

MIDNIGHT

LEGENDS OF SHADOW



The Five Avatars of Eredane



Legends of Shadow

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Introduction

MIDNIGHT is a world in which courageous heroes brave impossible odds for the slightest glimmer of hope. The forces of evil seek to thwart them at every turn in the form of ravaging beasts, calculating legates, or mysterious spirits. The players must wend their way through a maze of danger and betrayal, all while avoiding the most deadly foe of all: despair. After months, years, even decades of hiding and fighting, however, even the most cautious of rebels must eventually ask: Who or what is directing these forces, and can it be destroyed?

There are as many answers as there are MIDNIGHT campaigns. In some games, the players will have been doomed from the start, fighting nothing more than a holding action. In others, the specter of doom and entropy that is Izrador may have a weakness, a flaw that the heroes can exploit and someday overcome. Most campaigns will lie somewhere in between, however, with the defeat of the god himself being unreachable, but the possibility of some salvation, some hope, always remaining. Perhaps the players cannot stop Izrador, cannot utterly save their land. But they can slow him down, perhaps hurt him. Eventually, if they become powerful enough to be perceived as a major threat, or if they want to inflict lasting damage, they will come face to face with one of his elite lieutenants, one of the quasi-gods that lead his forces.

The Night Kings.

How to Use this Book

For campaigns in which the players reach an appropriate level of power to face them, this book finally gives game mechanics values to those most terrifying of foes. It doesn't stop there, however. *Legends of Shadow* is useful for any campaign as a sourcebook. It provides rich detail and intrigue with which a GM may flesh out the backdrop of his world, adding a complex foundation that operates beneath and responds to the players' actions. Even the humblest of beginning adventurers may unknowingly find themselves tangled up in the plots of one of Izrador's lieutenants from their first rebellious act. Few have the skill or luck to survive long enough to pose a true threat to such a nemesis, but for those who eventually come face to face with one of the Night Kings, the knowledge that the meeting has been fated from the start can make the experience that much more rewarding.

Yet no shadow can be cast without light, and the world would long ago have fallen to the Night Kings if they were unbeatable. Across all of Eredane, one being is powerful enough to answer the Night Kings and counter their plans outright. One being is feared by them, both singly and as a group. She is Aradil, Witch Queen of Erethor, and she is a goddess within her kingdom. The players may become her allies, her minions, or even become part of her as one of her avatars.

Design Notes

Some of the NPCs in this book make use of the epic level rules from the d20 System SRD. Having those rules is not essential to use this book, however. GMs who prefer working within the framework of the base d20 System can easily do so, replacing epic feats and spells with other powers as they feel appropriate.

Epic Player Characters

Characters who achieve epic levels in MIDNIGHT are a special case. They should not be able to continue to exist for very long beyond 20th level without facing a major conflict. They are sure to be damaging enough to Izrador's cause that they will have to face one of the Night Kings unless they want to hide in Caradul for the rest of their careers. While the permanent destruction of one of those four beings is quite difficult to achieve, each can be permanently weakened and discredited, or their resources destroyed. Dying at the hands of one of the Night Kings after having crippled or weakened him is a noble and worthy death indeed, and can be accomplished even by clever and capable parties of 20th level and lower.

The **Epic Level Classes** section of the SRD provides the rules necessary for the core classes, like barbarian, fighter, and rogue. MIDNIGHT-specific classes can be extrapolated beyond 20th level using the rules presented in the SRD under **Epic Level Basics**. For instance, if a defender's AC bonus improves by +1 every two levels, it continues to do so at the same rate; likewise, since he gains a choice between incredible speed or incredible resilience at 6th level and every three levels thereafter, he gains that ability again at 21st level and every three levels thereafter.

The same goes for channelers and wildlanders. However, in contrast to SRD spellcasting classes, which do not gain extra spells per day for levels beyond 20th, channelers continue to gain spell energy for each level beyond 20th.

Epic Spells

Unlike normal spells, epic spells cannot simply be learned and used at whim. They break the very rules of magic, rules which are already significantly altered from the norm by Aryth's unique magical weave and by the effects of the Sundering.

First of all, any spellcaster who wishes to use an epic spell must first take the Epic Spellcasting feat as described in the SRD. Second, he must develop each spell himself; even if the spell has already been created and used by someone else in the world, even if the spellcaster has watched it being cast,

he must create a version of it himself in order to ever master it and cast it. Third, ritual magic as described in *Midnight 2nd Edition* cannot be used with epic spells. They are too powerful to alter “on the fly,” and if a spellcaster wishes assistance in the casting of a spell, he must develop it using the “additional participants” rules in the **Epic Spells** section of the SRD. Instead of contributing spell slots to ritual epic spells, channelers contribute an amount of spell energy equal to the spell slot they would otherwise have contributed.

Developing Epic Spells

Developing epic spells in MIDNIGHT uses up no raw materials; instead, they cost spell energy to develop, even for non-channelers like legates, equal to their raw material development cost divided by 100,000. The sheer volume of spell energy required to accomplish this means that only spellcasters with access to incredibly powerful arcane nexuses may even consider developing epic spells.

Casting Epic Spells

The process of casting epic spells in MIDNIGHT is likewise different than in other campaigns. All spellcasters, whether channelers or non-channeler, arcane or divine, may only cast a number of epic spells each day equal to their ranks in Knowledge (arcana) divided by 10. Additionally, all spellcasters must pay an amount of spell energy equal to an epic spell’s Spellcraft DC whenever casting it. For channelers, this means that they can rarely cast epic spells outside of an arcane nexus. For non-channelers like Sunulael and Ardherin, this means that they must find some way to collect spell energy for later use.

Finally, because permanent magical effects tend to unravel on Aryth, epic spells or epic spell seeds with a duration of permanent instead have a duration of one year.

Creating Night Kings

Izrador’s Night Kings, for all their power, are not indestructible. It is conceivable that one or more of the Night Kings in your campaign might be destroyed and replaced, either by rival minions of Izrador or by the player characters themselves! For this purpose, as well as to offer insight into the design process used for the four current Night Kings, design notes on the Night King creature subtype are provided below.

Unlike other d20 design aspects, the transformation of a creature into a Night King is not simply a matter of applying a template and calling it done. Each Night King has unique powers and vulnerabilities, all of which are determined by a combination of his previous form’s strengths and desires, as modified by Izrador’s intentions for his new tool.

The Night Kings are very nearly gods among mortals, and have several traits similar to rank 0 deities in the **Divine** sections of the SRD, including the following:

Type: Only sentient creatures can be transformed into Night Kings, as only they have souls that may be corrupted.

Hit Points: Night Kings receive maximum hit points for each Hit Die.

Speed: Night Kings have double the speed of a normal creature of their type.

Blessing of Izrador: Night Kings gain divine bonuses to their Armor Class and saving throws equal to their Charisma modifiers. Additionally, each Night King has a special power granted to it by Izrador himself. The powers vary, but the base effect always requires a DC 25 level check to perform; this means that, the more powerful the creature that was transformed into a Night King, the more powerful the effects it can produce with its dark god’s blessing.

Damage Reduction: Night Kings are very resilient, having DR 20 versus most weapons and effects.

Extraordinary Abilities: Most of the Night Kings’ abilities, even those that would normally be considered supernatural, are considered extraordinary. This is a design choice that prevents a single spell, *antimagic field*, from completely crippling such a major foe. The Night Kings’ powers come not from some esoteric arcane science that can be easily negated, but rather from a direct connection to a living god. When developing a Night King or other epic character (such as Aradil) in MIDNIGHT, all abilities other than spellcasting and spell-like abilities should be labeled as extraordinary.

Immortality: Night Kings do not age and do not need to eat, sleep, or breathe. Additionally, Night Kings are incredibly difficult to permanently destroy, and either have regeneration 10 (if living) or rejuvenation after one day (if undead). Even regenerating Night Kings suffer normal damage from at least two sources, however, usually elements or spell descriptors.

Immunities and Resistances: In addition to the normal immunities gained by their creature types, Night Kings gain immunity to ability damage, ability drain, death from massive damage, energy drain, mind-affecting effects, negative energy effects, death effects, poison, polymorph effects, and petrification effects. They are also immune to two elements and have resistance 15 to a third element; the fourth element, to which they are not immune, is often the same one that deals normal damage against the Night King’s regeneration ability. Finally, Night Kings have spell resistance equal to 11 + their HD.

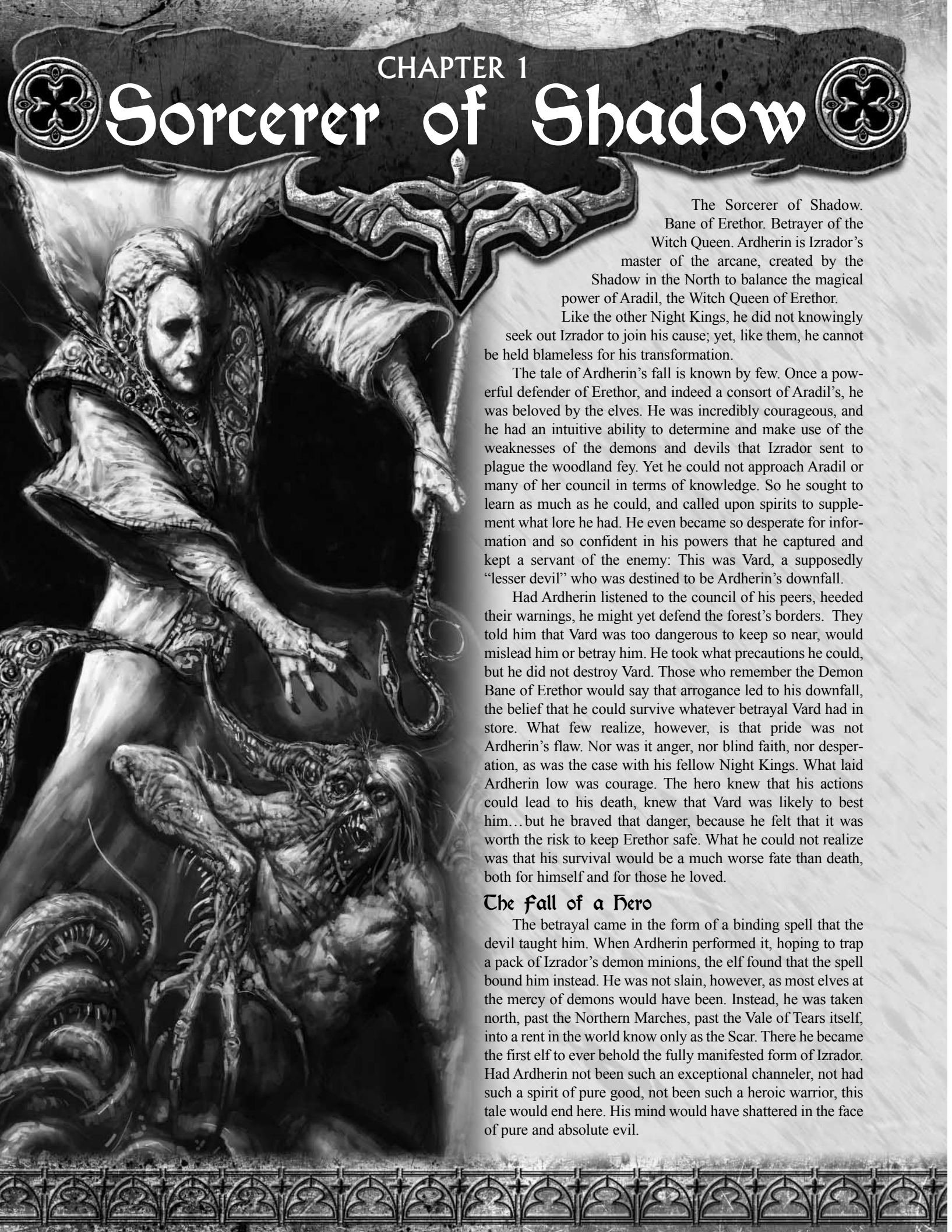
Alignment: All Night Kings are thoroughly evil but, tragically, were once good-aligned. It is possible that an essential part of a Night King’s transformation and binding to Izrador, and the heart of its power, is the corruption of a once-pure soul.

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CHAPTER 1

Sorcerer of Shadow

The Sorcerer of Shadow. Bane of Erethor. Betrayer of the Witch Queen. Ardherin is Izrador's master of the arcane, created by the Shadow in the North to balance the magical power of Aradil, the Witch Queen of Erethor.

Like the other Night Kings, he did not knowingly seek out Izrador to join his cause; yet, like them, he cannot be held blameless for his transformation.

The tale of Ardherin's fall is known by few. Once a powerful defender of Erethor, and indeed a consort of Aradil's, he was beloved by the elves. He was incredibly courageous, and he had an intuitive ability to determine and make use of the weaknesses of the demons and devils that Izrador sent to plague the woodland fey. Yet he could not approach Aradil or many of her council in terms of knowledge. So he sought to learn as much as he could, and called upon spirits to supplement what lore he had. He even became so desperate for information and so confident in his powers that he captured and kept a servant of the enemy: This was Vard, a supposedly "lesser devil" who was destined to be Ardherin's downfall.

Had Ardherin listened to the council of his peers, heeded their warnings, he might yet defend the forest's borders. They told him that Vard was too dangerous to keep so near, would mislead him or betray him. He took what precautions he could, but he did not destroy Vard. Those who remember the Demon Bane of Erethor would say that arrogance led to his downfall, the belief that he could survive whatever betrayal Vard had in store. What few realize, however, is that pride was not Ardherin's flaw. Nor was it anger, nor blind faith, nor desperation, as was the case with his fellow Night Kings. What laid Ardherin low was courage. The hero knew that his actions could lead to his death, knew that Vard was likely to best him...but he braved that danger, because he felt that it was worth the risk to keep Erethor safe. What he could not realize was that his survival would be a much worse fate than death, both for himself and for those he loved.

