and help to insure that none of the disenchanters living in the forest can make their way across the river to disrupt Niavark's spells and magical protections. Once an alarm has been raised, all of the creatures converge on the PCs, using their *tree stride* spell-like ability to get as close as possible, and go so far as to chase them wherever they might go.

Plant-Imbued Leopard Mnk9 (6): CR 12; SZ M Plant; HD 3d8+6 plus 9d8+18; hp 78; Init +8; Spd 70 ft., climb 20 ft.; AC 24 (+4 Dex, +4 Wis, +1 Monk, +5 natural), touch 19, flat-footed 20; BAB/Grapple +8/





+15; Atk +12 melee (1d10+3, claw); Full +12/+7 melee (1d10+3, claws) and +7 melee (1d6+1, bite), or +12/+12/+7 melee (1d10+3, flurry of blows) and +7 (1d6+1, bite); SA flurry of blows, Ki strike (magic), improved grab, pounce, rake (+12 melee; 1d3+1), spell-like abilities; SQ improved evasion, still mind, slow fall 40 ft., purity of body, wholeness of body, plant-type immunities, SR (22), DR (15/magic), fast healing (5), darkvision 60 ft., acute senses (improved uncanny dodge); woodland stride; AL LN; SV Fort +11, Ref +13, Will +11; Str 16, Dex 19, Con 15, Int 13, Wis 18, Cha 10

Skills: Balance +17, Climb +11, Hide +17, Jump +11, Listen +21, Move Silently +19, Spot +21; **Feats:** Alertness, Combat Expertise, Dodge, Improved Grapple(b), Combat Reflexes (b), Improved Initiative, Improved Trip (b), Weapon Finesse.

Spell-like Abilities (Su): A plant-imbued creature gains the ability to cast the following spells as a 9th level druid, at will—*freedom of movement*, 3/day—*entangle*, *magic fang*, 1/day—*sunburst*, *tree stride*. Save DC 14+ spell level.

Plant-Imbued Brown Bear Bbn5 (5): CR 10; SZ L Plant; HD 6d8+24 plus 5d12+20; hp 103; Init +5; Spd 50 ft.; AC 19 (–1 Size, +1 Dex, +9 natural), touch 10, flat-footed 18; BAB/Grapple +9/+22; Atk +17 melee (1d8+9, claw); Full Atk +17/+17 melee (1d8+9, claw) and +12 melee (2d6+4, bite); Space/Reach 10 ft./5 ft.; SA improved grab, spell-like abilities, rage 2/day; SQ

fast movement, improved uncanny dodge, trap sense +1, plant-type immunities, SR (21), DR (15/magic), fast healing (5), darkvision 60 ft., acute senses, woodland stride; AL CN; SV Fort +14, Ref +8, Will +4; Str 28, Dex 13, Con 19, Int 13, Wis 13, Cha 12.

Skills: Listen +12, Spot +11, Survival +9, Swim +14; **Feats:** Endurance, Improved Initiative, Run, Track.

Spell-like Abilities (Su): A plant-imbued creature gains the ability to cast the following spells as a 9th level druid, at will—*freedom of movement*, 3/day—*entangle*, *magic fang*, 1/day—*sunburst*, *tree stride*. Save DC 11+ spell level.

Shambling Mound (6): CR 6; hp 60.

Eagles (14): CR 1/2; hp 5.

Combat Tactics: These creatures have done this before, and are used to combat. They work together, usually with several casting *entangle* on the PCs while the others use their *freedom of movement* spell-like ability to easily move through the area to attack. They have been trained to go for the most lightly armored creatures first, leaving the heavily armored foes for the bears and shambling mounds. **Mashorek** (see below) arrives to assist 1d4 rounds after combat begins, followed shortly by any elementals Niavark has already summoned (see area E1 below). Two rounds after Mashorek arrives, **Lortan** and **Simiul** come out to begin their magical attacks. Meanwhile, **Farel** re-

Walking the Branches

The massive trees making up the hold are connected by bridges created by carefully growing tree limbs together. Shaped and enhanced magically, the 10 ft. wide bridges are flat and easy to walk along. If the PCs decide to damage the bridges somehow they are 5 ft. thick (average), have 250 hp and are hardness 8 due to magical enchantments, they also have the same fire resistance (20) as the other trees in the area.

mains in the main tree guarding Niavark while he conjures more elementals to send into the battle (See Area E1).

If the PCs sneak past the outer guards, they rush to anyone that is attacked by the PCs, or even the central platform if the PCs make it into Niavark's chamber.

A1. Mashorek's Chamber (EL 16)

Mashorek is one of the first beasts Niavark converted into a plant-imbued creature, and is probably the most unswervingly loyal. Mashorek is considered the leader of the guards for the hold, and regularly leaves his large, lair-like home to move through the branches. His home is essentially what one would expect from a beast turned into an enlightened creature. A few broad blankets rest in one section of the room, but there is no furniture or other decorations. Openings in the walls look out over the forest and two wide openings lead out to branch bridges connecting to the two nearest trees. There are no other openings here.

Mashorek, Plant-Imbued Manticore, Ftr10: CR 16; SZ L Plant; HD 6d10+24 plus 10d10+40; hp 152; Init +2, Spd 30 ft., fly 50 ft. (clumsy); AC 21 (–1 size, +2 Dex, +10 natural), touch 11, flat-footed 19; BAB/Grapple +16/+26; Atk +23 melee (2d6+8, claws), or +18 ranged (1d8+3, range 180 ft., tail spikes [x6], crit 19–20); Full Atk +23/+23 melee (2d6+8, claws) and +19 melee (1d8+3, bite), or +18 ranged (1d8+3, range 180 ft., tail spikes [x6], crit 19–20); SA spikes, spell-like abilities; SQ scent, plant-type immunities, SR (16), DR (10/magic), fast healing (5), darkvision 60 ft., acute senses (improved uncanny dodge); woodland stride; AL N; SV Fort +16, Ref +10, Will +7; Str 22, Dex 15, Con 19, Int 13, Wis 15, Cha 17

Skills: Listen +11, Spot +14, Survival +6. **Feats:** Cleave, Combat Expertise, Dodge, Flyby Attack, Great Cleave, Greater Weapon Focus (claw), Improved Natural Attack (claw), Mobility, Multiattack, Power Attack, Spring Attack, Track (b), Weapon Focus

(claw), Weapon Focus (spikes), Weapon Specialization (claw), Whirlwind Attack, Wingover.

Spell-like Abilities (Su): A plant-imbued creature gains the ability to cast the following spells as a 9th level druid, at will—*freedom of movement*, 3/day—*entangle*, *magic fang*, 1/day—*sunburst*, *tree stride*. Save DC 12+ spell level.

Combat Tactics: Mashorek's plant-imbued abilities include acute senses making it virtually impossible to surprise him in his home. If attacked here he sounds an alarm and fights back to the best of his ability. Mashorek prefers to take the battle outside where he can put his ability to fly to the best use. He likes to hang back and launch his tail spikes while directing other creatures in to attack. After watching the party for a round he decides which characters are trying to use magic and focuses further tail spike attacks and melee attacks against them. If necessary, he flies into combat above the ground. He prefers to *entangle* his opponents and use *freedom of movement* to move in to attack them if he is in melee on the ground. Mashorek is undyingly loyal to Niavark and would rather die than let the PCs anywhere near him.

Treasure: While of little use to him, Mashorek has a small horde of souvenirs from other adventurers that tried their luck against him. He keeps these items hidden in a recess beneath all of his heavy blankets (Search DC 35). This horde includes; +2 *heavy steel shield*, +1 *elven chain*, +1 *flaming composite shortbow of distance*, +2 *thundering mace*, and a +2 *bastard sword*.

B1. Lortan's Colorful Plaza (EL 15)

Lortan, an ogre mage who has chosen to serve Niavark of his own free will, maintains a large, ornate home here. The walls and floor are decorated with a complex wooden mosaic made up of interlaced pieces of mahogany, teak, oak, and walnut. His large-sized furniture is made of sturdy oak inlaid with walnut or mahogany and shows amazing artisanship. Wool rugs on the floor are extremely ornate (Appraise DC 20; 5 rugs worth at least 2,000 gp each) and are clearly a sign of excellent taste. Flower vases throughout the room provide additional color, but often seem oddly out of place. Steps are carved into one portion of the room leading up to a second room above.

Lortan is one of the few wizards that Niavark would ever trust, and this is only because they have a mutual hatred. Lortan hates all humans and elves, and is more than happy to attack any other humanoid creatures as well. Association with Niavark gives him easy access to spell components, the spellbooks of slain wizards, and plenty of adventurers to kill. Lortan fully intends to use the knowledge and powers he gains through association with Niavark to return to the prime material plane and carve out a kingdom of his own. Niavark knows this, and is content to let

him do it, as this should only lead to the death of more greedy wizards and sorcerers. Lortan is only found in this room when he is resting (30% chance), otherwise he is responding to an alarm or in his library upstairs studying.

Lortan, male ogre mage **Wiz 11**: CR 15; SZL Giant; HD 5d8+20 plus 11d4+44; hp 127; Init +1, Spd 40 ft., fly 40 ft. (good); AC 20 (–1 size, +1 Dex, +3 armor, +2 deflection, +5 natural), touch 12, flat-footed 19; BAB/Grapple +8/+26; Atk +17 melee (2d6+7, masterwork greatsword, crit 19–20); Full Atk +17/+12 melee (2d6+7, masterwork greatsword, crit 19–20); SA spells, spell-like abilities; SQ SR (16), regeneration (5), darkvision 90 ft., low-light vision; AL LE; SV Fort +11, Ref +5, Will +10; Str 24, Dex 13, Con 18, Int 21 (23), Wis 14, Cha 14.

Skills: Concentration +18, Craft (blacksmith) +16, Knowledge (arcana) +19, Listen +16, Spellcraft +19, Spot +16. **Feats**: Brew Potion, Craft Wondrous Item, Dodge, Empower Spell (b), Extend Spell, Maximize Spell (b), Quicken Spell, Scribe Scroll (b), Weapon Focus (greatsword).

Arcane Spells Prepared (4/6/6/5/4/3/2; Save DC 15/16 + spell level;): 0—*acid splash*, *mage hand*, *ray of frost*, *read magic*; 1st—*burning hands*, *expeditious retreat*, *mage armor*, *magic missile*, *shield*, *ray of enfeeblement*; 2nd—*invisibility*, *mirror image*, *resist energy*, *see invisibility*, *scorching ray*, *spectral hand*; 3rd—*dispel magic*, *displacement*, *haste*, *hold person* (x2), *vampiric touch*; 4th—*bestow curse*, *ice storm*, *phantasmal killer*, *stoneskin*, *wall of ice*; 5th—*baleful polymorph*, *dominate person*, *feeblemind*; 6th—*chain lightning*, *greater dispel magic*.

Possessions: +2 headband of intellect, +3 bracers of armor, +2 ring of protection, masterwork greatsword, *potion of bear's endurance*, *potion of fox's cunning*.

Combat Tactics: If attacked within his own home, Lortan does his best to isolate PCs from each other and give himself a chance to escape to get more help. If he can attack a single PC at a time, he feels that he is in his element. He still raises an alarm, but continues the battle without worrying about potions. If he has the chance, Lortan likes to prepare for battle by quaffing *potions of bear's endurance* and *fox's cunning* to increase his hit points and the power (save DC) of his spells. If responding to an alarm, he takes extra time to cast *resist energy* (fire) and *resist energy* (acid) on himself before flying out to join the battle. Lortan likes to hit characters with *chain lightning*, using unarmored foes as the primary target, before moving on to *feeblemind* and *dominate person* spells. Lortan only uses area spells if the party is directly attacking him, if he has allies near the PCs he sticks to his other spells and abilities and attempts to help those in melee as much as possible. Lortan focuses his attacks on any obvious spellcasters. He only enters melee combat when the PCs look like they are nearing death.

***DM Note**: As an arcane caster, Lortan's spells are subjected to the same limitations as other arcane casters on this plane.

B2. Lortan's Library

This upstairs room is not open to the forest, only to the stairs leading down. It is 20 ft. square and 20 ft. tall, with shelves lining every inch of the wall and an ornate desk standing in the center of the room. The desk and chair are sized to fit a large humanoid and constructed of the sturdiest oak. The books throughout the room cover battle tactics, leadership, and magical studies. The books include captured spellbooks from a variety of wizards. These books are all in the open and easily identified with *detect magic*. There is a total of 45 spellbooks, which, in total, contain all 0, 1st, 2nd, 3rd, and 4th—level spells and the following additional spells: 5th—*animal growth*, *baleful polymorph*, *break enchantment*, *cone of cold*, *dismissal*, *dominate person*, *false vision*, *feeble mind*, *hold monster*, *passwall*, *sending*, *transmute rock to mud*, *wall of force*; 6th—*antimagic field*, *chain lightning*, *contingency*, *greater dispel magic*, *greater heroism*, *mislead*, *shadow walk*, *true seeing*. It requires a *read magic* spell and at least 4 hours of study simply to catalog the books and the spells.

Treasure: A thorough, but time consuming, search of the bookshelves turns up a variety of potential spell components (Search DC 25, takes several hours): 2,000 gp worth of diamond dust, 15 pearls (100 gp), spell components of the DM's choice worth an additional 1,000 gp.

G. Simiul's Sanctuary

This large chamber is not so much decorated with plants as it is a haven for them. Simiul prefers more jungle-like trees and vines and has created a large garden filling almost the entire inner diameter of the tree. Openings throughout the walls allow vines and branches to escape. One tree in the center grows up through a small opening (Spot DC 22) leading up into another room. Simiul rests and meditates here, enjoying the massive space that his close association with Niavark has given him. The room is about 75 ft. in diameter and has a 40 ft. ceiling. Wide doorways lead out toward Lortan's.

C2. Simiul's Library

Simiul's library is almost 60 ft. in diameter and has free standing bookshelves as well as shelves along the circular walls. He has several small desks covered with books and writing implements in different spots in the room. The shelves and desks are mundane when compared to Lortan's, but this library is far better organized and has considerably more books. One of the central shelves reaches up

to the ceiling where there is a small trap door (Spot DC 30; Search DC 25 but only if flying near the ceiling) that leads into Simiul's Laboratory (Area C3, see below). Getting into the library first requires noticing it (see above) and then squeezing through the tiny entrance. If Simiul is in his library (60% chance) he automatically hears anyone Medium size or larger attempting to squeeze through the hole in the floor, and has time to react to their presence. Usually he tries to retreat to the laboratory where he makes preparations to attack the PCs. Simiul's spellbooks are here, and contain all 0–5th level spells (contained in the PHB). The DM should determine Simiul's additional spells, including spells unique to each campaign.

C3. Simiul's Laboratory (EL 19)

This 25 ft. diameter room is filled with sturdy wooden benches and shelves holding a wide variety of alchemical equipment. Simiul makes potions here, and does some additional experiments. There is a 30% chance he is here, otherwise he is in the library or with Niavark. When he needs to prepare for battle Simiul comes here to have easy access to some of his potions, and to safely cast his spells. If he hears someone coming into his library he retreats here to cast spells and quaff potions before moving into battle.

Simiul is a plant-imbued monkey that chose to study magic. Niavark has encouraged his studies, and given him some of the more powerful items he recovered to help him grow stronger. Simiul is responsible for many of the arcane defenses that protect the main tree and the vault beneath it. Simiul is loyal to Niavark and is willing to sacrifice his life to protect him.

Simiul, plant-imbued advanced monkey Wiz18: CR 19; SZ S Plant; 2d8 plus 18d4; hp 54; Init +6; Speed 30 ft., climb 30 ft.; AC 27 (+1 size, +2 Dex, +6 armor, +4 deflection, +4 natural), touch 17, flat-footed 25; BAB/Grapple +9/+3; Atk +12 melee (1d3–3, bite); Full Atk +12 melee (1d3–3, bite); SA spells, spell-like abilities; SQ fast healing (5), DR (15/magic cold steel), SR (30), plant type, low-light vision, darkvision 60 ft., acute senses 60 ft., woodland stride; AL N; SV Fort +9, Ref +11, Will +14; Str 5, Dex 15, Con 10, Int 30, Wis 16, Cha 11.

Skills: Balance +24, Climb +24, Concentration +18, Decipher Script +24, Hide +24, Knowledge (arcana) +31, Knowledge (local) +31, Knowledge (nature) +24, Knowledge (the planes) +31, Listen +21, Spellcraft +33, Spot +21. **Feats:** Brew Potion, Craft Wand, Greater Spell Focus (Evocation), Greater Spell Penetration, Maximize Spell, Quickened Spell, Scribe Scroll (b), Spell Focus (Evocation), Spell Mastery, Spell Penetration, Weapon Finesse.

Spell-like Abilities (Su): A plant-imbued creature gains the ability to cast the following spells as a 9th-level druid, at will—*freedom of movement*, 3/day—*entangle*, *magic fang*, 1/day—*sunburst*, *tree stride*. Save DC 13+ spell level.

Arcane Spells Prepared (4/7/7/6/6/6/6/4/4/3, Save DC 20 + spell level, Evocations DC 21 + spell level*): 0—*mage hand*, *message*, *open/close*, *prestidigitation*; 1st—*alarm*, *cause fear*, *enlarge person*, *feather fall*, *magic missile**, *ray of enfeeblement*, *shield*; 2nd—*blur*, *fog cloud*, *locate object*, *obscure object*, *scorching ray**, *spectral hand*, *web*; 3rd—*dispel magic* (x2), *fly*, *haste*, *lightning bolt**, *ray of exhaustion*; 4th—*arcane eye*, *enervation*, *fire shield**, *greater invisibility*, *lesser globe of invulnerability*, *stoneskin*; 5th—*baleful polymorph*, *break enchantment*, *cone of cold**, *feeblemind*, *quickened magic missile**, *wall of force*; 6th—*acid fog*, *chain lightning**, *greater dispel magic* (x2), *repulsion*, *true seeing*; 7th—*greater arcane sight*, *force cage**, *mass hold person*, *power word blind*; 8th—*horrid wilting*, *maximized cone of cold**, *maze*, *power word stun*; 9th—*imprisonment*, *meteor swarm**, *power word kill*.

Possessions: Bracers of armor +6, headband of intellect +6, ring of protection +4, wand of fireballs (CL 10, 40 charges), *potion of cat's grace*, *potion of bear's endurance*, *potion of cure light wounds*, *potion of gaseous form*.

***DM Note:** as an arcane caster, Simiul's spells are less effective on this plane.

Combat Tactics: Simiul is not much for combat. If he hears someone entering his abode, or hears the alarm for battle, he casts *greater invisibility* and *stoneskin* before even trying to see exactly what is going on. He casts *shield* if anyone notices him. When coming on the scene of a battle Simiul takes one round to observe the actions of everyone involved. Knowing that Niavark and Farel are likely to attack spellcasters, Simiul focuses on those in melee combat. He uses *maze*, *imprisonment*, *forcecage*, and then his *power word* spells on those in melee combat simply to remove those threats until the spellcasters are dealt with. He moves to other spells, such as *mass hold person*, *dispel magic* spells, and area effect spells as he deems necessary.

Dr. Farel's Sanctuary

The small room in the center of the tree is more of a widening of the 10 ft. passage connecting the tree limb bridges to the main tree and to Simiul's home. The center room widens to slightly over 20 ft. in diameter, and is irregularly shaped. A small, overstuffed sofa and bed sit to either side of a thin jade statue of a beautiful elf-like woman to one side of the room with a pool of water occupying the other half of the room. The jade statue is a representation of **Arialee**, a neutral fey god of nature (Knowledge [religion] DC

25; domains, animal, plant, and sun) and is worth a considerable amount of money (Appraise DC 20; 20,000 gp) but would be difficult to move.

Farel is a disillusioned pixie that has found some peace and purpose working with Niavark. She has used her powers and abilities to assist in the creation of this forest realm, and is more than happy to help in its defense. She rarely stays in her own room, usually choosing to wander the forest or to work with Niavark on new projects. She keeps little in the way of treasure here, always carrying her most powerful items.

Er. The Stone Circle (EL 22+)

This raised base of smooth stone is 80 ft. in diameter and rises 40 ft. above the forest floor. The massive trees nearby stretch their limbs out over the massive platform, cloaking it from anyone looking down from above. Ornate silver and stone planters surround the outer perimeter of the platform with openings for the two stone stairways that circle along the outside of the platform down to the forest floor. The center of the stone circle is occupied by a small silver fountain that Niavark likes to meditate beside. He sleeps in a soft patch of moss near the fountain and keeps his desks and book cases toward the outer walls to have plenty of space to cast spells or perform rituals in the central area. Between patches of moss, and sweet-smelling flowers, the runes and symbols can be seen carved into the stone floor. While Niavark does keep some treasure hidden in a few of his desks, the real treasure is stored in a vault deep beneath the platform (see below). This room is protected by a permanent *invisibility purge* that stretches a full 60 ft. above the floor of the platform, as well as for a 30 ft. radius around its outer edges.

Unless the PCs have had a great deal of mysterious luck, Niavark knows they are in his realm soon after they arrive. Whether spotted by sentinels or not, the spirit of the forest recognizes an intrusion and Niavark can sense a new presence through that. Niavark expects the PCs to come to him, he warns his outer guards to be on watch and retreats to this chamber with Farel to begin casting spells and preparing. **Shtil** and **Nawk**, his faithful guardians, take up positions near the doorways, and intend to move to flank anyone actually lucky enough to get this far.

Niavark Whitethorn, male human Drd 21: CR 21; SZ M; HD 21d8+21; hp 119; Init +6; Spd 30 ft.; AC 25 (+2 Dex, +8 armor, +4 deflection, +1 insight bonus), touch 17, flat-footed 23; BAB/Grapple +15/+15; Atk +15 melee; Full Atk +15/+10/+5 melee; SA spells; SQ nature sense, wild empathy, woodland stride, trackless step, resist nature's lure, venom immunity, a thousand faces, timeless body, wild shape (6/day, elemental 3/day; huge elemental); AL N; SV Fort +11, Ref +11, Will +20; Str 10, Dex 14, Con 13, Int 14, Wis 32, Cha 15.

Skills: Concentration +29, Diplomacy +26, Knowledge (nature) +28, Knowledge (planes) +14, Spellcraft +26, Spot +35, Survival +37. **Feats:** Augment Summoning, Combat Casting, Extend Spell, Improved Spell Capacity, Improved Initiative, Leadership, Natural Spell, Quicken Spell, Spell Focus (Conjuration).

Divine Spells Prepared (6/8/8/8/7/7/6/6/5/5; Save DC 21 + spell level): 0—create water, flare, mending, read magic, resistance, virtue; 1st—entangle (x2), longstrider, obscuring mist, produce flame (x2), speak with animals, summon nature's ally I; 2nd—barkskin, bear's endurance, bull's strength, chill metal, owl's wisdom, warp wood, wood shape (x2); 3rd—call lightning (x2), dominate animal, neutralize poison, poison, protection from energy, spike growth, wind wall; 4th—command plants, cure serious wounds, dispel magic (x2), freedom of movement, rusting grasp, scrying; 5th—awaken, baleful polymorph, call lightning storm, death ward, insect plague, stoneskin, wall of thorns; 6th—antilife shell, greater dispel magic (x2), fire seeds, summon nature's ally VI, transport via plants; 7th—creeping doom, fire storm, greater scrying, heal, sunbeam, true seeing; 8th—earthquake, finger of death (x2), repel metal, reverse gravity; 9th—elemental swarm, shambler, shapechange, summon nature's ally IV (x2); 10th*—extended elemental swarm (x2).

*From Improved Spell Capacity.

Possessions: Staff of the Earth Lord**, periapt of wisdom +6, bracers of armor +8, ring of protection +4, ioun stone (pearly white spindle), ioun stone (lavender and green ellipsoid—absorbs spells of 8th level or lower), ioun stone (dusty rose prism), rod of negation, potion of resist energy (electricity) 30, potion of cure serious wounds, holly sprig, oaken holy symbol.

**See Chapter 4

Farel, female pixie Clr 17: CR 17; SZ S Fey; HD 1d6+1 plus 17d8+17; hp 101; Init +10; Spd 20 ft., fly 60 ft. (good); AC 30 (+1 size, +6 Dex, +5 armor, +4 deflection, +4 natural armor), touch 21, flat-footed 24; BAB/Grapple +12/+7; Atk +21 ranged (1d6+2, +2 longbow, range 100 ft., crit x3); Full Atk +21/+16/+11 ranged (1d6+2, +2 longbow, range 100 ft., crit x3); SA spells, spell-like abilities, special arrows, turn undead (+2); SQ low-light vision, DR (10/cold iron), SR (32), greater invisibility; AL N; SV Fort +11, Ref +11, Will +20; Str 8, Dex 22, Con 13, Int 16, Wis 31, Cha 14.

Skills: Concentration +21, Heal +30, Knowledge (nature) +23, Listen +17, Search +5, Spellcraft +23, Spot +17. **Feats:** Dodge (b), Mobility, Point Blank Shot, Precise Shot, Rapid Shot, Shot on the Run, Weapon Focus (longbow).

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

Spell-Like Abilities: 1/day—*lesser confusion* (DC 13), *dancing lights*, *detect chaos*, *detect good*, *detect evil*, *detect law*, *detect thoughts* (DC 14), *dispel magic*, *entangle* (DC 13), *permanent image* (DC 18; visual and auditory elements only), *polymorph* (self only). The save DCs are Charisma-based.

Special Arrows (Ex): Pixies sometimes employ arrows that deal no damage but can erase memory or put a creature to sleep.

Memory Loss: An opponent struck by this arrow must succeed on a DC 14 Will save or lose all memory. The save DC is Charisma-based and includes a +2 racial bonus. The subject retains skills, languages, and class abilities but forgets everything else until he or she receives a *heal* spell or memory restoration with *limited wish*, *wish*, or *miracle*.

Sleep: Any opponent struck by this arrow, regardless of Hit Dice, must succeed on a DC 14 Fortitude save or be affected as though by a *sleep* spell. The save DC is Charisma-based and includes a +2 racial bonus.

Divine Spells Prepared (6/8/8/7/7/7/6/4/3/2, spell save DC 20 + spell level): 0—*detect magic*, *cure minor wounds* (x3), *light*, *resistance*; 1st—*bane* (x2), *divine favor*, *doom* (x2), *entropic shield*, *obscuring mist*, *sanctuary*; 2nd—*hold person*, *resist energy* (x6), *shield other*; 3rd—*invisibility purge*, *prayer*, *protection from energy* (x4), *wind wall*; 4th—*death ward* (x2), *divine power*, *freedom of movement*, *sending* (x2); 5th—*greater command*, *flame strike* (x2), *slay living*, *spell resistance*, *true seeing*; 6th—*banishment*, *blade barrier*, *greater dispel magic* (x3), *harm*; 7th—*control weather*, *destruction*, *mass inflict serious wounds*, *repulsion*; 8th—*antimagic field*, *earthquake*, *firestorm*; 9th—*implosion* (x2).

Domain Spells (Plant, Sun): 1st—*entangle*; 2nd—*barkskin*; 3rd—*searing light*; 4th—*fire shield*; 5th—*flame strike*; 6th—*fire seeds*; 7th—*sunbeam*; 8th—*sunburst*; 9th—*prismatic sphere*.

Possessions: +6 *periapt of wisdom*, +4 *cloak of resistance*, +4 *ring of protection*, +5 *bracers of armor*, *amulet of natural armor* +4, +2 *longbow*, 10 +3 *arrows*, 10 *sleep arrows*, 10 *memory loss arrows*, holy symbol of Aiallee.

Shtil and Nawk, plant-imbued wolverines **Rog 12:** CR 12; SZ M Plant; HD 3d8+12 plus 12d6+48; hp 125; Init +9; Speed 30 ft., burrow 10 ft., climb 10 ft.; AC 21 (+5 Dex, +6 natural), touch 15, flat-footed 16; BAB/Grapple +11/+12; Atk +15 melee (1d6+1, claw); Full Atk +15/+15 melee (1d6+1, claws) and +10 melee (1d6+1, bite); SA sneak attack +6d6, spell-like abilities; SQ low-light vision, darkvision 60 ft., trapfinding, improved evasion, trap sense +4, improved uncanny dodge, plant type, DR (15/magic), SR (21), fast healing (5), acute senses, woodland stride; AL NE; SV Fort +11, Ref +16, Will +7; Str 12, Dex 20, Con 19, Int 16, Wis 15, Cha 17.

Skills: Balance +18, Climb +22, Escape Artist +16, Hide +16, Intimidate +16, Jump +18, Listen +16, Move Silently +16, Search +16, Sense Motive +16,

Spot +16, Tumble +18. **Feats:** Dodge, Improved Initiative, Improved Natural Attack (claw), Mobility, Spring Attack, Weapon Finesse.

Rage (Ex): A wolverine that takes damage in combat flies into a berserk rage on its next turn, clawing and biting madly until either it or its opponent is dead. It gains +4 to Strength, +4 to Constitution, and –2 to Armor Class. Assentient creatures, these wolverines can voluntarily end their rage with a successful DC 15 Will save.

Skills: Wolverines have a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks, even if rushed or threatened.

Spell-like Abilities (Su): A plant-imbued creature gains the ability to cast the following spells as a 9th level druid, at will—*freedom of movement*, 3/day—*entangle*, *magic fang*, 1/day—*sunburst*, *tree stride*. Save DC 12+ spell level.

Combat Tactics: Niavark expects to have plenty of time to prepare. With Farel, Shtil, and Nawk guarding him he begins preparations as soon as he knows the PCs are on his plane. He wildshapes into a huge earth elemental and begins casting spells. First, he casts an *extended elemental swarm* fully expecting the spell to be complete long before the PCs arrive. He first summons earth elementals, then, time permitting, air elementals. If the PCs haven't arrived before the first spell is due to fade, he has some of his minions give some sort of sign as to where he is and/or sends some of the outer guardians to attack the PCs if he knows where they are. The earth elementals are considered to be on their home plane when in contact with the stone circle.

Once the PCs are present, he uses the protection of his elemental guardians to cast *greater dispel magic* on any magic-using PCs before casting *finger of death* on them. Niavark always targets any obvious arcane spellcasters first, and uses a standard tactic of using *greater dispel magic* to remove their protective spells. Once any arcane spellcasters are dead he focuses attacks on any divine casters and then on melee combatants. With the number of elementals certain to be around, it might be very difficult to determine exactly who is casting spells without a Spellcraft check. Even then, Niavark does his best to move back and forth.

Farel's tactics are somewhat different. Once Niavark announces that more adventurers are coming to challenge them, she casts *shield other* on Niavark to take half of any damage he receives. If the PCs are engaged outside, or begin to enter the main area, Farel uses the protection provided by the elementals to cast some spells on herself and on Niavark. First, she casts *spell resistance* on Niavark (SR 29), and then she follows with *true seeing* and *resist energy* (fire, electric, cold) on both herself and Niavark giving both of them resistance 30 to those elements. After these spells are cast

she and Niavark move outside to join combat there, if the PCs are on the main platform by this time she stops casting protective spells and moves to using *implosion* in an effort to rapidly eliminate spellcasters.

DM Note: Note that other creatures join in any battle on the stone circle. Simiul, Mashorek, Lortan, and all of the other weaker minions nearby come to Niavark's aid.

E2. The Vault

Access to the vault is attained through a secret passage hidden beneath the silver fountain in the room above. Both the passage, and the vault itself, are protected with *sequester* spells. Discovering the passageway requires both a *true seeing* spell and a Search check (DC 35) because the masterfully crafted silver fountain is extraordinarily difficult to recognize as a trapdoor. Once opened, the trapdoor reveals a secret passage traveling straight down into a 20 ft. square chamber at the base of the stone platform. A lead door, also protected with a *sequester* spell, in one of the walls leads into the 10 ft. square, lead-lined vault storing some of the great arcane relics and artifacts that Niavark has acquired. In addition to the *sequester* spell, this final door is protected by a *greater glyph* (10d6 sonic blast; DC 26 Reflex save for half) and a *symbol of insanity* (DC 28 Will save negates).

Treasure: The final vault contains the following items: *Book of Infinite Spells*, *The Shadowstaff*, *rod of lordly might*, *staff of illusion*, *staff of power*, *eyes of petrification*, *robe of eyes*, *cloak of etherealness*, *robe of scintillating colors*, *monk's belt*, *luckstone*, and a *necklace of fireballs* (type IV).

DM Note: Although the treasure listed above is made up only of magical items and artifacts, these items are extremely powerful and valuable. The DM

Preparing the Final Battle

The DM should spend ample time preparing for the final battle. Niavark does not have a large number of direct attack spells; he depends on his summoned elementals and his other helpers to weaken the party enough for him to take more direct action in combat. The DM should take into account factors such as his Augment Summoning feat, and his Natural Spell ability. Farel is devoted to Niavark, but willing to flee if she must.

should feel free to alter this treasure as necessary. It is very unlikely the PCs can acquire the treasure above without significant losses.

Ending the Adventure

The adventure ends when the PCs flee the demiplane, are killed, or find a way to defeat Niavark and acquire his treasure. If the PCs are capable of defeating Niavark it is a sign that they have reached a level of power significant enough to make even great demon lords, gods, and elemental lords take notice. It also means they have acquired some extremely powerful items that may once have belonged to others who want them back, and can make them a target for equally powerful foes that want to strip them of their new found wealth.

If Niavark is slain his demiplane continues to exist for several hundred years before contact with other planes becomes severed and the plane fades into itself destroying all of the creatures and plants within. The PCs, through research and experimentation might be able to find a way to allow the plane's continued existence, providing a haven for rare magical creatures that wish to reside in its vast forests.

Appendix :

Creatures of the Forest

Algoid

Medium Plant (Psionic)

Hit Dice: 5d8+15 (37 hp)
Initiative: +0
Speed: 20 ft. (4 squares)
Armor Class: 15 (+5 natural), touch 10, flat-footed 15

Base Attack/Grapple: +3/+7
Attack: Slam +7 melee (1d8+4)
Full Attack: 2 slams +7 melee (1d8+4)
Space/Reach: 5 ft./5 ft.
Special Attacks: Animate trees, mind blast, psionics, stun

Special Qualities: Damage reduction 5/bludgeoning and magic, immunity to fire, immunity to electricity, low-light vision, plant traits, vulnerability to water
Saves: Fort +7, Ref +1, Will +3

Abilities: Str 19, Dex 10, Con 16, Int 4, Wis 10, Cha 10

Skills: Hide +6*, Listen +8, Move Silently +6, Spot +4

Feats: Alertness, Iron Will

Environment: Temperate marshes

Organization: Solitary, pair, or cluster (3-6)

Challenge Rating: 4

Treasure: 50% standard

Alignment: Always neutral

Advancement: 6-9 HD
 (Medium);
 10-15 HD
 (Large)

Level Adjustment: —

This stocky, man-sized creature seems to be composed of living algae, dark green and brown in color.

The algoid is a living colony of algae that has developed some semblance of intelligence and mobility. It is roughly humanoid in shape and resembles a green humanoid. Algoids make their lairs in marshes and swamps. They are often encountered with other marsh-dwelling sentient plants; though never with shambling mounds (they hate them and usually attack them on sight).