The fall of a Hero

The betrayal came in the form of a binding spell that the devil taught him. When Ardherin performed it, hoping to trap a pack of Izrador's demon minions, the elf found that the spell bound him instead. He was not slain, however, as most elves at the mercy of demons would have been. Instead, he was taken north, past the Northern Marches, past the Vale of Tears itself, into a rent in the world known only as the Scar. There he became the first elf to ever behold the fully manifested form of Izrador. Had Ardherin not been such an exceptional channeler, not had such a spirit of pure good, not been such a heroic warrior, this tale would end here. His mind would have shattered in the face of pure and absolute evil.



Yet his will held. His mind survived. And he spoke to the dark god, hoping that with his dying thoughts he might instill some sliver of doubt, some tiny spark of frustration and self-questioning. Perhaps, if he was clever enough, determined enough, he could plant a seed of doubt that might over the centuries or millennia burrow into the dark god's essence, and corrupt his will to conquer. As he did so, he conjured up in his mind's eye an image of that which he held most dear, his queen and mentor and lover and friend, Aradil.

Izrador was amused. And so he spoke back to Ardherin, and showed him with a glimpse into his own dark mind what true corruption was. He spent several months in intimate, solitary dialogue with the elf, giving him all the knowledge he could ever hope for regarding the spirit world, the ways of angels and demons, and the nature of magic. With each passing day Ardherin grew more twisted and unsure under the assault of Izrador's alien logic, soulless immorality, and incomprehensible memories. Everything about the elf was irreparably twisted by that dialogue, except one thing: the memory of Aradil, the image that had been foremost in his mind.

By the end of this communion, Izrador decided that the elf might be useful as more than an amusement. He was a capable spellcaster and had a personal connection to the great foe known as the Witch Queen, and as such would make an ideal new minion. The dark god opened a conduit between himself and Ardherin, temporarily making him into a vessel for the god's arcane magic on this world. The elf received a power unknown to any but a few of the Trapped: the ability to call on arcane magic without needing to channel it. For a mere moment, he became the one true sorcerer on Aryth.

Adding to this tragedy is the fact that, until that moment, a seed of Ardherin's goodness had remained. He might until then have returned to Aradil and been saved, or at the least died a hero, defying a god. Instead, he lost himself in the taste of power granted directly by Izrador. It was stronger than any mundane drug, and he found himself willing to do anything, no matter the cost, to keep and use this power. As a test, Izrador dangled the image of Aradil before the wretched elf, the last pure image of love and devotion that he had allowed his new pawn to keep. If he destroyed her, the power would be his. If he did not, the power would be taken away from him forever. Perhaps Ardherin cannot be blamed for succumbing, given that he was mad, starving, and tortured. But succumb he did, and in his deranged internal existence he slaughtered his Queen, and became Izrador's creature forever.

The failure of Evil

The creation of such a being was a gamble on the god's part. Imbuing another being with his sorcerous power meant giving up that spellcasting ability himself. Though not terribly consequential, given the rarity with which he manifests, Izrador may someday regret this decision. At the time of his rebirth, however, Ardherin's potential for destruction seemed nearly infinite, and quite worth the risk. Not only did he have intimate knowledge of the elven defenses, he also had the trust and respect of hundreds of both the Trapped and the mortal elven officers who were integral to those defenses.

After controlling and directing the Shadow's Trapped during the invasion of Erenland, Ardherin was instructed to fulfill his true purpose: to destroy Erethor. As the least magically inclined of the elves, and the closest to his breeding pits and the orc warrens placed under his command, the Erunsil were Ardherin's first targets. For two decades he used his knowledge of elven ways and of the forest's magical wards to cause destruction and distrust throughout the north. He alternated between frontal assaults, brutal raids, and devious misdirection. The elves never knew who commanded the forces arrayed against them...or so Ardherin thought.

But the Witch Queen was no fool. Ardherin's hatred of his prior self and of his homeland appeared like a burning brand to the spirits of the wood. His every move was countered from afar by Aradil or in the north by one of her avatars. It is possible that Ardherin knew this would be the case, and let himself be revealed, perhaps hoping for death at the hands of his lover. Or maybe his new twisted self could not conceive that his connection to the Witch Queen, his former love for her, could act as a connection that would allow her to sense his presence and predict his movements.

Regardless, the Witch Queen's subtle misdirections and the snow elves' resilience grated at Ardherin and, urged by Izrador's growing displeasure, he gathered his most powerful minions and led an assassination attempt on Aradil herself. At least one balor, one pit fiend, and a host of other Trapped and channelers traveled the secret ways of the forest to attack the Witch Queen. They were detected long before they approached the Elder Tree, however. Somewhere near the westernmost elbow of the Gamaril River the force was ambushed. Hundreds of elven warriors fell in the defense of their queen, as did many of her avatars, but at the cost of nearly all of the Shadow's most powerful Trapped servants and channelers. Ardherin himself, wounded and wretched, escaped back into the forest and made his way through the elven villages back to the north.

Aradil was left with a terrible choice. She could send word that he had become a traitor, and that any elves to see him should either apprehend him or send word of his sightings. Doing so, however, might spell death for hundreds more elves, as well as act as an incredible blow to her people's morale, as they learned that one of their favored heroes and her chosen consort had been seduced to the side of evil. Alternatively, she could let the traitor go, spreading the untruth that he was going forth into the north to do battle with the sudden influx of orcs from the Highhorns, and thereby allowing the elven folk to keep at least the memory of their champion. She chose, perhaps as much out of sadness and love for Ardherin as out of concern for her people, to let him go. If she had known what he had truly become, she doubtless would not have. With every elven death at his hands or as a result of his manipulations since then, she has regretted the decision.

The Seed of Betrayal

Aradil regrets her choice no less than Izrador regretted his decision to entrust the Witch Queen's destruction to Ardherin, however. In the subsequent years of torture and agony at his

god's hands, Ardherin came to realize that it was not merely his failure that so grated at the dark god, it was his continued existence. The dark god had hoped that the Witch Queen and her lover would destroy each other, and that he would be able to drink their magics and souls alike through his newly made Night King as he died. Ardherin's fear and awe of the Shadow became, at that moment, hatred and distrust. If the Shadow meant to bleed Aryth of all magic, that meant that everything he was, everything he could be, would someday be taken from him. In a world of nothing but divine power and darkness, there would be no room for a Sorcerer of Shadow.

And so, in creating one of his most powerful minions, Izrador created one of his most powerful foes.

Activities & Goals

Once Izrador's anger was sated by years of torture, the Sorcerer of Shadow's continuing punishment was to spend the next several decades in wearisome toil. He hunted down and bound new Trapped spirits to his master's will in order to repopulate those elite forces lost to the assault on the Witch Queen. As spirits continually escape or are destroyed in the assaults on the fey, this task has become never ending. The speed at which Ardherin performs it varies with the likelihood that the creatures will be useful to him in the future...or the likelihood that they might be used against him! The Sorcerer of Shadow controls a huge portion of the elite creatures used against the Shadow's enemies, but Ardherin knows that his bonds of control are fragile. The trap that transformed him into the Night King he is remains ever present in his mind: The binder can easily become one of the bound if he is not careful.

Master of the Shadowspawn

Ardherin also, having decided that his Trapped lieutenants' weakness must have been to blame for his failure in Erethor, began to experiment with the creation of corporeal, more mundane servants. He soon declared himself master of the breeding pits from whence came the many magical beasts and monstrous humanoids known as shadowspawn. His favor toward these monsters has steadily grown over the decades, especially as they can be bred with far less independence and mobility than the Trapped, and thus are more easily corralled and bent to the Sorcerer's service. They have also proven themselves quite useful to Jahzir as a supplement to his orcish forces, but the Sword of Shadow is hesitant to rely overmuch on the elf's creations; after all, it is highly likely that Ardherin instilled a loyalty to himself in his creations, a loyalty that could conflict with Jahzir's ultimate goals.

Master of Magic

Of all of the elf's current tasks, the one Izrador stresses as the most valuable is his locating and harnessing of undiscovered arcane nexuses. Without such places, the dark god's priests cannot create magic arms, armor, or other items. Additionally, should the day ever come when there are no foes left to fight, the nexuses will be essential for Izrador's final draining of all magic from Aryth. This mission of Ardherin's often conflicts with the goals of the legates. Whereas the Order of Shadow tries to uncover as much magic as possible to fulfill their master's mighty appetite, Ardherin seeks to turn found magic to the war effort. The Shadow may eventually consume the relics or sites he locates, but Ardherin wishes to delay or prevent this whenever possible, and uses





the justification that they must be used to crush his master's enemies first. Presumably, Izrador is either deceived by or in agreement with the rationale, given the number of nexuses and recovered magic items that Ardherin snatches from the grasp of the Order without reprisal from above.

Now, nearly 100 years after his initial failure, Ardherin is still seen as the least influential of the Night Kings. His use of arcane magic in the name of Izrador makes him a living paradox, and Devout and Cabal alike join Sunulael in their distrust and hatred of him. Likewise, his supposed cowardice does not endear him to Jahzir or his commanders, despite the usefulness of his bound servants and bred creations. Even the orcs dislike him, given his dual status as an elf, hated by their whole race, and a Night King, who presume to usurp the authority of the kurasatch udareen. Beset by rivals and enemies even among his supposed allies, Ardherin is often overlooked as a wretched, spiteful, and paranoid being... a role that the crafty and manipulative elf plays to the hilt, all the while biding his time to see which way the wind blows.

Personal Goals

While Ardherin has no choice but to continue his master's efforts, never again will he risk himself again as some kind of suicidal assassin or front-line warrior. What time he spends on the elven front is divided between advising military commanders on how best to counter elven tactics and disrupting the advantage of Aradil's powerful spells, but rarely directly acting himself.

Subterfuge

Ardherin can still be direct in his actions, but he no longer possesses the heroic courage and confidence of his previous life. He is ever wary of betrayal after Vard's turning on him as a mortal and Izrador's willingness to sacrifice him after his transformation. Nor can he afford to be unwary, as Izrador rewarded the treacherous Vard, the demon who betrayed Ardherin, with a curse of his own: He bound the spirit to his new Sorcerer of Shadow, giving him a permanent host in the form of the elf's skin. The two are now inseparable, with Vard's spirit writhing beneath Ardherin's porcelain epidermis as insidiously as he does through the Sorcerer's troubled mind. Ardherin knows that even his own thoughts could betray him if Vard is attentive and persistent enough, making him even more paranoid than he would otherwise be. So much of his energy is spent on misdirection that neither his enemies nor his allies ever know if a given action is part of some new showmanship or part of a true goal. He was quite young in comparison to Aradil when he was taken by Izrador, and his skills at planning and subterfuge are a long way short of hers, but the complexity of his schemes continue to evolve.

Destruction of Erethor

Ardherin's most common displays of misdirection, which additionally are used to bury any anguish over his lost life among the elves, include plaguing his former kin with Trapped and shadowspawn and publicly upstaging his rivals. Demons and elementals, devils and corrupted fey spirits, all are sent at

random intervals to random locations with Erethor and commanded to wreak havoc as best they are able. Meanwhile, less mobile but more easily directed, his shadowspawn are constantly released around the forest's periphery and encouraged to maraud through the woodlands. Most are destroyed quickly by the elves and their dire animal allies, but some, particularly owlbears in the northern Caransil and ettercaps in the southern Caransil, have established stable breeding populations and continue to spread. Each new generation of shadowspawn is more destructive, more savage, and more fecund than the last.

Escape

Meanwhile, under cover of these activities, Ardherin and his minions scour the land for new magical items, lost spells, or unknown nexuses that he might use or hide. The lion's share must be turned over for consumption by one of his master's black mirrors, lest the dark god become suspicious, but over time the Sorcerer has managed to accumulate an amazing and powerful array of items and minor artifacts. His ultimate goal is to somehow save himself and his connection to magic, and he hopes that these withheld items will allow him to accomplish this.

The Sorcerer's research on this matter has proceeded in several directions. The most likely to succeed is his plan to escape to another plane when Izrador ascends and the Veil is lifted, somehow stealing the god's magic as he does so. The greatest limitation to this avenue is that Izrador may bleed his Night Kings dry before he makes the ascension attempt, taking all of their power back unto himself before he even begins to leave this mortal world. If Ardherin can breach the Veil before then, he believes he might have a chance of getting out, but of course doing so would let back in the voice of the Old Gods, something that would spell his almost certain damnation, along with that of his master. Unless of course a bargain could be made with those powers... although the Sorcerer has not yet admitted it even to himself, he would be willing to do anything to survive and to retain his powers, even if it meant the destruction of Izrador. Until he can find a way to breach the Veil, however, something that will take hundreds of years if it is at all possible, the point is moot.

Beneath the several layers of plans and schemes, Ardherin lives a pained existence. He pines over what he has lost, yet revels in what he has become. As the second most powerful spellcaster on Eredane after the Witch Queen Aradil, he has gained even greater power in service to the forces of darkness that he had in his previous life, but he recalls the good that he once championed for the elves. Those recollections both sadden and sicken him, and he often loses himself in his plots of arcane power, his breeding of shadowspawn, even mortal debauchery, all to avoid dwelling on the past.

Resources

Ardherin has multiple strongholds, a slew of powerful minions, and equipment not normally found among the general populace, or indeed even many armies. Ardherin and his minions have access to more magical items than most individuals in

Eredane. The availability of these resources makes the Sorcerer of Shadow more powerful than he might otherwise seem. It is nearly impossible for a plot against him to begin without news of it reaching his spies and or being detected by his divinations, and should it go unnoticed the conspirators must still deal with the host of underlings that surround him. Given his strength, particularly with all his resources, it is quite likely that PCs may never cross paths with Ardherin. However, disrupting Ardherin's plans or slaying some of his favorite minions may well be within their grasp.