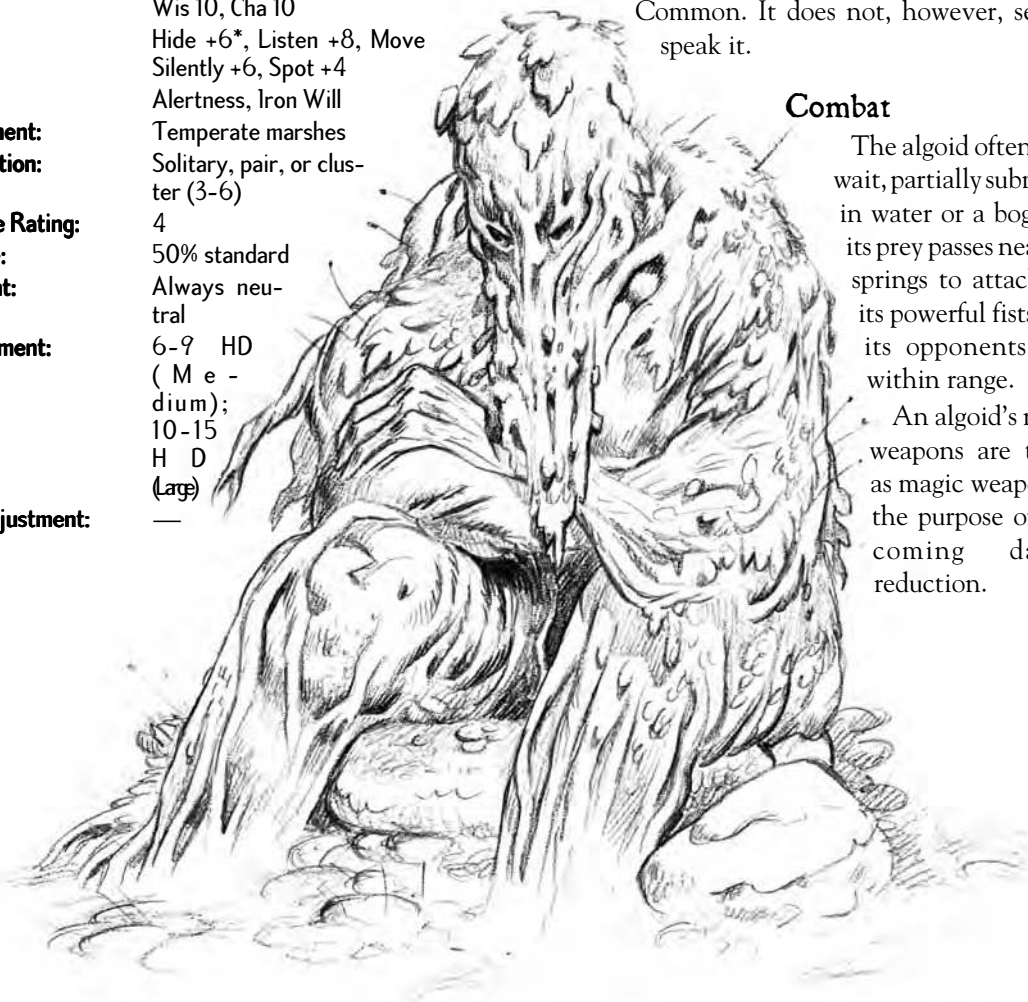
The algoid is 7 feet tall and weighs about 300 pounds. In its natural surroundings, it is nearly invisible until it attacks and uses this to its advantage when prey is nearby. The "skin" of an algoid is coarse and rough with a leafy texture.

It is thought that the algoid understands Common. It does not, however, seem to speak it.

Combat

The algoid often lies in wait, partially submerged in water or a bog, until its prey passes nearby. It springs to attack with its powerful fists when its opponents come within range.

An algoid's natural weapons are treated as magic weapons for the purpose of overcoming damage reduction.



Animate Trees (Su): An algoid can animate trees within 90 feet at will, controlling up to two trees at a time. It takes 1 full round for a normal tree to uproot itself. Thereafter, it moves at a speed of 10 feet and fights using the stats below. Animated trees lose their ability to move if the algoid that animated them is incapacitated or moves out of range. This ability is otherwise similar to *liveoak* (caster level 10th).

Animated Trees: CR 4; SZ H Plant; HD 5d8+15; hp 37; Init -1; Spd 30 ft.; AC 16 (-2 size, -1 Dex, +9 natural), touch 7, flat-footed 16; BAB/Grp +3/+16; Atk +6 melee (2d6+5, slam); Full Atk +6 melee (2d6+5 [x2], slams); Space/Reach 15 ft./15 ft.; SA double damage against objects (full attack deals double damage), trample 2d6+7 (Ref DC 17 half); SQ damage reduction (5/slashing), low-light vision, plant traits, vulnerability to fire; AL N; SV Fort +7, Ref +0, Will +2; Str 21, Dex 8, Con 17, Int 4, Wis 12, Cha 10.

Skills: Listen +5, Spot +5. **Feats:** Improved Sunder, Power Attack.

Mind Blast (Sp): Once per day, an algoid can use a psionic mind blast in a 60-foot cone. Any creature caught in the cone must succeed on a DC 14 Will save

If you do not have the *Psionics Handbook*, replace the algoid's psionic ability with the following:

Spell-Like Abilities: At will—*detect thoughts* (DC 15), *know location*; 1/day—*shocking grasp* (DC 13). Caster level 5th. The save DCs are Charisma-based.

or be stunned for 3d4 rounds. The save DC is Charisma-based and includes a +2 racial bonus.

Psi-Like Abilities: At will—*detect psionics*, *know direction and location*; 1/day—*energy push* (DC 12). Manifest level 5th. The save DC is Charisma-based.

Stun (Ex): If an algoid scores a critical hit with a slam attack, the opponent struck must succeed on a DC 16 Fortitude save or be stunned for 1d2 rounds. The save DC is Strength-based.

Vulnerability to Water (Ex): A *control water* spell deals 1d6 points of damage per caster level (maximum 10d6) to an algoid (no save).

Skills: Algoids have a +4 racial bonus on Hide, Listen, and Move Silently checks. *The Hide bonus increases to +12 in a swampy or forested area.

Al-mi'raj

Small Magical Beast

Hit Dice:	1d10+1 (6 hp)
Initiative:	+3
Speed:	40 ft. (8 squares)
Armor Class:	14 (+1 size, +3 Dex), touch 14, flat-footed 11
Base Attack/Grapple:	+1/-5
Attack:	Gore +5 melee (1d4-2)
Full Attack:	Gore +5 melee (1d4-2)
Space/Reach:	5 ft./5 ft.
Special Attacks:	—
Special Qualities:	Blink, dimension door, immunity to poison, scent, SR 16
Saves:	Fort +3, Ref +5, Will +1
Abilities:	Str 6, Dex 17, Con 12, Int 5, Wis 12, Cha 6
Skills:	Hide +8, Listen +2, Spot +6, Survival +2*
Feats:	Track (b), Weapon Finesse
Environment:	Temperate plains
Organization:	Solitary or warren (2-20)
Challenge Rating:	1
Treasure:	None
Alignment:	Usually neutral
Advancement:	2-3 HD (Small)
Level Adjustment:	—

This creature looks like a large rabbit with a unicorn-like horn protruding from its head.

The al-mi'raj is a dangerous creature with long white, pink, yellow, or light green fur. Its horn is golden or black in color. Because of the al-mi'raj's interdimensional travel abilities, sages often refer to them as "blink bunnies."

Combat

Al-mi'raj react to threats much differently than their normal rabbit cousins. When danger is nearby, the al-mi'raj becomes aggressive and moves to attack. In combat, the al-mi'raj stabs with its horn.

Blink (Su): Al-mi'raj can *blink* as a free action (caster level 4th).

Dimension Door (Su): An al-mi'raj can create an effect identical to a *dimension door* spell (caster level 4th) once per round as a standard action. The ability affects only the al-mi'raj, which never appears within a solid object and can act immediately after teleporting.

If you do not have the *Psionics Handbook*, replace the psionic al-mi'raj's psionic ability with the following:

Spell-Like Abilities: At will—*control winds*, *deeper darkness*, *levitate*, *telekinesis*. Caster level 4th.

Skills: Al-mi'raj have a +4 racial bonus on Spot checks. *An al-mi'raj gains a +4 bonus on Survival checks when tracking by scent.

Psionic Al-mi'raj

About 10% of all al-mi'raj possess psionics. Psionic al-mi'raj have the psionic subtype and use the statistics for the normal al-mi'raj above. They also gain the following special attack. Psionic al-mi'raj have Charisma 10 and are CR 2.

Psi-Like Abilities: At will—*control air*, *control light*, *telekinetic force*, *psionic levitate*. Manifest level 4th.



Archer Bush

Small Plant

Hit Dice: 2d8+6 (15 hp)
Initiative: +0
Speed: 10 ft. (2 squares)
Armor Class: 14 (+1 size, +3 natural), touch 11, flat-footed 14

Base Attack/Grapple: +1/-3

Attack: Thorns +3 ranged (1d8)

Full Attack: Thorns +3 ranged (1d8)

Space/Reach: 5 ft./5 ft.

Special Attacks: Thorns

Special Qualities: Plant traits, tremorsense 60 ft.

Saves: Fort +6, Ref +0, Will +0

Abilities: Str 11, Dex 10, Con 16, Int 2, Wis 11, Cha 9

Skills: Hide +7, Move Silently +2

Feats: Weapon Focus (thorns)

Environment: Underground

Organization: Solitary, patch (4-8), or colony (11-20)

Challenge Rating: 2

Treasure: None

Alignment: Always neutral

Advancement: 3-6 HD (Small)

Level Adjustment: —

This creature looks like a small mound of brownish-green leaves. From its trunk sprout several thick branches, each covered sparsely with leaves, and each sporting rows of needle-like thorns. The leaves have small pale buds of gold and purple.

The archer bush is a subterranean, semi-mobile plant that gains sustenance from the blood of living creatures. Hidden beneath its trunk is the archer bush's mouth, which appears to be nothing more than a dark recess or cavity.

Combat

An archer bush attacks by firing a cluster of thorns at any creature that comes within 20 feet of its location.

Thorns (Ex): An archer bush can loose a cluster of needle-sharp thorns at a single target within 20 feet as a standard action. An opponent hit by the thorns takes 1d8 points of damage. Further, the target takes a -1 circumstance penalty on attack rolls, saves, and checks until the thorns are removed (full-round action to remove the thorns).

Tremorsense (Ex): An archer bush can automatically sense the location of anything in contact with the ground within 60 feet.



Atomie

Tiny Fey

Hit Dice: 1/2d6+1 (2 hp)

Initiative: +3

Speed: 40 ft. (8 squares), fly 60 ft. (good)

Armor Class: 16 (+2 size, +3 Dex, +1 natural), touch 15, flat-footed 13

Base Attack/Grapple: +0/-11

Attack: Short sword +5 melee (1d3-3, 19-20/x2) or light crossbow +5 ranged (1d4)

Full Attack: Short sword +5 melee (1d3-3, 19-20/x2) or light crossbow +5 ranged (1d4)

Space/Reach: 2-1/2 ft./0 ft.

Special Attacks: Spell-like abilities

Special Qualities: Damage reduction 5/cold iron, low-light vision, SR 16

Saves: Fort +1, Ref +5, Will +3

Abilities: Str 5, Dex 17, Con 13, Int 12, Wis 13, Cha 14

Skills: Concentration +3, Craft (any one) +3, Escape Artist +6, Handle Animal +4, Hide +6*, Listen +3, Move Silently +5*, Perform (dance) +3, Perform (melody) +3, Search +2, Spot +3

Feats: Dodge, Weapon Finesse^B

Environment: Temperate forests

Organization: Gang (2-4), band (6-11 plus 2-4 grigs), or tribe (20-80)

Challenge Rating: 1

Treasure: No coins; 50% goods; standard items

Alignment: Always chaotic neutral

Advancement: 1-3 HD (Tiny)

Level Adjustment: +3

This creature resembles a small elf with narrow, pointed ears, long legs and arms, and lightly colored hair and eyes. Its skin has a light green color to it.

Atomies are among the smallest of the fey. They dwell in arboreal regions, with a single atomie family staking their claim to a single tree. The atomies are nocturnal, leaving the safety of their treetop abodes under cover of darkness to dance and play among the underbrush.

An atomie is a 1-foot tall creature related to pixies and other sprites. Atomies are attractive, especially when compared to other sprites. Atomie clothing is almost always magical, made to change color with the seasons to help hide the wearer during all times of the year.

Atomies speak Sylvan and Common.

Combat

Atomies avoid combat when possible and use their quickness to elude would be attackers. If cornered, they rely on their spell-like abilities and dagger or crossbow to get out of trouble.

Spell-Like Abilities: 3/day—*blink*, *entangle* (DC 13), *invisibility* (self only), *pass without trace*, *speak with animals*. Caster level 9th. The save DCs are Charisma-based.

Skills: *Atomies have a +5 racial bonus on Hide and Move Silently checks in a forest setting.



Aurumvorax (Golden Gorger)

Small Magical Beast

Hit Dice:	12d10+24 (90 hp)
Initiative:	+2
Speed:	30 ft. (6 squares), burrow 10 ft.
Armor Class:	20 (+1 size, +2 Dex, +7 natural), touch 13, flat-footed 18
Base Attack/Grapple:	+12/+16
Attack:	Bite +18 melee (1d6+4)
Full Attack:	Bite +18 melee (1d6+4) and 4 claws +12 melee (1d4+2)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Improved grab, rake 1d4+2
Special Qualities:	Damage reduction 10/slashing or piercing, darkvision 60 ft., low-light vision, resistance to fire 10, immunity to poison, scent
Saves:	Fort +12, Ref +10, Will +5
Abilities:	Str 18, Dex 14, Con 14, Int 2, Wis 12, Cha 10
Skills:	Hide +10, Listen +7, Move Silently +5, Spot +7
Feats:	Alertness, Endurance, Great Fortitude, Weapon Focus (bite)
Environment:	Temperate plains, hills, and forest
Organization:	Solitary
Challenge Rating:	8
Treasure:	50% standard
Alignment:	Always neutral
Advancement:	13-15 HD (Small); 16-36 HD (Medium)
Level Adjustment:	—

This small, feral creature resembles an 8-legged wolf with bright golden fur.

The aurumvorax (also called the golden gorger) is an extremely vicious creature, attacking any living prey within its territory (and its territory often extends up to 1 mile in all directions away from its lair).

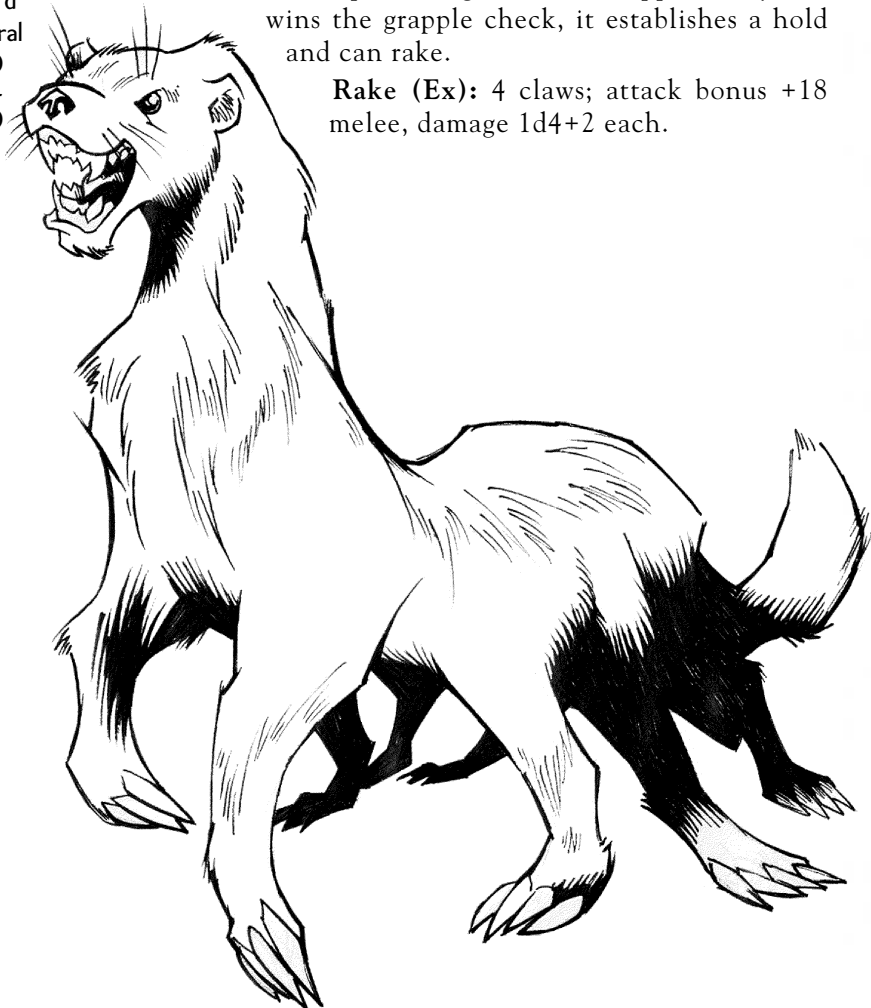
The aurumvorax is 3 feet long and weighs about 200 pounds. The creature's claws end in razor-sharp, copper colored nails. The aurumvorax's eyes are silver with gold pupils. Small whiskers and hairs near its face are bronze in color.

Combat

The aurumvorax attacks by biting a foe and holding on with its powerful jaws. It then rips the foe apart with its claws. An aurumvorax that grabs its prey with its jaws does not release the hold until either it or its prey is dead.

Improved Grab (Ex): To use this ability, an aurumvorax must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can rake.

Rake (Ex): 4 claws; attack bonus +18 melee, damage 1d4+2 each.



Axe Beak

Large Animal

Hit Dice: 3d8+7 (22 hp)

Initiative: +3

Speed: 50 ft. (10 squares)

Armor Class: 14 (-1 size, +3 Dex, +2 natural), touch 12, flat-footed 11

Base Attack/Grapple: +2/+9

Attack: Claw +4 melee (1d6+3)

Full Attack: 2 claws +4 melee (1d6+3) and bite +2 melee (2d6+1)

Space/Reach: 10 ft./10 ft.

Special Attacks: —

Special Qualities: Low-light vision, scent

Saves: Fort +6, Ref +6, Will +1

Abilities: Str 16, Dex 17, Con 16, Int 2, Wis 11, Cha 10

Skills: Listen +5, Spot +5

Feats: Alertness, Multiattack

Environment: Temperate plains

Organization: Solitary, pair, or flock (3-6)

Challenge Rating: 2

Treasure: None (eggs are worth 50-80 gp each)

Alignment: Always neutral

Advancement: 4-5 HD (Large); 6-9 HD (Huge)

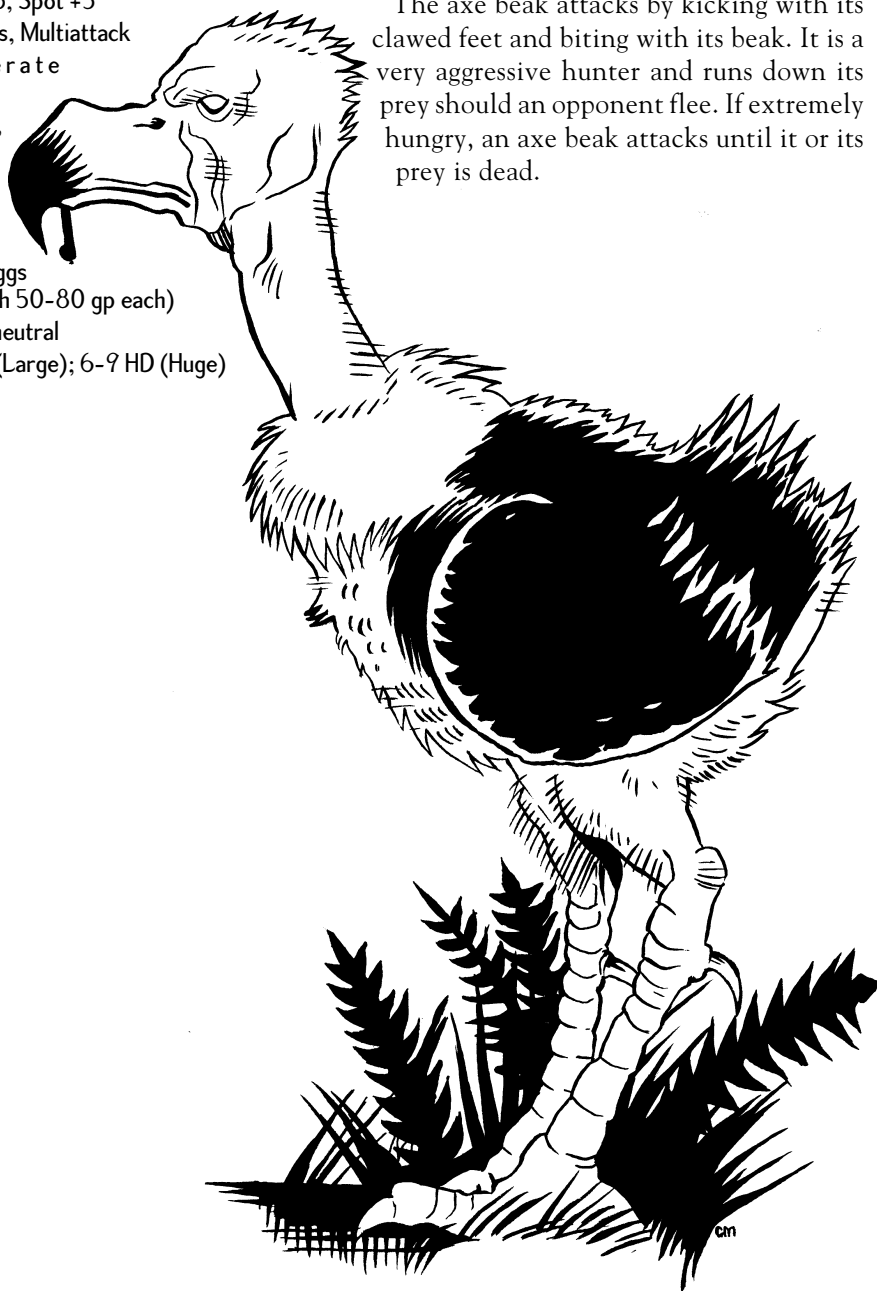
Level Adjustment: —

This creature resembles a large ostrich with a strong, thick neck and sharpened beak. Its neck is covered in white feathers, and its body is covered in black feathers with a white underbelly and tail. Its legs are covered in yellow scales.

The axe beak is a prehistoric flightless, carnivorous bird that resembles a 7-foot tall ostrich. It is an aggressive hunter and has a strong, thick neck and a sharp beak. The axe beak makes a honking noise that can be heard clearly up to one-half mile away. An axe beak lair contains 1d4 eggs worth 50-80 gp each. Hatchlings fetch the same value on the market.

Combat

The axe beak attacks by kicking with its clawed feet and biting with its beak. It is a very aggressive hunter and runs down its prey should an opponent flee. If extremely hungry, an axe beak attacks until it or its prey is dead.



Babbler

Large Magical Beast (Reptilian)

Hit Dice: 5d10+5 (32 hp)
Initiative: +5
Speed: 40 ft. (8 squares); 20 ft. bipedal
Armor Class: 15 (-1 size, +1 Dex, +5 natural), touch 10, flat-footed 14
Base Attack/Grapple: +5/+13
Attack: Claw +8 melee (1d6+4)
Full Attack: 2 claws +8 melee (1d6+4) and bite +6 melee (1d8+2)
Space/Reach: 10 ft./5 ft.
Special Attacks: Sneak attack
Special Qualities: Darkvision 60 ft., low-light vision, scent
Saves: Fort +5, Ref +5, Will +3
Abilities: Str 18, Dex 13, Con 12, Int 10, Wis 14, Cha 11
Skills: Balance +5, Hide +0*, Jump +6, Listen +4, Spot +4, Swim +7
Feats: Improved Initiative, Multiattack
Environment: Temperate marshes
Organization: Solitary or pack (2-4)
Challenge Rating: 3
Treasure: Standard
Alignment: Always chaotic evil
Advancement: 6-10 HD (Large); 11-15 HD (Huge)
Level Adjustment: —

This creature stands taller than a human and appears as a cross between a lizardman and gorgosaurus. Its reptilian body is covered in yellow scales and its underbelly is gray. Strange symbols and patterns of grayish-brown can be seen on its back.

Babblers have a large, strong tail that keeps them balanced when they stand on their hind legs (particularly during combat). Most of their time is spent slithering on their stomach in search of prey. The babbler is a carnivore and is quite fond of human, elven, and dwarfen flesh.

A babbler stands about 8 feet tall and weighs around 700 pounds. Babblers speak their own weird, guttural language and understand Common but cannot speak it.

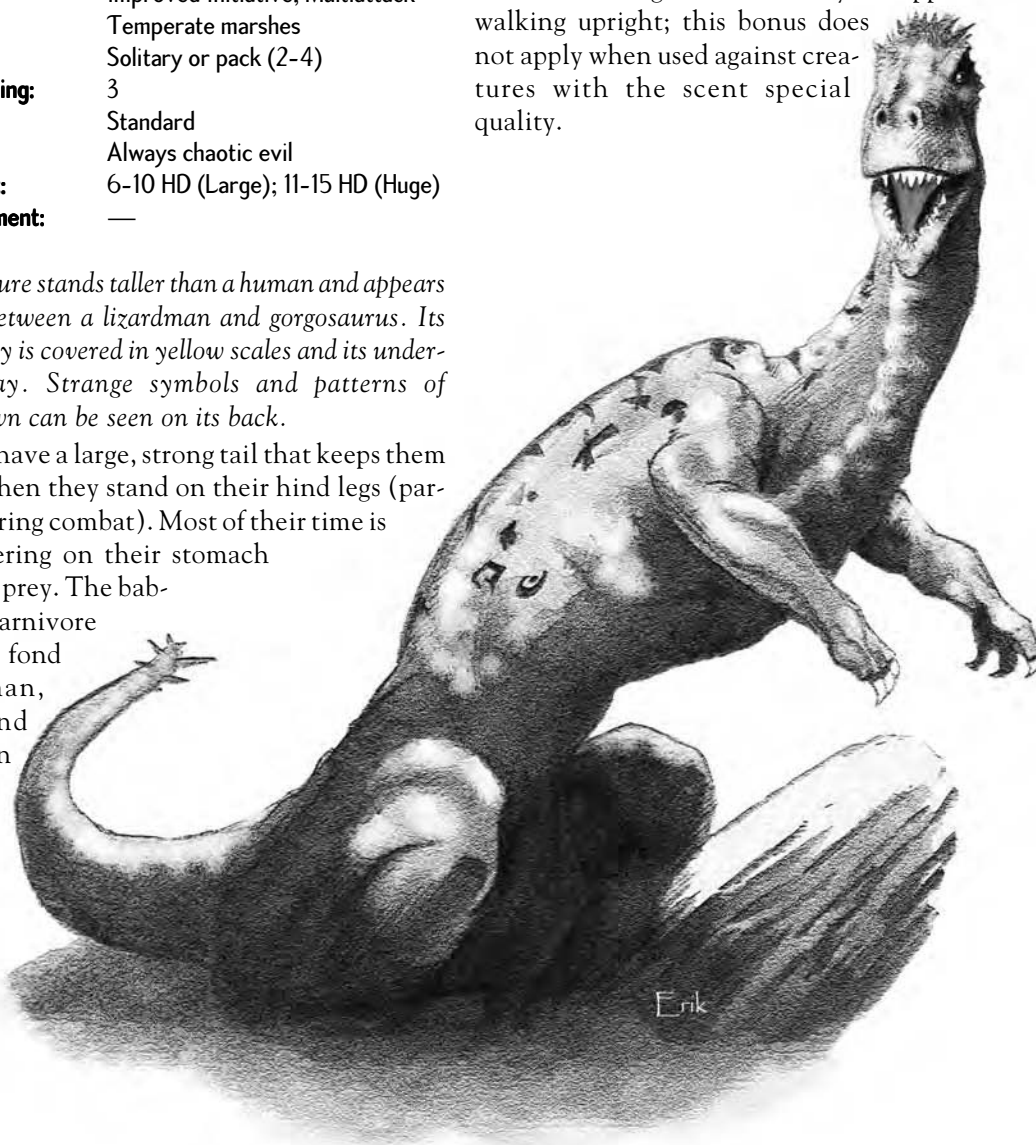
Combat

A babbler attempts to ambush its opponents by slithering within range and then rearing on its hind legs and attacking. In combat, it slashes with its claws and snaps with its vicious bite.

Sneak Attack (Ex): A babbler deals +2d6 points of damage anytime it flanks an opponent or anytime its opponent is denied its Dexterity bonus to AC.

Skills: Due to their tails, babblers have a +4 racial bonus on Balance, Jump, and Swim checks.

*Babblers have a +4 racial bonus on Hide checks when slithering on their belly as opposed to walking upright; this bonus does not apply when used against creatures with the scent special quality.



Banderlog

Medium Monstrous Humanoid

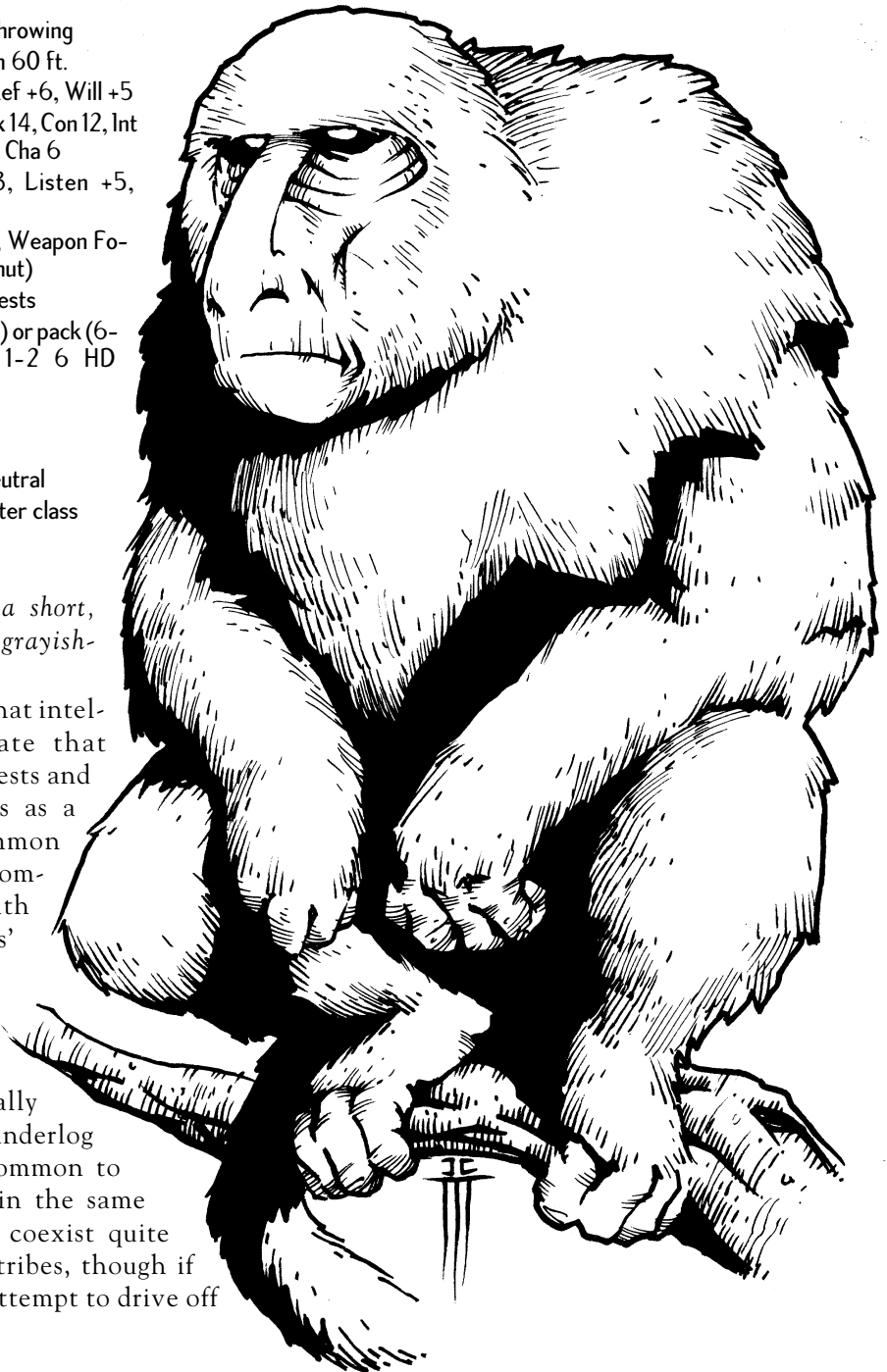
Hit Dice:	4d8+4 (22 hp)
Initiative:	+2
Speed:	40 ft. (8 squares), climb 30 ft.
Armor Class:	14 (+2 Dex, +2 natural), touch 12, flat-footed 12
Base Attack/Grapple:	+4/+6
Attack:	Bite +6 melee (1d6+2) or club +6 melee (1d6+2) or coconut +7 ranged (1d4+2)
Full Attack:	Bite +6 melee (1d6+2) or club +6 melee (1d6+2) or coconut +7 ranged (1d4+2)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Coconut throwing
Special Qualities:	Darkvision 60 ft.
Saves:	Fort +2, Ref +6, Will +5
Abilities:	Str 15, Dex 14, Con 12, Int 8, Wis 12, Cha 6
Skills:	Climb +13, Listen +5, Spot +5
Feats:	Alertness, Weapon Focus (coconut)
Environment:	Warm forests
Organization:	Gang (2-5) or pack (6-24 plus 1-2 6 HD leaders)
Challenge Rating:	3
Treasure:	None
Alignment:	Always neutral
Advancement:	By character class
Level Adjustment:	+1

This creature appears as a short, baboon-like creature with grayish-brown fur.

The banderlog is a somewhat intelligent baboon-like primate that makes its home in warm forests and jungles. Though it appears as a larger version of the common baboon, it does not keep company with or associate with normal baboons. Banderlogs' intelligence allows them to form small tribal communities for protection and companionship. The leader of such a community is usually the largest and strongest banderlog of the tribe. It is not uncommon to find more than one tribe in the same area. Banderlogs generally coexist quite well with other banderlog tribes, though if food becomes scarce, they attempt to drive off all other tribes in the area.

Banderlogs sustain themselves on a diet of fruits and nuts, with coconuts being their favorite food. Though omnivorous, they rarely eat meat of any sort. The typical banderlog stands just over 4-feet tall and weighs about 100 pounds.

Banderlogs communicate with each other through a series of grunts, squeaks, and hand signals. Some can also speak Common.



Combat

Banderlogs are non-aggressive unless they are threatened. They prefer to attack opponents from a distance using small rocks or coconuts to hit their foes. Should they be engaged in melee, they attack using a vicious bite.

Coconut Throwing (Ex): A banderlog can hurl a coconut up to 10 feet (range increment 10 feet, maximum range 50 feet).

Skills: A banderlog has a +8 racial bonus on Climb checks and can always choose to take 10 on a Climb check, even if rushed or threatened.

Banderlogs as Characters

Banderlog characters possess the following racial traits.

- +4 Strength, +4 Dexterity, +2 Constitution, -2 Intelligence, +2 Wisdom, -4 Charisma.
- Medium size.
- A banderlog's base land speed is 40 feet. Its base climb speed is 30 feet.

- Darkvision out to 60 feet.
- Racial Hit Dice: A banderlog begins with four levels of monstrous humanoid, which provide 4d8 Hit Dice, a base attack bonus of +4, and base saving throw bonuses of Fort +1, Ref +4, and Will +4.
- Racial Skills: A banderlog's monstrous humanoid levels give it skill points equal to 7 x (2 + Int modifier). Its class skills Climb, Listen, and Spot.
- Racial Feats: A banderlog's monstrous humanoid levels give it two feats.
- +2 natural armor bonus.
- Natural Weapons: Bite (1d6).
- Special Attacks (see above): Coconut throwing.
- Automatic Languages: Banderlog. Bonus Languages: Common, Elven, Gnome, Halfling, Sylvan.
- Favored Class: Barbarian.
- Level adjustment +1.

Bat**Hit Dice:****Initiative:****Speed:****Armor Class:****Base Attack/Grapple:****Attack:****Full Attack:****Space/Reach:****Special Attacks:****Special Qualities:****Saves:****Abilities:****Skills:****Feats:****Environment:****Organization:****Challenge Rating:****Treasure:****Alignment:****Advancement:****Level Adjustment:****Doombat**

Large Magical Beast

6d10+18 (51 hp)

+6

10 ft. (2 squares), fly 50 ft. (good)

19 (-1 size, +6 Dex, +4 natural), touch 15, flat-footed 13

+6/+13

Bite +8 melee (1d8+3)

Bite +8 melee (1d8+3) and tail slash +3 melee (1d6+1)

10 ft./5 ft. (10 ft. with tail)

Shriek

Blindsense 60 ft.

Fort +8, Ref +11, Will +3

Str 17, Dex 22, Con 17, Int 2, Wis 12, Cha 6

Hide +4, Listen +12*, Move Silently +11, Spot +11*

Alertness, Stealthy, Skill Focus (Move Silently)

Underground

Solitary or colony (5-8)

4

None

Always neutral evil

7-9 HD (Large); 10-18 HD (Huge)

—

Mobat

Large Magical Beast

4d10+12 (34 hp)

+6

20 ft. (4 squares), fly 40 ft. (good)

18 (-1 size, +6 Dex, +3 natural), touch 15, flat-footed 12

+4/+11

Bite +9 melee (1d8+4)

Bite +9 melee (1d8+4)

10 ft./5 ft.

Sonic screech

Blindsense 120 ft.

Fort +7, Ref +10, Will +3

Str 17, Dex 22, Con 17, Int 6, Wis 14, Cha 6

Listen +9*, Move Silently +8, Spot +9*

Flyby Attack, Weapon Finesse

Warm forests and hills

Solitary or colony (2-8)

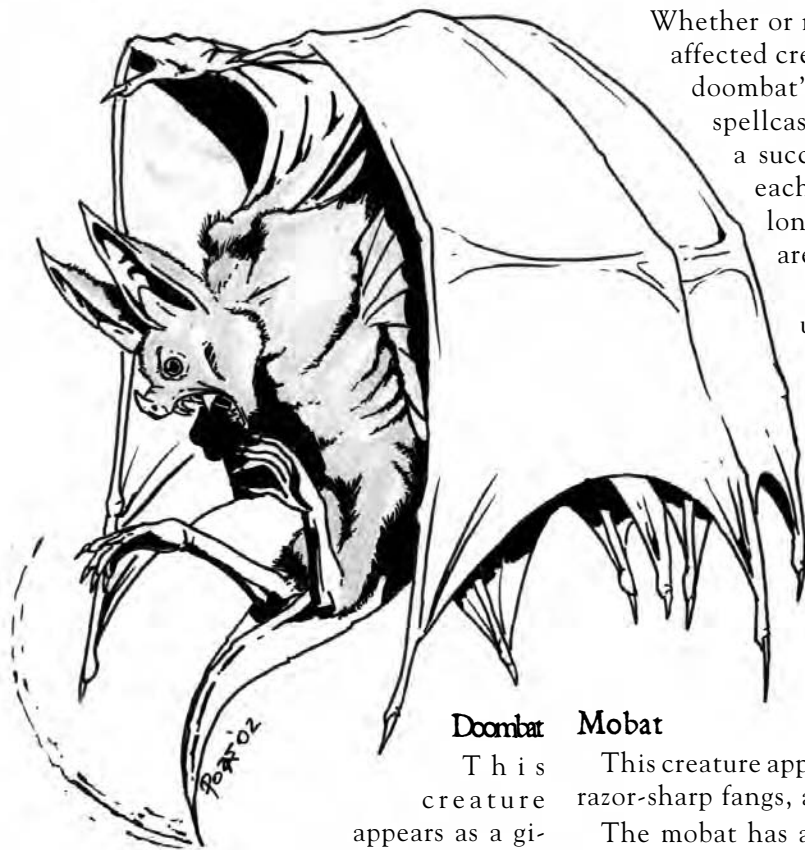
3

Standard

Usually neutral (evil tendencies)

5-9 (Large); 10-12 HD (Huge)

—



Doombat

This creature appears as a giant black bat with

glowing yellow eyes.

The doombat is a nocturnal hunter that desires living flesh to sustain it. The approach of a doombat can be heard long before the creature arrives on the scene, the yipping growing louder as the doombat draws closer. The doombat has a 10-foot wingspan, though specimens with wingspans reaching 25 feet have been reported.

Combat

Doombats attack any living thing they encounter. They enter melee and attack with their vicious bite and tail slash, yipping for the duration of the fight.

Shriek (Ex): When a doombat yips, all creatures (except other doombats) within a 100-foot spread must succeed on a DC 16 Will save or be overcome with uneasiness (-1 penalty on attacks rolls, checks, and saves) for 1d4+1 rounds while the doombat yips. The save DC is Constitution-based.

A doombat's yipping is constant, and spellcasters in the area must succeed on a DC 16 Concentration check anytime they attempt to cast a spell. The effect of several doombats yipping at once is not cumulative. A doombat

must wait 1d3 rounds before yipping again. Whether or not the save is successful, an affected creature is immune to the same doombat's yipping for one day, though spellcasters are still required to make a successful Concentration check each time they attempt a spell so long as they are in the affected area.

Blindsense (Ex): Doombats use echolocation to pinpoint creatures within 60 feet. Opponents still have total concealment against the doombat unless it can actually see them.

Skills: Doombats have a +4 racial bonus on Spot and Listen checks. *These bonuses are lost if blindsense is negated.

Mobat

This creature appears as a large brown bat with razor-sharp fangs, and eyes that glow green.

The mobat has a wingspan of approximately 15 feet. It is a nocturnal creature, cruising silently through the night sky in its never ending quest for food. A mobat, like any species of normal bat, has huge ears and an upturned snout. Mobats are omnivores, but they often include warm-blooded prey in their diet.

Combat

A mobat attacks by biting its opponent using its razor sharp fangs. Surviving prey is subjected to the mobat's sonic screech attack.

Sonic Screech (Su): A mobat can blast an ear-splitting screech that affects all within a 20-foot spread. The screech stuns any creature in the area for 1d3 rounds if it fails a DC 15 Will save. This is a sonic-mind affecting effect. Whether or not the save succeeds an affected creature is immune to the same mobat's screech for one day. The save DC is Constitution-based.

Blindsense (Ex): Mobats use echolocation to pinpoint creatures within 120 feet. Opponents still have total concealment against the mobat unless it can actually see them.

Skills: Mobats have a +4 racial bonus on Listen and Spot checks. *These bonuses are lost if blindsense is negated.

Beetle, Giant Death Watch

Medium Vermin

Hit Dice: 9d8+18 (59 hp)
Initiative: +0
Speed: 30 ft. (6 squares)
Armor Class: 19 (+9 natural), touch 10, flat-footed 19
Base Attack/Grapple: +6/+10
Attack: Bite +10 melee (1d8+6)
Full Attack: Bite +10 melee (1d8+6)
Space/Reach: 5 ft./5 ft.
Special Attacks: Death rattle
Special Qualities: Darkvision 60 ft., immunity to death effects, vermin traits
Saves: Fort +8, Ref +3, Will +3
Abilities: Str 19, Dex 10, Con 15, Int —, Wis 10, Cha 9
Skills: Hide +0*
Feats: —
Environment: Temperate forests
Organization: Solitary
Challenge Rating: 6
Treasure: None
Alignment: Always neutral
Advancement: 10-13 HD (Medium); 14-27 HD (Large)
Level Adjustment: —

This creature appears as a giant beetle with a dark green carapace and wing-covers. Its body is covered in leaves and sticks. Its mandibles are silver and its legs are black.

The death watch beetle makes its lair in forests and uses a mixture of saliva and earth to stick rubbish (leaves and twigs, for instance) to itself in order to attack by surprise.

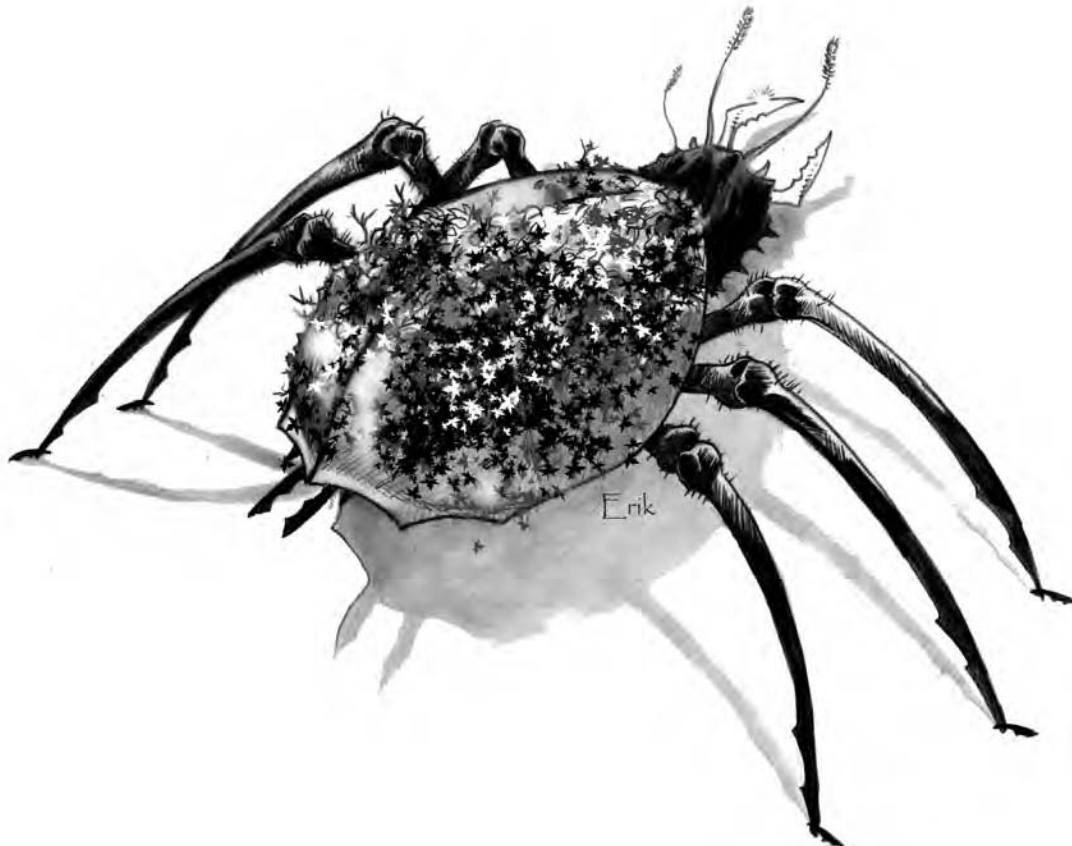
Combat

The death watch beetle begins combat using its death rattle ability. Any creatures that survive are bitten by the beetle's mandibles and devoured.

Death Rattle (Ex): Once every 1d4 hours, a death watch beetle can vibrate its carapace to produce a clicking noise that sets up vibrations in all creatures within 30 feet. Affected creatures with 6 HD or less must succeed on a DC 16 Fortitude saving throw or die immediately. Creatures with more than 6 HD or those that succeed on their Fortitude save take 4d6 points of damage. Since the effect stems from the vibrations set up in a victim's body and not from the clicking noise itself, *silence* offers no protection against this attack. Likewise, a creature that cannot hear can still be affected. The save DC is Constitution-based.

Immunity to Death Effects (Ex): Death watch beetles are immune to any effect that instantly slays it, such as *finger of death*, *slay living*, and so on.

Skills: *Death watch beetles have a +8 racial bonus on Hide checks in forested areas.



Belabra

Medium Aberration

Hit Dice:	4d8+7 (25 hp)
Initiative:	+2
Speed:	5 ft. (1 square), fly 20 ft. (poor)
Armor Class:	18 (+2 Dex, +6 natural), touch 12, flat-footed 16
Base Attack/Grapple:	+3/+5
Attack:	Slam +5 melee (2d4+2); or tentacle +5 melee (1d2+2)
Full Attack:	Slam +5 melee (2d4+2); or 12 tentacles +5 melee (1d2+2) and bite +0 melee (2d4+1)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Acidic blood, improved grab, tentacle-barbs
Special Qualities:	Darkvision 60 ft.
Saves:	Fort +2, Ref +3, Will +5
Abilities:	Str 14, Dex 15, Con 13, Int 7, Wis 12, Cha 11
Skills:	Listen +6, Move Silently +3, Spot +6
Feats:	Alertness, Toughness
Environment:	Temperate forests
Organization:	Solitary
Challenge Rating:	3
Treasure:	None
Alignment:	Always neutral
Advancement:	5-9 HD (Medium); 10-12 HD (Large)
Level Adjustment:	—

This creature resembles a man-sized flying jellyfish with twelve long tentacles. Four thin eyestalks protrude from its cap. Its cap is blackish-gray and its eyestalks are dark gray.

Belabras are large, jellyfish-like omnivores that dwell in deep forests and thick undergrowth. They sustain themselves on a diet of plants, berries, and rodents. Particularly hungry belabras will attack larger creatures (such as humanoids).

Belabras (called “tanglers” by some) resemble jellyfish about 5 feet in diameter. Its eyes have no pupils. A small, bird-like beak is hidden among its array of tentacles.

Combat

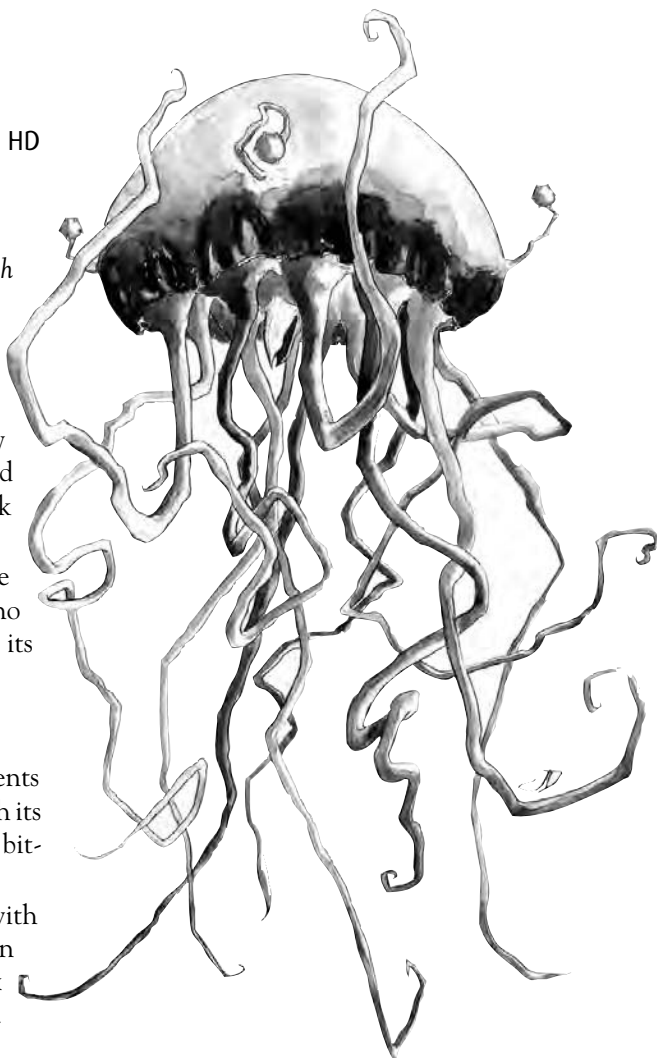
A belabra attacks by slamming into its opponents with its hard, chitinous shell or by lashing out with its tentacles. Grabbed opponents are pulled in and bitten.

Acidic Blood (Ex): Each time a belabra is hit with a slashing or piercing weapon, all creatures within a 10-foot radius must succeed on a DC 13 Reflex save or be sprayed by the creature’s acidic blood. The save DC is Constitution-based.

A creature that fails its save is partially blinded and overcome with fits of sneezing. Both effects last 1d6+2 rounds. An affected creature takes a –1 penalty to AC, loses its Dexterity bonus to AC (if any), moves at half speed, and takes a –2 penalty on Search checks and on most Strength- and Dexterity-based skill checks. All checks relying on vision (such as reading and Spot checks) have a 50% chance of failing. All opponents are considered to have concealment (20% miss chance) relative to the blinded character.

Improved Grab (Ex): To use this ability, a belabra must hit an opponent up to its size or smaller with a tentacle attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold.

Tentacle-Barbs (Ex): A belabra’s tentacles are lined with razor-sharp barbs. Anytime a grappled creature attempts to break free and fails, it takes 1d4 points of piercing damage from the barbs.



Blood Hawk

	Small Magical Beast
Hit Dice:	1d10+1 (6 hp)
Initiative:	+2
Speed:	10 ft. (2 squares), fly 80 ft. (average)
Armor Class:	15 (+1 size, +2 Dex, +2 natural), touch 13, flat-footed 13
Base Attack/Grapple:	+1/-2
Attack:	Claw +4 melee (1d4+1)
Full Attack:	2 claws +4 melee (1d4+1) and bite -1 melee (1d6)
Space/Reach:	5 ft./5 ft.
Special Attacks:	—
Special Qualities:	Low-light vision, scent
Saves:	Fort +3, Ref +4, Will +2
Abilities:	Str 12, Dex 15, Con 12, Int 2, Wis 14, Cha 6
Skills:	Listen +4, Spot +4*
Feats:	Weapon Finesse
Environment:	Any forest, hills, plains, and mountains
Organization:	Flock (6-11)
Challenge Rating:	1/2
Treasure:	No coins; double goods (gems only); no items
Alignment:	Always neutral
Advancement:	2-3 HD (Medium)
Level Adjustment:	—

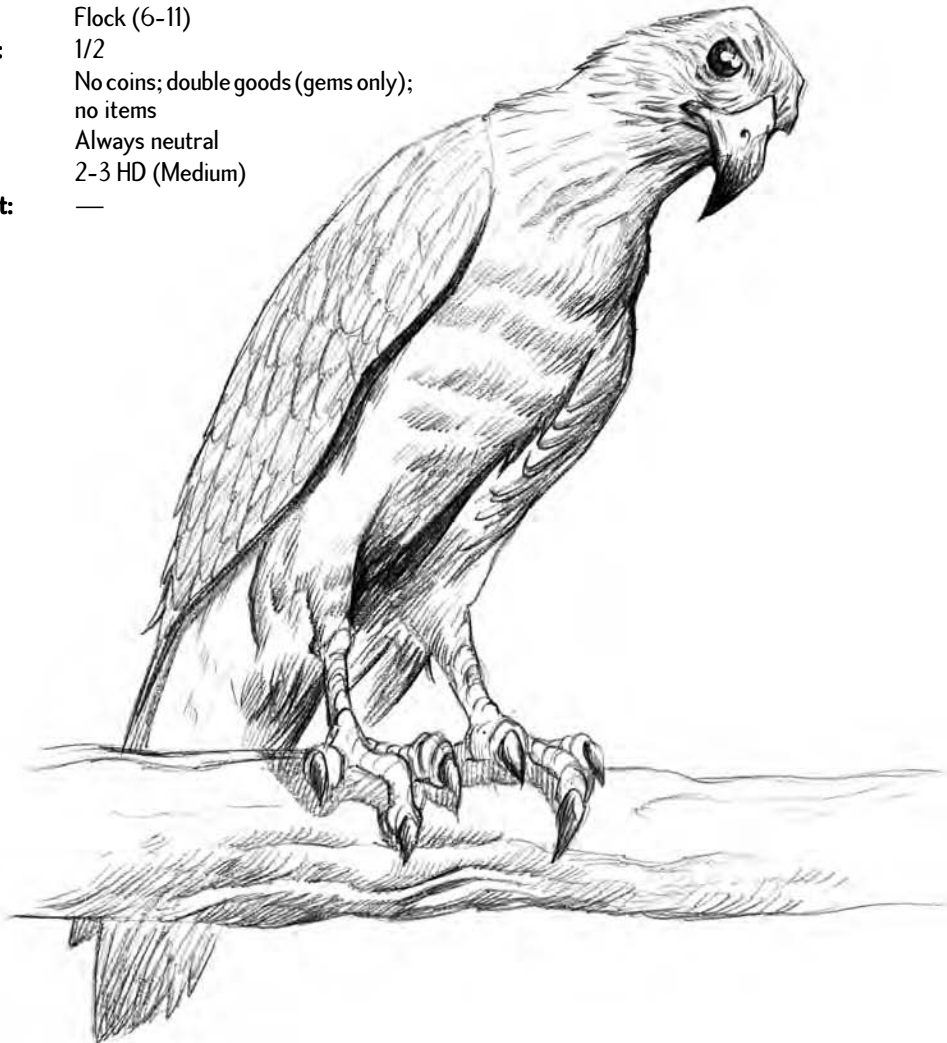
This creature appears as a hawk with red talons and a dull red beak.

The blood hawk is nearly identical to a normal hawk and is often mistaken for one, but a blood hawk is stronger and far more aggressive than a normal hawk. Blood hawks love the taste of human flesh and are relentless in their hunt of human prey. They often steal gems from the corpses of their humanoid prey, which they use to line their nests.

Combat

Blood hawks are fierce combatants and quickly swoop down on their prey, attacking with their razor sharp talons and beak. Blood hawks fight to the death.

Skills: *Blood hawks have a +8 racial bonus on Spot checks in daylight.



Boalisk

Large Magical Beast

Hit Dice:	5d10+18 (45 hp)
Initiative:	+3
Speed:	20 ft. (4 squares), climb 20 ft., swim 20 ft.
Armor Class:	16 (-1 size, +3 Dex, +4 natural), touch 11, flat-footed 12
Base Attack/Grapple:	+5/+14
Attack:	Bite +9 melee (1d6+7)
Full Attack:	Bite +9 melee (1d6+7)
Space/Reach:	10 ft./5 ft.
Special Attacks:	Constrict 1d6+7, gaze, improved grab
Special Qualities:	Darkvision 60 ft., low-light vision, scent
Saves:	Fort +7, Ref +7, Will +2
Abilities:	Str 21, Dex 17, Con 16, Int 1, Wis 12, Cha 4
Skills:	Balance +12, Climb +14, Hide +4, Listen +9, Spot +9, Swim +14
Feats:	Alertness, Toughness
Environment:	Warm forest and aquatic
Organization:	Solitary
Challenge Rating:	4
Treasure:	None
Alignment:	Always neutral
Advancement:	4-7 HD (Large); 8-9 HD (Huge)
Level Adjustment:	—

This creature appears as a vile serpent with dark scales and reddish eyes.

Lurking in misty jungles and along dark riverbanks, the boalisk is a vile serpent that can cause death and pestilence with but a gaze. A boalisk is a constrictor snake 12 to 30 feet long with dark scales interspersed with pale green and yellow daubs of color to help it blend in with its surroundings on the forest floor. The eyes of a boalisk are large and reddish in color.

Combat

A boalisk hunts by grabbing prey with its mouth and then squeezing with its powerful body. More powerful opponents (or if the boalisk has recently eaten) will be attacked with the boalisk's gaze attack.

Constrict (Ex): On a successful grapple check, a boalisk deals 1d6+7 points of damage.

Gaze (Su): Those within 30 feet that meet the boalisk's gaze must succeed on a DC 15 Fortitude save or contract black rot.

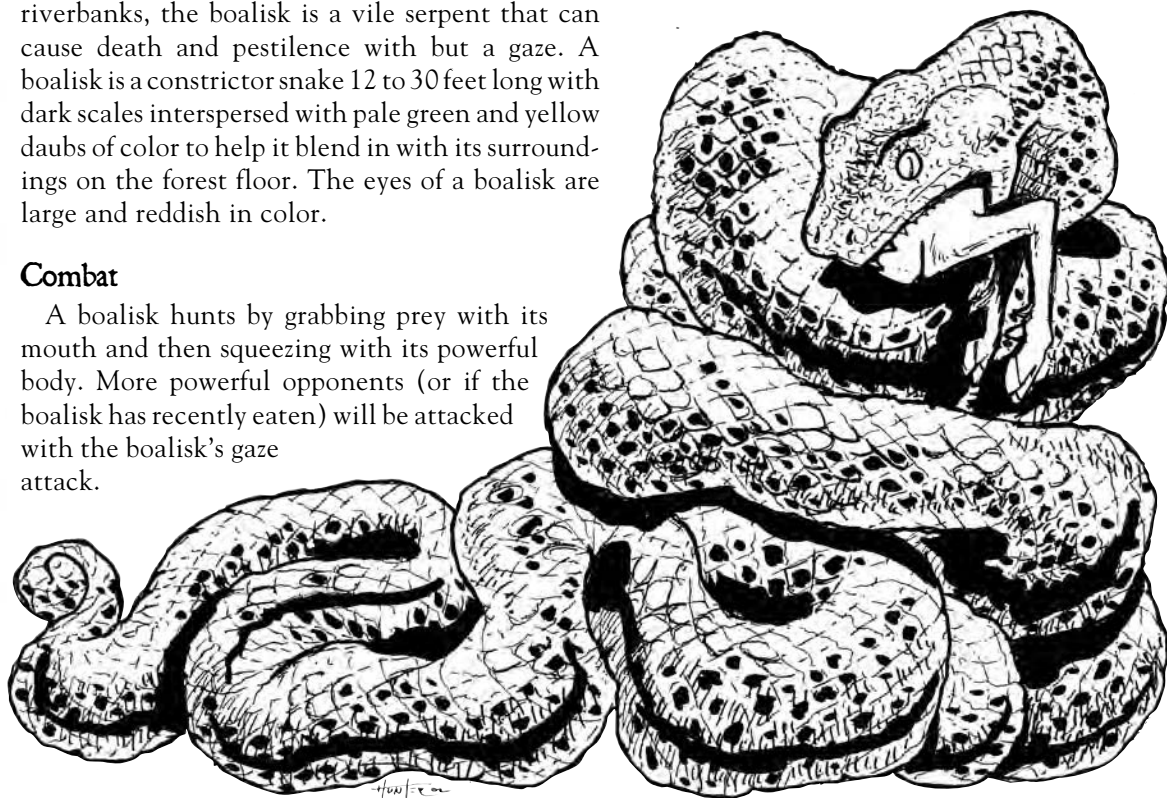
Black rot—gaze, Fortitude DC 15, incubation period 1 minute, damage 1d6 Con and 1d6 Cha. The save DC is Constitution-based.

Improved Grab (Ex): To use this ability, a boalisk must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

Skills: Boalisks have a +4 racial bonus on Hide, Listen, and Spot checks and a +8 racial bonus on Balance and Climb checks.

A boalisk can always choose to take 10 on a Climb check, even if rushed or threatened. Boalisks can use either their Strength or Dexterity modifier for Climb checks, whichever is better.

A boalisk has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.



Bog Mummy

	Medium Undead
Hit Dice:	8d12+3 (55 hp)
Initiative:	+4
Speed:	20 ft. (4 squares)
Base Attack/Grapple:	+4/+7
Armor Class:	18 (+8 natural), touch 10, flat-footed 18
Attack:	Slam +7 melee (1d6+4 plus bog rot)
Full Attack:	Slam +7 melee (1d6+4 plus bog rot)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Bog rot, create spawn, despair
Special Qualities:	Damage reduction 5/—, darkvision 60 ft., marsh move, resistance to fire 10, undead traits, vulnerability to cold
Saves:	Fort +2, Ref +2, Will +8
Abilities:	Str 17, Dex 10, Con —, Int 6, Wis 14, Cha 15
Skills:	Hide +5, Listen +8, Move Silently +6, Spot +7
Feats:	Alertness, Improved Initiative, Toughness
Environment:	Any marsh
Organization:	Solitary, warden squad (2-4), or guardian detail (6-10)
Challenge Rating:	6
Treasure:	Standard
Alignment:	Always chaotic evil
Advancement:	9-16 HD (Medium); 17-24 HD (Large)
Level Adjustment:	—

This creature appears as a desiccated humanoid wrapped in filthy bandages and caked in mud. Its eyes show no spark of life and it looses a low, guttural moan as it moves forward.

When a corpse preserved by swamp mud is imbued with negative energy, it rises as a bog mummy. Bog mummies resemble normal mummies, but are covered with a thin layer of swamp mud. Bog mummies rarely leave the swamp where they were formed. They hate life and attack any living creature that trespasses in their swamp.

Combat

In battle, a bog mummy attacks with its fists, attempting to smash any living creature it encounters.

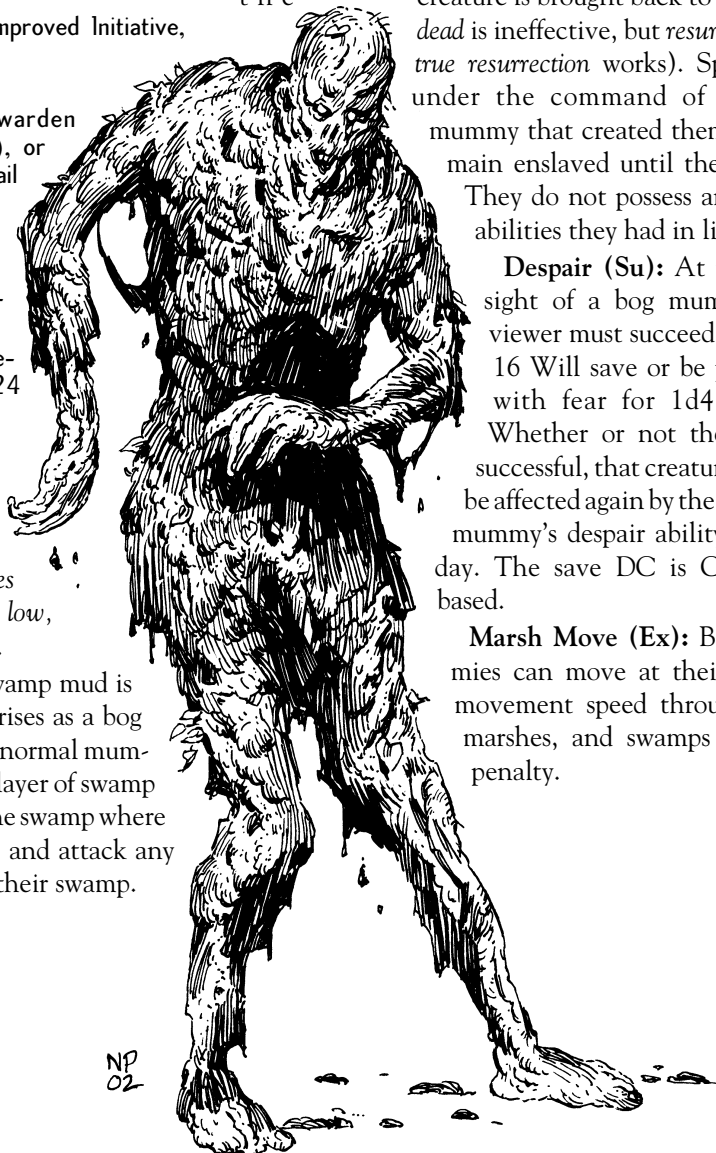
Bog Rot (Su): Supernatural disease—slam, Fortitude DC 16, incubation period 1 day; damage 1d6 Str, Dex, Con, or Cha (determine randomly using 1d4), secondary damage 1d6 from the same ability score. The save DC is Charisma-based.

Creatures afflicted with bog rot do not heal naturally and gain only one-half benefit from magical healing until the disease is cured. Unlike normal diseases, bog rot continues until the victim reaches Constitution 0 (and dies) or receives a *remove disease* spell or similar magic.

Create Spawn (Su): Any humanoid that dies from bog rot becomes a bog mummy in 1d4 days unless a *remove disease* is cast (within one day after death) or the creature is brought back to life (*raise dead* is ineffective, but *resurrection* or *true resurrection* works). Spawn are under the command of the bog mummy that created them and remain enslaved until their death. They do not possess any of the abilities they had in life.

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

Marsh Move (Ex): Bog mummies can move at their normal movement speed through mud, marshes, and swamps with no penalty.



Bonesnapper

Hit Dice:	Medium Magical Beast 4d10+12 (34 hp)
Initiative:	+2
Speed:	20 ft. (4 squares)
Armor Class:	16 (+2 Dex, +4 natural), touch 12, flat-footed 14
Base Attack/Grapple:	+4/+6
Attack:	Bite +7 melee (1d8+2)
Full Attack:	Bite +7 melee (1d8+2) and tail slap +2 melee (1d3+1)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Improved grab
Special Qualities:	Darkvision 60 ft., low-light vision
Saves:	Fort +7, Ref +6, Will +2
Abilities:	Str 14, Dex 14, Con 16, Int 2, Wis 12, Cha 10
Skills:	Hide +2*, Listen +7, Spot +6
Feats:	Alertness ^B , Weapon Focus (bite, tail)
Environment:	Warm forests
Organization:	Solitary or pack (2-4)
Challenge Rating:	3
Treasure:	Standard
Alignment:	Always neutral
Advancement:	5-9 HD (Medium); 10-12 HD (Large)
Level Adjustment:	—

This creature resembles a man-sized upright dinosaur with gray-green flesh mottled with gray spots. Its eyes are scarlet and its teeth are yellow.

The bonesnapper is a descendant of a long-extinct dinosaur (exactly which one is unknown). Though unintelligent, it is fond of collecting and decorating its lair with the jawbones of its victims.

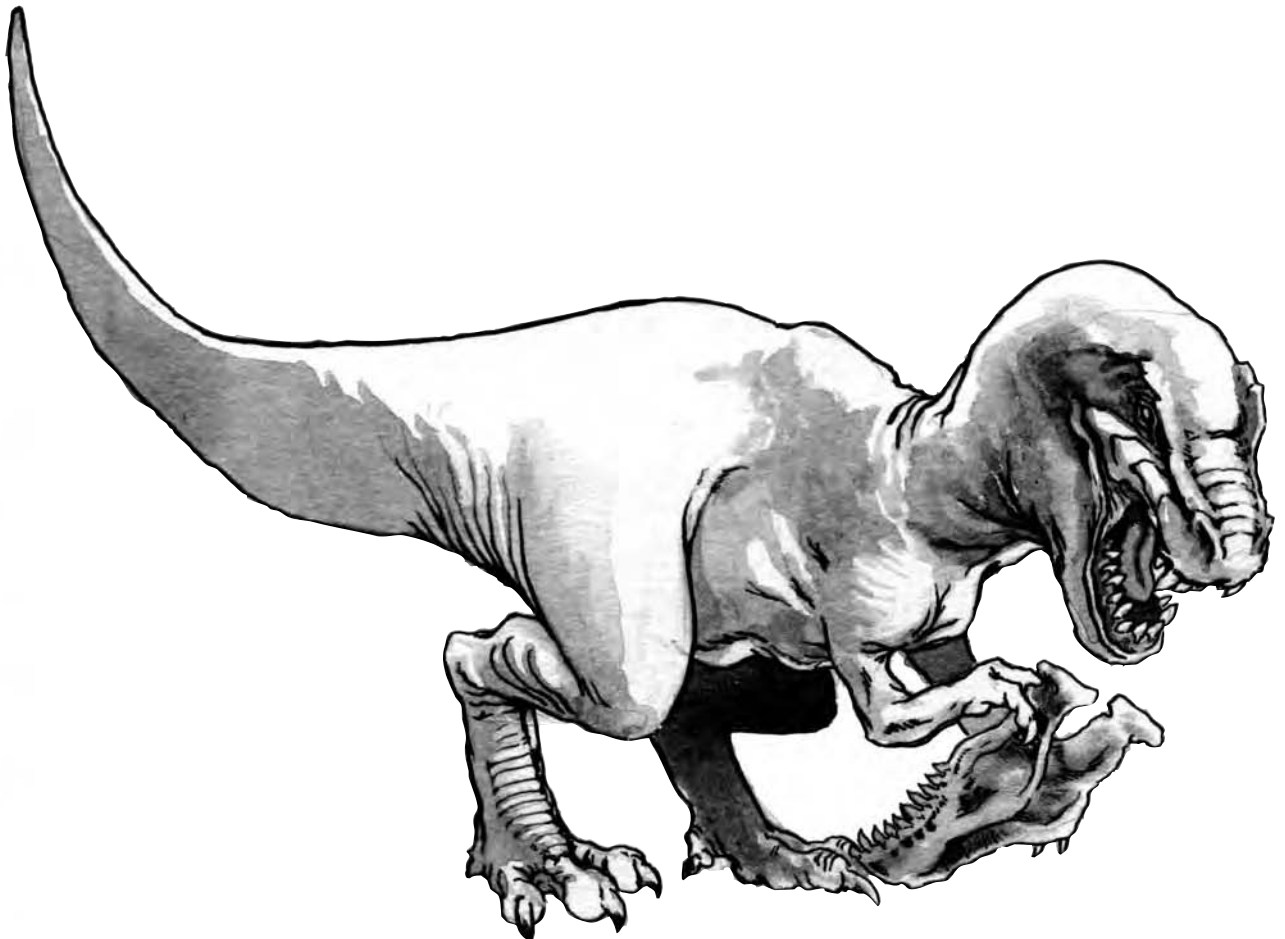
A bonesnapper stands about 5 feet tall and weighs about 500 pounds.