Added to Ardherin's more tangible resources is the fact of his extremely long life before becoming a Night King. This second-oldest of Izrador's lieutenants has seen centuries pass by, and the sudden and dramatic turn that ended all of that has taught him patience and caution. Ardherin's efforts are characterized by long-term plans, hidden amongst numerous feints and traps for both his enemies and supposed allies. Even if one of his plans were to be exposed, it remains a tangle mass of complicated threads that would take weeks to unweave by even the most talented of spymasters. Only the Witch Queen Aradil and Ardherin's fellow Night King Sunulael exceed his skill as a master manipulator.

Strongholds

Ardherin has several small strongholds, one in each Shadow District in addition to his headquarters of *Arydian Avielehrius*. He keeps each well-stocked and well guarded with shadowspawn, Trapped, and corrupt channelers, even when he is not present, such that there is little exterior change when he is in residence. A typical stronghold has a garrison of at least fifty 1 HD-5 HD monstrous humanoids overseen by a



corrupt channeler of 8th level or higher, as well as a handful of the Trapped whose capabilities can vary drastically.

Aside from their guards, Ardherin's apartments have another common feature: extravagance. All are stocked with food and wines, have opulent and comfortable furnishings, and are populated by mortal and spirit performers, servants, and consorts. This luxuriant lifestyle provides a welcome distraction from the dual agonies of memory and paranoia, but it also tends to draw him away from his ambitious plans.

Arydian Avielehrius

Arydian Avielehrius, elven for Quicksilver Tower, rises more than one hundred feet from the snowy slopes of the foothills of the Highhorns. It is a thing of strange beauty, apparently made from ice and lit from within by shifting streams of oily purple, pink, and silver light. Opulent furnishings within compliment walls that look like purple flame caught in an instant of time.

Quicksilver Tower is often the target of Erunsil raids, but few have even made it within sight of the frozen tower. The lands for miles surrounding it are patrolled by Shunned Mother orcs accompanied by the occasional ice devil and erinyes, while the tower itself is manned by Ardherin's usual compliment of guardians. Should any manage to fight through to the tower, they would find a place of arcane beauty, tempered by decadent horror.

Theros Obsidia

Ardherin keeps two floors of apartments in Theros Obsidia Major for those times when he is called to meet with the other Night Kings and the Shadow himself. These apartments are decorated in a decadent elven style and staffed by an army of servants, who are largely left to their own devices when Ardherin is not present. Ardherin's apartments serve primarily as comfortable lodging, as he keeps all of his important plans and research at *Arydian Avielehrius*, far away from prying eyes.

Minions

Ardherin trusts none of his underlings completely, and he inspires significantly less devotion in them than the other Night Kings do in their own minions. However, he understands that a reward can accomplish what a threat cannot, and is unique among his peers in that he retains an appreciation for mortal pleasures. This allows him to empathize with his agents, and he has a gift for perceiving and offering the worldly pleasures that will be most effective at motivating each of his pawns, whether they be wealth, power, or other vices.

Darshod

Darshod, an orc of the Dead Mother Tribe and a powerful spiritual channeler, is known as Ardherin's Hand. He possesses magical abilities unheard of in a male orc. His skills brought him into Ardherin's service, and limitations on Ardherin's time eventually forced him to elevate Darshod to be his lieutenant and enforcer.



Ardherin has left Darshod as his voice in Highwall while he spends his time at *Arydian Avielehrius* avoiding the direct gaze of Izrador. As his representative in Highwall who comes under the scrutiny of other Night Kings and Izrador himself, Ardherin is careful to leave Darshod unaware of any plots that the Shadow might disapprove of. This hamstringing does not leave Darshod especially loyal to Ardherin's cause, and it makes the channeler only more eager to learn what the elf is so determined to hide. He has begun to suspect Ardherin's disloyalty to their god, but has neither the proof to present to Izrador nor the means with which to contact him directly. Even if he were to go to one of the other Night Kings or a greater legate with his suspicions, most would just assume that Darshod was being greedy and ambitious, looking for a way to depose Ardherin so he could take his place; and they would not be far wrong. The orc was possessed at birth by the soul of his powerful channeler father, and waits for the day when he can determine how to shift his soul into the Sorcerer of Shadow's body, so that he might claim the mantle of Night King for himself.

Orvelleon

Orvelleon, whose name means "decadence" in elven, is a rare mount that Ardherin sometimes rides into battle. This unusually large horse is filled with the blood of demons and his intelligence makes him a suitable mount for a rider with little skill. Ardherin treats Orvelleon better than most of his servants, making certain that he has the best food and lodging when not in combat. Many servants dread the day when they displease the Sorcerer and become Orvelleon's next bloody meal. The constant stream of fresh meat pleases Orvelleon sufficiently that he is loyal to Ardherin, but the Sorcerer of Shadow is not willing to rely on promises of meat alone: Powerful sorceries bind the mount to him, and no other creature may communicate with or ride Orvelleon.

Shadowspawn

Ardherin and his apprentices are constantly creating new creatures to be used for specialized tasks and to replace lost troops. So far the results have not drastically affected the tide of war, but the shadowspawn could tip the balance if enough powerful creatures were created. Dire animals, elves, exotic animals, and the occasionally insubordinate orc are frequently used as raw materials to make strange aberrations and magical beasts that have otherwise never been seen on Ayrth. Every one of these foul creations has been magically conditioned to serve the armies of Izrador in general, and Ardherin specifically.

The Trapped

Ardherin is unusual among the Night Kings for the number of non-mortal servants in his retinue. Spirits, demons, devils, and elementals are common guards or troops. He regularly utilizes powers learned while in the service of the Witch Queen to trap and bind spirits for his own ends, as magically bound and compelled troops can usually be forced to attempt to fulfill their mission no matter the cost.

The Bane of Erethor commonly employs demons to assault Erethor, appreciating that they are adept at spreading large fires and raining death upon any defenders that dare oppose them. However, demons often make poor additions to organized military formations due to their chaotic nature, so they are employed largely on the periphery of other attacks, or as arbitrary and independent havoc-makers set loose in the forest.

On the other hand, lawful devils are more reliable, and act as guards in Ardherin's strongholds and bodyguards for many of his important captains. In particular, Ardherin has begun experimenting with replacing some of his deployed leadership core with ice devils. The creatures can draw upon centuries of experience leading troops in the north and are generally resilient to assassination attempts. For messengers, he prefers to employ erinyes; the fallen angels are crafty, swift, and make excellent company for the Night King after having relayed their information to him.

Ardherin has also had very minor success using disembodied trapped spirits as spies. Normally the limits of the Trapped's awareness of the material world prevent them from being capable observers, but he has trained a few very valuable servants to recognize minute changes in the exceptions they can perceive, and he is sometimes able to logically deduce the information he needs from their cryptic reports. Outsiders, for instance, can detect even the most minor fluctuations of a creature's soul and aura, by which Ardherin can determine a servant's or enemy's potential for betrayal, his likelihood of succumbing to greed or intimidation, and the like. Ardherin can guess at large troop movements when his fey spies report sudden exoduses of animals or widespread trampling of plants. Perhaps most importantly, earth and water elementals act as patient watchers and guides to these other erratic spirits, using the relatively constant landmarks provided by rivers and mountain ranges to lead their fellow servants back to their master. Fortunately for the resistance, even these carefully trained spirits often give misleading or incomplete information. While he is willing to accept that they are unreliable in most places, Ardherin is infuriated by the fact that they are altogether useless in the forest of Erethor. The magic of the Whispering Wood seems able to undo any control that the Sorcerer of Shadow has over the Trapped; no ensorcelled spirit he has sent into the wood has ever returned, and the elf fears just how much information these released servants have been able to divulge to his nemesis Aradil.

Knowledge & Contacts

Ardherin has always been a scholar. With Vard at his side, there is no being on Eredane, save possibly the Shadow, who knows more True Names and ways of binding others. His knowledge of magic and the resources available to him are substantial. He possesses a moderately sized spy network that scours the countryside and alleyways looking for anything useful to his goals. In order to survive in the Shadow's empire, Ardherin has learned that what you know is just as important as how powerful you are.



Beirial

It is rumored that the original founder of the Order of Shadow lairs in the ruins of Bandilrin as a lich. Ardherin believes that the first legate would make an excellent ally against Sunulael, and so has dispatched a contingent of powerful agents to scour Bandilrin and contact any Trapped or Lost there in an attempt to locate Beirial. Information leading to Beirial's exact location would be strongly rewarded, and if contact can be made with the ancient priest, there are few prices Ardherin would not pay to bring the lich into his fold.

flesh of the father

Unbeknownst to his master or peers, Ardherin has begun research into the process of how the Night Kings were created. In particular, he wants to learn if the powers of a Night King might be passed down through his own blood, whether using magic or more mundane breeding. His research remains in its infancy, but has wide implications. If Ardherin can field even a small cohort of beings whose power neared his own, he could gain a significant advantage over his so-called allies. He also hypothesizes that it might be possible for him to possess beings derived of his blood in a manner similar to Aradil and her avatars, allowing him to spread his direct will over a much wider area.

Toward this end, Ardherin has ordered the delivery of female elven captives to his tower of *Arydian Avielehrius*. His subordinates assume a baser use for these captives than the horrific experiments that befall them, and thus no word of his orders have spread to suspicious ears. Ardherin experiments with their flesh and with razor seeds (see *Minions of the Shadow*) in the hopes that those creatures' insidious and powerful ability to perpetuate themselves might be twisted to his

own ends. Ardherin has considered leaking knowledge of the captives' existence to the hot-blooded Erunsil; if they were somehow rescued, these tortured women might be a perfect means for inadvertently smuggling dangerous creatures into the Elder Tree itself or, perhaps worse, polluting the bloodlines of the elves forever.

Ioliel

The traffic through the Stone Docks of Baden's Bluff is a fertile ground for the shadowy games between the Night Kings. A minor functionary in the Harbormaster's Office is one of Ardherin's most useful agents in the city. Ioliel (male Dorn rog 8) is nominally in Sunulael's employ, ensuring that everything from religious relics to highly anticipated sacrificial victims get through the resistance-haunted alleys of Baden's Bluff unmolested. He also, however, receives payment of a far baser and more debauched nature from Ardherin. In return, he reports to the elf what, when, and where the Priest of Shadow is having things shipped, as well as making certain that other spies do not notice or record the Sorcerer's own shipments. Ardherin finds Ioliel useful, but never trusts him with critical missions and never relies on his information without first double-checking it.

Allies & Enemies

There are few beings that Ardherin considers allies. It is far easier for one of his power to see others in terms of pawns and enemies. This has led to a wide collection of enemies, and those few who are publicly called allies are at best rivals in Ardherin's mind.

The Night Kings

Though Ardherin must work with the other Night Kings, he considers them allies only in the loosest sense of the word. Ardherin assumes Zardrix to be a mindless tool of his master, one who is neither an ally nor a rival. While he must beware the fury of the Wrath of the Shadow should Izrador use the drake to enforce his will, he believes there are no schemes originating from the dragon with which he need concern himself. Just in case, he has seeded agents of his own among the dragon's household to watch for trouble.

Jahzir

Ardherin sees Jahzir, meanwhile, as more useful than he is dangerous. As arguably the most feared and elevated of the four, Jahzir is so far above Ardherin that the two have little rivalry with one another. The Sword of Shadow has a difficult task to accomplish, given that his is the duty of weeding out the last of the resistance and completely conquering the fey, and Ardherin is glad of the fact that the Lord General's success or failure is of more immediate importance to Izrador than Ardherin's tasks. Most important to their grudging neutrality, however, is the fact that both see Sunulael as a hated rival. When it comes to the Priest of Shadow, Ardherin is only too happy to aid his more martial peer.



However, while useful in the short run, Ardherin is not blind to Jahzir's unswerving loyalty to the Shadow. Should the Sorcerer act against their shared master, the Sword of Shadow will become an instant and deadly enemy. So far the elf has given him no reason to become so, but Ardherin still watches the Lord General and has begun to groom a general of his own. Grial the Fey Killer, a servant of Jahzir and his master of war against the elves, has wearied of the battle and has begun to realize that the total victory of Izrador bodes poorly for any life on Aryth. Ardherin is the source of that realization. The Sorcerer of Shadow believes that Grial might welcome his aid, but is uncertain whether he can be trusted. If the Shadow or Jahzir turn against him, it is likely that he will attempt to turn the mighty General Grial to his banner.

Sunulael

Ardherin's greatest rival among the Night Kings, then, is Sunulael, the Priest of Shadow. Ardherin views Sunulael as a dangerous schemer and zealot whose fanaticism makes him extremely dangerous. Given that one of Ardherin's goals is to acquire powerful magic items to be used and to capture channelers to be corrupted, while Sunulael's efforts as chief legate lead him to capture the same resources for sacrifice, the two often come into conflict. This rivalry has escalated to hatred thanks to their similar power levels, blatantly different mindsets, and (unbeknownst to Sunulael) Ardherin's lack of loyalty toward their dark god. Sunulael is the unliving manifestation of Izrador's goal to drain Aryth of all magic, and magic is part of who Ardherin was and is. The elf knows that if Izrador means to take back his power, it is Sunulael and his legates who will be sent to neutralize him first. Likewise, Sunulael has seen enough of his master's plans to believe that Ardherin is ultimately a superfluous creature, an empty shell that simply doesn't realize that it should already be consumed. While fear of Izrador's wrath prevents the two from openly battling, the two spellcasters make strong efforts to secretly undermine one another, Ardherin out of fear and spite, Sunulael so that his beloved master's works are not harmed when the Sorcerer of Shadow is inevitably done away with.

The Witch Queen

Though no longer directed to overcome Aradil by Izrador, the Witch Queen and the elves she protects are never far from Ardherin's mind. The destruction of his former love and her home simmers in his thoughts amidst everything else he does, coloring his existence with a subtle and ashen tang. For her part, Aradil and her closest advisers continue to do their best to hide the identity of the Sorcerer of Shadow from the elven populace. They recognize that Ardherin is an untapped weapon against the elven people, not for his arcane power, but as a symbol of the hopelessness of their fight in a war of propaganda. Why Ardherin has not made his betrayal known to the elves as a whole, as he could easily do, is unknown. Perhaps he is waiting until the time is perfect, the better to crush the elven spirit; or perhaps he fears that doing so would allow Izrador too soon a victory over Aryth, bringing his Sorcerer that much closer to destruction.

Weaknesses

Jahzir willingly embraced the promises of the Shadow to gain great rank and revenge against perceived insults. Sunulael joyfully wrapped himself in the darkness of Izrador, the only god that would speak to him. Zardrix is totally controlled, little more than a dangerous automaton. Ardherin alone was taken against his will, yet remembers his previous life. And that fact has led to his greatest weaknesses.

Ardherin is the most mortal-seeming of the Night Kings, and enjoys the creature comforts his status brings him. He enjoys luxuries, and can be distracted by the rare and unusual, momentarily diverting him from the pains that linger in his heart. Small traces of humanoid emotion remain in Ardherin and so he is constantly tortured by feelings of loss, which he tries to fill with equal portions of rage and jaded debauchery. These feelings, as well as his fear over the eventual result of Izrador's ascension, make him the least loyal of the Night Kings. If the truth of his thoughts were to become known to the other Night Kings, or during one of the rare communions with his dark master, the forces of evil would array themselves against him as quickly as those of good. Unlike the others, who can in the end always seek communion with their dark god for faith and courage, Ardherin is irreparably alone. Everything he does is tinged with the fear that, one day, the will of Izrador will send the other Night Kings to his stronghold to take him.

Likewise, the Sorcerer of Shadow's physical form, unlike Jahzir's armor-bound existence and Sunulael's mummified body, is still able to sense the nuances of the flesh and partake of the delights of the body. He therefore maintains a level of luxury and decadence uncommon among the other Night Kings. He enjoys fine food and drink, expensive clothing, and skilled lovers, and surrounds himself in aristocratic settings whenever possible. His damage reduction causes his skin to be porcelain cold and no more sensitive than marble except to one substance: silver, the same material that bypasses his damage reduction. Ardherin feels the touch of silver as if his flesh was normal, and though some pain accompanies the sensation, the Sorcerer surrounds himself with the material so that he can experience the pleasures of the flesh whenever he desires. His consorts are often gifted with jewelry and clothing worked with the metal; Ardherin realizes that it is dangerous and unwise to surround himself with materials that can bypass his defenses, but is willing to take the risk for the pleasure it provides.

Vard

Since Ardherin's transformation into of the monstrous Night Kings, he has been continuously bound to the source of his downfall: the devil Vard. Vard has been bound not only to his soul as his familiar, but also to his body: An impression of the imp's face, screaming in frustration or smiling in devious glee, may occasionally be seen pressed up against Ardherin's taunt elven skin as if pushing through from the inside. This indignity burns constantly for Ardherin as the imp continually probes his thoughts and sucks him back into the halls of memory, taunting him for his failure to detect the trap that bound



him to Izrador. All the while, the creature continues to make himself invaluable to the Sorcerer, constantly offering useful advice and arcane insight gleaned from millennia of existence.

In those moments of quiet while Vard is not as active, Ardherin yearns to separate the creature from his body and grant the devil its own form. As a being of its own, Vard could still be a useful font of information; however, as long as the devil is part him, Ardherin knows that his darkest secrets and most complicated plans are subject to discovery.

The relationship between Vard and his host is complicated. Both work to further the aims of the dark god while struggling to hide their personal goals from one other: Ardherin plans to escape destruction, taking his loaned power with him, while Vard spies on the Sorcerer and strives to further corrupt him toward total loyalty to the Shadow's cause. Both Ardherin and Vard are skilled liars, and despite the fact that they share a body and, to some extent, a mind, their discipline and cleverness ensure that there are always portions of their awareness that remain sealed off from one another.

Gwyrllael

Ironically, while he struggles to separate himself from Vard, some part of Ardherin anguishes over his loneliness. Once he was a celebrated elven protector, "the Demon Bane of Erethor," and for 300 years he shared the company of the Witch Queen herself. Of all the Night Kings, Ardherin recalls his mortal past most, and is keenly aware of the love he has lost...even though he is incapable of ever experiencing love again. He longs for the next best thing, though, a companion or captive that he can pretend is a peer and lover, and he has begun plans to achieve that end. He is aware that the mad sorceress Gwyrllael still dwells in the Forest of Emerald Tears to

the east of the Green March, and in many ways she is a pale shadow of his Aradil, just as he is a darker shade of his former himself. If he could sway her to his side, he might take her as a lover and consort, a companion who could supplement his power and side with him against the other Night Kings should they turn against him.

While Ardherin has not yet determined how to twist Gwyrllael to his desires, he continues to deflect others' attention from her and the Forest of Emerald Tears. Thus it has become an island of verdant and dangerous green amidst the plains of Ash and Blood. While he is certain that his manipulations and spells have hidden the mad sorceress from the other followers the Shadow, Ardherin knows that Aradil must be aware of her tortured existence. He fervently hopes that Aradil has not gone to her former friend because she fears Gwyrllael's power and madness, but he knows deep down that the insane protector of the Forest of Emerald Tears is no match for the Witch Queen. Without an explanation, however, he will not act, fearful that he would be walking into another trap. The Sorcerer will stay his hand until he has all the information he needs.

Ardherin

26th-level Sorcerer Caransil Elf

Medium Humanoid (Augmented Humanoid, Night King)

Hit Dice: 26d4+78 (182 hp)

Initiative: +3

Speed: 60 ft. (14 squares)

Armor Class: 43 (+3 Dex, +7 armor, +10 natural, +13 profane), touch 26, flat-footed 40

Base Attack/Grapple: +13/+13

Attack: *Adjutant* +17 melee (1d6+3) or +18 ranged (spells or 1d8/x3, mw longbow)

Full Attack: *Adjutant* +17/+12/+7 melee (1d6+3) or +18/+13/+8 ranged (spells or 1d8/x3, mw longbow)

Space/Reach: 5 ft./5 ft.

Special Attacks: Spells

Special Qualities: Blessing of Izrador, corrupt union, DR 20/silver, demon bane, immortal, immunity to ability damage, ability drain, death effects, death from massive damage, energy drain, mind-affecting effects, negative energy effects, petrification effects, poison, polymorph effects, and immunity to cold and electricity, innate magic, low-light vision, master summoner, regeneration 10, resistance to fire 15, SR 41

Saves: Fort +30, Ref +30, Will +35

Abilities: Str 11, Dex 16, Con 16, Int 12, Wis 14, Cha 36

Skills: Bluff +21, Concentration +28, Knowledge (arcana) +30, Knowledge (local: Erethor) +25 (+27 in Caraheen), Knowledge (Shadow) +15, Knowledge (spirits) +27, Listen +7, Search +4, Spellcraft +31, and Spot +7.

Feats: Alertness, Empower Spell, Epic Spellcasting^E, Extend Spell, Improved Spell Capacity (x2)^E, Maximize Spell, Multispell^E, Quicken Spell, Silent Spell, Still Spell, Widen Spell.

^E denotes epic feat

Organization: Solitary (unique), with attendants (Ardherin plus 2d10 CR5-CR10 shadowspawn plus 1 ice devil), mission squad (Ardherin plus 1 6th-level erinyes wildlander, 4 ice devils, and 40 CR5-CR10 shadowspawn), legion (Ardherin plus 4 15th-level erinyes fighters, 16 ice devils, 20 greater air elementals, 40 large air elementals, 80 CR5-CR10 shadowspawn, 240 CR1-CR4 shadowspawn)

Challenge Rating: 32

Alignment: Neutral evil

This otherworldly elf is as tall as a Dorn and would seem thin and frail if not for the glow of arcane power that exudes from him. His marble-like skin is a shining perfect white. His features are etched with a cruelly amused grin, but his eyes betray an entirely different set of emotions. He gestures casually with his mithral staff, and you believe that he could use just such a gesture to rain ruin and destruction upon an entire landscape, or to bend any creature to his will.

Ardherin is just over six feet tall and weighs 140 pounds. He speaks Black Tongue (1), Courtier*, Erenlander (2), High Elven*, Norther (1), Orcish, Snow Elf Patrol Sign (1), Sylvan, Trader's Tongue*, and seven Sundered Tongues.

Combat

The Sorcerer of Shadow rarely deigns to enter combat. He has no illusions as to his strengths, which lie in long-term planning, spells of control and divination, and manipulation of his minions. If attacked by foes he feels are not threatening, he commands his minions to deal with them while going on his way; if no capable servants are immediately available, he first sees to his own defenses using *time stop* and, if necessary, a barrier spell like *telekinetic sphere* or travel spell like *fly*, then begins summoning monsters from his position of safety. His epic feats and his staff allow him to cast one normal spell and two quickened spells per round, and he does not hesitate to do so.

Blessing of Izrador (Ex): As with all of the Night Kings, the blessing of Izrador allows Ardherin to add his Charisma modifier as a profane bonus to AC and saving throws.

In addition, Izrador recognized that this most mortal of his servants would need greater protection than the others against the blades and arrows of his enemies, and so infused Ardherin's skin with the unholy power of the Shadow, making him extremely resistant to damage. In addition to his impressive DR, Ardherin's skin hardens to a surface like marble the instant it is struck. As an immediate action any time he would take physical damage, Ardherin may make a level check (d20+26) with a DC equal to 29 + 1 per 5 points of damage suffered. If he succeeds, he takes no damage from the attack and the weapon used suffers 5 points of damage (ignoring all hardness) per point by which his check exceeded the necessary DC. If he fails, he still negates 5 points of damage per point of the check over his base DC, but suffers any damage beyond that. Additionally, in the event of a failed level check, the DC for this ability permanently increases by +1 per 5 points of damage suffered.

As of the end of 100 LA, he has only failed the check once (his original DC was 25): during the failed assassination attempt on Aradil.

Corrupt Union (Ex): The Shadow has bound Vard to Ardherin as his familiar and merged the two. Vard cannot leave the confines of Ardherin's body and his residence causes no harm to Ardherin. As long as they share the same body, Ardherin can access Vard's feats and skills as his own as long as Vard consents. Both Vard and Ardherin can attempt to sift through each other's thoughts by making successful Sense Motive rolls versus the other's Bluff. This Sense Motive gains a +10 circumstance bonus because of the intimate nature of their shared connection. If this attempt is made while the other is distracted in some way, the target receives a circumstance penalty to his Bluff check of -4.

Demon Bane (Ex): Though he often acted rashly in his mortal life, Ardherin had reason to be cocky. He seemed to have an intuitive grasp over the weaknesses of the creatures he faced, and that gift has not deserted him. Whenever facing one of the Trapped, Ardherin automatically and immediately knows what its particular vulnerabilities are.

Immortal (Ex): Ardherin no longer ages and cannot be affected by the passage of time, magical or otherwise. He also no longer needs food or drink, though he can consume and enjoy them, and he does not need to sleep or breathe.

Innate Magic (Su): Unlike other casters on Eredane, Ardherin's spells do not draw on the powers of Aryth but rather come from some internal well of energy not seen since before the Sundering. Ardherin uses the sorcerer class instead of channeler, and all spells cast by him are treated as both spells and spell-like abilities, using whichever trait of either is more to Ardherin's benefit. This means that, among other things, they may be modified by metamagic feats, they have no verbal, somatic, material, or XP components, they cannot be counterspelled, and most importantly, they are not affected by the Black Mirrors of Izrador. Because they have no somatic components, Ardherin could cast spells in full plate armor without fear of spell failure, but the Sorcerer sees such mundane protections as beneath him.

As powerful as he has become, Ardherin had to give up much to become the Sorcerer of Shadow. Perhaps more important to the elven cause than his powerful magic was his ability to inspire and lead others with his charismatic tradition gifts, and they are now lost to him. Additionally, he no longer has spell energy and cannot use arcane nexuses, spell talismans, and the like.

Master Summoner (Su): Due to Vard's intimate understanding of the Trapped, he may whisper secrets to Ardherin while the Sorcerer of Shadow is summoning them, allowing Ardherin to choose and exercise power over the most powerful of outsiders. First, Ardherin knows *summon monster I - IX* and the three *planar binding* spells as bonus known spells. Second, because Vard tells him the True Names of the Trapped, all planar binding spells cast by Ardherin are much more powerful: The Sorcerer need never use rewards or bribes to force a Trapped to do his bidding and the duration

of open-ended tasks becomes one season per caster level rather than one day per caster level. Ardherin keeps meticulous track of when of his various bound servants will be released from their obligations, making sure that they are either destroyed before that time comes, recaptured and bound once more, or even allowed to escape, so long as the damage they cause when doing so works to Ardherin's benefit. Vard may refuse Ardherin access to these benefits at any time.

Regeneration (Ex): Ardherin takes normal damage from acid. He also takes normal damage, unbeknownst to him, from weapons coated in the blood of his former love, Aradil.

Spells Known (Spells per Day 6/10/9/9/9/8/8/8/3, 2 Epic; save DC = 23 + spell level): 0—*acid splash, arcane mark, detect magic, detect poison, light, mage hand, message, prestidigitation, read magic*; 1st—*alarm, disguise self, magic missile, shield, summon monster I, true strike*; 2nd—*false life, mirror image, resist energy, scorching ray, see invisibility, summon monster II*; 3rd—*fireball, fly, magic circle against chaos/evil/good/law, summon monster III, tongues*; 4th—*black tentacles, greater invisibility, ice storm, polymorph, summon monster IV*; 5th—*cone of cold, feeblemind, lesser planar binding, private sanctum, summon monster V, wall of force*; 6th—*disintegrate, geas/quest, greater dispel magic, planar binding, summon monster VI*; 7th—*forcecage, delayed blast fireball, sequester, summon monster VII*; 8th—*binding, greater planar binding, polar ray, summon monster VIII, telekinetic sphere*; 9th—*dominate monster, mass hold monster, summon monster IX, time stop*; 10th—varies, metamagic-enhanced spells; Epic—*let go of me, ruin*.