Combat

The bonesnapper attacks with its powerful bite and tail slap. After biting a foe, it swings its tail around to smash the same opponent. If flanked or attacked by more than one creature, the bonesnapper divides its attacks between its foes. The bonesnapper fights to the death.

Improved Grab (Ex): To use this ability, a bonesnapper must hit with a bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold.

Skills: *Bonesnappers have a +4 racial bonus on Hide checks in their natural environment.



Brownie

Hit Dice:	Tiny Fey 1/2d6+1 (2 hp)
Initiative:	+8
Speed:	20 ft. (4 squares)
Armor Class:	17 (+2 size, +4 Dex, +1 natural), touch 16, flat-footed 13
Base Attack/Grapple:	+0/-10
Attack:	Longsword +6 melee (1d4-2, 19- 20/x2)
Full Attack:	Longsword +6 melee (1d4-2, 19- 20/x2)
Space/Reach:	2-1/2 ft./0 ft.
Special Attacks:	Spell-like abilities
Special Qualities:	Damage reduction 5/cold iron, low-light vision, SR 16
Saves:	Fort +1, Ref +6, Will +4
Abilities:	Str 7, Dex 18, Con 12, Int 14, Wis 14, Cha 16
Skills:	Bluff +6, Craft (leatherworking) +5, Craft (metalworking) +5, Craft (woodwork- ing) +5, Escape Artist +7, Hide +15*, Listen +7, Move Silently +7, Search +4, Sense Motive +5, Spot +7
Feats:	Dodge, Improved Initiative ^B , Weapon Finesse ^B
Environment:	Temperate and warm forest
Organization:	Gang (2-4) or band (5-12)
Challenge Rating:	1
Treasure:	No coins; 50% goods; 50% items
Alignment:	Always lawful good
Advancement:	1-3 HD (Tiny)
Level Adjustment:	+3

This tiny creature resembles an elf with greenish skin. Its hair is light and it is dressed in bright clothing.

A brownie is a timid, quiet fey creature that prefers to live only among its own kind. Most brownies dwell in pastoral areas untouched by civilization, such as deep forests and wild lands far from other creatures.

Brownies are rarely over 18 inches tall. Their hair is always some earth tone such as brown, gray, or tawny. Most brownies prefer green or otherwise brightly colored clothing. Brownies speak Common, Sylvan, and Halfling. They may be distant relatives of pixies and halflings, but this has never been proven.

Combat

Brownies avoid combat unless forced. If unable to employ any spells, brownies attack with tiny longswords.

Spell-Like Abilities: 1/day—*confusion* (DC 16), *continual flame*, *dancing lights*, *dimension door*, *magic circle against evil*, *mirror image*, *ventriloquism* (DC 14). Caster level 7th. The save DCs are Charisma-based.

Skills: Brownies have a +2 racial bonus on Listen and Spot checks. *They also have a +5 racial bonus on Hide checks in a forest setting.



Carbuncle

Small Aberration

Hit Dice:	1d8+4 (8 hp)
Initiative:	-1
Speed:	10 ft. (2 squares)
Armor Class:	18 (+1 size, +5 natural, +2 insight), touch 13, flat-footed 18
Base Attack/Grapple:	+0/-6
Attack:	Bite +1 melee (1d2-2)
Full Attack:	Bite +1 melee (1d2-2)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Discord
Special Qualities:	Foresight, darkvision 60 ft., telepathy 100 ft.
Saves:	Fort +1, Ref +2, Will +6
Abilities:	Str 7, Dex 10, Con 12, Int 10, Wis 18, Cha 8
Skills:	Hide +6, Listen +6, Sense Motive +6, Spot +6
Feats:	Toughness, Weapon Finesse ^B
Environment:	Temperate forests
Organization:	Solitary
Challenge Rating:	1/2
Treasure:	None (forehead gem worth 500 gp)
Alignment:	Usually neutral
Advancement:	2-3 HD (Small)
Level Adjustment:	—

This creature resembles a cross between an anteater and armadillo. Embedded in its head is a large red jewel. The creature has a long snout and a low-slung body protected by several thick leathery bands. Its hide is dappled gray and brown, shading to lighter colors of gray on its underbelly.

Deep in the tangled underbrush of forests and in the remote regions of dismal swamps and bogs lives a strange creature called the carbuncle. The carbuncle is a withdrawn creature and seeks to avoid encounters. Should it seek interaction, a carbuncle often begins by proudly announcing the value of the gem in its forehead just to watch the reaction such information arouses.

Despite its overall shy nature, the carbuncle has a mischievous side as well, often seeking to join travelers in order to play pranks and gauge the reactions of the unfortunate victims of its curiosity. After joining with a party, a carbuncle will seek to cause discord by using selective telepathic images and prophecies to breed hostility and suspicion between party members. It will often telepathically contact nearby monsters and lead them to attack the party so that it can watch in fascination and read the thoughts of the party as they are attacked, slipping away at an opportune moment.

A carbuncle can be coerced to surrender the gem in its forehead. This requires a successful DC 20 Bluff check. If successful, the carbuncle releases the gem. If the check fails, the carbuncle sees through the deception and attempts to flee. When a carbuncle is slain, its forehead gem crumbles to dust. If the carbuncle relinquishes its gem, it grows another one within one month.

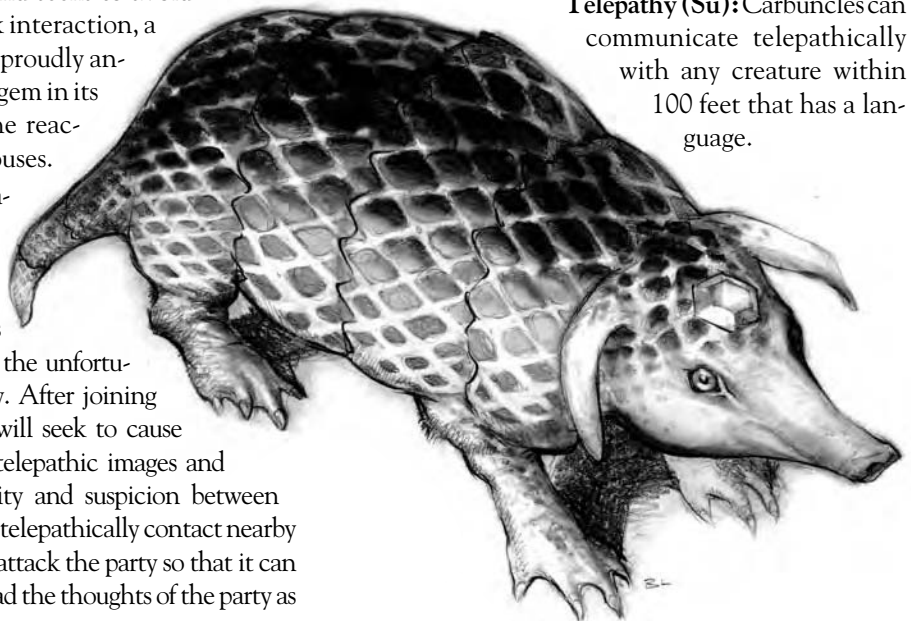
Combat

Though fascinated by combat, carbuncles are nearly helpless in melee. They much prefer to set up encounters using their powers and then watch the brutal scenes unfold. Carbuncles surrender immediately if attacked. If placed under duress, a carbuncle wills itself to die. A favorite tactic of the carbuncle is befriending a party and accompanying them on their quest. Once it has achieved this objective, it uses its discord ability to cause suspicion, hostility, and disruption among the party members.

Discord (Su): As a standard action, a carbuncle can sow discord in a creature within 30 feet using its telepathy ability. It can use this ability once per round to affect one creature. An affected creature must succeed on a DC 14 Will save or fall into loud bickering and arguing with those around him. Meaningful communication is impossible. If the affected creatures have different alignments, there is a 50% chance that they attack each other. Bickering lasts 5d4 rounds. Fighting begins 1d4 rounds into the bickering and lasts 2d4 rounds. This is a mind-affecting effect. The save DC is Wisdom-based.

Foresight (Su): A carbuncle has a +2 insight bonus to AC and Reflex saves (both already included in the statistics block above). This ability is always active and cannot be negated or dispelled.

Telepathy (Su): Carbuncles can communicate telepathically with any creature within 100 feet that has a language.



Cobra Flower

Large Plant

Hit Dice: 6d8+18 (45 hp)
Initiative: +1
Speed: 5 ft. (1 square)
Armor Class: 14 (-1size, +1Dex, +4 natural), touch 10, flat-footed 13

Base Attack/Grapple: +4/+11
Attack: Bite +6 melee (1d8+4 plus 1d6 acid)
Full Attack: Bite +6 melee (1d8+4 plus 1d6 acid)
Space/Reach: 10 ft./10 ft.
Special Attacks: Acid, constrict 1d6+4 and 1d6 acid, improved grab

Special Qualities: Blindsight 30 ft., plant traits
Saves: Fort +8, Ref +3, Will +3
Abilities: Str 17, Dex 13, Con 16, Int —, Wis 13, Cha 9

Skills: —
Feats: —
Environment: Temperate and cold forests
Organization: Solitary or patch (2-4)
Challenge Rating: 4
Treasure: None
Alignment: Always neutral
Advancement: 7-10 (Large); 11-18 (Huge)
Level Adjustment: —

This tall, slender plant has a large flowering bulb topping its brownish-green roots. Two large green leaves flank its flowering top, giving the appearance of a cobra's hood. Its leaves are thin and have transparent blotches on them.

Cobra flowers draw nutrients from sunlight, the soil, and water, but enjoy a diet of insects, rodents, animals, and even humanoids when available. The creatures can be found nesting in forests and often take up residence near small population areas where they can feed on humanoids who wander into their area. Many a child's or adult's disappearance can be attributed to a cobra flower.

Combat

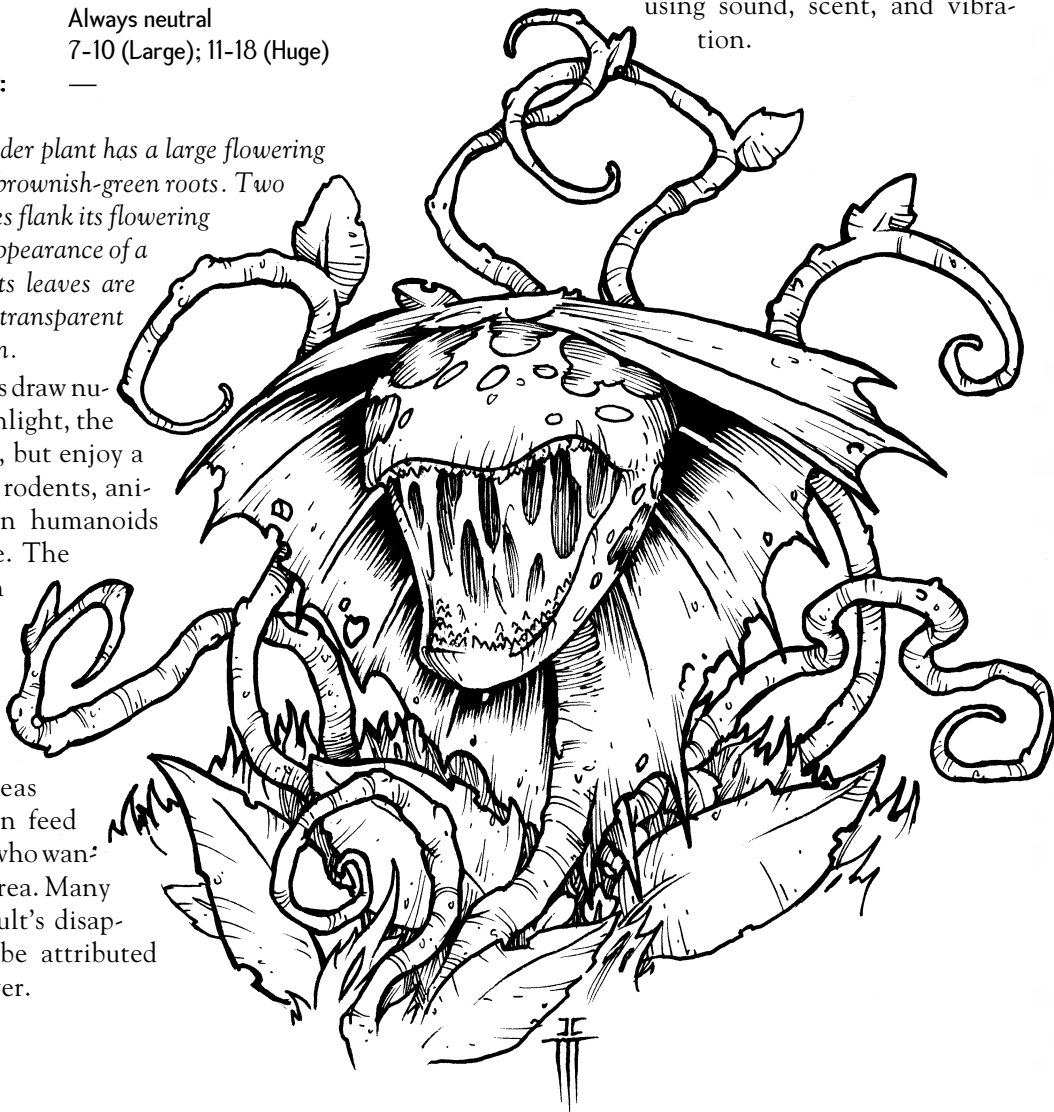
When a cobra flower detects a living creature, it remains motionless until its prey is within 5 feet. It then spreads its leafy hood, opens its flowery bulb, and bites its prey, secreting acidic enzymes to break down and digest the victim.

Acid (Ex): A cobra flower secretes a deadly acid. Any melee attack deals acid damage.

Constrict (Ex): A cobra flower deals 1d8+4 points of damage plus 1d6 points of acid damage with a successful grapple check against a Large or smaller opponent.

Improved Grab (Ex): To use this ability, a cobra flower must hit an opponent of its size or smaller with a bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold.

Blindsight (Ex): Cobra flowers have no visual organs but can ascertain all foes within 30 feet using sound, scent, and vibration.



Coffer Corpse

Medium Undead

Hit Dice:	2d12+3 (16 hp)
Initiative:	+1
Speed:	20 ft. (4 squares)
Armor Class:	14 (+1 Dex, +3 natural), touch 11, flat-footed 13
Base Attack/Grapple:	+1/+4 (+8 when using death grip)
Attack:	Slam +4 melee (1d4+4)
Full Attack:	Slam +4 melee (1d4+4)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Death grip 1d4+4, fear, improved grab
Special Qualities:	Damage reduction 5/magic and bludgeoning, darkvision 60 ft., deceiving death, +2 turn resistance, undead traits
Saves:	Fort +0, Ref +1, Will +4
Abilities:	Str 16, Dex 12, Con —, Int 6, Wis 13, Cha 14
Skills:	Intimidate +5, Hide +2, Listen +4, Spot +3
Feats:	Toughness
Environment:	Any
Organization:	Solitary
Challenge Rating:	3
Treasure:	Standard
Alignment:	Always chaotic evil
Advancement:	3–4 (Medium); 5–6 HD (Large)
Level Adjustment:	—

This creature appears as a desiccated humanoid shrouded in rotting, tattered funerary clothes. Its hands end in sharpened claws with slightly elongated fingernails.

The coffer corpse is an undead creature formed as the result of an incomplete death ritual. It is often found haunting stranded funeral barges or in other situations where a corpse has not been delivered to its final resting place. The creature hates life and attacks living creatures on sight. A coffer corpse appears much as it did in life. At a distance, a coffer corpse is often mistaken for a zombie.

Combat

A coffer corpse attacks with a slam attack. It attempts to grab an opponent around the throat, and if successful, the creature does not let go until either it is destroyed or the opponent

is dead. Small percentages (25%) of coffer corpses carry weapons (usually either longswords or clubs) and use those in combat instead of their slam attack. Most however, rely on their natural attack as it allows them to use their death grip ability against an opponent.

A coffer corpse's natural weapons are treated as magic weapons for the purpose of overcoming damage reduction.

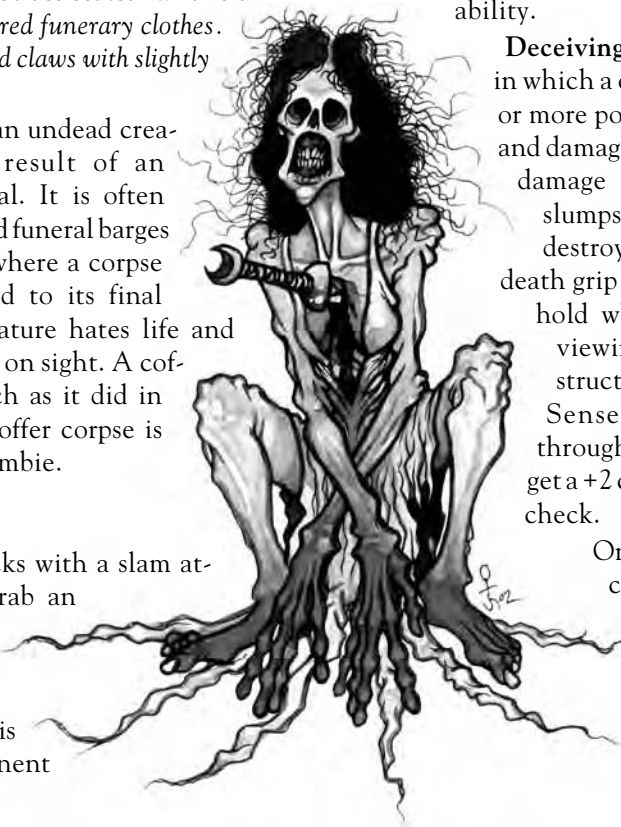
Death Grip (Ex): A coffer corpse deals 1d4+4 points of damage per round with a successful grapple check. Because the coffer corpse grasps the victim's throat, a creature in its grasp cannot speak or cast spells with verbal components. A coffer corpse gains a +4 racial bonus to grapple checks because it holds on with such tenacity. This bonus is already included in the Base Attack/Grapple line above.

Fear (Su): A creature viewing a coffer corpse rise after it uses its deceiving death ability (see below) must succeed on a DC 13 Will save or become panicked for 2d4 rounds. The save DC is Charisma-based.

Improved Grab (Ex): To use this ability, a coffer corpse must hit an opponent of its size or smaller with its slam attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can use its death grip ability.

Deceiving Death (Ex): In any round in which a coffer corpse is struck for 6 or more points of damage (including and damage reduced or negated by its damage reduction), the creature slumps to the ground, seemingly destroyed. If it has fastened its death grip on a victim, it releases its hold when it falls. A character viewing the coffer corpse's destruction can make a DC 20 Sense Motive check to see through the ruse. Necromancers get a +2 competence bonus on their check.

On its next turn, the coffer corpse rises again as if reanimated. A creature viewing this "reanimation" is subject to the coffer corpse's fear effect (see above).



Deer

Medium Animal

Hit Dice:	2d8+2 (11 hp)
Initiative:	+2
Speed:	40 ft. (8 squares)
Armor Class:	13 (+2 Dex, +1 natural), touch 12, flat-footed 11
Base Attack/Grapple:	+1/+2
Attack:	Hoof +2 melee (1d4+1) or gore +2 melee (1d6+1)
Full Attack:	2 hooves +2 melee (1d4+1) or gore +2 melee (1d6+1)
Space/Reach:	5 ft./5 ft.
Special Attacks:	—
Special Qualities:	Scent
Saves:	Fort +1, Ref +5, Will +2
Abilities:	Str 12, Dex 15, Con 12, Int 2, Wis 14, Cha 6
Skills:	Hide +7, Listen +8, Move Silently +8, Spot +3, Swim +5
Feats:	Dodge (b), Mobility (b), Run
Environment:	Temperate forests
Organization:	Solitary or herd (mated pair)
Challenge Rating:	1/4
Treasure:	None
Alignment:	Always neutral
Advancement:	3-4 HD (Large)
Level Adjustment:	—

Shy and wary, deer range from the arctic to the tropics. They are very flexible creatures, adapting easily to their climate and able to survive in all but the harshest of temperatures. Deer are very flexible in their diets as well, able to exist on plants, insects, fish, and even dead birds. Deer are excellent swimmers and have been known to swim to a distance of five miles in the water. These statistics represent the typical white-tailed deer; they can also be used to represent other deer-like animals such as caribou and antelope.

Combat

Deer attack with their hooves or antlers. Antelopes, when defending their herd, attack by charging an opponent and butting with their horns (gore). The gore attack only applies to bucks with antlers.

Skills: Deer have a +4 racial bonus on Hide, Move Silently, Swim, and Listen checks. *In forested areas, the Hide bonus increases to +8.



Demonic Knight

Medium Outsider (Chaotic, Evil, Extraplanar)

Hit Dice: 9d8+45 (85 hp)

Initiative: +1

Speed: 20 ft. (4 squares); base 30 ft. without armor

Armor Class: 23 (+0 Dex, +7 half plate, +6 natural), touch 10, flat-footed 23

Base Attack/Grapple: +9/+15

Attack: +1 *anarchic longsword* +17 melee (1d8+7) or slam +15 melee (1d6+6)

Full Attack: +1 *anarchic longsword* +17/+12 melee (1d8+7) or 2 slams +15 melee (1d6+6)

Space/Reach: 5 ft./5 ft.

Special Attacks: Breath of unlife, creates spawn, fear, spell-like abilities, summon demons

Special Qualities: Damage reduction 10/cold iron or magic, darkvision 60 ft., outsider traits, SR 19

Saves: Fort +11, Ref +7, Will +10

Abilities:

Str 22, Dex 13, Con 20, Int 18, Wis 18, Cha 18

Skills:

Bluff +16, Climb +11*, Concentration +17, Diplomacy +16, Hide +6*, Intimidate +16, Knowledge (the planes) +16, Listen +16, Move Silently +6*, Search +16, Spellcraft +16, Spot +16

Feats:

Blind-Fight, Cleave, Power Attack, Weapon Focus (longsword)

Environment:

The Abyss

Organization:

Solitary or troupe (demonic knight plus 2-4 shadow demons)

Challenge Rating:

10

Treasure:

Standard

Alignment:

Always chaotic evil

Advancement:

10-27 HD (Medium)

Level Adjustment:

—



This creature appears as a 6-foot tall humanoid dressed in black iron half-plate armor. Its head is completely hidden beneath a helmet. A black iron longsword is slung at its hip.

The demonic knight—known by some as a death knight—is rumored to be the creation of the great demon prince Orcus, the Prince of the Undead. Some sages doubt the validity of such a claim, since the demonic knights are not undead. Though no link has been proven, however, it is known that three of the most powerful demonic knights (Baruliis, Caines, and Arrunes) make their home in the shadow of Orcus's great citadel. The true origins of the demonic knight lay hidden deep in the stinking pits of the Abyss, and those brave few who have dared search for these secrets have never returned. The demonic knights serve their master (whoever it may be) with unswerving loyalty. They never question their orders or station. They are often sent to the Material Plane to recruit new bodies for their master's next plot or deception, or to punish those that have offended their lord. On some occasions, they are simply sent to another plane to corrupt and slay those that are just and good (to the delight of their master).

Some demonic knights don capes and other decorations as a badge of station. It is unknown exactly how many demonic knights exist, but they are believed to number no more than nine.

Demonic knights speak Common, Abyssal, Undercommon, Terran, and Infernal.

Combat

A demonic knight attacks with its longsword (or fists, if unarmed). Against powerful opponents, it attempts to use its breath of unlife to weaken its foes before slaying them. If melee goes against the demonic knight, it summons demons to aid it or cover its escape.

A demonic knight's natural weapons are treated as magic weapons for the purpose of overcoming damage reduction. A demonic knight's natural weapons, as well as any weapons it wields, are treated as chaotic-aligned and evil-aligned for the purpose of overcoming damage reduction.

Spell-Like Abilities: At will—*detect magic*, see *invisibility*, *wall of ice* (DC 18); 2/day—*dispel magic*; 1/day—*fireball* (DC 17), *symbol of pain* (DC 19), *symbol of fear* (DC 20). Caster level 20th. The save DCs are Charisma-based.

Fear (Su): A demonic knight generates fear with but a word. Those within 30 feet that hear the knight speak must succeed on a DC 18 Will save or flee in terror for 2d4 rounds. A creature that makes a successful save is immune to the fear effect of that demonic knight for one day. The save DC is Charisma-based.

Breath of Unlife (Su): Once every 1d4 rounds, a demonic knight can exhale a blast of negative energy in a 10-foot cone. Creatures in the area must succeed on a DC 19 Reflex save or take 2d4 points of Strength damage. A creature reduced to Strength 0 by a demonic knight dies. The save DC is Constitution-based.

Create Spawn (Su): Any humanoid slain by a demonic knight's breath of unlife becomes a shadow demon (see that entry) in 2d4 rounds. Spawn are under the command of the demonic knight that created them and remain enslaved until its death. They do not possess any of the abilities they had in life.

Summon Demons (Sp): Once per day, a demonic knight can attempt to summon 1d4 shadow demons, 2 babaus, or 1 vroek or hezrou with a 50% chance of success.

Skills: The demonic knight's skills include a -7 armor check penalty.

Disenchanter

Large Magical Beast

Hit Dice:	5d10+10 (37 hp)
Initiative:	+3
Speed:	50 ft. (10 squares)
Armor Class:	15 (-1 size, +3 Dex, +3 natural), touch 12, flat-footed 12
Base Attack/Grapple:	+5/+12
Attack:	Snout +8 melee (disenchantment, see text) or hoof +7 melee (1d6+3)
Full Attack:	Snout +8 melee (disenchantment, see text) or 2 hooves +7 melee (1d6+3)
Space/Reach:	10 ft./5 ft.
Special Attacks:	Disenchantment
Special Qualities:	Detect magic, damage reduction 5/magic, darkvision 60 ft.
Saves:	Fort +6, Ref +7, Will +3
Abilities:	Str 16, Dex 16, Con 14, Int 2, Wis 11, Cha 4
Skills:	Listen +4, Spot +4
Feats:	Iron Will, Weapon Focus (snout)
Environment:	Any
Organization:	Solitary or pair
Challenge Rating:	3
Treasure:	None
Alignment:	Always neutral
Advancement:	6-12 HD (Large); 13-15 HD (Huge)
Level Adjustment:	—

This creature resembles a massive blue furred camel with slightly translucent skin and a long snout that ends in a suction-like cup.

The disenchanter is greatly feared for the damage it can cause. Much like a rust monster, it feeds on objects most adventurers hold near and dear to their hearts—magic items.

A typical disenchanter is about 8 feet long and weighs 600 pounds.

Combat

A disenchanter targets magical items carried or worn by an opponent. A disenchanter is able to discern the most powerful magical items in a group and always attack those items first, unless those items are too difficult to reach (such as hidden in a backpack), in which case the disenchanter will choose to

attack a more readily available item (such as a magical shield). It fastens its snout onto an item and drains the item's magical properties. Magical weapons striking a disenchanter cannot be drained of their magical properties.

A disenchanter's natural weapons are treated as magic weapons for the purpose of overcoming damage reduction.

Disenchantment (Ex): A disenchanter that makes a successful attack with its snout drains one magic item carried or worn by the target (determined randomly by the DM).

If the disenchanter aims at a particular item, it must make an attack roll against that item's AC.

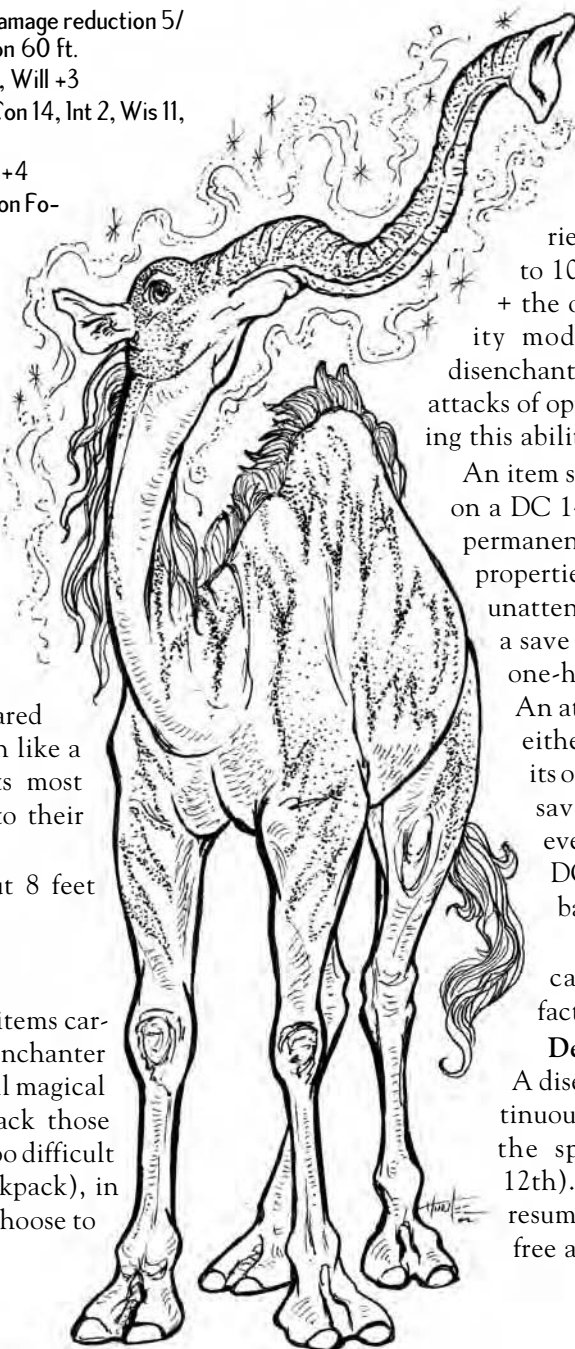
Items worn or carried have an AC equal to 10 + its size modifier + the opponent's Dexterity modifier (if any). A disenchanter does not provoke attacks of opportunity when using this ability.

An item struck must succeed on a DC 14 Fortitude save or permanently lose all magical properties it possesses. An unattended magic item has a save bonus equal to 2 + one-half its caster level. An attended magic item either makes its save as its owner or uses its own saving throw whichever is better. The save DC is Constitution-based.

Disenchancers cannot affect artifacts.

Detect Magic (Su):

A disenchanter can continuously *detect magic* as the spell (caster level 12th). It can suppress or resume this ability as a free action.



Dragon, Faerie

Tiny Dragon

Hit Dice:	2d12+2 (15 hp)
Initiative:	+0
Speed:	10 ft. (2 squares), fly 60 ft. (good), swim 30 ft.
Armor Class:	15 (+2 size, +3 natural), touch 12, flat-footed 15
Base Attack/Grapple:	+2/-6
Attack:	Bite +4 melee (1d2)
Full Attack:	Bite +4 melee (1d2)
Space/Reach:	2-1/2 ft./0 ft.
Special Attacks:	Breath weapon, spells
Special Qualities:	Darkvision 60 ft., dragon traits, invisibility, low-light vision, spell resistance (SR 12), telepathy
Saves:	Fort +4, Ref +3, Will +7
Abilities:	Str 11, Dex 11, Con 13, Int 16, Wis 16, Cha 16
Skills:	Hide +12, Listen +8, Search +7, Spot +8, Swim +16
Feats:	Hover
Environment:	Temperate and warm forest
Organization:	Solitary or clan (3-6)
Challenge Rating:	2
Treasure:	Double standard
Alignment:	Always chaotic good
Advancement:	3-5 HD (Tiny); 6 HD (Small)
Level Adjustment:	—

This tiny dragon has delicate and brightly colored butterfly wings and a long, thin prehensile tail. Its scales are smooth and range in color from red to purple, with all colors of the spectrum falling in between. Its eyes are bluish-green, and its backward curving horns are silver with gold flecks.

Faerie dragons are chaotic members of the dragon family and are believed to be distant cousins of the pseudodragon. Faerie dragons resemble tiny 1-2 foot long dragons. Female faerie dragons have a golden sheen to their coloring while males have a silver sheen. Faerie dragons speak Draconic, Common, and Sylvan.

Combat

Faerie dragons love to play pranks on passersby and employ their spells to this end. Some faerie dragons spend months on end preparing for the day they can unleash their single grand practical joke or prank. Faerie dragons avoid combat and only attack if cornered or if their lair or young are in immediate danger. A faerie dragon attacks with its breath weapon, spells, and bite.

Breath Weapon (Su): Cone, 5 feet, once every 1d4 rounds; Reflex save DC 12 or wander aimlessly in a state of euphoric bliss for 2d6 rounds (similar

to a *confusion* effect). Creatures so affected can take no action other than a move action and lose their Dexterity bonus to AC.

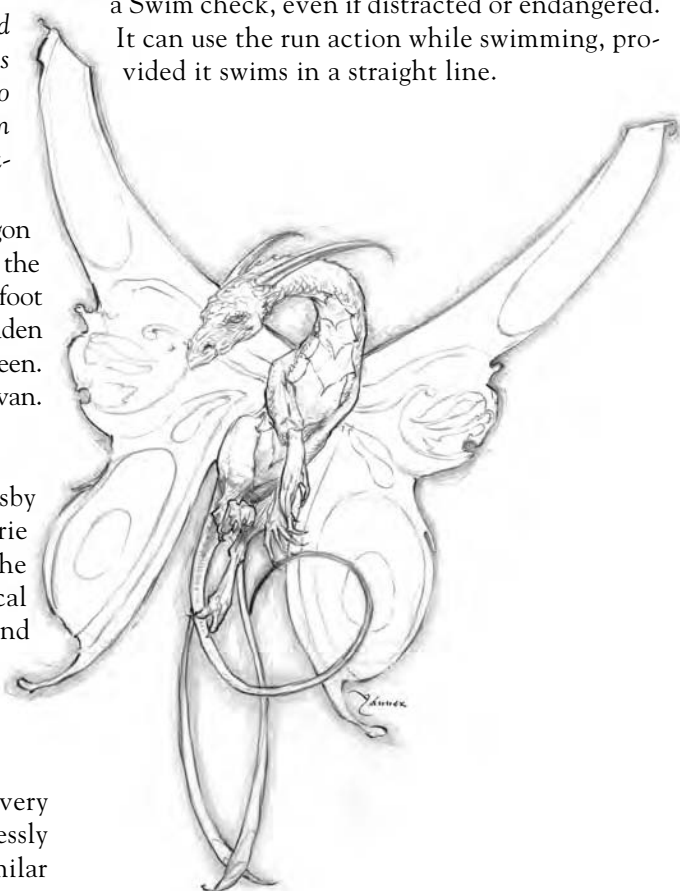
Spells: A faerie dragon can replicate arcane (65% chance) or divine spells (35% chance) as a sorcerer or druid with a caster level equal to 2 per HD it possesses. For example, a 2 HD faerie dragon can replicate spells as a 4th-level caster while a 6 HD faerie dragon can replicate spells as an 12th level caster. The DC for the faerie dragon's spells is 10 + the faerie dragon's Charisma bonus (arcane spells) or Wisdom bonus (divine spells) + spell level.