Possessions: Masterwork longsword, masterwork longbow, 10 cold iron arrows, 10 silver arrows, 10 mithral arrows, fine elven clothes, spell component pouch (x2), pouch of various powdered substances for making binding circles (silver, coral, wood, cold iron, mithral, etc.), *cloak of Charisma +6, dusty rose prism ioun stone, deep red sphere ioun stone, pale green prism ioun stone, Adjutant, Mantle of the Sorcerer*, 1,000 vp in miscellaneous scrolls and potions. Ardherin has caches of other medium to major magic items stored in his various strongholds, and may acquire nearly any magic item given enough time.

Adjutant

The mithral staff capped by a stylized dragon symbol and carried by Ardherin is a lesser artifact known as the *Adjutant*. *Adjutant* is an intelligent +3 *quarterstaff* that may act as any material, alignment, and power level (including epic) that its wielder desires for the purposes of bypassing damage reduction. As Ardherin never enters melee if he can help it, he tends to use this ability of the staff to poke, prod, and torture captive Trapped and other creatures. As long as Ardherin holds *Adjutant*, he may also apply the effect of any one metamagic feat that he knows as a free action to the next spell that he casts. This means that using metamagic feats does not require a full-round action for Ardherin, as is normal for sorcerers.

Adjutant functions as Ardherin's seneschal, remembering those necessary details of daily life that the Sorcerer of Shadow cannot be troubled to keep track of. Ardherin uses

Adjutant to maintain an edge over his internal struggle over Vard, having ordered the staff to ignore all orders from his familiar and to keep his schedule or any details of plots that it knows secret from the devil. The staff is utterly loyal to Ardherin. *Adjutant* is LE in alignment, possesses an Intelligence of 14, Wisdom of 10, and Charisma of 14. The staff can see and hear events that occur within 120 ft. of it and can speak with others using Common, Elven, or Orcish.

The staff can be used to cast a variety of spells that are useful for traveling, exploring, and research. Some of these use charges, while others do not. The following powers do not use charges:

<i>Detect magic</i>	<i>Disguise Self</i>
<i>Hold portal</i>	<i>Light</i>
<i>Mage armor</i>	<i>Unseen servant</i>

The following powers drain 1 charge per usage:

<i>Cloudkill</i>	<i>Dispel magic</i>
<i>Identify</i>	<i>Invisibility</i>
<i>Knock</i>	<i>Lightning bolt</i>
<i>Overland flight</i>	<i>Passwall</i>
<i>Sending</i>	<i>Wall of fire</i>
<i>Web</i>	

These powers drain 2 charges per usage:

<i>Greater scrying</i>	<i>Foresight</i>
<i>Telekinesis</i>	

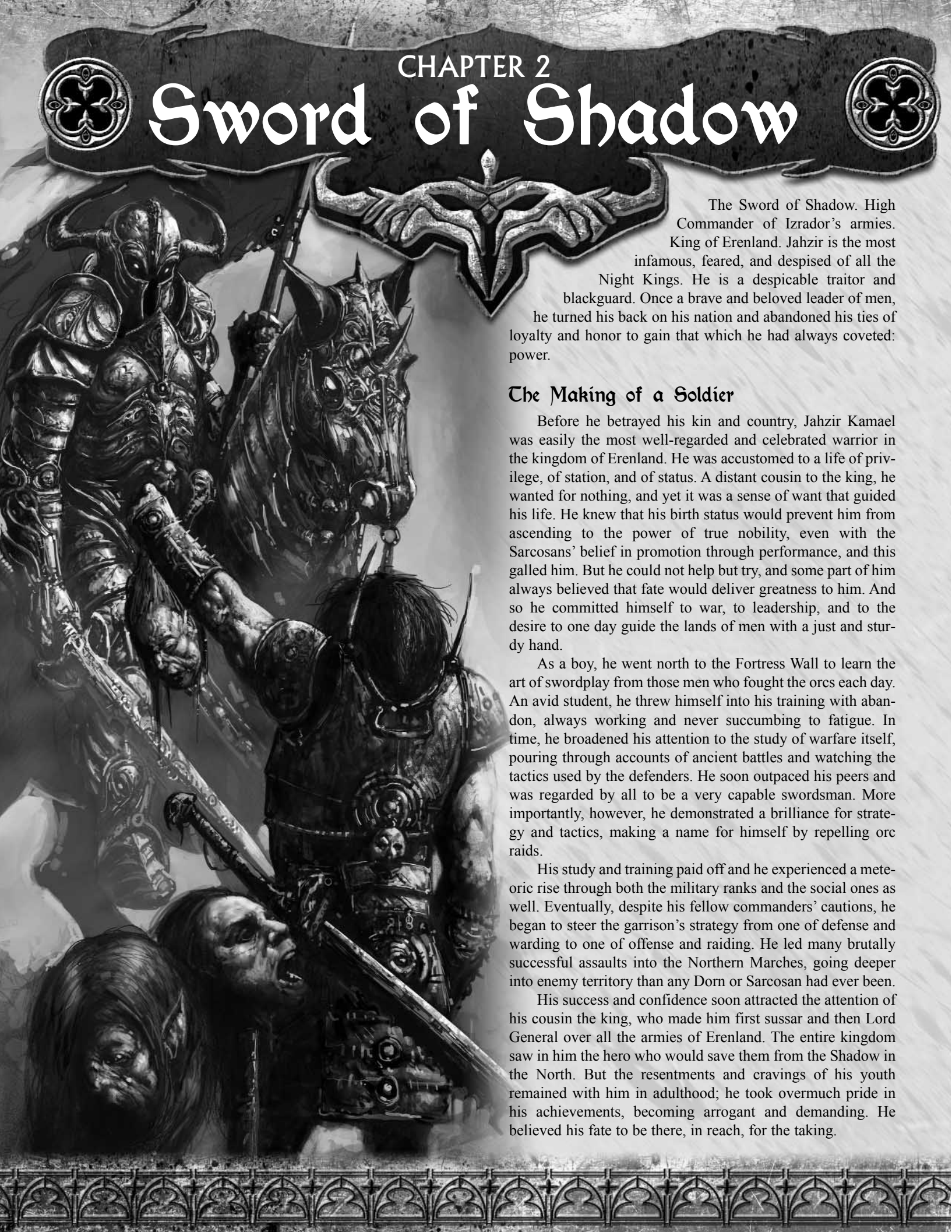
Finally, *Adjutant* can also be used to absorb arcane spell energy directed at its wielder, as a *rod of absorption* does. Unlike the rod, *Adjutant* converts spell levels into charges rather than retaining them as spell energy usable by a spellcaster. Each charge can alternatively be used to pay the spell energy cost of an epic spell cast by Ardherin (see page 3). *Adjutant* cannot absorb enough spell levels to exceed its limit of 50 charges, and fails to absorb a spell if doing so would cause it to exceed 50 charges.

Mantle of the Sorcerer

The mantle is a robe of shimmering white silk edged with elven designs on the cuffs and chest. It allows for free movement of the arms and legs but fits tightly around the chest of the wearer, and is perfectly designed for a spellcaster who might find himself in combat. It was originally given to Ardherin as a gift by his lover Aradil, and he continues to wear it both out of self-loathing and in order to mock her. This minor artifact provides a +7 bonus to AC with no maximum Dexterity bonus and no arcane spell failure chance. It also grants the wearer the benefits of the uncanny dodge class ability, gives him a +4 resistance bonus to saving throws, and provides a +2 bonus on caster level checks made to overcome spell resistance. Finally, the wearer is considered to be constantly under the benefits of the spells *air walk, endure elements, entropic shield, find the path*, and *sanctuary* (DC 24) at caster level 42. These effects may be dispelled or lowered voluntarily, but the wearer may reactivate any number of them as a free action on his turn.

CHAPTER 2

Sword of Shadow



The Sword of Shadow. High Commander of Izrador's armies. King of Erenland. Jahzir is the most infamous, feared, and despised of all the Night Kings. He is a despicable traitor and blackguard. Once a brave and beloved leader of men, he turned his back on his nation and abandoned his ties of loyalty and honor to gain that which he had always coveted: power.

The Making of a Soldier

Before he betrayed his kin and country, Jahzir Kamael was easily the most well-regarded and celebrated warrior in the kingdom of Erenland. He was accustomed to a life of privilege, of station, and of status. A distant cousin to the king, he wanted for nothing, and yet it was a sense of want that guided his life. He knew that his birth status would prevent him from ascending to the power of true nobility, even with the Sarcosans' belief in promotion through performance, and this galled him. But he could not help but try, and some part of him always believed that fate would deliver greatness to him. And so he committed himself to war, to leadership, and to the desire to one day guide the lands of men with a just and sturdy hand.

As a boy, he went north to the Fortress Wall to learn the art of swordplay from those men who fought the orcs each day. An avid student, he threw himself into his training with abandon, always working and never succumbing to fatigue. In time, he broadened his attention to the study of warfare itself, pouring through accounts of ancient battles and watching the tactics used by the defenders. He soon outpaced his peers and was regarded by all to be a very capable swordsman. More importantly, however, he demonstrated a brilliance for strategy and tactics, making a name for himself by repelling orc raids.

His study and training paid off and he experienced a meteoric rise through both the military ranks and the social ones as well. Eventually, despite his fellow commanders' cautions, he began to steer the garrison's strategy from one of defense and warding to one of offense and raiding. He led many brutally successful assaults into the Northern Marches, going deeper into enemy territory than any Dorn or Sarcosan had ever been.

His success and confidence soon attracted the attention of his cousin the king, who made him first sussar and then Lord General over all the armies of Erenland. The entire kingdom saw in him the hero who would save them from the Shadow in the North. But the resentments and cravings of his youth remained with him in adulthood; he took overmuch pride in his achievements, becoming arrogant and demanding. He believed his fate to be there, in reach, for the taking.



Wishing to create a name that could not be forgotten, Jahzir hand-picked a squad of 100 men. He purchased the fastest and strongest mounts in the kingdom, equipping his men and mounts with the finest arms and armor. He called to his banner the north's most fabled trackers, Dorn and Erunsil alike, to guide him silently and quickly through the riven wastes of the north. The horses were shod with shoes crafted by the greatest channelers of Erenland, lending them furious speed and rendering their tracks unseen. They traveled like ghosts through the icy north, cloaked in mist and thirsting for blood. They kept themselves hidden for weeks until they reached the edge of all the land: the Vale of Tears. They took an orcish warren there by surprise, descending like demons on their prey, leaving none left alive.

By the time word had reached other warrens, the invaders were days gone. But there would be vengeance. The mother-wives of Izrador sent word via magic, called the tribes to war with whispers on the icy wind. Still a week from home, Jahzir and his raiders felt the gathering malice of the orcish hordes, and an icy storm gathered at their heels. Spurring his men on, Jahzir abandoned stealth and ordered his men to drive straight south. The raiders shot like a javelin through the center of the orc homelands, heedless of the wall of raging flesh and steel that closed in behind them. They rode hard for a week, coaxing the last impossible efforts from their mounts and wheeling off one at a time when their steeds grew lame, determined to make a stand while their brethren raced for home. Finally, a month after departing, a dozen of the 100 raiders reached the safety of the Fortress Wall.

The Promises of a King

Cloaked in the glory of his audacious raid, Jahzir traveled south to meet with the king. He threw at his feet not only hundreds of orc ears, but also the heads of a dozen of their most respected and feared leaders, the kurasatch udareen. The people chanted his name in the streets and told tales of Jahzir's Ride throughout the kingdom, and when the proud braggart asked King Kari for his daughter's hand in marriage, the monarch knew that he could not afford to say no. However, unwilling to give away such an important union, he offered the warrior only assurances and likelihoods, not binding promises.

Jahzir's dreams grew. Through marriage, he would gain that which was forbidden to him by birth. But in his arrogance, he ignored the political reality of the land he would rule. While he was off raiding the orcs and seeking glory for himself, he had been inciting the orcs to ever greater reprisals. Their attacks caused strife among the Dornish lands nearest the Fortress Wall, and the more those lands suffered, the more the Dorns demanded aid and raided one another for supplies. Yet there was little aid to give, at least militarily, and little the king could do to police the wild men of the north. Few sussars of the south were willing to leave the comforts of their manors and delegate the breeding of their horses to lesser men. Likewise, the footmen sworn to those sussars were loathe to travel under any banner but their masters'. So, fac-

ing ever more vehement threats of secession and ever more bloodshed among his vassals, King Kari courted the Dorns with concessions and deeds, gold and supplies, and what few troops there were to offer. By the time the king's daughter came of age, the north was almost completely fractured. To cement a new treaty, the king wed his daughter to Johan Sedrig, a Dornish prince, setting aside Jahzir's claim in favor of stability.

Jahzir saw this act as a personal betrayal, his only chance at his destiny destroyed. He left Erenland and rode north once more, accompanied by a cadre of his closest supporters, to wage war against any upstart Dorn chieftain who rebelled against the King. He threw himself into every battle as if it were his last, knowing that all his ambitions were forever dashed, hoping only to prove himself mightier than any Dorn. At first he began to imagine that each Northman he cut down bore the face of the prince who stole his bride, the better to quench his thirst for vengeance and spur on his sword-arm. As the bodies mounted up and the months passed, however, he no longer needed to consciously conjure up the picture of the prince's face. Every foe he battled bore Prince Sedrig's visage, it seemed, and Jahzir heard each one laughing at him, even as the fallen men choked on their own blood. The seeds of madness had been planted.

A Messenger of Darkness

Strange whispers, half-seen images, and disturbing desires began to haunt his dreams. Soon he slaughtered not just the Dornish prince in his dreams, but his cousin the king as well, whose body he rent and flayed; the princess denied him, whom he beat and whose honor he violated; and all the sussars who mocked him, whose families he hung and left for the crows. And worst of all, he found upon waking that he had enjoyed his dreams, and that he wished to relive them. The Lord General was rent by shame and bloodlust. He despised himself for falling prey to these dreams, but then something more horrifying happened: He began to despise himself even more for not having the courage and power to carry them out.

Jahzir eventually encountered a strange old woman amidst a group of prisoners he was to interrogate. He watched her as he listened to his torturer work on the captives. And she in turn watched him. When it came to her turn for questioning, she spoke in a strange tongue identical to the one he had begun to hear in his dreams. He ended the interrogation, had all the other prisoners put to the sword, and isolated her under heavy guard. That very night, his dreams ended.

The abrupt end of his nightmares intrigued him. No fool, he saw the connection between them and the old woman, so he had the crone brought to him. She was a seer, and she claimed she had experienced visions of Jahzir becoming a great lord of all lands, mightier than any king, greater than any warrior in all of history. Over the next several months, Jahzir found himself spending more and more time with her, and though he knew she was wicked, her words played upon his arrogance and filled him with fell purpose.



The old woman was in truth a legate, and it was her task to corrupt the Lord General and bring him to Izrador. She told him many fantastic tales during their time together, seeding his mind with the kernels of corruption that would soon flower into the drive that would take him north. And then, suddenly, seemingly for no reason at all, Jahzir did just this. He packed his things, mounted his horse, and rode out of his encampment. Toward what destination, he did not know. For what purpose, he was unsure. But he knew it was what he had to do. And north he traveled.

The orc tribes gave way before him. Every encampment or warren he rode past seemed hastily abandoned, and whenever he thought he caught a glimpse of an orc scout, the mists would roll in and obscure the figure. Soon he was completely lost, letting the push of the icy winds and the terrain of the land determine his direction. His horse died, but he stumbled on, suffering from frostbite, starvation, and madness. After weeks of wandering, having forgotten who and what he was, knowing nothing of his purpose, he came upon a cliff overlooking a terrible, dark wasteland. All around him was an orc warren, filled with corpses as if they had only just been slaughtered. They chanted at him, hating him and praising him. The headless bodies of kurasatch udareen writhed at his feet, pulling themselves up his gaunt and pained body, caressing him with their dark hands and bathing him in the blood that spurted from their necks.

He had returned to the site of his greatest glory. He had come to the Vale of Tears.

The Forging of the Sword

The last thing Jahzir saw as a mortal was a black cloud spilling over the land like ink, roiling south across the Vale and thundering towards him. The darkness took him, wholly and completely, body and soul. His mind and flesh were re-forged as if they were steel, lavished with all the attention a master artisan has for his life's greatest creation. Darkness became his blood, his breath, and his food and drink. He was taken into Izrador's very corpse, clothed in the dead god's flesh, encased in armor made from his shattered bones. He was given a weapon worthy of his power, and most importantly, he was given a purpose.

When next the world saw Jahzir, it was at the head of the Shadow's armies, leading hordes of orcs into Erenland. His knowledge of his kinsmen's tactics and defenses enabled the Shadow to punch through the armies of his enemies and crush the lands of men. None know what became of Prince Sedrig and his bride, for none of the royal family survived the sacking of Highwall. Those who were spared when Alvedara was taken, however, wished that they had not been. They lived the nightmare that the Lord General had dreamt in the cold and dark north, and when the first of the traitor princes was granted audience with Prince Jahzir, they found his throne draped in the flayed flesh of their former king, and they beheld his bloody crown upon the stern features of the Sword of Shadow.

Activities & Goals

As with all of the Night Kings, Jahzir's duties have changed since the coming of the Last Age. His first, most important task was to lead the dark god's armies in their assault on Erenland. While every historical record depicts the men of that kingdom to have been weak and ill-prepared for the relentless horde that overwhelmed them, Jahzir's role in controlling that horde is not to be underestimated. He planned the attack from beginning to completion, knowing exactly when and where to hit the Erenlanders to most hamper their defense. He showed his god that the failures of the past resulted from a combined effort of men, elves, and dwarves, and that focusing on one would undermine the other two. He weeded out the orc warlords he thought weak, and elevated those who proved themselves strong. He made clear to the kurasatch udareen that their children would follow him and none other, and knowing their dark god's wishes, they assented. No single commander had yet had the strength of will to unite and control the orcs, goblin-kin, and giant-kin; yet, in his arrogance and savagery, by right of blood and the slaughter of any who spoke against him, Jahzir demanded their loyalty. And they gave it.

The attack was nearly flawless. The hordes remained under his control throughout, and the many betrayals sown by Izrador's agents opened each gate, sabotaged each defense, exactly as planned. The continent of Eredane was sundered in twain, the weak men of Erenland conquered, and the still-strong fey of the forests and mountains cut off from one another. Jahzir was certain that, once the troublesome Dorns and the scheming Sarcosans were conquered, once the vast resources of Erenland were his, the less warlike elves and the embattled dwarves would quickly fall.

Yet they did not. If everything else that was human, every weakness and flaw in Jahzir had been expunged during his transformation, one thing remained: his arrogance. He let refugees and resistance fighters slip through his grasp, escaping to sow the seeds of rebellion. He let his armies revel in victory, resting and healing, and squandered their momentum rather than urging them on into the fey lands. He did not foresee that the elves and dwarves would be rallied to battle rather than falling into despair, and when he came for them, they were ready. And so the war rages on.

King of a Conquered Land

Jahzir's first duty is to retain control over that which has already been won. He is ultimately responsible for the defense of Erenland, though the idea that Izrador's mighty war machine could be defeated on its home ground is laughable. Nonetheless, tithes must be collected, resources diverted to military purposes, spies ferreted out, rebellions put down, dissidents punished...and so on.

Hoping to spare himself from the tedium of such issues, Jahzir has created a mockery of Erenland's former hierarchy, designating false sussars and Traitor Princes to rule over

towns and cities, and elevating some select few collaborators, warlords, and legates to rule over the kingdom's 21 districts. While these leaders do perform the tasks required of them, few do them efficiently or well, being more concerned with power and prestige than with just or effective governance. The lack of infrastructure, outlawing of literacy, and inability of most merchants to travel without being accosted and possibly eaten by orcs or wandering monsters has hamstrung Erenland's economy. Jahzir would barely care, except that the unrest, graft, and losses to insurgents have weakened his war machine. Jahzir has expressed his displeasure regarding these issues, taking the heads of a few Traitor Princes as examples, hoping to urge the rest to make good on their promises for stability. The results have been mixed, but no amount of torture or death will unite this corpse of a realm. It remains to be seen if Jahzir will take time to oversee the conquered lands to personally restore order or create some sense of unity, though most suspect his hands are full enough with the two wars he's already fighting. The king's obvious disdain for anything Dornish and overriding pride in his Sarcosan origins has only made more pronounced the separation of north and south, nearly obliterating "Erenlander" as an identity.

In short, Jahzir may be a great warrior and is certainly the undisputed conqueror of Erenland, but he is also a poor

king. Yet no mortal is strong enough to take his throne from him, and none of the other Night Kings have managed to unseat him...yet.

Against the fey

Though many elves have fallen in the nearly 100 years since his great victory, Jahzir has yet to claim more than one part in 20 of their great forest. While the dwarven race shrinks in number by the day, the casualties they inflict upon their foes in return are devastating. The orc tribes have begun to squabble once more, the kurasatch udareen have instilled a troublesome level of loyalty and devotion in this new generation of soldiers, and the Order of Shadow seeks to eclipse Jahzir's authority over Eredane. Making matters even worse, his peer Sunulael undermines many of his plans and attacks, making him look the fool while the fey go undefeated and the resistance remains underfoot. Jahzir's inability to bring this war to a close has dissolved the Shadow's confidence in his dark king, and the Sword of Shadow knows that he has precious little time left to defeat these enemies and hand over Eredane to his master. Izrador's demands are quite clear: Jahzir is to crush all resistance of the fey





and make good on his promise to deliver the continent into his master's hands.

Seeing the elves as partly Ardherin's mess to clean up and partly a quagmire to be avoided, Jahzir has chosen to attempt the total genocide of the dwarves first. He hopes that the destruction of those stalwart mountain folk will prove his capabilities to Izrador and buy him the time he needs to then destroy Aradil. Some 150,000 soldiers muster at Erenhead and Low Rock, drawn from all the orc tribes as well as legates and human mercenaries. The tribes in the far north send droves of orc and goblin-kin warriors to swell the ranks, as they await Jahzir himself to lead the force into the mountains and slay every last dwarf within their ancient halls.

Orc and goblin scouts reconnoiter the central mountains, identifying individual clanholds and mapping the passages between them. Meanwhile, a smaller army battles Gorand Clan for control of the lower passes, supported by the foul dragon Arynix. The noose is tightening, and it's just a matter of time before the dwarves surrender to the inevitable end.

Though the dwarves are Jahzir's foremost concern at the moment, he has not neglected the elves entirely. He expects constant if slow progress from his forces there, under the command of his most competent general, Grial the Fey Killer. The orc general has divided his force into four separate armies, each charged with surrounding and crushing a portion of the elven defenses.

Personal Goals

Publicly, Jahzir is confident, even swaggering about his success. The ease with which the human lands fell to the Shadow testifies to his genius. Privately, however, he has begun to doubt. Of course, the dwarves should be easily in hand. Though they are tough and resolved to fight to the end, Jahzir has many times their numbers. Jahzir's true doubts lie in his ability to defeat the elves.

Since he first arrayed his forces against the Caransil, his lack of progress has been appalling. The very forest seems to resist his advances, winnowing away his soldiers and cutting off supply lines. For decades he's struggled, but no plan thus far has worked. To buy himself more time, Jahzir has resolved to eliminate the dwarves in a swift engagement that will prove his worth to his master. But even this seemingly simple task is made harder by the machinations of Sunulael. The First Legate has long resented Jahzir's power, believing the church to have the greater claim to power over the conquered lands. Between his legates, who pit orc warlords against one another at the staging grounds near the Kaladrums, and his undead army, which assaults places in Erethor that the orcs fear to tread, Sunulael does his utmost to discredit and circumvent Jahzir's plans.

Besting Sunulael

Though it would seem that the Priest of Shadow has the upper hand in this conflict, Jahzir is confident in his ability to overcome the lich lord. While he always despised the

intrigues and manipulations of his brethren when he was a mortal, he learned their lessons well. He knows that the Priest of Shadow wants to supplant him and turn all of southern Eredane into a dark theocracy, but such a goal can never be realized while the church itself is in turmoil. And that is just what Jahzir's efforts have led to.

Unbeknownst to the First Legate, Jahzir has made alliances with Baeraga the Blood Mother, eldest of the kurasatch udareen. The mother-wives of Izrador despise the treacherous legates of the south, both for usurping their role as the voices of Izrador and for so brutally misusing their great warriors. The Blood Mother can therefore easily convince her "little sisters" to cease their infighting when Jahzir requires their intercession. That intercession can take many forms. Orc warriors acting on their matrons' commands are responsible for many of the battlefield "mishaps" that befall Sunulael's priests, for instance, and the magics of the kurasatch udareen are often put to use obscuring Sunulael's divinations, weakening his undead minions, and masking Jahzir's troop movements.

Even more sinister is Jahzir's role in the schism of the Order of Shadow. He provides information, supplies, and even protection to the Cabal, those legates who sneer at Sunulael's status and hope to bring him down. When his armies uncover religious artifacts, arcane nexuses, or likely places for black mirrors, the Cabal always manages to get the lion's share. When he has expunged captives of all information of use to him, they often find their way to the Cabal's tender hands or their blood-soaked altars. If not for the powerful connections and resources Jahzir provides, Sunulael might long ago have ferreted out and destroyed the last of the Cabal. And without the Cabal to concern himself with, the First Legate would be able to devote far more time and energy to pulling Jahzir from his position. Jahzir therefore helps himself by helping the Cabal, and hopes that Sunulael has his hands full keeping the Order of Shadow together while he, the true king of Erenland and commander of Izrador's armies, is allowed to complete his mission.

Resources Strongholds

Jahzir spends most of his time in the field. Though he rarely leads the armies himself, entrusting such mundane matters to his orc generals, he oversees the battle plans and formulates the strategies. Of course, since the fronts are widely separated, for Jahzir to keep his hand in current affairs he must spend much of his time traveling from one encampment to the next. Since he's currently focusing his efforts on the dwarves, he now spends most of his time in the east.

When with his armies, Jahzir resides in a great black pavilion tent at the center of the encampment. All of his armies keep the tent maintained and ready, for they never know when the Sword of Shadow will pay his next visit. The



accommodations are of high quality, but spartan, consisting only of the bare necessities. Situated around Jahzir's tent are the tents of his generals, who maintain a pretense of discipline, keeping the grounds well maintained and free of clutter. But the farther one moves from the center of the encampment, the more appalling the conditions become. Orcs are savages who have little use for order or cleanliness, and refuse, leavings, and the bones of the dead choke the muddy paths through the quarters of the common troops.

Alvedara

When not restrained in the north by the demands of his master or his war machine, and when not in the field, Jahzir returns to Alvedara, the seat of his power as King of Erenland. Ever the jewel of the southlands, the city loomed large in his youthful fancies as the symbol of Erenland's power and nobility. What little fondness he can feel for anything in this world, he feels for this place. Through it, he recalls why it was he embraced the power of the Shadow in the first place.

Alvedara, known as the City of the King, was one of the youngest and most elegant cities in Erenland at the end of the Third Age. It defined Erenland's architectural aesthetic with its mixture of Sarcosan grace and Dornish sturdiness. Filled with whitewashed towers capped by golden domes, with high spanning arches, and straight cobbled streets, it was the vision of beauty. Perhaps its greatest achievements were the Twin Bridge Towers of the Kalif. Each tower flanked the great Eren River, joined by a massive stone causeway that spanned the waters beneath. But as with all cities that fell to the Shadow, it did not escape unscathed. One of the towers was destroyed in the siege and many of the districts now stand in ruins. It says much about the Shadow's rule that, despite its crumbling appearance, it remains among the more picturesque cities in Eredane.