Invisibility (Sp): A faerie dragon can become invisible at will as if using the *greater invisibility* spell (caster level 6th). This effect can be dispelled, but the faerie dragon can create it again as a free action on its next turn.

Spell Resistance (Ex): A faerie dragon has spell resistance 10 + 1 per HD (SR 12 for the standard faerie dragon).

Telepathy (Su): Faerie dragons can communicate telepathically with one another with a range of 2 miles.

Skills: Faerie dragons have a +8 racial bonus on Swim checks to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.



Eblis

Medium Magical Beast

Hit Dice:	4d10+4 (22 hp)
Initiative:	+3
Speed:	30 ft. (6 squares), 30 ft. fly (average)
Armor Class:	17 (+3 Dex, +4 natural), touch 13, flat-footed 14
Base Attack/Grapple:	+4/+5
Attack:	Beak +5 melee (1d6+1)
Full Attack:	Beak +5 melee (1d6+1)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Spell-like abilities
Special Qualities:	Darkvision 60 ft., low-light vision, resistance to fire 5
Saves:	Fort +5, Ref +9, Will +2
Abilities:	Str 12, Dex 16, Con 13, Int 12, Wis 12, Cha 12
Skills:	Diplomacy +3, Hide +6, Intimidate +4, Jump +6, Move Silently +7, Spot +5
Feats:	Dodge, Lightning Reflexes, Mobility ^B
Environment:	Temperate marshes
Organization:	Flock (4–16)
Challenge Rating:	3
Treasure:	Standard
Alignment:	Usually neutral evil
Advancement:	5–12 HD (Medium)
Level Adjustment:	—

This creature appears to be about 8 feet tall and strongly resembles a stork. Its feathers are gray-brown and its beak is dark brown. Its eyes are golden in color.

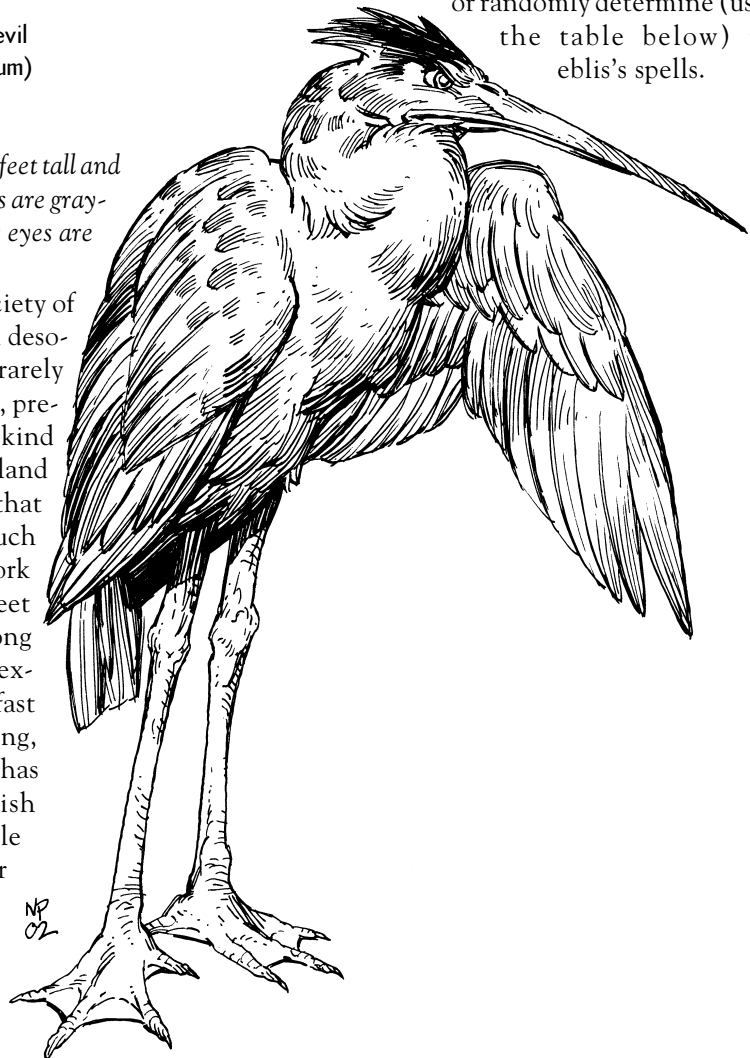
The eblis are a semi-civilized society of birdmen that make their homes in desolate swamps and marshes. They rarely have interactions with other races, preferring the company of their own kind and the serenity of their marshland homes. An eblis is a large bird that strongly resembles a stork — so much so that eblis are often called “stork men.” An eblis stands about 8 feet tall, and the neck is extremely long and snake-like and is unnaturally flexible and capable of blindingly fast movements. An eblis’ beak is long, sharp, and deadly. A male eblis has gray-brown feathers with reddish patches on its head, while a female lacks the red patch. Eblis speak their own language of clicks and chatters and some speak Common.

1d8	Spell
1	<i>Ghost sound</i>
2	<i>Disguise self</i>
3	<i>Hypnotism</i>
4	<i>Scare</i>
5	<i>Fog cloud</i>
6	<i>Blur</i>
7	<i>Hypnotic pattern</i>
8	<i>Whispering wind</i>

Combat

Storkmen are very fast in shifting and striking, and their necks are very powerful despite their slenderness. They attack by stabbing with their beak.

Spell-Like Abilities (Sp): Each eblis flock has one individual capable of using arcane magic. A spellcasting eblis has 2d4 spells, each spell usable once per day. Each spell is caster level 4th and has a save DC of 11 + the level of the spell. Eblis spells require no material or verbal components; only somatic, which consists of dancing and vocalizations. The save DCs are Charisma-based. Choose or randomly determine (using the table below) the eblis’s spells.



Eye of the Deep

Medium Aberration (Aquatic)

Hit Dice: 10d8+20 (65 hp)
Initiative: +4
Speed: 5 ft. (1 square), swim 20 ft.
Armor Class: 15 (+5 natural), touch 10, flat-footed 15

Base Attack/Grapple: +7/+7
Attack: Eye rays +7 ranged touch and claw +2 melee (2d4)

Full Attack: Eyerrays +7 ranged touch and 2 claws +2 melee (2d4) and bite +2 melee (1d6)

Space/Reach: 5 ft./5 ft.

Special Attacks: Constrict 2d4, eye rays, improved grab, stun cone

Special Qualities: All-around vision, darkvision 60 ft.

Saves: Fort +5, Ref +5, Will +10

Abilities: Str 10, Dex 10, Con 14, Int 12, Wis 13, Cha 13

Skills: Hide +9, Listen +11, Search +15, Spot +15, Swim +8

Feats: Flyby Attack, Improved Initiative, Iron Will, Lightning Reflexes

Environment: Any aquatic

Organization: Solitary, pair, or cluster (3-6)

Challenge Rating: 8

Treasure: Standard

Alignment: Always lawful evil

Advancement: 11-15 HD (Medium); 16-30 HD (Large)

Level Adjustment: —

This creature is a 5-foot wide orb dominated by a central eye and large serrated mouth. Hundreds of small seaweed-like bristles hang from the bottom of its body. Two large crab-like pincers protrude from its body, and two long, thin eyestalks sprout from the top of its orb.

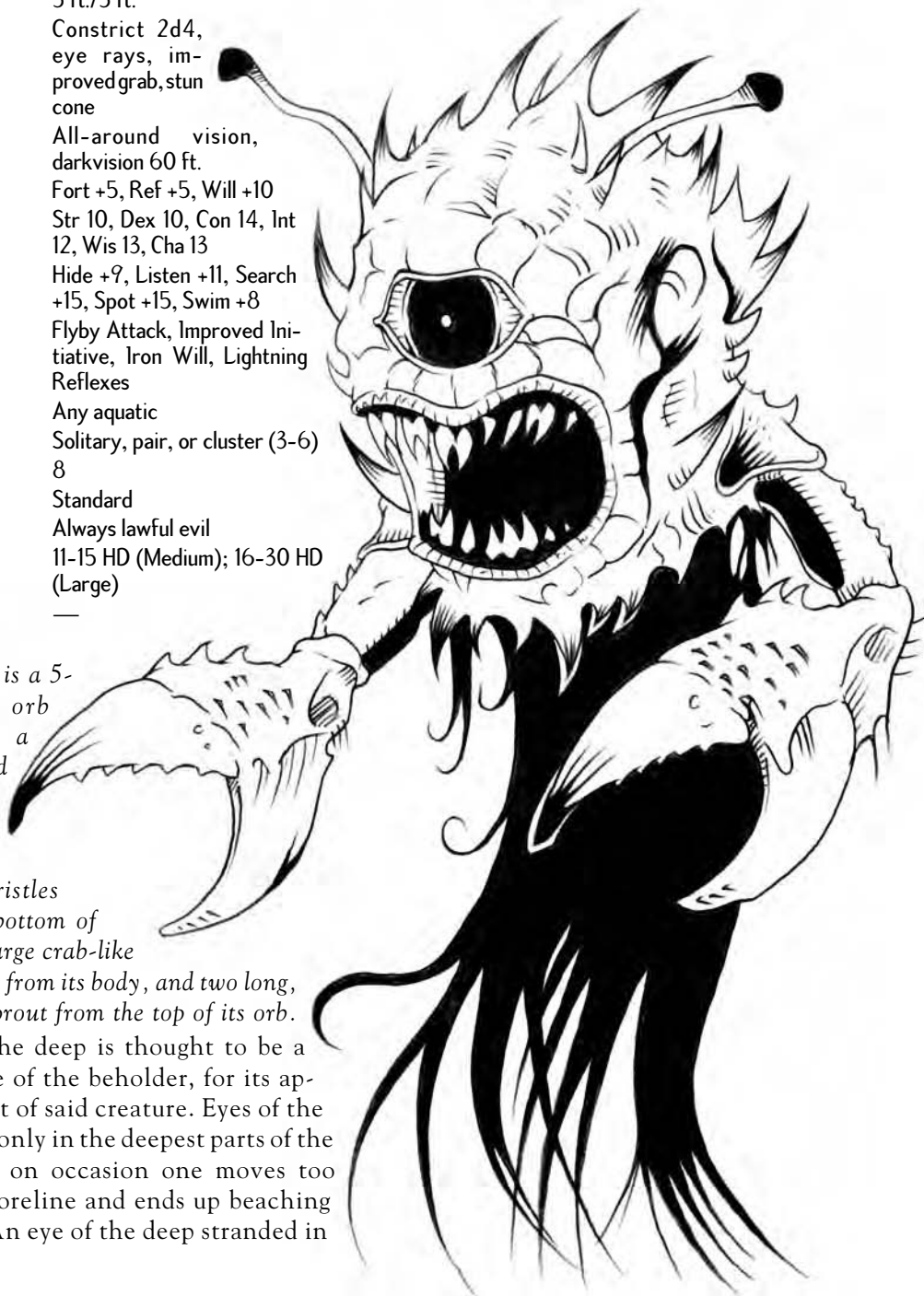
The eye of the deep is thought to be a distant relative of the beholder, for its appearance is that of said creature. Eyes of the deep are found only in the deepest parts of the ocean, though on occasion one moves too close to the shoreline and ends up beaching on the sands. An eye of the deep stranded in

this manner dies in 2d4 minutes unless placed back into the water.

Eyes of the deep speak the language of beholders and Common.

Combat

An eye of the deep floats slowly through the oceans searching for its prey. It attacks using its eye rays; then it grasps an opponent with its pincer-like claws and subjects the victim to its bite attack.



Constrict (Ex): On a successful grapple check, an eye of the deep deals 2d4 points of damage.

Eye Rays (Su): Each of the creature's eyes stalks can produce a magical ray once per round as a free action. The creature can aim both of its eye rays in any direction. Each of its eye rays resembles a spell cast by a 12th-level caster and follows the rules for a ray (see *Aiming a Spell* in the *PHB*). Each eye ray has a range of 150 feet and a save DC of 17. The save DC is Constitution-based.

Hold Person: Left eye—the target must succeed on a Will save or be affected as though by the spell. An eye of the deep will use this ray early in a fight so as to disable its opponents.

Hold Monster: Right eye—the target must succeed on a Will save or be affected as though by the spell. This is used in the same manner as the *hold person* ray.

Minor Image: By combining the rays of both eyes, the eye of the deep can replicate the *minor image* spell.

Improved Grab (Ex): To use this ability, an eye of the deep must hit with a claw attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

Stun Cone (Su): An eye of the deep's central eye can, once per round, produce a cone extending straight ahead from its front to a range of 30 feet. Creatures in the area must succeed on a DC 17 Fortitude save or be stunned for 2d4 rounds. The save DC is Constitution-based.

All-Around Vision (Ex): Eyes of the deep are exceptionally alert and circumspect. Their eyes give them a +4 racial bonus to Spot and Search checks, and they cannot be flanked.

Skills: An eye of the deep has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

False Spider

	Pedipalp Medium Vermin	Solifugid Medium Vermin
Hit Dice:	2d8+2 (11 hp)	5d8+5 (27 hp)
Initiative:	+2	+2
Speed:	30 ft. (6 squares)	30 ft. (6 squares)
Armor Class:	16 (+2 Dex, +4 natural), touch 12, flat-footed 14	15 (+2 Dex, +3 natural), touch 12, flat-footed 13
Base Attack/Grapple:	+1/+3	+3/+6
Attack:	Claw +2 melee (1d4+1)	Claw +6 melee (1d4+3)
Full Attack:	2 claws +2 melee (1d4+1) and bite -3 melee (1d6)	2 claws +6 melee (1d4+3) and bite +1 melee (1d6+1)
Space/Reach:	5 ft./5 ft.	5 ft./5 ft.
Special Attacks:	Improved grab, constrict 1d4+1	Improved grab, constrict 1d4+3
Special Qualities:	Darkvision 60 ft., vermin traits	Darkvision 60 ft., vermin traits
Saves:	Fort +4, Ref +2, Will +0	Fort +5, Ref +3, Will +1
Abilities:	Str 12, Dex 14, Con 13, Int —, Wis 10, Cha 2	Str 16, Dex 14, Con 13, Int —, Wis 10, Cha 2
Skills:	Spot +4	Spot +4
Feats:	—	—
Environment:	Underground	Underground
Organization:	Solitary or colony (2-5)	Solitary or colony (2-5)
Challenge Rating:	1	3
Treasure:	Standard	No coins; standard goods; standard items
Alignment:	Always neutral	Always neutral
Advancement:	3-4 HD (Medium); 5-6 HD (Large)	6-7 HD (Medium); 9-15 HD (Large)
Level Adjustment:	—	—

False spiders are creatures that appear to be a cross between a spider and another creature, either a scorpion or a beetle. They are very aggressive and highly predatory in nature, often hunting at night when the element of surprise is theirs to be had.

Pedipalp

This creature looks like a cross between a spider and a scorpion. It has eight legs and two thin antennae that constantly writhe and wriggle. Its front sports two spider-like eyes and a set of large, oversized mandibles. Two large scorpion-like pincers protrude from just in front of its foremost legs.

Pedipalps are called whip scorpions. The average pedipalp is 5 feet long but can grow to a length of 10 feet.

Solifugid

This creature is a man-sized hybrid of spider and beetle. It has eight legs, two spider-like eyes, and a set of large, clicking, hooked mandibles. Two large scorpion-like pincers protrude from just in front of its foremost legs.

Solifugids are at least 6 feet long but can grow to a length of 12 feet.

Combat

False spiders are highly territorial and are likely to attack any living creature that enters their area.

Improved Grab (Ex): To use this ability, a false spider must hit with a claw attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can

constrict. A false spider can use either its Strength modifier or Dexterity modifier for grapple checks, whichever is better.

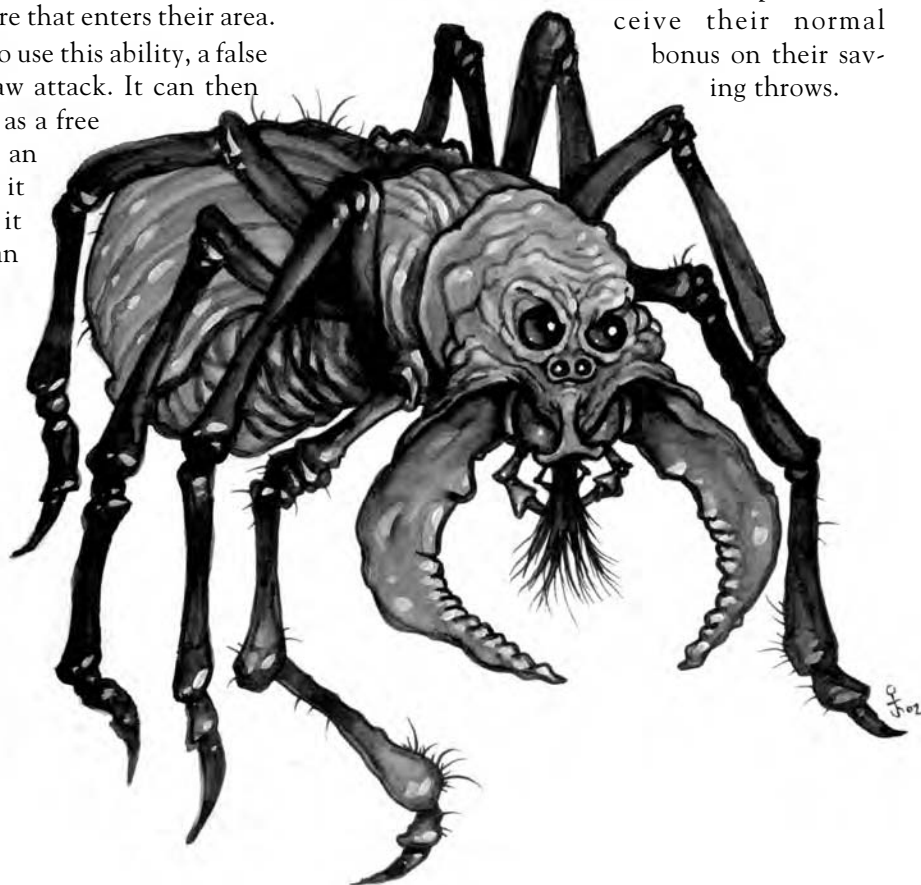
Constrict (Ex): A false spider deals automatic claw damage on a successful grapple check.

Skills: False spiders have a +4 racial bonus on Spot checks.

Poisonous Pedipalp

A rare variety of the common pedipalp exists. Rarely encountered, the poisonous pedipalp is a solitary creature; no more than one has ever been encountered at a given time. They do not associate with others of their kind or with normal pedipalps. The poisonous pedipalp uses the same statistics as the normal pedipalp with the additions below. The poisonous pedipalp is CR 2.

Poison Cloud (Ex): When threatened, a poisonous pedipalp releases a cloud of noxious fumes in a 20-foot radius around its body. Living creatures within the cloud must succeed on a DC 12 Fortitude save or be nauseated for 1d6 rounds. The poisonous pedipalp can use this cloud three times per day. The save DC is Constitution-based. A *delay poison* or *neutralize poison* spell removes the effect from the nauseated creature. Creatures with immunity to poison are unaffected, and creatures resistant to poison receive their normal bonus on their saving throws.



Fen Witch

Medium Monstrous Humanoid

Hit Dice:	6d8+6 (33 hp)
Initiative:	+1
Speed:	30 ft. (6 squares)
Armor Class:	14 (+1 Dex, +3 natural), touch 11, flat-footed 13
Base Attack/Grapple:	+6/+9
Attack:	Claw +9 melee (1d4+3)
Full Attack:	2 claws +9 melee (1d4+3)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Death speak, horrific appearance, mind probe
Special Qualities:	Darkvision 60 ft., SR 15
Saves:	Fort +5, Ref +6, Will +7
Abilities:	Str 17, Dex 12, Con 13, Int 10, Wis 14, Cha 15
Skills:	Craft (any one) +3, Hide +4, Intimidate +8, Listen +7, Spot +7
Feats:	Alertness, Blind-Fight, Great Fortitude
Environment:	Temperate marshes
Organization:	Solitary
Challenge Rating:	5
Treasure:	Standard
Alignment:	Always chaotic evil
Advancement:	By character class
Level Adjustment:	—

This creature appears as a female humanoid with one nostril, webbed feet and hands, and fiery red eyes. Her body is cloaked in tattered robes of gray or brown. Her hands end in razor-sharp claws and her hair is usually long and unkempt.

The fen witch is a creature of legend, found only in the most remote of places. It is a solitary creature and disdains all that invade its realm. A fen witch is thoroughly evil and malign, speaking to those she encounters only to learn the true name of one of the trespassers in her realm so she may utilize her power to slay that individual. Fen witches speak Common.

Combat

Fen witches rarely engage in combat, relying on their death speak ability to slay a creature almost instantaneously (and hopefully drive off the victim's comrades by instilling

fear in any remaining creatures). Failing this, the fen witch prefers direct combat to subterfuge and attacks relentlessly.

Death Speak (Su): If the fen witch speaks the true name of an individual and the individual hears it, that creature must make a successful Will save (DC 15) or die. Note that the fen witch does not need to speak a language the creature understands in order to affect it. If the save succeeds, that creature cannot be affected again by the same fen witch's death speak for one day. The save DC is Charisma-based. The fen witch can use this ability three times per day.

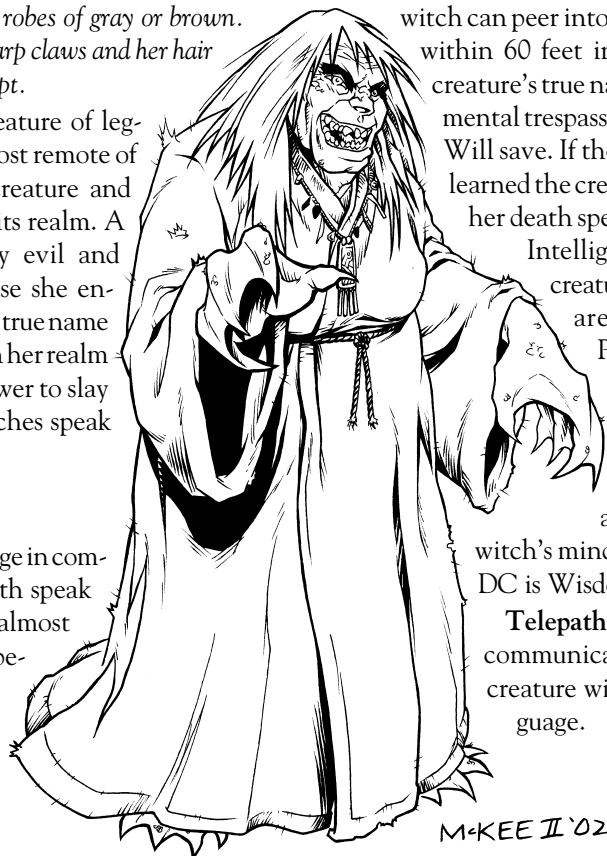
Whether the fen witch's death speak ability is successful or not, the target's name remains fresh in her mind for one day. After that, she must use her mind probe ability again to retrieve a creature's true name.

Horrific Appearance (Su): The sight of a fen witch is so revolting that anyone who sets eyes upon one must succeed on a DC 15 Fortitude save or instantly be weakened, taking 1d8 points of Strength damage. This ability loss cannot reduce a victim's Strength score to 0, but anyone reduced to Strength 0 is helpless. Creatures that are affected by this power or that successfully save against it cannot be affected again by the same fen witch's horrific appearance for one day. The save DC is Charisma-based.

Mind Probe (Su): As a standard action, a fen witch can peer into the mind of a living creature within 60 feet in an attempt to extract the creature's true name. The target can resist the mental trespassing by succeeding on a DC 15 Will save. If the save fails, the fen witch has learned the creature's true name and can use her death speak ability. Creatures with an Intelligence score of 2 or less and creatures with no Intelligence score are immune to this ability.

Psionic creatures can use defense modes or other psionic abilities to counter this probe. A creature that successfully saves cannot be affected again by the same fen witch's mind probe for one day. The save DC is Wisdom-based.

Telepathy (Sp): The fen witch can communicate telepathically with any creature within 100 feet that has a language.



M-KEE II '02

Forester's Bane (Snapper Saw)

Large Plant

Hit Dice:	5d8+30 (52 hp)
Initiative:	+0
Speed:	0 ft. (immobile)
Armor Class:	17 (-1 size, +8 natural), touch 8, flat-footed 17
Base Attack/Grapple:	+3/+13
Attack:	Stalk +8 melee (1d4+6)
Full Attack:	6 stalks +8 melee (1d4+6)
Space/Reach:	10 ft./10 ft.
Special Attacks:	Engulf
Special Qualities:	Blindsight 30 ft., plant traits
Saves:	Fort +10, Ref +1, Will +2
Abilities:	Str 22, Dex 10, Con 22, Int —, Wis 13, Cha 9
Skills:	—
Feats:	—
Environment:	Temperate plains
Organization:	Solitary or pair
Challenge Rating:	5
Treasure:	None
Alignment:	Always neutral
Advancement:	6-10 HD (Large); 11-15 HD (Huge)
Level Adjustment:	—

This creature resembles a huge, dark green shrub.

The forester's bane is a huge, immobile, and carnivorous shrub. Closer inspection reveals large, tough leaves radiating from its central stalk. These dark green leaves hide six purple serrated stalks inside its body. At the center of this low-growing shrub is a 3-foot diameter yellowish orb from which sprout many small green branches. Each branch has small, sweet smelling (and tasting) berries of various colors growing from it.

Combat

When a living creature moves near a forester's bane's leaves, it

attempts to grab the creature. Trapped creatures are subjected to attacks by 1-6 serrated stalks that slash and cut until the opponent escapes. The forester's bane releases a trapped victim when either it or the victim is dead, or the leaf holding the victim is destroyed.

Engulf (Ex): A foresters' bane 4 leaves radiate from its central body and lie motionless on the ground. When a creature of up to one size smaller than the forester's bane comes within 5 feet of a leaf, the forester's bane can try to wrap it in a leaf as a standard action. The forester's bane attempts a grapple that does not provoke an attack of opportunity. If it wins the grapple check, it establishes a hold and slashes the trapped victim with its serrated stalks with a +4 bonus on the attack roll.

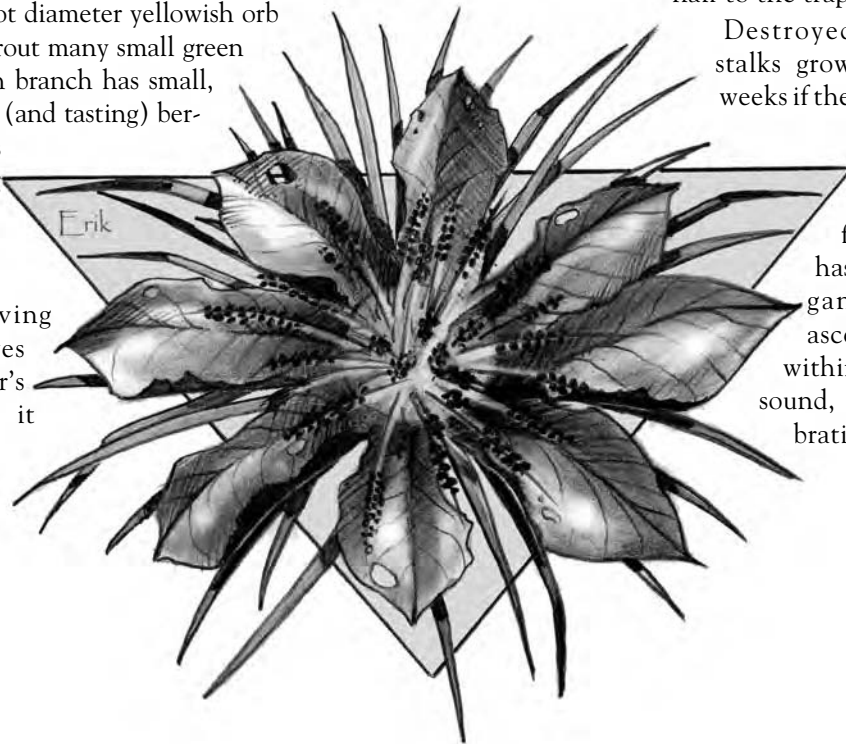
Because of its four leaves, it can grapple up to four different opponents at one time. By taking a full-attack action, it can attack with each leaf once per round if a foe is within range.

Both leaves and stalks each have 10 hit points and can be attacked by making a successful sunder attempt. However, attacking a forester's bane's leaf or stalk does not provoke an attack of opportunity. If the leaf is currently grappling a target, the forester's bane takes a -4 penalty on its opposed roll to resist the sunder attempt. Severing a leaf or stalk deals no damage to a forester's bane. Attacks that hit a leaf deal half their damage to the monster and half to the trapped victim.

Destroyed leaves and stalks grow back in 2d4 weeks if the forester's bane is not killed.

Blindsight (Ex):

The forester's bane has no visual organs but can ascertain all foes within 30 feet using sound, scent, and vibration.



Fox

Small Animal

Hit Dice:	1d8 (4 hp)
Initiative:	+3
Speed:	40 ft. (8 squares)
Armor Class:	15 (+1 size, +3 Dex, +1 natural), touch 14, flat-footed 12
Base Attack/Grapple:	+0/-5
Attack:	Bite +4 melee (1d4-1)
Full Attack:	Bite +4 melee (1d4-1)
Space/Reach:	5 ft./5 ft.
Special Attacks:	—
Special Qualities:	Low-light vision, scent
Saves:	Fort +2, Ref +5, Will +1
Abilities:	Str 8, Dex 17, Con 10, Int 2, Wis 12, Cha 6
Skills:	Hide +11*, Jump +7, Listen +6, Spot +2, Survival +1*
Feats:	Track (b), Weapon Finesse
Environment:	Temperate and cold forests and plains
Organization:	Solitary
Challenge Rating:	1/3
Treasure:	None
Alignment:	Always neutral
Advancement:	—
Level Adjustment:	—

Foxes are opportunistic eaters with a diet that consists of mice and voles, rabbits, birds, eggs, amphibians and small reptiles, fish, mollusks, earthworms, carrion, and plants. Foxes are also known to scour garbage and refuse in settled areas. The statistics above describe the common red fox, but can be used for other foxes such as the grey fox or arctic fox.

Combat

The fox is a very territorial creature and spends about one-third of its day hunting for food (most hunting is performed at night). Foxes are excellent hunters and have even been known to bring down prey much larger than themselves. When prey is encountered, the fox leaps at it and dispatches it with a series of quick bites.

Skills: Foxes have a +4 racial bonus on Hide and Listen checks and a +2 racial bonus on Jump checks.

*Foxes have a +4 racial bonus on Survival checks when tracking by scent.

*Arctic foxes gain an additional +4 racial bonus on Hide checks when in snowy surroundings.



Frog, Poisonous

Diminutive Animal

Hit Dice:	1d8 (4 hp)
Initiative:	+1
Speed:	5 ft. (1 square)
Armor Class:	15 (+4 size, +1 Dex), touch 15, flat-footed 14
Base Attack/Grapple:	+0/-15
Attack:	Bite +2 melee (1d2-3 plus poison)
Full Attack:	Bite +2 melee (1d2-3 plus poison)
Space/Reach:	1 ft./0 ft.
Special Attacks:	Poison
Special Qualities:	Low-light vision
Saves:	Fort +2, Ref +3, Will +1
Abilities:	Str 4, Dex 12, Con 11, Int 2, Wis 12, Cha 4
Skills:	Hide +20, Jump +5, Listen +3, Spot +4
Feats:	Alertness
Environment:	Temperate or warm land, aquatic, or underground
Organization:	Pack (2-5), cluster (4-7), or swarm (3-18)
Challenge Rating:	1
Treasure:	None
Alignment:	Always neutral
Advancement:	2 HD (Tiny); 3 HD (Small)
Level Adjustment:	—

This small greenish-brown frog has black stripes on its hind legs.

Poisonous frogs resemble normal frogs and are almost impossible to distinguish them from such. Most build their lairs in or near wetlands or near a source of water. They are diurnal hunters and prey on small insects, rodents, and beetles (small, not monstrous or giant).

Combat

Poisonous frogs rarely attack unless hungry, and even then its only prey they are capable of bringing down (insects, rodents, and so on). Most hop away if confronted. If touched, they deliver a deadly poison through their skin onto their opponent's.

Poison (Ex): Poisonous frogs deliver a debilitating poison with a bite or if they are touched. The save DC is Constitution-based.

Poisonous Frog Venom: Contact or injury, Fort DC 10, initial and secondary 1d6 Str.

Skills: Due to their coloration, poisonous frogs have a +4 racial bonus on Hide checks. Poisonous frogs have a +4 racial bonus on Jump checks (and can use either their Strength modifier or Dexterity modifier on Jump checks).



Giant, Wood

Large Giant

Hit Dice:	7d8+21 (52 hp)
Initiative:	+3
Speed:	40 ft. (8 squares)
Armor Class:	18 (-1 size, +3 Dex, +4 natural, +2 leather), touch 12, flat-footed 15
Base Attack/Grapple:	+5/+15
Attack:	Greatsword +9 melee (2d8+7, 19-20/x2) or composite longbow (+5 Str bonus) +8 ranged (2d6+5, crit x3)
Full Attack:	Greatsword +9 melee (2d8+7, 19-20/x2) or composite longbow (+5 Str bonus) +8 ranged (2d6+5, crit x3)
Space/Reach:	10 ft./10 ft.
Special Attacks:	—
Special Qualities:	Change self, darkvision 60 ft., low-light vision, resistance to enchantment
Saves:	Fort +8, Ref +5, Will +4 (+6 against spells of the enchantment school)
Abilities:	Str 21, Dex 16, Con 17, Int 14, Wis 14, Cha 12
Skills:	Climb +13, Hide +11*, Jump +13, Listen +2, Move Silently +11*, Spot +10
Feats:	Point Blank Shot, Power Attack, Weapon Focus (longbow)
Environment:	Temperate and warm forests
Organization:	Solitary, gang (2-5), clan (6-9 plus 35% noncombatants), trading party (2-5 plus 2-4 wood elves), or hunting party (2-5 plus 2-4 wood elves and 1-4 dire wolves)
Challenge Rating:	5
Treasure:	Standard
Alignment:	Usually chaotic good
Advancement:	By character class
Level Adjustment:	+4

This giant resembles a wood elf of about 10 feet tall. It has brownish-green skin, a bald head, and bright green eyes.

Wood giants are peaceful, good-natured giants found in the forested areas of the world. The average wood giant stands 9 feet tall, weighs 900 pounds, and resembles a large wood



elf. Wood giants have large heads and prominent jaws; their elf-like ears sit high on their long, oval heads. Most wood giants (particularly males) are bald. Their skin is usually brownish-green. Wood giants dress in greens or browns and prefer neutral colors to the bright or dull colors of other races.

Wood giants speak Giant, Common, and one other language. Wood giants can live to be 400 years old.

Combat

Wood giants usually attack from ambush, hiding in dense undergrowth and firing at their prey with their bows before closing to melee with their greatswords.

Change Self (Su): Three times per day, a wood giant can alter its form so as to appear as any humanoid creature between 3 feet and 15 feet tall. This ability otherwise duplicates the *disguise self* spell (caster level 7th).

Resistance to Enchantment (Ex): Wood giants have a +2 racial bonus on Will saves against spells or effects of the enchantment school.

Skills: *Wood giants have a +4 racial bonus on Hide and Move Silently checks in forested areas.

*If a wood giant uses its change self ability to create a disguise, it gains a +10 circumstance bonus on its Disguise check.

Wood Giant Society

Wood giants are on friendly terms with most benign creatures of the forest, particularly wood elves. Though contact outside their immediate clan is rare, they do occasionally have dealings with nearby tribes of wood elves. Wood giant villages are large and open expanses of land with few if any buildings or shelters. Wood giants prefer to spend their time under the warmth of the day and the serenity of the night. They do

not associate with—and usually attack on sight—evil forest creatures.

Wood Giants as Characters

The favored class of the wood giant is ranger. Most wood giant chieftains are rangers. Wood giant clerics are called shamans and can choose two of the following domains: Animal, Earth, or Plant.

- +10 Strength, +6 Dexterity, +6 Constitution, +4 Intelligence, +4 Wisdom, +2 Charisma.
- Large size. –1 penalty to Armor Class, –1 penalty on attack rolls, –4 penalty on Hide checks, +4 bonus on grapple checks, lifting and carrying limits double those of Medium characters.
- Space/Reach: 10 feet/10 feet.
- A wood giant's base land speed is 40 feet.
- Darkvision out to 60 feet and low-light vision.
- Racial Hit Dice: A wood giant begins with seven levels of giant, which provide 7d8 Hit Dice, a base attack bonus of +5, and base saving throw bonuses of Fort +5, Ref +2, and Will +2.
- Racial Skills: A wood giant's giant levels give it skill points equal to 10 x (2 + Int modifier). Its class skills are Climb, Hide, Jump, Move Silently, and Spot. A wood giant has a +4 racial bonus on Hide and Move Silently checks in forested areas.
- Racial Feats: A wood giant's giant levels give it three feats.
- +4 natural armor bonus.
- Special Qualities (see above): Change self, resistance to enchantment.
- Automatic Languages: Giant. Bonus Languages: Common, Draconic, Elven, Goblin, Orc.
- Favored Class: Ranger.
- Level adjustment +4.

Gorilla Bear

Large Magical Beast

Hit Dice:	4d10+19 (41 hp)
Initiative:	+2
Speed:	30 ft. (6 squares)
Armor Class:	16 (-1 size, +2 Dex, +5 natural), touch 11, flat-footed 14
Base Attack/Grapple:	+4/+13
Attack:	Claw +8 melee (1d8+5)
Full Attack:	2 claws +8 melee (1d8+5) and bite +3 melee (1d6+2)
Space/Reach:	10 ft./5 ft.
Special Attacks:	Improved grab, squeeze
Special Qualities:	Darkvision 60 ft., low-light vision, scent
Saves:	Fort +8, Ref +6, Will +2
Abilities:	Str 20, Dex 15, Con 18, Int 2, Wis 12, Cha 7
Skills:	Climb +11, Listen +6, Spot +6, Swim +10
Feats:	Alertness, Toughness
Environment:	Warm forests
Organization:	Solitary, pair, or pack (3-6)
Challenge Rating:	4
Treasure:	None
Alignment:	Always neutral
Advancement:	5-9 HD (Large); 10-12 HD (Huge)
Level Adjustment:	—

This creature resembles a massive gorilla with shaggy dark fur and the forepaws of a powerful bear. Its head appears to be a cross between a gorilla and bear.

Gorilla bears are the result of a magical crossbreeding and merging of two distinct species: a gorilla and a black bear. A gorilla bear's fur is always dark and ranges in color from jet black to brownish-black. Its paws and feet end in elongated nails, brown in color. A typical gorilla bear stands 8 feet tall and weighs almost 1,700 pounds. Its eyes are always one of two colors: crimson or emerald green. No other eye color has ever been seen on a gorilla bear (though legends speak of an immensely powerful white-furred gorilla bear with eyes the color of amethysts).

Gorilla bears make their lairs in caves or caverns, often hidden among the twisted tangle of trees and shrubs of jungles. They are diurnal (daylight) hunters and feast on a diet

of meat, savoring the taste of goblins and elves. A typical lair contains a mated pair and 1d4 young.

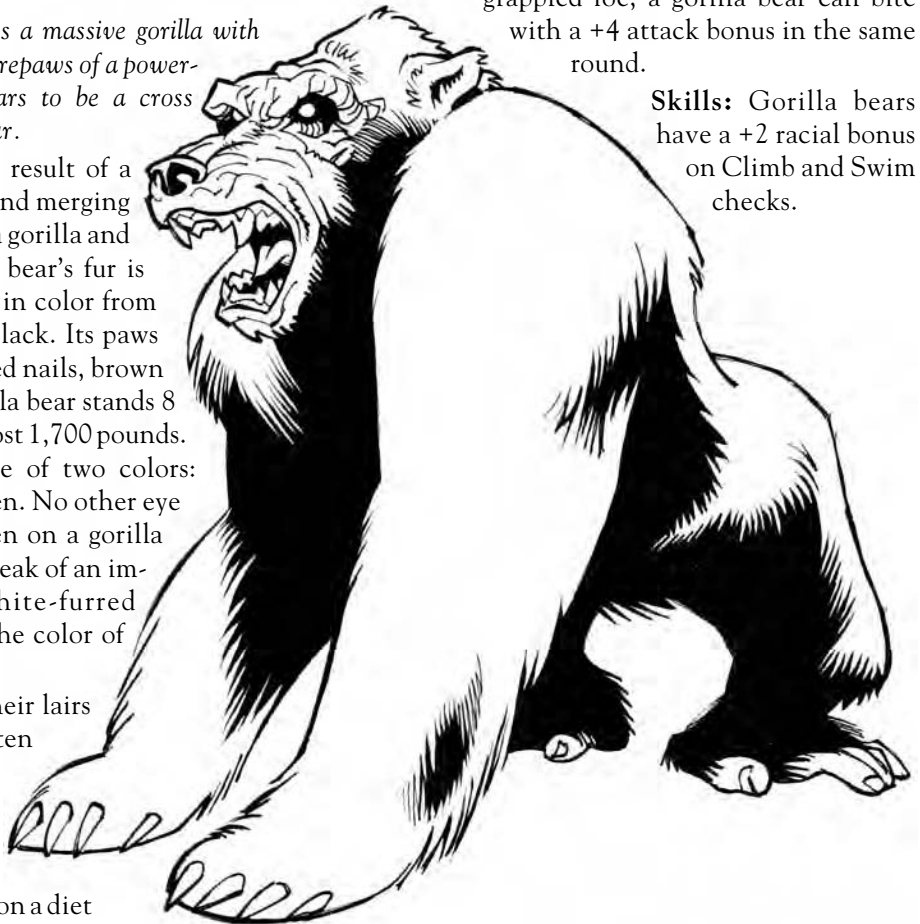
Combat

Gorilla bears are highly aggressive and attack their prey relentlessly. Gorilla bears never retreat and always fight until either they are all dead or their opponents are all dead. Opponents that attempt to flee are usually run down. Gorilla bears attack with their claws, cutting huge chunks of flesh from a foe when a claw attack hits. When presented with the opportunity, gorilla bears grab their opponent and squeeze them until dead, gnashing and biting at a grappled foe with their pointed teeth. Slain prey is dragged back to the lair and divided among the young and adults.

Improved Grab (Ex): To use this ability, a gorilla bear must hit with both claw attacks. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can squeeze.

Squeeze (Ex): A gorilla bear deals 1d8+5 points of damage with a successful grapple check against an opponent up to one size smaller. Against a grappled foe, a gorilla bear can bite with a +4 attack bonus in the same round.

Skills: Gorilla bears have a +2 racial bonus on Climb and Swim checks.



Grippli

Grippli, 1st-Level Warrior

Small Humanoid (Grippli)

Hit Dice:	1d8+1 (5 hp)
Initiative:	+1
Speed:	30 ft. (6 squares), climb 30 ft.
Armor Class:	13 (+1 size, +1 Dex, +1 natural), touch 12, flat-footed 12
Base Attack/Grapple:	+1/-3
Attack:	Short sword +2 melee (1d4) or dart +3 ranged (1d3) or net +3 ranged
Full Attack:	Short sword +2 melee (1d4) or dart +3 ranged (1d3) or net +3 ranged
Space/Reach:	5 ft./5 ft.
Special Attacks:	—
Special Qualities:	Darkvision 60 ft., marsh move
Saves:	Fort +3, Ref +1, Will +0
Abilities:	Str 11, Dex 13, Con 12, Int 12, Wis 11, Cha 6
Skills:	Climb +11, Hide +8*, Listen +5, Spot +5
Feats:	Alertness
Environment:	Warm forests and marshes
Organization:	Solitary, gang (2-5), pack (6-11), or village (20-30 plus 35% noncombatants plus 1 3rd-level cleric)
Challenge Rating:	1/2
Treasure:	Standard
Alignment:	Usually neutral
Advancement:	By character class
Level Adjustment:	+0

This creature looks like a bipedal tree frog, smaller than a halfling, and with humanoid arms and hands in place of its forelimbs. Its skin is grayish-green with dark green swirls and stripes.

Gripplis are short frog-like humanoids that dwell in swamps and marshes. They can move upright or on all fours. They spend most of their time scooting about their community doing many of the same tasks that humans employ in their own communities.

A grippli stands 2 to 2-1/2 feet tall and weighs from 40 to 50 pounds. Its eyes are yellow with vertical-slit pupils of black. Gripplis often wear brightly colored or decorated clothes. They are attracted to and love brightly colored items.

Gripplis speak their own language and some speak Common or Sylvan.

Combat

Gripplis are peaceful and nonaggressive, only attacking when threatened or frightened. They prefer to keep their opponents at distance and attack using their nets and darts. If engaged in

melee, gripplis employ short swords. Some gripplis coat their darts with poison before entering battle.

Marsh Move (Ex): Gripplis can move across marshlands, swamps, and mud without any penalty to their movement speed.

Skills: Gripplis have a +8 racial bonus on Climb checks and can always choose to take 10 on a Climb check, even if rushed or threatened.

*Gripplis have a +6 racial bonus on Hide checks in marshes or forested areas due to their coloration.

Grippli Society

A grippli village is human-like in organization. Each grippli family maintains its own dwelling place. The huts are small and constructed of wood and mud. Gripplis build them beneath the branches of large trees so as to shade themselves from the long, hot days. Each grippli village is led by a tribal leader (usually a female adept or cleric of at least 3rd level). Gripplis survive through trade with other peace-loving races such as elves and halflings or through hunting. Gripplis are fond of various fruits and insects (including the giant varieties) and collect and store them in village huts for the winter months when food becomes scarce. Gripplis reproduce by laying eggs. A typical clutch contains a single egg, as gripplis are slow to reproduce. For this reason, they defend their young with a ferocity unknown among many other races.



Gripli as Characters

A gripli's favored class is rogue. Gripli leaders are usually rogues or rogue/fighters. Gripli priests are usually adepts. Gripli clerics have access to two of the following domains: Animal, Plant, Protection, and Travel.

Gripli characters possess the following racial traits.

- -2 Strength, +2 Dexterity, +2 Intelligence, +2 Wisdom, -2 Charisma.
- Small size: +1 bonus to Armor Class, +1 bonus on attack rolls, +4 bonus on Hide checks, -4

penalty on grapple checks, lifting and carrying limits 3/4 those of Medium characters.

- A gripli's base land speed is 30 feet. A gripli's base climb speed is 30 feet.
- Darkvision out to 60 feet.
- +6 racial bonus on Hide checks in marshes or forested areas due to their coloration.
- Special Qualities (see above): Marsh move.
- Automatic Languages: Gripli. Bonus Languages: Common, Sylvan, Elven, Goblin, Orc.
- Favored Class: Rogue.
- Level Adjustment +0.

Jupiter Bloodsucker

Medium Plant

Hit Dice:	3d8+9 (21 hp)
Initiative:	-3
Speed:	5 ft. (1 square)
Armor Class:	15 (-3 Dex, +8 natural), touch 7, flat-footed 15
Base Attack/Grapple:	+2/+3
Attack:	Vine-leaf +3 melee (1d6+1 plus blood drain)
Full Attack:	6 vine-leaves +3 melee (1d6+1 plus blood drain)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Blood drain, improved grab, smother
Special Qualities:	Blindsight 60 ft., bloodsense 60 ft., plant traits, vulnerability to fire
Saves:	Fort +6, Ref -2, Will +1
Abilities:	Str 12, Dex 5, Con 16, Int —, Wis 10, Cha 10
Skills:	—
Feats:	—
Environment:	Temperate forests
Organization:	Solitary, patch (2-5), or bed (6-10)
Challenge Rating:	3
Treasure:	None
Alignment:	Always neutral
Advancement:	4-6 HD (Medium); 7-9 HD (Large)
Level Adjustment:	—

This plant is a man-sized tangle of leaves and roots. Four large dark green and serrated leaves top the brown, red-veined roots.

The jupiter bloodsucker, or vampire plant, is a small, seemingly ordinary plant. A creature looking closely at the roots may notice that the stems are transparent and that blood seems to course through them (DC 15 Spot check to notice). On the bottom of each leaf are many small, sharp thorns. These are used to attach to a victim and drain its blood.

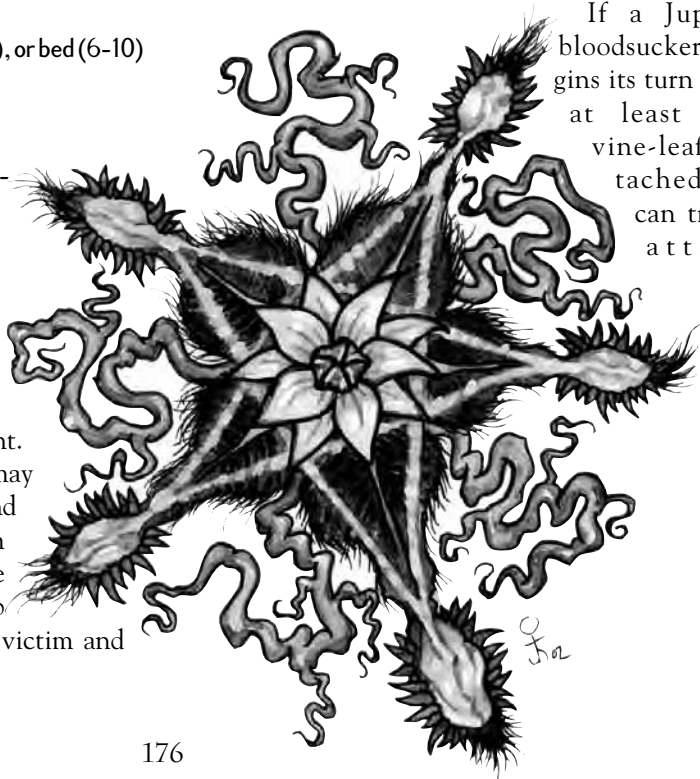
Combat

The jupiter bloodsucker attacks with its leaves in combat, attempting to grapple and pin a foe. A grabbed opponent is drained of blood by the thorny leaves. At the same time, one leaf covers the victim's face, attempting to smother it.

Blood Drain (Ex): A jupiter bloodsucker deals 1 point of Constitution damage per round per vine-leaf attached to a foe. If reduced to Constitution 0, the victim has been completely drained of blood and dies. Constitution points lost to a jupiter bloodsucker heal at the rate of 1 per hour.

Improved Grab (Ex): To use this ability, a jupiter bloodsucker must with a vine-leaf attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and drains blood.

If a Jupiter bloodsucker begins its turn with at least one vine-leaf attached, it can try to attach



any remaining vine-leaves with a single grapple check. The opponent can escape with a single successful grapple check or an Escape Artist check, but the Jupiter bloodsucker gets a +2 circumstance bonus for every vine-leaf that was attached to that foe at the beginning of the opponent's turn.

Smother (Ex): By making a successful grapple check (with a +2 bonus for every vine-leaf attached to a foe at the beginning of its turn), a Jupiter bloodsucker can cover a grappled opponent's

nose and mouth. An opponent caught in this way must hold its breath or begin suffocating (see suffocation in the *DMG*). A vine-leaf attached in this way does not drain blood.

Blindsight (Ex): A Jupiter bloodsucker can ascertain all foes within 60 feet through scent, sound, and vibration.

Bloodsense (Ex): A Jupiter bloodsucker can detect any living creature that has blood in its body to a range of 60 feet by scent.

Kech

Medium Monstrous Humanoid

Hit Dice: 5d8+5 (27 hp)

Initiative: +2

Speed: 40 ft. (8 squares), climb 20 ft.

Armor Class: 16 (+2 Dex, +4 natural), touch 12, flat-footed 14

Base Attack/Grapple: +5/+6

Attack: Claw +6 melee (1d4+1)

Full Attack: 2 claws +6 melee (1d4+1) and bite +1 melee (1d6)

Space/Reach: 5 ft./5 ft.

Special Attacks: Rend 2d4+1

Special Qualities: Darkvision 60 ft., low-light vision, pass without trace

Saves: Fort +2, Ref +6, Will +5

Abilities: Str 13, Dex 15, Con 12, Int 10, Wis 13, Cha 11

Skills: Climb +11, Hide +4*, Listen +5, Move Silently +14, Spot +5

Feats: Dodge, Mobility

Environment: Temperate forests

Organization: Pack (2-5) or band (2-8 plus 50% noncombatants)

Challenge Rating: 3

Treasure: Standard

Alignment: Usually neutral evil

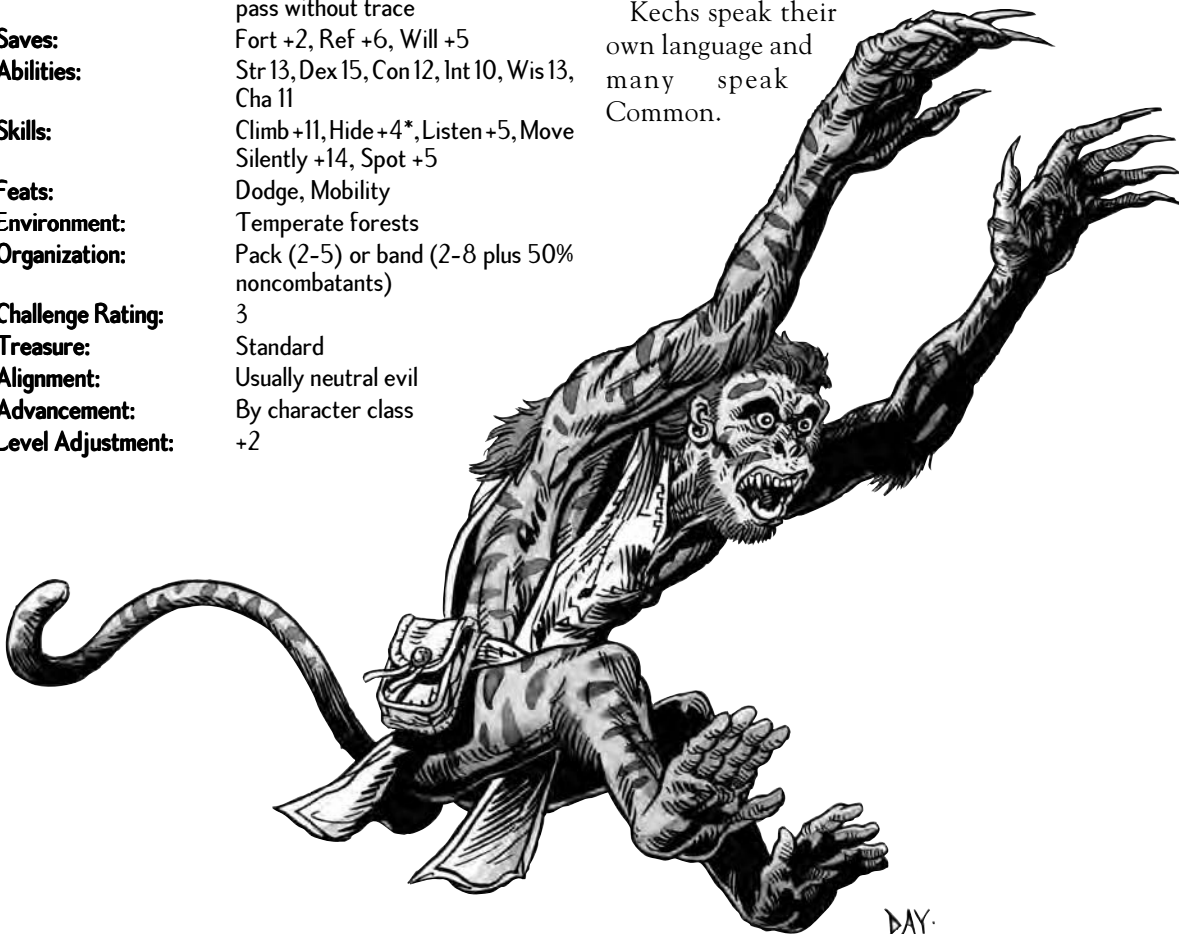
Advancement: By character class

Level Adjustment: +2

This creature is a monkey-like man-sized humanoid with sapphire blue eyes and greenish-brown leaves covering its body.

Kechs are monkey-like humanoids standing about 6 feet tall and weighing about 150 pounds. They make their homes in trees and prefer to move through the trees rather than on the ground. They have an almost human organization and society among the various tribes and clans. Family units dwell in a single lair (usually a hollowed tree or small hut built among the branches of a leafy tree). The kech has leathery skin that on first glance resembles a covering of leaves and foliage.

Kechs speak their own language and many speak Common.



Combat

Kechs attack from ambush, preferring to ensnare their prey in pits, traps, or the like. If faced with a weak adversary, they attack with a frontal assault, seeking to kill as quickly as possible. Slain prey is dragged into the kech's lair and devoured at the creatures' leisure.

Rend (Ex): If a kech hits with both claw attacks, it latches onto the opponent's body and tears the flesh. This attack automatically deals an extra 2d4+1 points of damage.

Pass without Trace (Ex): The kech can move across any ground—ice, snow, mud—without leaving any footprints. Tracking the kech by nonmagical means is impossible.

Skills: Kechs have a +4 racial bonus on Move Silently checks and a +2 racial bonus on Listen and Spot checks. *Due to their coloration and leaf-like skin, kechs have a +10 racial bonus on Hide checks when in a forested area.

A kech has a +8 racial bonus on Climb checks and can always take 10 on a Climb check, even if rushed or threatened.

Kechs as Characters

Kech characters possess the following racial traits:

- +2 Strength, +4 Dexterity, +2 Constitution, +2 Wisdom.
- Medium size.

- Base land speed 40 feet; climb speed of 20 feet.
- Darkvision out to 60 feet and low-light vision.
- Racial Hit Dice: A kech begins with five levels of monstrous humanoid, which provide 5d8 HD, a base attack bonus of +5, and base saves of Fort +1, Ref +4, and Will +4.
- Racial Skills: A kech's monstrous humanoid levels give it skill points equal to 8 x (2 + Int modifier, minimum 1). Its class skills are Climb, Hide, Listen, Move Silently, and Spot. Kechs have a +4 racial bonus on Move Silently checks and a +2 racial bonus to Listen and Spot checks. Due to their coloration and leaf-like skin, kechs have a +10 racial bonus on Hide checks when in a forested area.
- Racial Feats: A kech's monstrous humanoid levels give it two feats.
- Weapon Proficiency: A kech is automatically proficient with simple weapons.
- +4 natural AC bonus.
- Natural Weapons: 2 claws (1d4) and bite (1d6).
- Special Attacks (see above): Rend 2d4+1.
- Special Qualities (see above): Pass without trace.
- Automatic Languages: Kech. Bonus Languages: Common, Sylvan, Elven, Goblin.
- Favored Class: Rogue.
- Level Adjustment +2.

Korred

Small Fey

Hit Dice: 6d6+6 (27 hp)

Initiative: +2

Speed: 30 ft. (6 squares)

Armor Class: 15 (+1 size, +2 Dex, +2 natural)

Base Attack/Grapple: +3/+3

Attack: Slam +8 melee (1d2+4) or shears +8 melee (1d4+4) or club +8 melee (1d4+4) or rock +6 ranged (2d6+4)

Full Attack: Slam +8 melee (1d2+4) or shears +8 melee (1d4+4) or club +8 melee (1d4+4) or rock +6 ranged (2d6+4)

Space/Reach: 5 ft./5 ft.

Special Attacks: Animate hair, laugh, rock throwing, spell-like abilities

Special Qualities: Damage reduction 10/cold iron, low-light vision, SR 16

Saves: Fort +3, Ref +7, Will +7

Abilities: Str 19, Dex 15, Con 12, Int 12, Wis 14, Cha 13

Skills: Bluff +10, Hide +15, Listen +13, Move Silently +11, Perform (dance) +10, Search +10, Spot +13

Feats: Alertness, Dodge, Mobility

Environment: Temperate forests

Organization: Solitary or gang (2-4)

Challenge Rating: 4

Treasure: Standard

Alignment: Always chaotic neutral

Advancement: 7-9 HD (Small) or by character class

Level Adjustment: +5

This creature has the upper torso of a small humanoid and the lower torso of a goat, thus giving it a satyr-like appearance. It has a long, flowing beard, and like its hair, is tangled and matted into frightful knots. It wears a simple leather covering on which hangs a large leather pouch. Its hair is dark and its wild, brown eyes have an almost feral-like gleam in them.

Armed with a club that seems too large for it to wield, a korred is a satyr-like creature that dwells deep in the forest. Korreds keep their belongings in a large pouch; the contents of such a pouch vary with the tastes of the individual, but all korreds carry shears with which to cut their matted hair when it becomes too long.

Korreds speak Sylvan, Common, and their own language.

Combat

A korred opens combat using its laugh to stun its opponents. It follows this with its animated hair attack. Entangled foes are pelted with rocks or attacked with shears. Korreds are automatically proficient with their shears.

Laugh (Su): Three times per day, a korred can unleash a laugh that stuns all creatures within 60 feet that hear it for 1d2 rounds. A DC 14 Will save negates the effects. A bard's countersong ability allows a stunned creature a new Will save to break free. Whether the save is successful or not, a creature is immune to the laugh of the same korred for one day. The save DC is Constitution-based.

Animate Hair (Su): A korred can weave its hair (contained in its pouch) into animated ropes that can entangle foes. The time it takes to weave enough hair to entangle one foe is dependent on the size of the creature as follows:

Size	Time
Up to Tiny	1 round
Small or Medium	2 rounds
Large	3 rounds

A korred cannot entangle an opponent of greater than Large size. This ability otherwise is similar to the *animate rope* spell (caster level 15th).

Rock Throwing (Ex): A korred can hurl rocks weighing 40 to 50 pounds each (Small objects) up to five range increments. A korred has a range increment of 20 feet.

New Weapon

Korred Shears: Light Exotic Melee weapon, cost cannot be bought, damage 1d4 (S)/1d6 (M), critical x3, weight 1 lb., slashing.

Spell-Like Abilities: At will—*animate objects* (rock only), *shatter* (rock only, DC 13), *stone door* (functions as *tree stride*, but maximum distance moved is 30 feet), *stone shape*, *stone tell*, *transmute rock to mud* (DC 16). Caster level 8th. The save DCs are Charisma-based.



Memory Moss

Hazard(CR 5)

Memory moss appears as a 1-foot square patch of black moss. It grows in temperate or warm climates and is sometimes encountered in subterranean realms (though not often). Memory moss cannot abide the cold or the arid clime of the desert and is never encountered in such environments.

When a living creature moves within 60 feet of a patch of memory moss, it attacks by attempting to steal that creature's memories. It can target a single creature each round. A targeted creature must succeed on a DC 16 Will save or lose all memories from the last 24 hours. This is particularly nasty to spellcasters, who lose all spells prepared within the last 24 hours. (Only those spells actually prepared in the last 24 hours are lost; spells prepared longer than 24 hours ago are not lost.)

Once a memory moss steals a creature's memories, it sinks back down and does not attack again for one day. Any creature who loses its memories to the memory moss acts as if affected by a *confusion* spell (caster level 8th) for the next 1d4 hours. Lost memories can be regained by eating the memory moss that absorbed them. Doing so requires a DC 13 Fortitude save, with failure resulting in the

creature being nauseated for 1d6 minutes and suffering 1d4 points of Constitution damage.

A creature that eats the memory moss temporarily gains the memories currently stored therein (even if they are not the creature's own memories). Such creatures can even cast spells if the memory moss has stolen these from a spellcasting creature. Any non-spellcaster that attempts to cast a spell gained in this way must succeed on a Concentration check (DC 10 + spell level) or the spell fizzles away. After 24 hours, the memories fade (including any spells not yet cast). Creatures eating the memory moss to regain their own lost memories do not lose them after 24 hours. Fire and cold kills a single patch of memory moss.

When first encountered, there is a 25% chance that the memory moss has eaten within the last day and does not attack by stealing memories. In such a case, the moss contains 2d4 spells determined randomly (use the arcane or divine spell scroll tables in the *DMG*). When a living creature moves within 60 feet of a sated memory moss, it assumes a vaguely humanoid form and casts the stolen spells at its targets. The moss casts these spells as a sorcerer of the minimum level necessary to cast the stolen spell (save DC 10 + spell level).



Moose

Large Animal

Hit Dice:	5d8+15 (37 hp)
Initiative:	+1
Speed:	30 ft. (6 squares)
Armor Class:	14 (-1size, +1Dex, +4 natural), touch 10, flat-footed 13
Base Attack/Grapple:	+3/+11
Attack:	Butt +6 melee (1d8+4) or hoof +6 melee (1d6+4)
Full Attack:	Butt +6 melee (1d8+4) or 2 hooves +6 melee (1d6+4)
Space/Reach:	10 ft./5 ft.
Special Attack:	—
Special Qualities:	Low-light vision, scent
Saves:	Fort +7, Ref +5, Will +1
Abilities:	Str 18, Dex 12, Con 16, Int 2, Wis 11, Cha 6
Skills:	Hide +1*, Listen +3, Move Silently +4, Swim +10
Feats:	Alertness, Endurance
Environment:	Cold and temperate forest, plains, and hills
Organization:	Solitary
Challenge Rating:	3
Treasure:	None
Alignment:	Always neutral
Advancement:	6-7 HD (Large)
Level Adjustment:	—

Moose are the largest members of the elk family, ranging in size from 4 1/2 feet to over 8 feet tall at the shoulder and weighing from 440 to over 1,000 pounds. Males have broad, flat antlers that can reach a length of 5 feet or more. These antlers are shed each year after mating season. The moose's fur ranges from brown to black, changing to a dull gray in the winter months. They are excellent swimmers, often swimming into deep water to feed on aquatic plants.

Combat

Generally non-aggressive if left alone, moose can become quite aggressive if approached. They have poor eyesight, but excellent hearing, and tend to flee rather than fight as soon as would-be attackers are detected. If forced into combat, a moose attacks with its antlers or hooves.

Skills: Moose have a +2 racial bonus on Hide and Move Silently checks and a +4 racial bonus on Swim checks. *In forested areas, the Hide bonus increases to +4.



Quickling

Small Fey	
Hit Dice:	2d6 (7 hp)
Initiative:	+7
Speed:	120 ft. (24 squares)
Armor Class:	19 (+1 size, +7 Dex, +1 natural), touch 18, flat-footed 12
Base Attack/Grapple:	+1/-4
Attack:	Dagger +9 melee (1d3-1, 19-20/x2)
Full Attack:	Dagger +9 melee (1d3-1, 19-20/x2)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Poison, spell-like abilities
Special Qualities:	Blur, damage reduction 5/cold iron, evasion, natural invisibility, low-light vision, uncanny dodge
Saves:	Fort +0, Ref +10, Will +5
Abilities:	Str 8, Dex 24, Con 11, Int 15, Wis 15, Cha 14
Skills:	Bluff +7, Concentration +4, Craft (any one) +6, Escape Artist +12, Hide +15*, Listen +8, Move Silently +11, Search +7, Spot +8, Survival +5
Feats:	Dodge, Mobility ^B , Spring Attack ^B , Weapon Finesse ^B
Environment:	Temperate forests
Organization:	Gang (2-4) or band (4-11, plus one 4 HD leader)
Challenge Rating:	3
Treasure:	No coins; 50% goods; 50% items
Alignment:	Usually chaotic evil
Advancement:	3-4 HD (Small)
Level Adjustment:	+4

This creature looks like a small elf with large, pointed ears rising to points above its head. Its skin has a bluish tint and its hair is light. It is dressed in brightly colored clothing and wields a small, wicked-looking dagger.

Believed to be the offspring of an elf and a brownie (see that entry), the quickling is an evil faerie creature that hates all other races (especially the other fey races). How they came to be evil and malign is still a mystery, but legend speaks of the first quicklings as being great sorcerers. Elven scholars believe these quickling sorcerers unleashed some spark of the arcane that was never meant for mortal creatures.

Quicklings resemble small elves with large ears that rise to points above their heads. Their skin is pale blue to blue-white and hair is either silver or white. They prefer clothes of bright and boisterous colors; reds, yellows, silvers, blacks, and blues are among their favorites. Quicklings never wear armor.

Quicklings speak Common and Sylvan. Both are spoken so quickly that even those able to speak one of the languages may still find it difficult to converse with a quickling.

Because of their rapid metabolism, quicklings reach adulthood by the age of 2, middle age at 5, old age at 12, and venerable at age 15.

Combat

No creature can match the natural speed and agility of a quickling. It knows this, and uses its great speed to its advantage in combat. A quickling often rushes an opponent, stabs it with its dagger, and then retreats out of melee range before an opponent can react.

Poison (Ex): Quicklings (usually only leaders of 3 or 4 HD) often employ daggers lined with poison extracted from kava plants. This poison induces sleep in its victims.

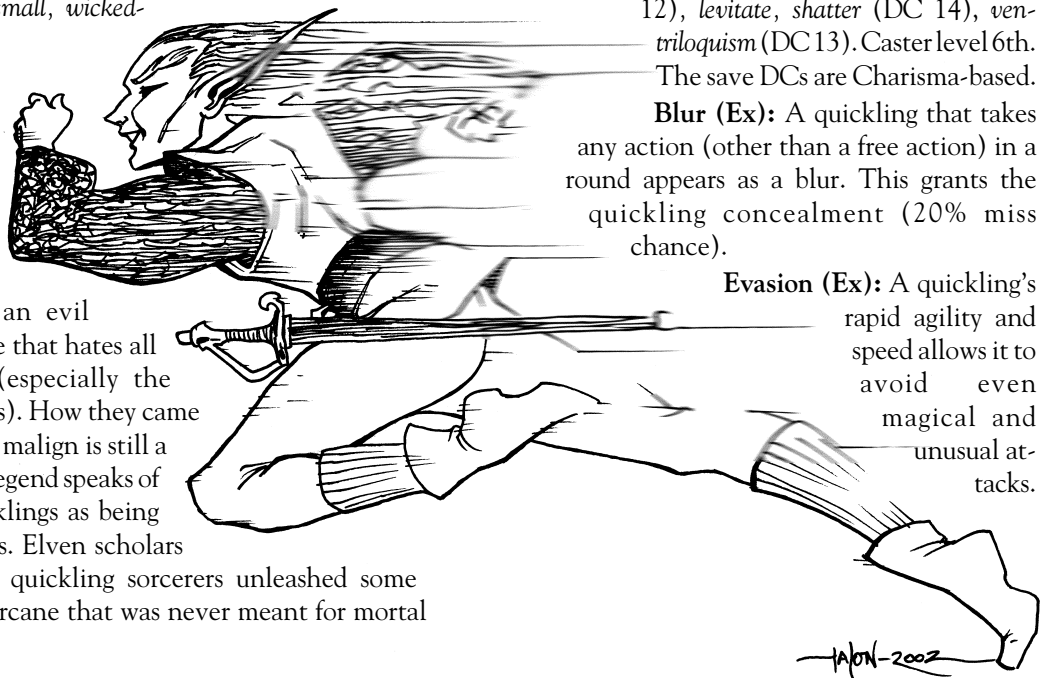
Kava Leaf Poison: Ingestion or injury, Fortitude DC 15; initial damage is sleep for 1 hour (as the spell of the same name); no secondary damage.