When Jahzir conquered the city, he could have claimed the palace as his own. But the memories of his cousin's betrayal, the loss of his honor and esteem in the eyes of his countrymen, proved too stinging a wound. Though never admitting his reasons, he claimed the remaining Bridge Tower as his seat of power. High above all the other structures in the city, the Tower of Alvedara is a constant reminder to noble and commoner alike of Jahzir's control.

The tower stands over 100 feet tall. Though the white sheen of the original construction shines through in places, it is covered in soot and grime. A number of steel poles emerge from the walls near the base, from which hang traitors and conspirators. Gone is the golden dome, replaced by a great bonfire that burns night and day without ever consuming its fuel. Near the tower stand the remains of the great bridge, though most of it collapsed years ago.

Theros Obsidia

Though most comfortable at the head of his armies, Jahzir does maintain strongholds elsewhere, regardless of how infrequently he visits them. Like the other Night Kings,

he of course has quarters in Theros Obsidia. Much of Jahzir's residences there are given over to practice rooms, where he keeps himself in top physical form, practicing with a dizzying array of weapons. He has one of every weapon ever used on Eredane and he is a master of them all. He uses a massive gallery at the center of his level of Theros Obsidia to practice his craft against Dornish slaves. In addition to the weapons lining the walls, the room is specially built to include a number of traps and obstacles to best simulate fighting in the field. Though the chamber is rarely used, it reeks with the stench of the dead, and blood splashes and other unsavory fluids stain the walls, floor, and ceiling.

The climate of Theros Obsidia is disagreeable to the Lord Commander, however, who detests Sunulael and his fawning efforts to curry favor with their master, to say nothing of the whispering legions of legates that flit from shadow to shadow, making secret deals and political maneuverings to eliminate rivals and serve their ambition. Yet he must often command from there, both because it boasts the best magical and divinatory resources in Erenland and because troops and arms alike must be drawn from the north. Unless he has an audience with Izrador himself, Jahzir prefers to oversee these matters from his fortress, an appropriated watchtower on the southeastern corner of the city's walls. From there he can look south upon the vast sea that is the beating heart of his kingdom, or north into the savaged lands of those who stole his birthright. The fortress consists of a central tower, four stories tall, flanked by two wings to hold the offices of functionaries and advisors. Jahzir's chambers lie in the central tower. Carved into the marble floor of the fourth level is a massive map of Eredane. Small models represent his troop placements and movements. It's said that they move of their own accord, mirroring the movements of the armies as they happen.

Minions

Every orc soldier and oruk shock trooper, every human mercenary and Black Blood dwarf, every goblin tracker and bugbear slaver...they all fall under Jahzir's command. Aside from this sea of countless warriors, however, Jahzir employs a number of special groups who advance his cause either on the battlefield or in the crumbling lands of his kingdom.

Army of Shadow

Among the chosen of Izrador, Jahzir enjoys the strong loyalty of a number of orc and oruk chieftains. Though many come close to being his rivals, most serve the Lord Commander without question. One such minion is Shealgruf One-Arm (male orc rogue 1/barbarian 13). A brute and legend among the orcs, he commands his forces with fervor and zeal, and is always the first into battle. His daring and foolish courage have engendered a deep respect among all orcs under his command, second only to that which is reserved for Jahzir himself. Though a capable leader, he is not a brilliant tactician and relies on Jahzir's advice and instruction.

Arynix

Of all of Jahzir's servants, his most feared thrall is Arynix, the first dragon seduced by Izrador. Massive even for a dragon, Arynix is second only to Zardrix in terms of might and sheer destructive capability. In fact, Arynix was the dragon who faced the queen of dragons at the close of the Second Age, luring her away from her children to the trap where she was eventually defeated and corrupted into the foul thing she is today. But the result of that ancient battle left Arynix a crippled and injured wretch, consumed by hate and twisted from his injuries. The Shadow assigned this fallen drake to Jahzir to use as he sees fit against the dwarves of the Kaladrans. While powerful, Arynix is difficult to control and tends to kill as many orcs as he does dwarves. Additionally, he is of little use in the constrained chambers that form the battleground for Calador. Arynix therefore has been assigned to the War of Stone in the southern Kaladrans, where he can vent his rage against the surface-dwelling Kurgans and the hapless human refugees who huddle in the foothills and valleys near the Pass of Eagles.

Black Blood Dwarves

Jahzir also commands the loyalty of a group of traitorous dwarves, located at both Steel Hill and in their ancient clanhold of Bloodrock. The remnants of the corrupted Dorin Clan, these tyrannical forge masters and dark artisans are known as Black Blood to their estranged kin. They use their people's traditions to craft blasphemous weapons and armor to aid in the war effort. Their forges burn throughout the day and night, churning out new dwarven-made arms for the orcs and mercenaries on the front lines. The Black Bloods use Dornish slaves when necessary to supplement their meager numbers, but much prefer dwarven slaves when they can get them. Chief among the Black Bloods' assignment is the creation of a weapon that will burrow through stone itself and destroy an entire dwarven city—something Jahzir desperately needs now that the pressure to end this war mounts. Perhaps the dwarves of Dorin Clan sense his desperation, for they have begun to slow and stall their production, demanding ever greater concessions and resources for their work. Still, they would rather serve Jahzir than the walking corpse that is Sunulael or the fey trickster named Ardherin... the Sword of Shadow, at least, is a soldier, something they can respect. Jahzir and the Black Bloods play a dangerous and delicate game with one another, knowing that each needs the other but unwilling to give up what power they have.

Order of the Fulminate Shield

While ostensibly an order of soldier legates trained as elite cavalry and sworn to act as honor guards to high-ranking legates, these zealous warriors were first organized and equipped by Jahzir. The first among them were hand-picked, and personally corrupted, from among those surviving riders who accompanied him on his audacious raid at the edge of the Vale of Tears. Their glories during the battles of the Last Age

attracted soldier legates from throughout the armies to their ranks, and when the war ended Jahzir graciously assigned them to the Order of Shadow...to ensure that the priests of their dark master, he said, traveled with all the dignity and power they deserved.

In most cases this is exactly the purpose that the Fulminate Shield serves, and Jahzir's influence on the order is minimal. He ensures that the honor guards serving the Cabal, for instance, are always well equipped and given constant training, while those assigned to the Devout may find that their horses are of a lower quality or their leave time shorter. It would be impossible for Jahzir to openly control or subvert an entire order of legates under Sunulael's nose, so he does not try, but the Lord Commander does have informants and oathsworn men scattered throughout the honor guards...the question that he hopes must plague Sunulael, of course, is which they are. The members of the Fulminate Shield are loyal first and foremost to Izrador, and would never knowingly harm one of his faithful. The definition of who is and is not faithful, on the other hand, is open for debate, and it is in this gray area that the Fulminate Shield works to Jahzir's benefit.

Knowledge & Contacts

Jahzir's concerns and interests are mostly martial in nature, and so the majority of his time is spent seeing to the wars. He is no fool, though, and knows that Sunulael at least, and perhaps Ardherin, conspire to depose him. To protect against these and other subtle assaults, he employs a number of covert agents. These have tasks ranging from the monitoring of political developments in Erenland to the forging of alliances with the enemies of his rivals to direct sabotage and assassination.



Swordbearers

When it comes to gathering intelligence, Jahzir relies on a secret organization known as the Swordbearers. They are widespread throughout Eredane, infesting all of the Shadow's forces, from the tribes of orcs beyond the Fortress Wall in the north to the slaves that row tureens on the Gulf of Sorshef. Jahzir established them shortly after the Last Battle, as it rapidly became clear that his presence would be required outside of his domain, leading him ever away from the kingdom he sold his soul to gain. His absence would enable Sunulael to exert more control than he deserved or was allowed, thereby weakening Jahzir's dominance in the south and in the ongoing struggle against the forest fey. He therefore selected a number of convicted criminals and thieves from the conquered cities, offering them leniency and the freedom to continue their various trades so long as they reported information back to him. Facing extinction, the thugs and cutthroats naturally agreed and set about to create a network of informants.

The Swordbearers continue to this day, collecting rumors and developments like their forebears once collected coin and kills. They include men, women, and children, Dorns, Erenlanders, and Sarcosans, anyone who has known the fear of the noose or the headman's axe and been willing to trade secrets for his life. The Swordbearers are organized in small cells, each with one leader and five agents. Each agent reports to his cell leader once per week on an appointed day, time, and place. At the end of each week, the cell leader reports to his superior, going over all the key facts he's acquired. Messengers then take the information to drop points spread throughout Erenland, where they are then delivered to Jahzir. Individual agents do not know each other, which prevents the entire operation from being compromised in the event of a betrayal. If a cell leader has even the slightest suspicion of something afoot, he has the authority to kill his entire cell, and is then assigned a new batch of agents. If a cell leader comes under suspicion, one of a handful of razors (see *Minions of Shadow*) loyal to the Night King takes care of him personally.

Allies & Enemies

The Night Kings are a treacherous lot, each suspecting the other of plotting and misdeeds, and in many cases the suspicions have merit. No Night King trusts his rivals, knowing they'd betray each other if it served their interests. And so, Jahzir watches his fellow Night Kings closely, waiting for the inevitable double-cross that could undo all of his work for his master.

Jahzir is least concerned with Zardrix because the mad dragon seems content to guard Theros Obsidia, only taking part in the struggle against the fey when ordered. To a lesser extent, the same is true with Ardherin, who seems to be more concerned with destroying his former kin than he is in advancing his station. Such blind hatred worries the Sword of

Shadow, who sees Ardherin's thirst for killing elves as a possible front, concealing some other, darker motive.

Sunulael

Jahzir is therefore most wary of Sunulael. The Lord Commander sees the High Priest as a conniving, power-grasping zealot, one who cannot see the benefit to anything not directly related to his church and his god. Sunulael has proved to be an implacable foe, always engaging in one plot or another to subvert Jahzir as the Lord Commander of the Shadow's armies. Between his interference at the Kaladrans and his "secret" army of undead at Cambrial, Sunulael is close to forcing Jahzir's hand. Should the Priest's efforts continue, Jahzir may have to pay the Priest of Shadow a visit, and Jahzir is more than certain that Ardherin would assist him in taking the lich down a notch or two.

The Order of Shadow

The Order of Shadow is a particular point of contention between Sunulael and Jahzir. While the legates are obviously powerful and necessary to his armies and his master's cause, Jahzir dislikes the fact that they exist outside the Shadow's normal hierarchy. They do not take governmental positions or military appointments, yet their status allows them to supercede the orders of any who do. The more the Order fights within itself, however, the fewer problems they can cause for Jahzir's armies and governments throughout Eredane, so the Sword of Shadow is only too happy to support the Cabal when possible. Whether because of these efforts or due to Sunulael's seeming hatred of his fellow Night King, the Devout in return do their utmost to weaken Jahzir's control over the war and Erenland's shell of a government. In addition to the priests' less subtle bids for power and questioning of his decisions, Jahzir has learned that the legates have begun wooing the orc warlords in his armies. They offer the assurances of powerful spells, healing, and enchanted arms and armor to those tribes that vow to serve the Priest of Shadow over the Sword, and for those who resist these entreaties, they threaten to withhold even the most basic spellcasting support. Jahzir's Swordbearers have done their part in containing this development, and those Devout legates who become too overbearing might find themselves surrounded by a ring of angry orcs in the midst of a combat. Nonetheless, fractures in Jahzir's already tribally divided army have been steadily expanding for the past decade; though the schism is but a shadow of that within Sunulael's order, it nonetheless saps essential vitality and organization from the war effort.

Orc Armies

As opposed to his disdain for the barbaric Dorns and his thirst for vengeance against his devious countrymen, Jahzir's slaughter of the orcs was never anything personal. Though he has a long history of fighting this savage race, they were always a means to an end for him: a means to power, glory,

and triumph. Given that the bulk of Izrador's armies are made up of orcs, they now fill the same role, except as his minions rather than as his foes. Since his transformation, Jahzir has even come to respect and admire the orcs for their martial skill, their direct and forthright military approaches, and their powerful, if simple and savage, sense of honor. Much to the disgust of some of the militarily minded Traitor Princes and false sussars to whom he has granted positions of political power, he has restricted the command of his armies almost entirely to orcs and oruks.

The greatest of his leaders is Grial the Fey Killer (male orc barbarian 4/fighter 16). This orc has a natural instinct for large-scale and small-scale battle, a brutal ferocity that inspires his troops, and a level head when necessary. Jahzir even saw to it that he be taught the Sarcosan tongue and thereafter gifted him with some of his tomes of the history of war, compiled by Sarcosan scholars ranging from before the exodus from Pelluria up to the end of the Third Age. With his primal skill at leadership and this unique education, the orc warlord has made as competent a showing as can be expected in the fight against the elves.

That fight, however, despite his prowess, does not go well. Even with his constantly developing tactics and clever maneuvers, the elven defenders consistently maintain the advantage. The few surprises the Shadow forces can bring to bear are rarely under the warlord's control, something that frustrates him to no end. When Zardrix appears the elves quail in terror, but so too do his orcs. When supplies and fresh

troops are demanded, the crippled economy of Erenland and the disputes within the Shadow's forces slow their delivery. The only things on which Grial can rely, it seems, are his master's enemies: Ardherin and Sunulael. The orc welcomes Ardherin's support in the form of the Trapped and various shadowspawn horrors, as well as Sunulael's aid via an army of undead monstrosities. Yet he knows that each victory in which the other Night Kings take part weakens Jahzir's reputation and power. The question that lies before him, then, is this: Is his greater obligation to victory, regardless of those who gain credit for it, or to his Lord Commander, even if loyalty to him means defeat?