When a quickling coats a weapon with this poison, the poison lasts for 1 minute or until it is touched or scores a successful hit. The quickling may coat a single weapon with poison as a standard action.

Spell-Like Abilities: 1/day—*dancing lights*, *flare* (DC 12), *levitate*, *shatter* (DC 14), *ventriloquism* (DC 13). Caster level 6th. The save DCs are Charisma-based.

Blur (Ex): A quickling that takes any action (other than a free action) in a round appears as a blur. This grants the quickling concealment (20% miss chance).

Evasion (Ex): A quickling's rapid agility and speed allows it to avoid even magical and unusual attacks.



If it makes a successful Reflex saving throw against an attack that normally deals half damage on a successful save (such as a red dragon's fiery breath or a *fireball*), it instead takes no damage. This ability only functions if the quickling is wearing light or no armor. A helpless quickling does not gain the benefits of evasion.

Natural Invisibility (Ex): A quickling is effectively invisible (as the spell) when standing motionless. It loses this invisibility and remains visible (though

blurred, see above) in any round in which it takes any action other than a free action.

Uncanny Dodge (Ex): A quickling retains its Dexterity bonus to AC even if it is caught flat-footed or struck by an invisible attacker. This ability stacks with any other uncanny dodge the quickling may have (such as that gained from the rogue class).

Skills: Quicklings have a +2 racial bonus on Listen, Search, and Spot checks. *They gain a +8 racial bonus on Hide checks in their natural environment.

Quickwood

Huge Plant

Hit Dice: 7d8+35 (66 hp)

Initiative: +3

Speed: 10 ft. (2 squares)

Armor Class: 17 (-2 size, -1 Dex, +10 natural), touch 7, flat-footed 17

Base Attack/Grapple: +5/+22

Attack: Root +13 melee (grapple) or bite +7 melee (2d6+13)

Full Attack: 7 roots +13 melee (grapple) and bite +7 melee (2d6+13)

Space/Reach: 15 ft./15 ft. (60 ft. with root)

Special Attacks: Fear aura, grasping roots

Special Qualities: Darkvision 120 ft., immunity to electricity, immunity to fire (see below), plant traits, remote sensing, tremorsense 60 ft.

Saves: Fort +10, Ref +1, Will +4

Abilities: Str 29, Dex 8, Con 21, Int 12, Wis 15, Cha 12

Skills: Hide -2*, Listen +11, Move Silently +3, Search +6, Spot +11

Feats: Alertness, Improved Initiative, Weapon Focus (root)

Environment: Temperate forests

Organization: Solitary

Challenge Rating: 8

Treasure: Standard

Alignment: Always neutral

Advancement: 8-15 HD (Huge); 16-21 HD (Gargantuan)

Level Adjustment: —

This creature resembles an oak tree with a human-like visage in its trunk. Its bark is darkened and withered with age. A great maw filled with jagged teeth opens in its trunk.

Quickwoods appear as nothing more than common oak trees and are indistinguishable from them at distances greater than 30 feet. Closer inspec-

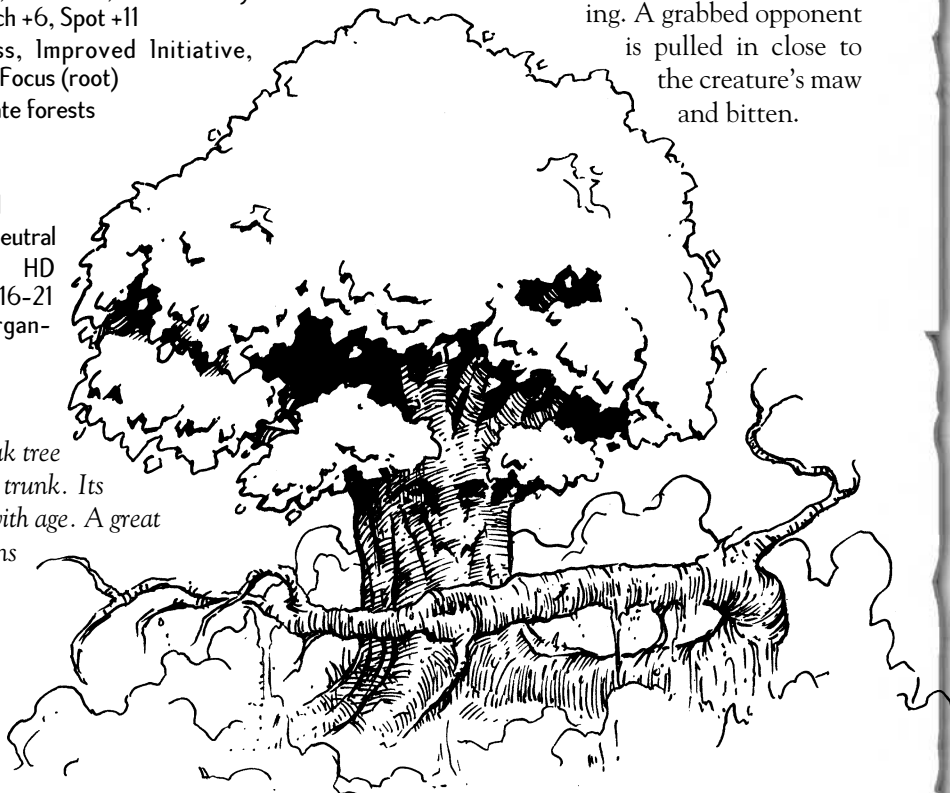
tion (at a distance of 10 feet or less) reveals a human-like visage embedded in the trunk. They are carnivores and prefer the taste of human or elven flesh above all others.

A quickwood's body is brown and textured like bark, and many strong, rigid branches protrude from its trunk. Each branch has many smaller branches that sport leaves of a deep, rich green color. Quickwoods usually root themselves to a particular location and rarely move. When they do move, they pull themselves slowly along with their roots.

A typical quickwood stands 16 feet tall. They speak Common and Sylvan.

Combat

Quickwoods use their remote sensing ability to keep tabs on their surroundings. If trespassers are detected, the creature simply waits until one or more come within range of its roots before lashing out and striking. A grabbed opponent is pulled in close to the creature's maw and bitten.



A typical quickwood (7 HD) has 7 roots it uses to grab foes. For every 2 HD above 7, a quickwood has one additional root it can use in combat (thus, a 9 HD quickwood has 8 roots and a 15 HD quickwood has 11 roots).

Fear Aura (Su): If a quickwood is targeted by a spell (excluding area spells) and it makes its save against the spell's effects, it takes no damage and absorbs some of the spell's energy and releases it as a fear effect (as a free action) in a 10-foot radius per level of the spell. Affected creatures must succeed on a DC 18 Will save or be affected as by a *fear* spell (caster level = quickwood's HD). The save DC is Charisma-based and includes a +4 racial bonus.

Grasping Roots (Ex): If a quickwood hits with a root attack, it can attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and drags the foe 30 feet closer each subsequent round (provoking no attack of opportunity). A quickwood can draw in a creature within 15 feet of itself and bite with a +4 attack bonus in the same round. A root has hardness 2 and 10 hit points and can be attacked by making a successful sunder attempt. However, attacking a quickwood's root does not provoke an attack of opportunity. If the root is currently grappling a target, the quickwood takes a -4 penalty on its opposed

attack roll to resist the sunder attempt. Severing a root deals no damage to a quickwood.

Immunity to Fire (Ex): A quickwood can perspire as a free action; this grants it immunity to fire for one hour. Afterwards, it must wait one minute before using this ability again.

Remote Sensing (Su): As a standard action, a quickwood can use a normal oak tree within 360 feet as a magical sensor to view its surroundings. This ability is similar to a *clairaudience/clairvoyance* spell and allows a quickwood to see (including with darkvision) and hear through a sensor. A quickwood does not need line of sight to establish a sensor. A quickwood can establish a new magical sensor in another tree within range as a free action, though it can never have more sensors at one time than its Hit Dice. A quickwood with multiple sensors can switch between them as a free action.

An oak tree utilized as a magical sensor takes on a human-like visage (similar to a quickwood). A successful DC 20 Spot check allows a character to notice the tree's visage.

Tremorsense (Ex): Quickwoods can sense the location of anything within 60 feet that is in contact with the ground.

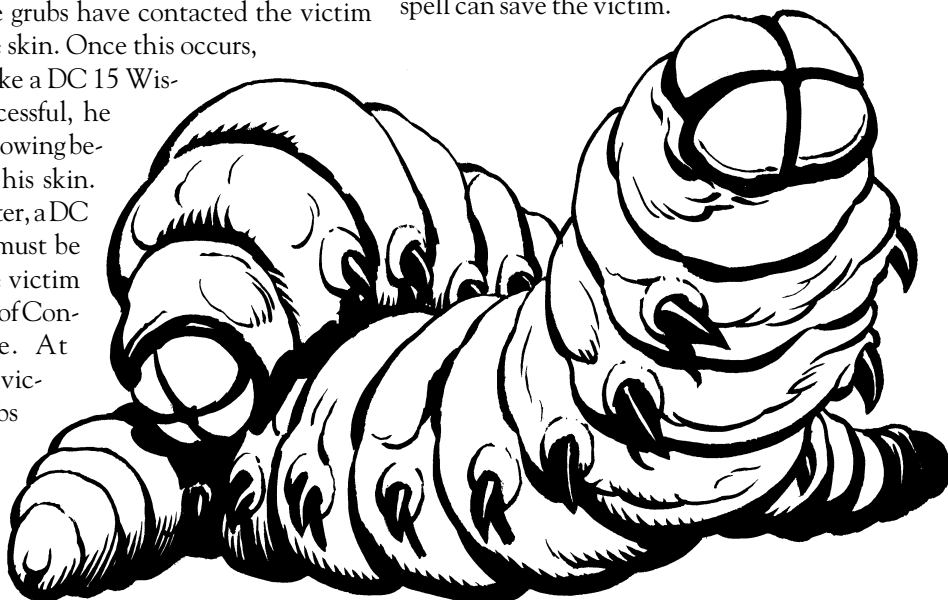
Skills: *Quickwoods have a +16 racial bonus on Hide checks made in forested areas.

Rot Grub

Hazard (CR 4)

These diminutive vermin crawl off carrion and infest living hosts. They cause a fatal illness unless cured or killed. When first encountered, a DC 15 Spot check can be made to avoid them entirely. If this check is failed, the grubs have contacted the victim and penetrated the skin. Once this occurs, the victim may make a DC 15 Wisdom check. If successful, he notices strange burrowing below the surface of his skin. Each round thereafter, a DC 17 Fortitude save must be made. If failed, the victim sustains 2d6 points of Constitution damage. At Constitution 0, the victim dies. The grubs then look for a new host. During the first two rounds, the grubs can be killed by apply-

ing flame to or by cutting open the affected skin. The flame or cutting does 2d6 points of damage to the victim. If a DC 15 Heal check is successful, cutting damage can be reduced to 1d6. After the second round, only a *remove disease* spell can save the victim.



Russet Mold

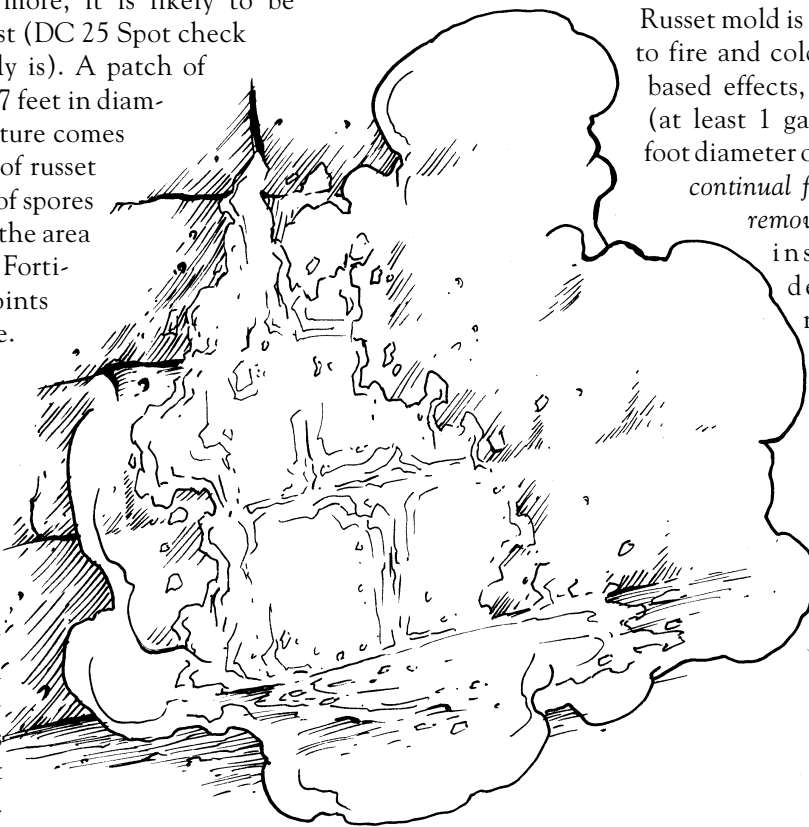
Hazard (CR 6)

Russet mold is found in dark, wet areas. At a distance of 30 feet or more, it is likely to be mistaken for ordinary rust (DC 25 Spot check to see it for what it truly is). A patch of russet mold is about 5 to 7 feet in diameter. When a living creature comes within 5 feet of a patch of russet mold, it releases a cloud of spores in a 5-foot radius. All in the area must succeed on a DC 15 Fortitude save or take 2d6 points of Constitution damage. Another DC 15 Fortitude save is required 1 minute later—even by those who succeeded at the first save—to avoid taking another 2d6 points of Constitution damage.

A creature killed by russet mold rises as a vegepygmy (see that entry) in 24 hours, unless *antiplant shell* is cast within one hour.

Antiplant shell does not actually prevent the creature from becoming a vegepygmy, but it does delay the process for the spell's duration. After that, only a *wish* or *miracle* can prevent the creature from rising as a vegepygmy.

Russet mold is immune to fire and cold. Acid-based effects, alcohol (at least 1 gallon per foot diameter of mold), *continual flame*, or *remove disease* instantly destroys russet mold.



Scythe Tree

Huge Plant

Hit Dice: 6d8+24 (51 hp)

Initiative: -1

Speed: 20 ft. (4 squares)

Armor Class: 20 (-2 size, -1 Dex, +13 natural), touch 7, flat-footed 20

Base Attack/Grapple: +4/+20

Attack: Scythe-branch +10 melee (2d4+8, 19-20/x2)

Full Attack: 4 scythe-branches +10 melee (2d4+8, 19-20/x2)

Space/Reach: 15 ft./15 ft.

Special Attacks: Improved critical

Special Qualities: Blindsight 30 ft., damage reduction 10/slashing, low-light vision, plant traits, vulnerability to fire

Saves: Fort +9, Ref +1, Will +5

Abilities: Str 27, Dex 8, Con 19, Int 12, Wis 12, Cha 12

Skills: Hide +0*, Listen +12, Spot +12

Feats: Alertness, Iron Will, Power Attack

Environment: Temperate forests

Organization: Solitary or grove (4-7)

Challenge Rating: 6

Treasure:

Alignment:

Advancement:

Level Adjustment:

Standard

Always chaotic evil

7-12 HD (Huge); 13-18 HD (Gargantuan)

—

This many-branched and twisted tree has few leaves on it. In the center of its trunk is a long, deep scar. Its roots are twisted and dark, blackened as if by fire.

Scythe trees are malevolent plant creatures found in heavily forested areas where they naturally blend in with normal trees. Scythe trees are carnivorous by nature and draw very little sustenance from sun, air, or water, preferring a diet of dryad or elf flesh.

A scythe tree, on average, is 20 feet tall, but may reach or exceed heights of 30 feet. It weighs about 3,500 pounds and has a trunk diameter of 3 feet. Its bark is dark brown, shading darker as it nears the roots. What few leaves a scythe tree has are reddish-brown (and do not change color or fall out as the seasons change).

The branches of a scythe tree resemble wicked-curving scythes (this is where the tree gets its name). The scar that appears on the trunk is the tree's mouth (it appears as a scar when closed). Scythe trees hate treants and dryads and attack both on sight (though a scythe tree usually only confronts a treant when it outnumbered it).

A scythe tree speaks its own language and Treant. Some can also speak Common or Sylvan.

Combat

A scythe tree stands motionless, appearing to be a tree of normal sort, until prey comes within range. It then slashes with its scythe-like limbs attempting to cut its foe to pieces.

Improved Critical (Ex): A scythe tree threatens a critical with a scythe-branch on a roll of 19–20.

Blindsight (Ex): Scythe trees have no visual organs but can ascertain all foes within 30 feet using sound, scent, and vibration.

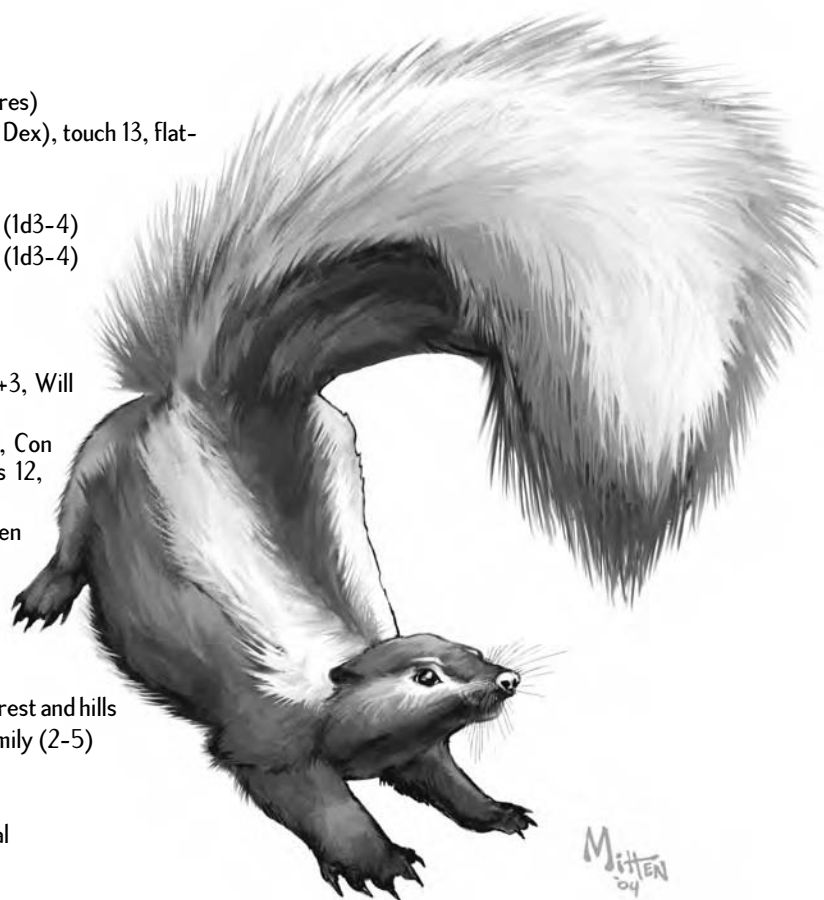
Skills: *Scythe trees have a +12 racial bonus on Hide checks made in forested areas.



Skunk

Tiny Animal

Hit Dice:	1/2d8 (2 hp)
Initiative:	+1
Speed:	30 ft. (6 squares)
Armor Class:	13 (+2 size, +1 Dex), touch 13, flat-footed 12
Base Attack/Grapple:	+0/-12
Attack:	Bite +3 melee (1d3-4)
Full Attack:	Bite +3 melee (1d3-4)
Space/Reach:	2-1/2 ft./0 ft.
Special Attacks:	Musk
Special Qualities:	Scent
Saves:	Fort +2, Ref +3, Will +1
Abilities:	Str 2, Dex 13, Con 10, Int 2, Wis 12, Cha 2
Skills:	Hide +10, Listen +2, Move Silently +2, Spot +2
Feats:	Weapon Finesse
Environment:	Temperate forest and hills
Organization:	Solitary or family (2-5)
Challenge Rating:	1/6
Treasure:	None
Alignment:	Always neutral
Advancement:	—
Level Adjustment:	—



The stats here describe the common non-aggressive skunk.

Combat

Skunks squirt their musk at potential predators in hopes of forcing the predator to flee. If this fails, the skunk looks for the quickest route possible for itself to escape. If cornered, a skunk bites its opponents.

Musk (Ex): Once per round, and no more than 5 times per day, a skunk can release a cloud of stinking musk that quickly fills a 5-foot area in front of it. A creature within or entering the area must succeed on a DC 10 Fortitude save or be sickened for 1d4 rounds. One round later a second Fortitude save must be made (whether the first one succeeded or not) or the affected creature is blinded for 1d4 rounds. The save DCs are Constitution-based.

A *delay poison* or *neutralize poison* spell removes the effect from the sickened creature, but does not remove

the blindness. Creatures with immunity to poison are unaffected by the sickened effect but can still be blinded if they fail their save, and creatures resistant to poison receive their normal bonus on both saving throws.

The stench is highly potent, and short of magical means of cleaning, all cloth and such material continue to reek for 1d6 months. The odor is so strong that it doubles all chances for wandering monster encounters and imposes a -12 circumstance penalty on Hide checks attempted while wearing clothing contaminated with a skunk's musk. Flesh, leather goods, metal goods (weapons, armor, and the like) must be washed in a concentrated mixture of vinegar for a period of 1d3 days. Otherwise, the stench clings to them for at least 1 week, imposing the same modifiers to wandering monster encounters and Hide checks.

Slug, Giant

Huge Vermin

Hit Dice: 12d8+48 (102 hp)

Initiative: +0

Speed: 20 ft. (4 squares), burrow 10 ft.

Armor Class: 16 (-2 size, +8 natural), touch 8, flat-footed 16

Base Attack/Grapple: +9/+25

Attack: Bite+15 melee (2d6+8 plus 1d8 acid) or acid spit +7 ranged (4d8 acid)

Full Attack: Bite+15 melee (2d6+8 plus 1d8 acid) or acid spit +7 ranged (4d8 acid)

Space/Reach: 15 ft./10 ft.

Special Attacks: Acid, spit acid

Special Qualities: Blindsight 60 ft., damage reduction 10/slashing or piercing, rubbery hide, malleable, vermin traits, vulnerability to salt

Saves: Fort +12, Ref +4, Will +4

Abilities: Str 27, Dex 10, Con 18, Int —, Wis 10, Cha 2

Skills: —

Feats: —

Environment: Temperate and warm marshes and underground

Organization: Solitary

Challenge Rating: 8

Treasure: None

Alignment: Always neutral

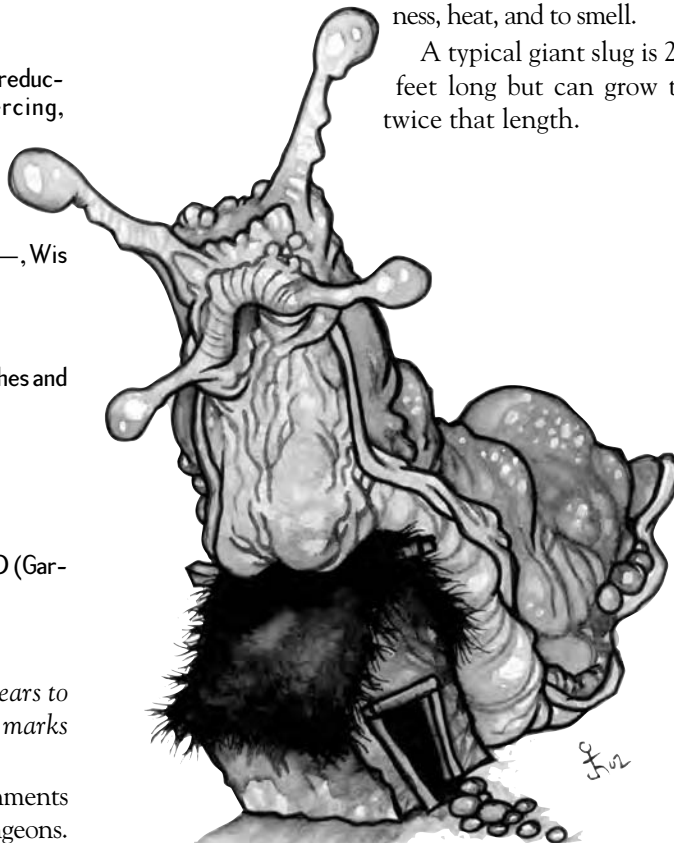
Advancement: 13-21 HD (Huge); 22-36 HD (Gargantuan)

Level Adjustment: —

They are both scavengers and predators feeding on both plants and animals. Giant slugs are nocturnal creatures and spend the daylight hours away from the heat of the sun. On extremely hot days, giant slugs bury themselves in debris where they secrete a thick coating of mucus that covers their entire body and protects them from the heat.

Giant slugs are larger versions of normal slugs. They are pale gray in color with a dull white underbelly. They have a single pair of long, thin tentacles or antennae. The giant slug uses them to sense brightness, heat, and to smell.

A typical giant slug is 20 feet long but can grow to twice that length.



Though many times larger, this creature appears to be an enormous grayish slug. A large slime trail marks the ground as it moves.

Giant slugs are found in moist or wet environments such as swamps, marshes, rain forests, and dungeons.

Combat

A giant slug begins combat by spitting a line of corrosive saliva at an opponent. It then moves into combat and uses its bite attack.

Acid (Ex): A giant slug's saliva is highly caustic. Any melee hit deals acid damage.

Spit Acid (Ex): Every 1d4 rounds, a giant slug can spit a line of acid at an opponent within 60 feet (no range increment). A successful ranged touch attack is required to hit. If struck, a target takes 4d8 points of acid damage.

Blindsight (Ex): Giant slugs have no visual organs but can ascertain all foes within 60 feet using sound, scent, and vibration.

Malleable (Ex): A giant slug can squeeze its body through openings it normally could not pass through (up to Medium sized openings).

Rubbery Hide (Ex): A giant slug's rubbery hide grants it immunity to critical hits.

Vulnerability to Salt (Ex): A giant slug is highly susceptible to salt and takes 1d6 points of damage per pound of salt it contacts.

Snake, Bushmaster

Medium Animal

Hit Dice: 2d8 (9 hp)

Initiative: +3

Speed: 20 ft. (4 squares), climb 20 ft., swim 20 ft.

Armor Class: 16 (+3 Dex, +3 natural), touch 13, flat-footed 13

Base Attack/Grapple: +1/+0

Attack: Bite +4 melee (1d4–1 plus poison)

Full Attack: Bite +4 melee (1d4–1 plus poison)

Space/Reach: 5 ft./5 ft.

Special Attacks: Poison

Special Qualities: Scent

Saves: Fort +3, Ref +6, Will +1

Abilities: Str 8, Dex 17, Con 11, Int 1, Wis 12, Cha 2

Skills: Balance +11, Climb +11, Hide +12, Listen +5, Spot +5, Swim +7

Feats: Weapon Finesse

Environment: Warm forests and marshes

Organization: Solitary

Challenge Rating: 2

Advancement: 3–4 HD (Medium); 5–6 HD (Large)

Level Adjustment: —

This snake is pale brown, with a series of large dark black blotches running the length of its body. Its fangs are large and slightly curved.

The bushmaster is a dangerous viper found in warm, remote regions. Unlike many snakes it is aggressive and often strikes quickly and quietly.

Combat

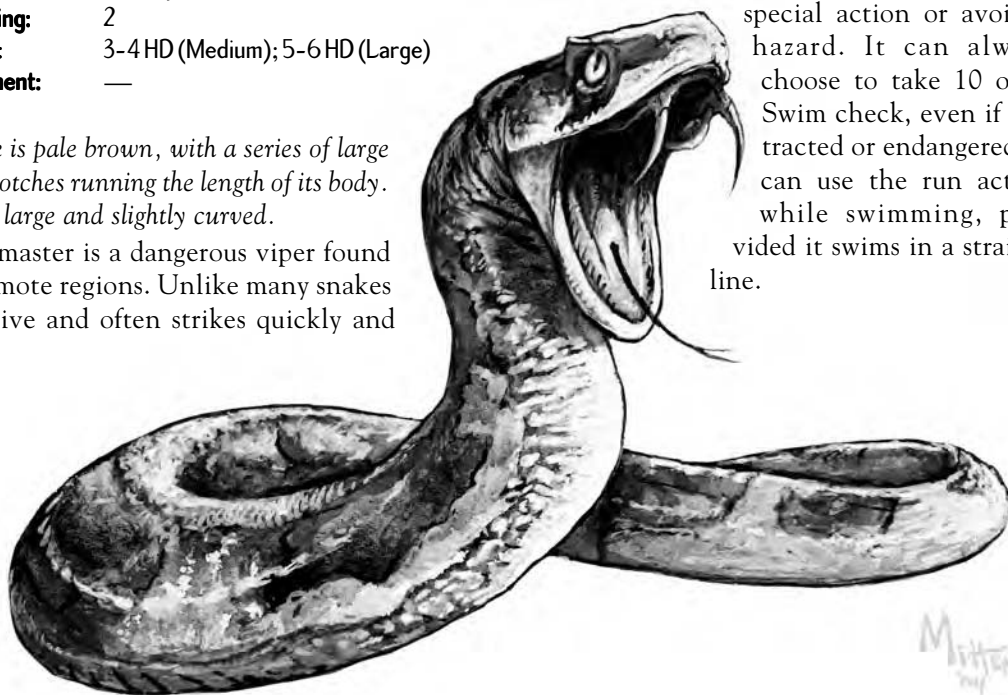
Bushmasters strike from ambush unless cornered. They are highly aggressive and rarely retreat from a fight. A bushmaster strikes with its fangs, delivering a powerful and deadly venom with its bite.

Poison (Ex): A bushmaster delivers a virulent poison with a successful bite attack. The save DC is Constitution-based and includes a +4 racial bonus.

Bushmaster Venom: Injury, Fort DC 15, initial and secondary 1d8 Con.

Skills: Bushmasters have a +4 racial bonus on Hide, Listen, and Spot checks and a +8 racial bonus on Balance and Climb checks. A snake can always choose to take 10 on a Climb check, even if rushed or threatened. Bushmasters use either their Strength modifier or Dexterity modifier for Climb checks, whichever is higher. A bushmaster has a +8 racial bonus on any Swim check to perform some

special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.



Snake, Copperhead

Small Animal

Hit Dice:	1d8 (4 hp)
Initiative:	+3
Speed:	20 ft. (4 squares), climb 20 ft., swim 20 ft.
Armor Class:	17 (+1 size, +3 Dex, +3 natural), touch 14, flat-footed 14
Base Attack/Grapple:	+0/−6
Attack:	Bite +4 melee (1d2−2 plus poison)
Full Attack:	Bite +4 melee (1d2−2 plus poison)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Poison
Special Qualities:	Scent
Saves:	Fort +2, Ref +5, Will +1
Abilities:	Str 6, Dex 17, Con 11, Int 1, Wis 12, Cha 2
Skills:	Balance +11, Climb +11, Hide +11, Listen +7, Spot +7, Swim +6
Feats:	Weapon Finesse
Environment:	Temperate forests
Organization:	Solitary
Challenge Rating:	1/2
Advancement:	—
Level Adjustment:	—

This snake is small with a light-tan colored body encircled with darker rings and bands of chestnut. Each band seems to be of varying width and is almost hourglass-shaped. Its head is angular and copper-colored.

Copperheads are vipers found in temperate forests. They prefer to lair in areas covered with tangles of vines, leaves, and roots where their coloration aids them in avoiding predators and foes. Most copperheads lair near streams or sources of water.

Combat

Copperheads are generally non-aggressive and usually just freeze in place when a foe moves nearby. If a foe moves close, steps on, or attempts to grab the snake, the copperhead strikes with its bite.

Poison (Ex): A copperhead delivers a virulent poison with a successful bite attack. The save DC is Constitution-based.

Copperhead Venom: Injury, Fort DC 10, initial and secondary 1d4 Con.

Skills: Copperheads have a +4 racial bonus on Hide, Listen, and Spot checks and a +8 racial bonus on Balance and Climb checks. A snake can always choose to take 10 on a Climb check, even if rushed or threatened. Copperheads use either their Strength modifier or Dexterity modifier for Climb checks, whichever is higher. A copperhead has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.



Tick, Giant

Small Vermin

Hit Dice:	2d8 (7 hp)
Initiative:	+0
Speed:	10 ft. (2 squares)
Armor Class:	17 (+1 size, +6 natural), touch 11, flat-footed 17
Base Attack/Grapple:	+1/-3 (+1 when attached)
Attack:	Bite +2 melee (1d4)
Full Attack:	Bite +2 melee (1d4)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Attach, blood drain, disease
Special Qualities:	Darkvision 60 ft, scent, vermin traits
Saves:	Fort +3, Ref +0, Will +0
Abilities:	Str 11, Dex 10, Con 11, Int —, Wis 10, Cha 2
Skills:	Climb +4
Feats:	
Environment:	Temperate forests
Organization:	Cluster (3-6) or nest (7-12)
Challenge Rating:	1
Treasure:	None
Alignment:	Always neutral
Advancement:	3-6 HD (Small)
Level Adjustment:	—

Giant ticks appear as 3-foot long ticks. They are otherwise similar to normal ticks.

Combat

Giant ticks attack by dropping on their prey from above and stabbing with a hollow mouth tube. If subjected to fire or immersed in water, a giant tick detaches from its victim.

Attach (Ex): If a giant tick hits with a bite attack, it uses it latches onto the opponent's body. An attached giant tick is effectively grappling its prey. The giant tick has an AC of 17, and holds on with great tenacity. Giant ticks have a +4 racial bonus on grapple checks (already figured into the Base Attack/Grapple entry above).

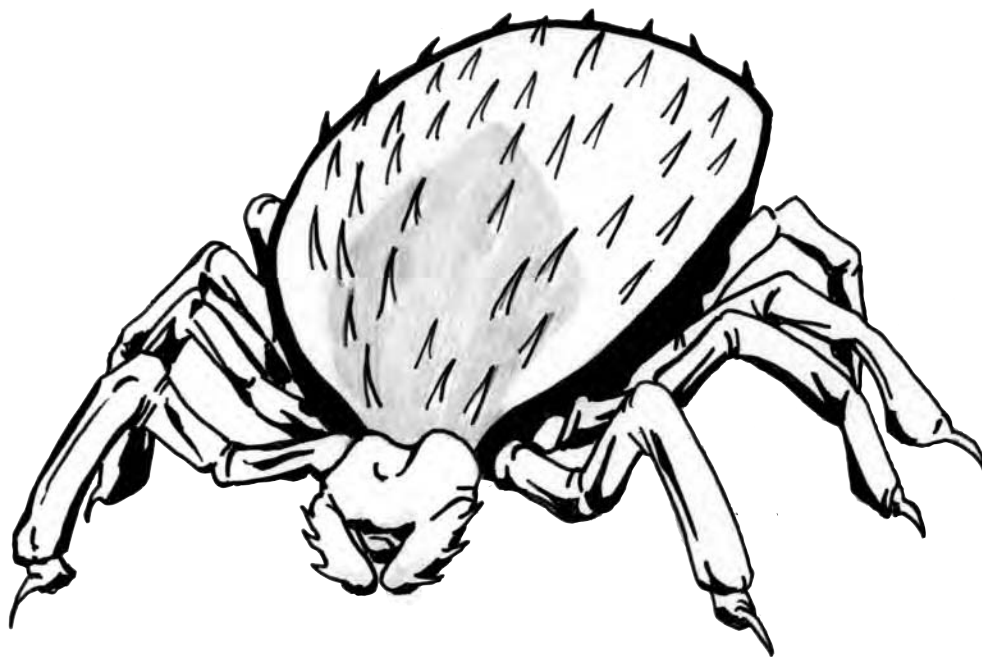
An attached giant tick can be struck with a weapon or grappled itself. To remove an attached giant tick through grappling, the opponent must achieve a pin against the giant tick.

Blood Drain (Ex): A giant tick drains blood, dealing 1d4 points of Constitution damage in any round when it begins its turn attached to a victim. Once it has dealt 8 points of Constitution damage, it detaches crawls off to digest the meal. If its victim dies before the giant tick's appetite has been sated, the giant tick detaches and seeks a new target.

Disease (Ex): Fifty percent of all giant ticks carry and deliver red ache with a bite attack. Roll individually for each giant tick in the cluster or nest.

Red ache: Fortitude DC 11, incubation period 1d3 days, 1d6 Strength damage. The save DC is Constitution-based.

Skills: Giant ticks have a +4 racial bonus on Climb checks.



Troll, Swamp

Large Giant

Hit Dice:	3d8+15 (28 hp)
Initiative:	+2
Speed:	30 ft. (6 squares)
Armor Class:	16 (-1 size, +2 Dex, +5 natural), touch 11, flat-footed 14
Base Attack/Grapple:	+2/+10
Attack:	Claw +5 melee (1d6+4)
Full Attack:	2 claws +5 melee (1d6+4) and bite +0 melee (1d8+2)
Space/Reach:	10 ft./10 ft.
Special Attacks:	—
Special Qualities:	Darkvision 60 ft., low-light vision, scent, swamp dependent
Saves:	Fort +8, Ref +3, Will +2
Abilities:	Str 18, Dex 14, Con 20, Int 6, Wis 9, Cha 4
Skills:	Hide +3*, Listen +2, Move Silently +8, Spot +2, Survival +0
Feats:	Alertness, Iron Will
Environment:	Temperate marshes
Organization:	Solitary or gang (2-4)
Challenge Rating:	3
Treasure:	Standard
Alignment:	Always chaotic evil
Advancement:	By character class
Level Adjustment:	+3

This large hulking brute has long, thick arms and legs, both of which end in sharpened and filthy claws. Its body is covered with moss and fungus, and its hair is dark brownish-green. Large, upward-curving fangs jut from its lower jaw.

Swamp trolls are large, stocky, dark gray or brown hunched humanoids. Their flesh is slick and slimy like moss. Swamp trolls make their lairs deep in swampland and marshes away from more settled areas, but not far enough away where they cannot hunt humans if game and other food runs scarce in the swamps.

Swamp trolls are 7-foot tall hunched humanoids and weigh about 400 pounds. Swamp trolls speak Giant.

Combat

Swamp trolls are aggressive predators that attack living creatures on sight (especially when a swamp troll is hungry). When hunting, a swamp troll moves quietly along, easing closer to its prey and then finally striking with its claws and bite when within range. Swamp trolls rarely fight to the death unless threatened or hungry.

Swamp Dependent (Ex): Swamp trolls keep their bodies covered in a thick coating of mud and swamp water. Without such a coating, they eventually suffocate. They can survive away from their murky home for 1 hour per 2 points of Constitution. After that, see the suffocation rules in the *DMG*.



Skills: Swamp trolls have a +4 racial bonus on Hide and Move Silently checks. *The bonus to Hide checks increases to +8 in swampy or forested areas.

Swamp Trolls as Characters

Swamp troll characters possess the following racial traits.

- +8 Strength, +4 Dexterity, +10 Constitution, -4 Intelligence (minimum 3), -2 Wisdom, -6 Charisma.
- Large size. -1 penalty to Armor Class, -1 penalty on attack rolls, -4 penalty on Hide checks, +4 bonus on grapple checks, lifting and carrying limits double those of Medium characters.
- Space/Reach: 10 feet/10 feet.
- A swamp troll's base land speed is 30 feet.
- Darkvision out to 60 feet and low-light vision.
- Racial Hit Dice: A swamp troll begins with three levels of giant, which provide 3d8 Hit Dice, a base attack bonus of +2, and base saving throw bonuses of Fort +3, Ref +1, and Will +1.

— **Racial Skills:** A swamp troll's giant levels give it skill points equal to $6 \times (2 + \text{Int modifier, minimum } 1)$. Its class skills are Hide, Listen, Move Silently, Spot, and Survival. Swamp trolls have a +4 racial bonus on Hide and Move Silently checks. *The bonus to Hide checks increases to +8 in swampy or forested areas.

— **Racial Feats:** A swamp troll's giant levels give it two feats. It gains Improved Natural Attack as a bonus feat.

— +5 natural armor bonus.

— **Natural Weapons:** 2 claws (1d6) and bite (1d8).

— **Special Attacks** (see above): Rend, damage $2d6 + 1\frac{1}{2}$ times Str modifier.

— **Special Qualities** (see above): Scent, swamp dependent.

— **Automatic Languages:** Giant. Bonus Languages: Common, Orc.

— **Favored Class:** Fighter.

— **Level adjustment** +3.

Vampire Rose

Small Plant

Hit Dice: 4d8+12 (30 hp)

Initiative: +0

Speed: 5 ft. (1 square)

Armor Class: 15 (+1 size, +4 natural), touch 11, flat-footed 15

Base Attack/Grapple: +3/+5

Attack: Stalk +6 melee (1d4+3)

Full Attack: Stalk +6 melee (1d4+3)

Space/Reach: 5 ft./5 ft. (10 ft. with stalk)

Special Attacks: Blood drain, improved grab

Special Qualities: Blindsight 30 ft., camouflage, plant traits

Saves: Fort +7, Ref +1, Will +2

Abilities: Str 14, Dex 10, Con 16, Int —, Wis 13, Cha 8

Skills: —

Feats: —

Environment: Temperate forests

Organization: Solitary or patch (2-4)

Challenge Rating: 3

Treasure: None

Alignment: Always neutral

Advancement: 5-9 HD (Small); 10-12 HD (Medium)

Level Adjustment: —



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This bush has many flowering white bulbs and petals, green stems lined with tiny thorns, and many small branches of greenish-brown.

Vampire roses look like normal white rose bushes and are often mistaken for such. The typical vampire rose bush stands about 3 feet tall.

Combat

The vampire rose stands motionless until its prey moves within range, when it strikes with a thorny stalk. Opponents are grabbed and drained of blood. When fully sated with blood, the vampire rose's petals flush red.

Blood Drain (Ex): A vampire rose can suck blood from a living victim with its thorns by making a successful grapple check. If it gets a hold, it drains

blood, dealing 1d4 points of Constitution damage each round the hold is maintained.

Improved Grab (Ex): To use this ability, a vampire rose must hit an opponent up to one size larger with a stalk attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, the vampire rose can drain blood.

Blindsight (Ex): Vampire roses have no visual organs but can ascertain all foes within 30 feet using sound, scent, and vibration.

Camouflage (Ex): Since a vampire rose looks like a normal white rose bush when at rest, it takes a DC 20 Spot check to notice it before it attacks. Anyone with ranks in Survival or Knowledge (nature) can use one of those skills instead of Spot to notice the plant. Dwarves can use stonecunning to notice the subterranean version.

Vegepygmy

	Commoner Small Plant	Worker Small Plant	Guard Small Plant
Hit Dice:	1d8 (4 hp)	2d8+2 (11 hp)	3d8+6 (19 hp)
Initiative:	+2	+2	+2
Speed:	30 ft. (6 squares)	30 ft. (6 squares)	30 ft. (6 squares)
Armor Class:	16 (+1 size, +2 Dex, +3 natural), touch 13, flat-footed 14	16 (+1 size, +2 Dex, +3 natural), touch 13, flat-footed 14	16 (+1 size, +2 Dex, +3 natural), touch 13, flat-footed 14
Base Attack/Grapple:	+0/-4	+1/-3	+2/-1
Attack:	Claw +1 melee (1d4) or longspear +1 melee (1d6, crit x3)	Claw +2 melee (1d4) or longspear +2 melee (1d6, crit x3)	Claw +4 melee (1d4+1) or longspear +4 melee (1d6+1, crit x3)
Full Attack:	2 claws +1 melee (1d4) or longspear +1 melee (1d6, crit x3)	2 claws +2 melee (1d4) or longspear +2 melee (1d6, crit x3)	2 claws +4 melee (1d4+1) or longspear +4 melee (1d6+1, crit x3)
Space/Reach:	5 ft./5 ft. (10 ft. with longspear)	5 ft./5 ft. (10 ft. with longspear)	5 ft./5 ft. (10 ft. with longspear)
Special Attacks:	—	—	—
Special Qualities:	Damage reduction 5/slashing or bludgeoning, immunity to electricity, low-light vision, plant traits	Damage reduction 5/slashing or bludgeoning, immunity to electricity, low-light vision, plant traits	Damage reduction 5/slashing or bludgeoning, immunity to electricity, low-light vision, plant traits
Saves:	Fort +2, Ref +2, Will +0	Fort +4, Ref +2, Will +0	Fort +4, Ref +3, Will +2
Abilities:	Str 11, Dex 14, Con 11, Int 6, Wis 10, Cha 10	Str 11, Dex 14, Con 12, Int 8, Wis 11, Cha 10	Str 12, Dex 14, Con 13, Int 10, Wis 12, Cha 11
Skills:	Hide +11*, Listen +3, Move Silently +9, Silently +7, Spot +3	Hide +12*, Listen +3, Move Silently +7, Spot +3	Hide +13*, Listen +6, Move Si- lently +9, Spot +6
Feats:	Alertness	Alertness	Alertness, Toughness
Environment:	Underground	Underground	Underground
Organization:	Gang (2-5) or work force (4-7) Solitary, pair, gang (2-5), or patrol (3-6)		Gang (2-5) or work force (4-7)
Challenge Rating:	1/2	1	2
Treasure:	Standard	Standard	Standard
Alignment:	Always neutral	Always neutral	Always neutral
Advancement:	—	—	—
Level Adjustment:	—	—	—

	Bodyguard	Subchief	Chief
	Small Plant	Medium Plant	Medium Plant
Hit Dice:	4d8+11 (29 hp)	5d8+10 (32 hp)	6d8+21 (48 hp)
Initiative:	+2	+1	+1
Speed:	30 ft. (6 squares)	30 ft. (6 squares)	30 ft. (6 squares)
Armor Class:	16 (+1 size, +2 Dex, +3 natural), touch 13, flat-footed 14	16 (+1 Dex, +5 natural), touch 11, flat-footed 15	17 (+1 Dex, +6 natural), touch 11, flat-footed 16
Base Attack/Grapple:	+3/+1	+3/+6	+4/+8
Attack:	Claw +6 melee (1d4+2) or longspear +6 melee (1d6+3, crit x3)	Claw +6 melee (1d6+3) or longspear +7 melee (1d8+4, crit x3)	Claw +8 melee (1d6+4) or longspear +9 melee (1d8+6, crit x3)
Full Attack:	2 claws +6 melee (1d4+2) or longspear +6 melee (1d6+3, crit x3)	2 claws +6 melee (1d6+3) or longspear +7 melee (1d8+4, crit x3)	2 claws +8 melee (1d6+4) or longspear +9 melee (1d8+6, crit x3)
Space/Reach:	5 ft./5 ft.	5 ft./5 ft. (10 ft. with longspear)	5 ft./5 ft. (10 ft. with longspear)
Special Attacks:	—	—	Spores
Special Qualities:	Damage reduction 5/slashing or bludgeoning, immunity to electricity, low-light vision, plant traits	Damage reduction 5/slashing or bludgeoning, immunity to electricity, low-light vision, plant traits	Damage reduction 5/slashing or bludgeoning, immunity to electricity, low-light vision, plant traits
Saves:	Fort +6, Ref +3, Will +2	Fort +6, Ref +2, Will +3	Fort +8, Ref +3, Will +4
Abilities:	Str 14, Dex 14, Con 14, Int 10, Wis 13, Cha 12	Str 16, Dex 12, Con 15, Int 11, Wis 14, Cha 14	Str 18, Dex 12, Con 16, Int 12, Wis 15, Cha 16
Skills:	Hide +14*, Listen +6, Move Silently +10, Spot +6	Hide +9*, Listen +6, Move Silently +9, Spot +6	Hide +11*, Listen +11, Move Silently +12, Spot +11
Feats:	Alertness, Toughness	Alertness, Weapon Focus (longspear)	Alertness, Toughness, Weapon Focus (longspear)
Environment:	Underground	Underground	Underground
Organization:	Solitary, pair, gang (2-5), or patrol (4-7)	Solitary, gang (1 plus 2-4 bodyguards), or band (1 plus 2 bodyguards, 2-5 guards, 4-7 workers, and 6-11 commoners), or war band (1 plus 2-8 bodyguards, 6-11 guards, 20-40 workers, 1-4 thornies)	Band (1 plus one subchief, 2-8 bodyguards, 4-7 guards, 6-10 workers), or tribe (30-300 commoners plus 2-8 guards, 2-8 bodyguards, 1 subchief per 50 commoners, 1 chief per 100 commoners, 10-24 thornies, 1-4 patches of russet mold, 1-3 shriekers)
Challenge Rating:	3	4	5
Treasure:	Standard	Standard	Standard
Alignment:	Always neutral	Always neutral	Always neutral
Advancement:	—	—	—
Level Adjustment:	—	—	—

This creature resembles a humanoid with green vegetable-like skin and razor-sharp claws. Its head sports two large yellow eyes, a wide mouth, inset nose, and a topknot of dark brown leaves. Leafy tendrils protrude from its shoulders, midsection, arms, and legs.

When a living creature is slain by russet mold (see that entry), it rises as a 1 HD vegpepygmy. Vegpepygmies are low-intelligence plants that make their home deep in the forests or underground away from most settled areas. They are hunters and scavengers, and carnivorous, preying on living creatures weaker than themselves.

A vegpepygmy ranges from 2 feet to 4 1/2 feet tall. Though they do not seem to have ears, it is well known that vegpepygmies can hear.

Vegpepygmies do not speak, but communicate with others of their kind by thumping their chest or rapping their spears on rocks, earth, or some other solid surface. It is not known if or how they communicate with other creatures.

Combat

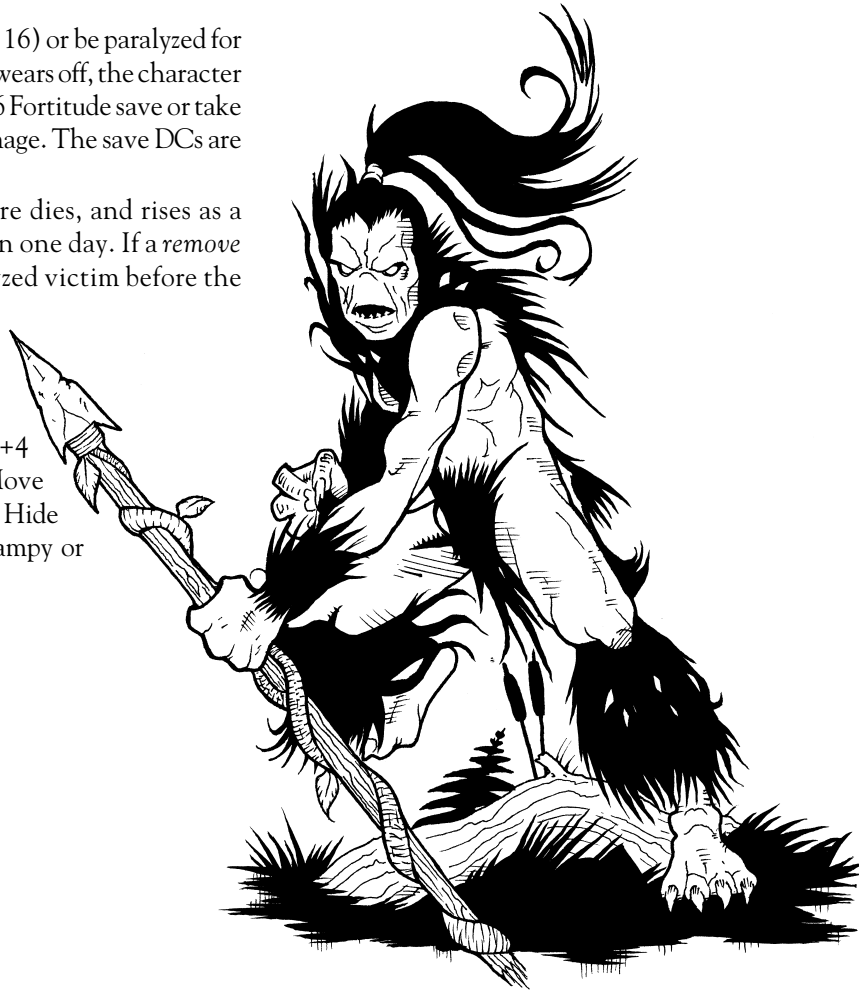
Vegpepygmies attack using either their claws or weapons; usually a longspear or club. They prefer to ambush opponents, using their coloration to blend with their natural surroundings.

Spores (Ex): The chief is the only vegpepygmy with a spore attack. As a standard action, a chief vegpepygmy can release a cloud of spores in a 40-foot spread. A living creature caught within the cloud must succeed

on a DC 16 Fortitude save (DC 16) or be paralyzed for 2d6 rounds. After the paralysis wears off, the character must succeed on another DC 16 Fortitude save or take 3d6 points of Constitution damage. The save DCs are Constitution-based.

At Constitution 0 a creature dies, and rises as a 4 HD vegepygmy bodyguard in one day. If a *remove disease* spell is cast on a paralyzed victim before the paralysis wears off, he does not have to attempt the second Fortitude save and takes no Constitution damage.

Skills: Vegepygmies have a +4 racial bonus on Hide and Move Silently checks. *The bonus to Hide checks increases to +12 in swampy or forested areas.



Witherweed

Huge Plant

Hit Dice: 5d8+15 (37 hp)

Initiative: +0

Speed: 0 ft. (immobile)

Armor Class: 12 (-2 size, +4 natural), touch 8, flat-footed 12

Base Attack/Grapple: +3/+12

Attack: Frond +2 melee (1d4 Dex)

Full Attack: 10 fronds +2 melee (1d4 Dex)

Space/Reach: 15 ft./15 ft.

Special Attacks: Death smoke, dexterity damage

Special Qualities: Additional fronds, blindsight 30 ft., camouflage, plant traits

Saves: Fort +7, Ref +1, Will +2

Abilities: Str 12, Dex 10, Con 16, Int —, Wis 13, Cha 7

Skills: —

Feats: —

Environment: Temperate forests and underground

Organization: Solitary

Challenge Rating: 4

Treasure: None

Alignment: Always neutral

Advancement: 6–8 HD (Huge); 9–15 HD (Gargantuan)

Level Adjustment: —

A large patch of brown and dull green grass and weeds covers the area ahead.

The witherweed resembles a large patch of dry grass or weeds and is most often found underground in desolate caverns and caves. Hidden among its weed-like body are many long sinewy fronds. The average witherweed covers an area of 20 square feet, though specimens as large as 60 square feet have been encountered by a few dungeon delvers.

Combat

A witherweed attacks any living creature that comes within 10 feet of it, slashing and striking with its fronds. Incapacitated creatures are pulled into its body and devoured.

Death Smoke (Ex): If subjected to a fire effect, a witherweed releases a cloud of deadly smoke that billows forth, quickly filling a 20-foot-radius centered on the witherweed. Any creature within the area must succeed on a DC 15 Fortitude save or take 1d6 points of Constitution damage. One minute later, another Fortitude save (same DC) must be made to avoid another 2d6 points of Con-

stitution damage. The save DCs are Constitution-based.

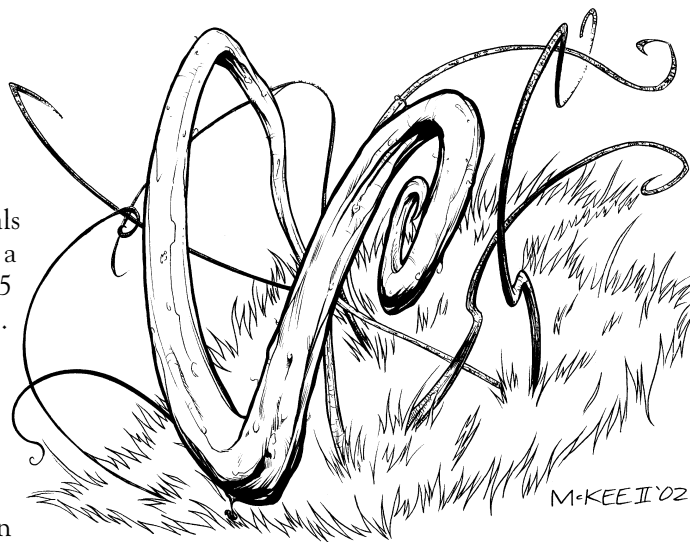
The cloud remains for 1 round per HD of the witherweed but a strong wind (21+ mph) disperses the cloud in 1 round.

Dexterity Damage (Su): A witherweed deals 1d4 points of Dexterity damage to a foe on a successful frond attack. A successful DC 15 Reflex save halves the Dexterity damage. The save DC is Constitution-based.

Additional Fronds (Ex): For every HD above 5, a witherweed has one additional frond.

Blindsight (Ex): The witherweed has no visual organs but can ascertain all foes within 30 feet using sound, scent, and vibration.

Camouflage (Ex): Since a witherweed looks like normal weeds when at rest, it takes a DC 20 Spot check to notice it before it attacks. Anyone with ranks in Survival or Knowledge (nature) can use



one of those skills instead of Spot to notice the plant. Dwarves can use stonecunning to notice the subterranean version.

Wolf, Ghoul

Medium Undead

Hit Dice: 4d12 (26 hp)

Initiative: +2

Speed: 50 ft. (10 squares)

Armor Class: 14 (+2 Dex, +2 natural), touch 12, flat-footed 12

Base Attack/Grapple: +2/+5

Attack: Bite +6 melee (1d6+4 plus paralysis)

Full Attack: Bite +6 melee (1d6+4 plus paralysis)

Space/Reach: 5 ft./5 ft.

Special Attacks: Paralysis

Special Qualities: Darkvision 60 ft., scent, undead traits, +2 turn resistance

Saves: Fort +1, Ref +3, Will +6

Abilities: Str 17, Dex 15, Con —, Int 6, Wis 14, Cha 10

Skills: Hide +4, Listen +8, Move Silently +4, Spot +8, Survival +4*

Feats: Alertness, Weapon Focus (bite)

Environment: Any

Organization: Solitary or pack (7-16)

Challenge Rating: 2

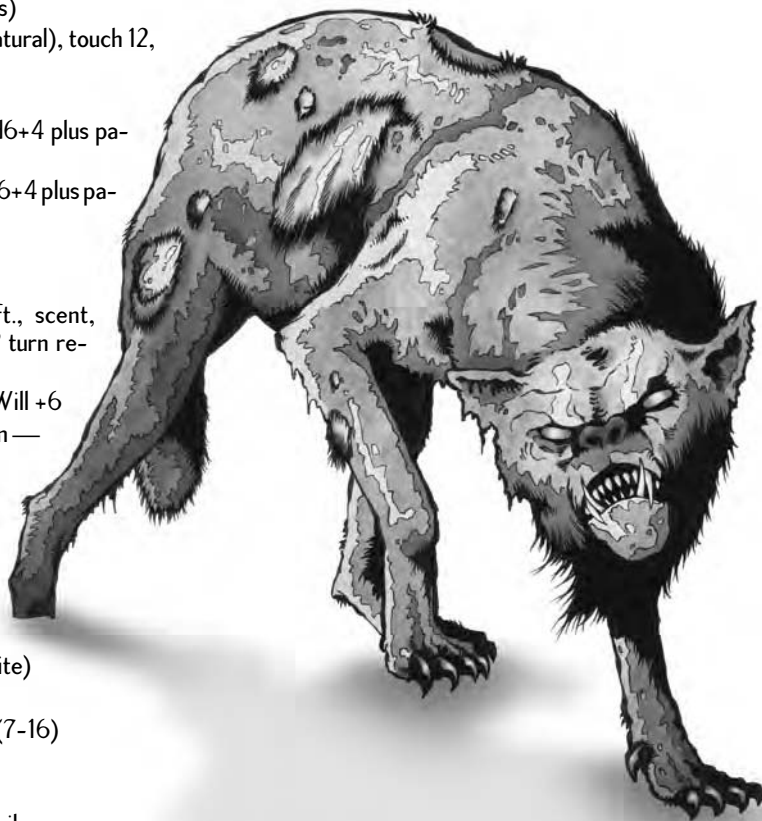
Treasure: None

Alignment: Always neutral evil

Advancement: 5-9 HD (Medium); 10-12 HD (Large)

Level Adjustment: —

This creature resembles a wolf with matted dark fur torn away in places. Its flesh is sickly gray where its fur is torn away. Its eyes are stark white.



Ghoul wolves are carnivorous undead wolves that delight in hunting living creatures, catching them, and tearing them to shreds. These creatures are most often found haunting desolate moors and marshes.

Combat

Ghoul wolves hunt in packs, surrounding their prey and circling as they move in to kill it.

Paralysis (Ex): Those hit by a ghoulish wolf's bite must succeed on a DC 12 Fortitude save or be paralyzed for 1d6+2 rounds. Elves are immune to this paralysis. The save DC is Charisma-based.

Skills: Ghoul wolves have a +2 racial bonus on Hide and Move Silently checks. *Ghoul wolves have a +4 racial bonus on Survival checks when tracking by scent.

Yellow Musk Creeper

Large Plant

Hit Dice:	3d8+9 (22 hp)
Initiative:	+2
Speed:	5 ft. (1 square)
Armor Class:	15 (-1 size, +2 Dex, +4 natural), touch 11, flat-footed 13
Base Attack/Grapple:	+2/+11
Attack:	Pollen spray +3 ranged touch (pollen spray) or tendril +6 melee (1d8+5)
Full Attack:	Pollen spray +3 ranged touch (pollen spray) or 2 tendrils +6 melee (1d8+5)
Space/Reach:	10 ft./10 ft.
Special Attacks:	Create yellow musk zombie, intelligence damage, pollen spray
Special Qualities:	Blindsight 30 ft., plant traits, rejuvenation
Saves:	Fort +6, Ref +3, Will +1
Abilities:	Str 20, Dex 15, Con 17, Int —, Wis 11, Cha 9
Skills:	—
Feats:	—
Environment:	Temperate and warm forests and underground
Organization:	Patch (yellow musk creeper plus 1-6 yellow musk zombies)
Challenge Rating:	2
Treasure:	Standard
Alignment:	Always neutral
Advancement:	4-6 HD (Large); 7-9 HD (Huge)
Level Adjustment:	—

This plant is a large green clinging vine with ivy-like leaves of dark green. Small dark green bulbs and bright yellow flowers mottled with purple adorn the plant.

The yellow musk creeper is a slow-moving plant that attacks living creatures and feeds on their Intelligence, eventually

turning such creatures into yellow musk zombies. Creepers can be found in moderate to warm climates or underground, and are rarely encountered elsewhere.

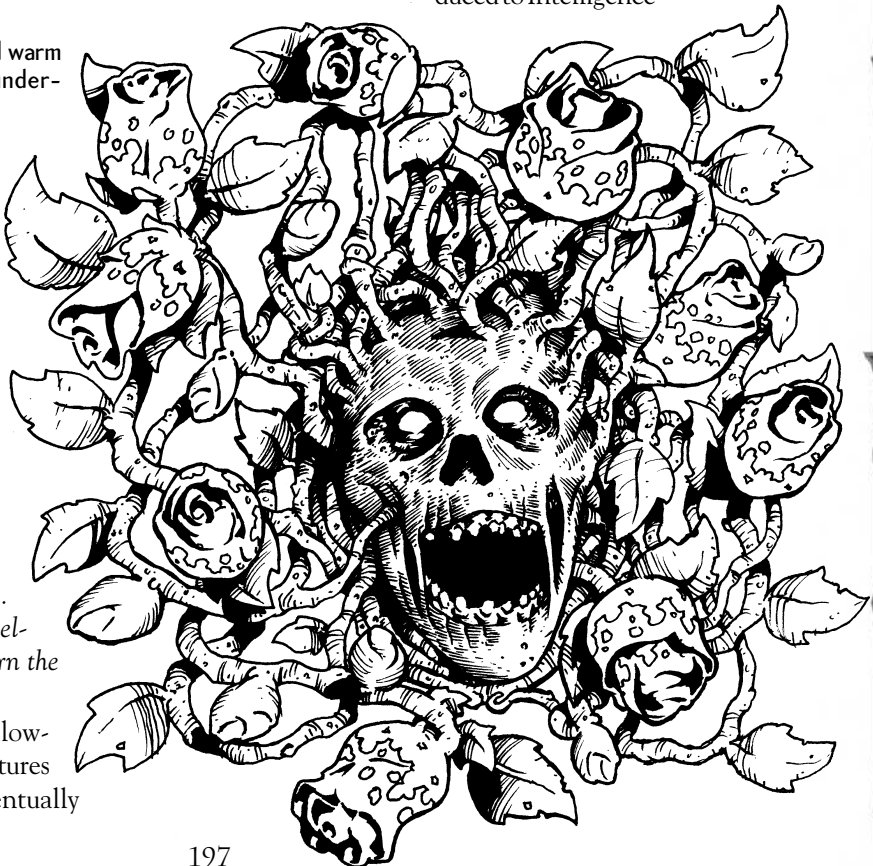
The actual root of the plant is a large bulbous, brown sac that lies beneath the surface of the ground where the yellow musk creeper grows.

Combat

Yellow musk creepers lie silent until prey approaches within 10 feet. The small flowers of the creeper then puff a musky-smelling fine powder at a single target, attempting to entrance the target. If attacked, a yellow musk creeper lashes out with its tendrils.

Yellow musk creepers are never encountered alone. They always have a retinue of yellow musk zombies with them. These zombies will defend the creeper against all attacks.

Create Yellow Musk Zombie (Su): A victim reduced to Intelligence



0 becomes a yellow musk zombie in 1 hour under the control of the creeper that created it. If the yellow musk creeper is slain before the yellow musk zombie rises, the transformation can be prevented by the casting of *neutralize poison* followed by *heal* or *restoration* spell.

Intelligence Damage (Ex): As a free action, a yellow musk creeper can insert hundreds of tiny roots into the head of an entranced foe within any space occupied by the creeper. An entranced foe does not resist this attack and does not receive a saving throw to break free of its entranced state. This attack deals 1d4 points of Intelligence damage each round. A victim reduced to Intelligence 0 becomes a yellow musk zombie in 1 hour (see that entry in this book).

Pollen Spray (Ex): A yellow musk creeper can spray a tiny cloud of hypnotic pollen at a single creature within 30 feet. An opponent hit by the cloud must succeed on a DC 14 Fortitude save or be en-

tranced for 1d4 minutes (as by a *charm monster* spell). Entranced creatures can take no action other than to move at their normal speed into a space occupied by the yellow musk creeper. An entranced creature resists any attempt to halt its progress. A victim within a space occupied by the yellow musk creeper stands there and offers no resistance to the monster's attacks. The save DC is Constitution-based.

Blindsight (Ex): The yellow musk creeper has no visual organs but can ascertain all foes within 30 feet using sound, scent, and vibration.

Rejuvenation (Ex): The actual roots of a yellow musk creeper lay under the surface of the soil and dirt where it grows. Though the flowers, bulbs, and attaching roots can be destroyed, so long as the main root exists, the yellow musk creeper heals all damage and returns to life at full strength in 2d4 days. Only by digging up the main root and dealing at least 10 points of fire damage to it can a yellow musk creeper be truly destroyed.

Zombie, Yellow Musk

Yellow musk zombies are creatures that have been transformed into their current state by a yellow musk creeper (see that entry). The yellow musk zombie appears much as it did in life, wearing the same clothes and carrying the same weapons it had at the time of its creation. Yellow musk zombies have pale yellow skin and stark white eyes.

Creating a Yellow Musk Zombie

"Yellow Musk Zombie" is an acquired template that can be added to any corporeal humanoid, monstrous humanoid, or aberration (referred to hereafter as the "base creature") that has an Intelligence score of 1 or higher.

The yellow musk zombie uses all the base creature's statistics and special abilities except as noted here.

Size and Type: The creature's type changes to Plant. It loses all type and alignment modifiers (such as Fire, Aquatic, or Good). Do not recalculate base attack bonus, saves, or skill points. It does not gain the augmented subtype.

Hit Dice: Change all current and future HD to d8s.

Speed: Same as the base creature. If the base creature's speed is less than 20 feet, increase it to 20 feet.

Armor Class: Natural armor bonus increases by a number based on the zombie's size:



Size	Natural AC Bonus
Tiny or smaller	+0
Small	+1
Medium	+2
Large	+3
Huge	+4
Gargantuan	+7
Colossal	+11

Attack: A yellow musk zombie retains all the attacks of the base creature and gains a slam attack if it didn't already have one. If the base creature can use weapons, the yellow musk zombie retains this ability. A creature with natural weapons retains those natural weapons. A yellow musk zombie fighting without weapons uses either its slam attack or its primary natural weapon (if it has any). A yellow musk zombie armed with a weapon uses its slam or a weapon, as it desires.

Full Attack: A yellow musk zombie fighting without weapons uses either its slam attack (see above) or its natural weapons (if it has any). If armed with a weapon, it usually uses the weapon as its primary attack along with a slam or other natural weapon as a natural secondary attack.

Damage: If the base creature does not have a slam attack, use the damage values below. Otherwise, use the values below or the base creature's damage, whichever is higher.

Size	Damage
Fine	1
Diminutive	1d2
Tiny	1d3
Small	1d4
Medium	1d6
Large	1d8
Huge	2d6
Gargantuan	2d8
Colossal	4d6

Special Attacks: A yellow musk zombie retains none of the base creature's special attacks.

Special Qualities: A yellow musk zombie retains none of the base creature's special qualities, but gains those listed below.

Darkvision (Ex): A yellow musk zombie gains darkvision out to a range of 60 feet.

Link to Creator (Ex): A yellow musk zombie is linked to the yellow musk creeper that created it and can never move more than 200 feet from it.

Sprout New Creeper (Ex): After about 2 months of service to a yellow musk creeper, the yellow musk

zombie wanders up to 1 mile away from its creator (the link to creator is broken) and dies. Where it falls, new yellow musk seedlings sprout from its head and the corpse, take root, and within one hour, a new fully grown yellow musk creeper blossoms.

Abilities: Adjust from the base creature as follows: Dex -4 (minimum 8), Int changes to 2, Wis changes to 10, Cha changes to 1.

Skills: A yellow musk zombie has no skills.

Feats: A yellow musk zombie has no feats.

Environment: Temperate land and underground.

Organization: Solitary or patch (2–5 yellow musk zombies and 1 yellow musk creeper).

Challenge Rating: Same as the base creature.

Treasure: None.

Alignment: Always neutral evil.

Advancement: None.

Level Adjustment: —

Sample Yellow Musk Zombie

This example uses a 2nd-level human fighter as the base creature.

Yellow Musk Zombie

	Medium Plant
Hit Dice:	2d8+4 (13 hp)
Initiative:	-1
Speed:	30 ft. (4 squares); base speed 30 ft.
Armor Class:	16 (-1 Dex, +2 natural, +5 chainmail), touch 10, flat-footed 16
Base Attack/Grapple:	+2/+5
Attack:	Longsword +5 melee (1d8+3, 19-20/x2) or slam +5 melee (1d6+3)
Full Attack:	Longsword +5 melee (1d8+3, 19-20/x2) or slam +5 melee (1d6+3)
Special Attacks:	—
Special Qualities:	Darkvision 60 ft., link to creator, plant traits, sprout new creeper
Space/Reach:	5 ft./5 ft.
Saves:	Fort +5, Ref -1, Will +0
Abilities:	Str 16, Dex 8, Con 14, Int 2, Wis 10, Cha 1
Skills:	—
Feats:	—
Environment:	Temperate land and underground
Organization:	Solitary or patch (2–5 yellow musk zombies plus 1 yellow musk creeper)
Challenge Rating:	2
Treasure:	None
Alignment:	Always neutral
Advancement:	—
Level Adjustment:	—

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