Traitor Princes

When Jahzir conquered Erenland, he elevated a number of collaborators and other conspirators to the position of sussar and distributed them throughout the cities of the occupied territory. In turn, these sussars elevated other nobles, lifting them to higher positions within the southern nobility. These men and women became the Traitor Princes, and theirs is the responsibility of governing the Night King's kingdom. Most Traitor Princes have fully thrown in their lot with the Shadow, jockeying for prominence in the new power structure. But a few struggle to salvage what they can of the old ways and safeguard their people from the worst of the atrocities. Regardless of their motives and actions, it is clear that they must serve Jahzir, as those who fail him face a terrible end.



The most influential of these collaborators is Ahvazi Abbas, cousin to Jahzir and Prince of Alvedara. As governor of Jahzir's seat of power, his ambition is tempered by his fear of the king. His kinship with the Night King gives him more leeway than others, but does nothing to reduce his terror. In fact, so frightened is he by his cousin that he overcompensates in his governance, executing citizens for the smallest slights and for the most minor of failures. He does all this to remain strong and competent in the eyes of Jahzir, but the result is that Ahvazi has few competent advisors left. The Order of Shadow has of course stepped into the power vacuum left by the nobility, creating an even more tenuous position for the craven Traitor Prince.

As he rides to Low Rock to oversee the division of forces against the dwarves in 100 LA, Jahzir has made it plain to his underlings that he expects each Traitor Prince to send any men he can spare; keeping the populace in line and guarding the princes' own worthless hides, he believes, have a lower priority than finally bringing this war to a close. Just how many can be spared, and how many are being demanded, are open to interpretation. And of course, the more soldiers each district donates to the cause, the worse the rest will look in the Sword of Shadow's eyes. The heads of every province and their toadies cower in hesitation, hoping that their "bids" of personal guards and mercenaries are high enough. Those governors of districts who are militarily minded are "encouraged" to come themselves, to prove their loyalty to the dark god. This offer represents a double-edged sword, however. Those who come themselves will be looked upon far more favorably than those who send lieutenants in their stead; yet, should their donation be deemed unacceptable, those who come themselves will simply be that much closer to Jahzir's lethal punishment.

Weaknesses

In the eyes of most people, Jahzir is a force of nature, a nearly indestructible being. Ordinary weapons shatter on his burnished black armor. When he fights, a cloud of fell energy suffuses him and fills the very air around him. Even the spells of the greatest channelers have little chance at breaching his defenses. He was a powerful warrior before his transformation, but suffused with the power of Izrador, none can stand against him.

Jahzir can be defeated despite his apparent invulnerability, though not through open combat nor through a cleverly cast spell. His weakness is his pride. If threatened, he acts rashly, throwing all common sense to the wind to repair the breach in his honor. A series of mounting failures would reduce him in the eyes of his master and perhaps even spell his end as he grows more and more careless in his efforts to restore his status.

Discrediting Jahzir may be a useful tactic for his Night King peers, but the elves and dwarves do not have their luxury of time. A more direct path to success regarding the

Sword of Shadow is to delay him or trap him. While second only to Zardrix in terms of his ability to withstand damage, Jahzir is by far the least mobile of the Night Kings. Destroy his mount, bury him beneath a rockslide, drop him in the bottom of the sea...none of these will kill Jahzir, but all will slow him down.

Additionally, while capable of destroying nearly anything that comes within sight of him, Jahzir is far more important as a figurehead and leader than he is as a destructive force in his own right. If he can be cut off from his troops (such as by goading Jahzir into attacking in a situation where any who follow him cannot survive), his armies will begin to fracture and his carefully planned offenses may decay into confusion. Of course, Izrador would immediately send lesser minions to retrieve his Lord Commander, but many variables might interfere with the rescue: the other Night Kings, the actions of insurgents, and any other factions that, though unable to act against Jahzir himself, would be all too willing and able to interfere with those sent to release him.

Though it is not common knowledge thanks to his powerful spell resistance, Jahzir has no resistance to electricity. There are whispers among the dwarves that his armor is not invulnerable to his own sword, the Opener of Ways. Even if it were only to be taken from him, much less used against him, the loss of his traditional weapon would be an insufferable blow to Jahzir's pride and would make it much more difficult for him to escape confinement. Finally, Jahzir's own armor is a liability as well as a boon: It is a pale mirror that always moves with him. To maintain the mirror and prevent its destruction, the Sword of Shadow must bathe in the freshly spilled blood of 5 HD worth of sentient beings each month. If he could be physically trapped for a month (the time must actually pass for him, so *temporal stasis* or *imprisonment* would not be effective), or for any reason was unable to sacrifice a sufficient number of innocents during a month, his armor would explode as per a pale mirror. Though the blast would not destroy him, the loss of his most powerful artifact would certainly weaken the Night King.

Jahzir

3rd-level Aristocrat/14th-level Fighter/13th-level Barbarian Sarcosan

Medium Humanoid (Augmented Human, Night King)

Hit Dice: 3d8+24 plus 14d10+112 plus 13d12+104 (512 hp)

Initiative: +4

Speed: 70 ft. (14 squares)

Armor Class: 55 (+4 Dex, +16 armor, +7 profane, +17 natural, +1 haste), touch 22, flat-footed 50

Base Attack/Grapple: +24/+42

Attack: *Opener of Ways* +52 melee (2d8+32 plus 2d4 negative levels/17–20) or +5 *spiked gauntlet* +48 melee (1d4+19)

Full Attack: *Opener of Ways* +52/+52/+47/+42/+37 melee (2d8+32 plus 2d4 negative levels/17–20) or +5 *spiked gauntlet* +55/+55/+50/+45/+40 melee (1d4+19)

Space/Reach: 5 ft./10 ft.

Special Attacks: Greater rage (4/day), inevitable cleave, spell-like abilities, umbra of hate

Special Qualities: Blessing of Izrador, damage reduction 3/—, damage reduction 20/mithral, fast movement, immortal, immunity to ability damage, ability drain, death from massive damage, energy drain, mind-affecting effects, negative energy effects, death effects, poison, polymorph effects, petrification effects, and sleep effects, immunity to cold and fire, improved uncanny dodge, massive, master strategist, regeneration 10, resistance to acid 15, Sarcosan traits (plains), spell resistance 41, trap sense +4, uncanny dodge, warrior's way (leader of men)

Saves: Fort +40, Ref +27, Will +28

Abilities: Str 39, Dex 19, Con 26, Int 16, Wis 16, Cha 28

Skills: Bluff +17, Climb +26, Concentration +21, Diplomacy +17, Handle Animal +34 (+38 horses), Intimidate +44, Jump +38, Knowledge (geography) +8, Knowledge (nobility and royalty) +9, Knowledge (Shadow) +17, Listen +17, Profession (general) +33, Ride +33 (+37 horses), Sense Motive +8, Spot +13, Survival +16 (+18 Southern Erenland), Swim +11

Feats: Cleave^B, Combat Expertise, Combat Reflexes, Devastating Critical^E, Devastating Mounted Assault^M, Drive it Deep^M, Great Cleave^B, Greater Weapon Focus (bastard sword)^B, Greater Weapon Specialization (bastard sword)^B, Improved Critical (bastard sword)^B, Improved Sunder, Incite Rage^E, Mounted Combat^B, Power Attack, Ride-By Attack, Sarcosan Pureblood^M, Spirited Charge, Trample, Weapon Focus (bastard sword)^B, Weapon Specialization (bastard sword)^B

^B denotes bonus fighter feat

^E denotes epic feat

^M denotes *Midnight 2nd Edition* feat

Organization: Solitary (unique), squad (Jahzir plus 2d10 orc marauders and oruk Commander), legion (Jahzir plus 1 10th-level oruk barbarian, 4 oruk commanders, and 40 orc elites), army (Jahzir plus 1 15th-level oruk barbarian, 4 10th-level oruk fighters, 16 6th-level oruk commanders, 160 orc elites, 320 orc troopers, and 1,600 orc recruits)

Challenge Rating: 34

Alignment: Neutral evil

This massive humanoid is encased in baroque, dark armor. His helmet conceals his features in shadow, though there is a faint hint of a swarthy-skinned face with an arrogant leer just beneath the gloom. A huge sword is clenched in one gauntleted fist, and where his gaze focuses, death seems to follow.

Jahzir is awesome to behold in battle. He is a storm of uncontainable fury. When he involves himself in direct combat, he rides a massive demonic steed whose hooves flash with unholy fire. Jahzir is protected by otherworldly armor and normal blades shatter when they come into contact with it. He wields a massive sword forged by Black Blood dwarves that is said to be able to cut through any barrier, even those of magical manufacture. When in the thick of combat he has the tendency to lose himself in the fighting, slipping into a black rage of hate. Fumes of cloying darkness lift from his blasphemous armor, blocking out the sun and wreaking havoc with the hearts and minds of those around him.

Jahzir stands just under eight feet tall and weighs close to 400 pounds. He speaks Black Tongue, Colonial*, Erenlander*, Courtier*, Norther (2), Orcish, and Trader's Tongue*.

* denotes literacy

Combat

Jahzir is an expert swordsman; few come close to his mastery at arms. When engaged in combat, he likes to toy with his foes to assess their strength and skill. He uses Combat Expertise to increase his defenses, unconcerned with the effect it has on his combat ability, and divides his attacks among several foes so as to give each of them the honor of feeling the bite of his blade. He fights calmly through it all, offering instruction and advice to his attackers, commenting on poor form or an expert stroke of the blade, confident that he cannot be harmed and that the outcome of this battle, or any battle in which he involves himself, is inevitable.

Should the fight continue for more than a few rounds, or worse, should Jahzir actually take damage, the Night King grows incredulous and enraged, giving way to the fires of hate that burn within him. (Against a spellcaster or one who refuses to meet him in honorable melee combat, he enters this rage immediately.) Tendrils of black mist spill out from the gaps in his armor as he throws himself into the fray. He then focuses his attacks against one foe at a time, starting with the weakest to take advantage of Great Cleave, and begins to use Power Attack each round to maximize his damage. If he's still fighting when his rage expires, he turns to spell-like abilities to finish off any survivors, using *power word kill* and *finger of death* first. Jahzir only backs off from a fight if he is clearly outmatched. Normally, Jahzir rides a cauchemar (a 15-HD advanced nightmare) equipped with +4 *full plate barding*, increasing its AC to 38 (touch 10, flat-footed 36). If not mounted and needing to overcome obstacles or to flee, Jahzir uses his *air walk* ability.

Greater Rage (Ex): Jahzir may enter a greater rage four times per day. The rage lasts for 14 rounds. Whenever he enters a rage, he uses the following statistics: HD 3d8+33 plus 14d10+154 plus 13d12+143; hp 593; AC 53 (+4 Dex, +16 armor, +7 profane, +17 natural, +1 haste, –2 rage), touch 20, flat-footed 48; Grp +51; Atk *Opener of Ways* +55 melee (2d8+36 plus 2d4 negative levels/17–20) or +5 *spiked gauntlet* +51 melee (1d4+21); Full Atk *Opener of*

Ways +65/+65/+60/+55/+50 melee (2d8+36 plus 2d4 negative levels/17–20) or +5 *spiked gauntlet* +51/+51/+46/+41/+35 melee (1d4+21); SV Fort +43, Will +30; Str 45, Dex 19, Con 32, Int 16, Wis 16, Cha 25; Skills Climb +29, Jump +41, Swim +14.

Inevitable Cleave (Ex): Whenever Jahzir is granted an additional attack from the Cleave or Great Cleave feat, he may take a free 5-foot step before making the extra attack. He may make a number of free 5-foot steps in this manner per round equal to his Dexterity modifier.

Spell-Like Abilities: At will—*arcane impotence** (DC 20), *finger of death* (DC 24), *greater dispel magic*, *hold monster* (DC 22), *mass command* (DC 22), *power word stun*, *shatter* (DC 19), *telekinesis* (DC 22); 3/day—*air walk*, *dominate monster* (DC 26), *power word blind*; 1/day—*circle of death* (DC 23), *power word kill*, *righteous might*. Caster Level 30th. The save DCs are Charisma-based.

The following abilities are always active on Jahzir's person, as the spells (Caster Level 30th): *arcane interference**, *detect chaos/evil/good/law*, *detect thoughts*, *haste*, *magic circle against good*, and *see invisibility*. These spells may be dispelled, but Jahzir may reactivate any number of them on his turn as a free action.

* See *Sorcery and Shadow* for details.

Blessing of Izrador (Ex): As with all of the Night Kings, the blessing of Izrador allows Jahzir to add his Charisma modifier as a profane bonus to his armor class and all saving throws.

Additionally, Izrador knew that to be a true conqueror and herald of the Last Age, Jahzir would need to be an army unto himself. A brood of summoned creatures, a maze of magically created walls, a swarm of mortal warriors, all should be as nothing more than gnats to be swept aside with a mere thought. Izrador therefore gave to his Sword of Shadow the blessing of celerity.

Jahzir may use any of his spell-like abilities as free actions. To do so, he need only make a level check (d20+30) with a DC equal to 28 + the level of the spell being cast + the number of spell-like abilities already used this round as free actions. If he ever fails the level check, the spell is not cast and the DC for the level check permanently increases by the amount by which he failed the check. As of the end of 100 LA, he has only failed the check twice (his original DC was 25): once during the invasion when attempting to destroy a fleeing heir of House Baden, and once while facing the defender of Calador.

Umbra of Hate (Su): Whenever Jahzir enters a rage his body gives off tendrils of foul black mist, functioning as *acid fog* except that it surrounds Jahzir in a 5-foot radius on his first turn and moves with him, extending each round by 5 feet until he stops raging (to a maximum of a 70-foot-radius area). When the rage ends, the umbra begins to retract back into the armor at a rate of 5 feet per round. In addition, the umbra of

hate wreaks havoc with those caught inside. Dancing in the shadows are the vestiges of those slain by the Night King. They crave the minds of the living to replace their own lost memories. All living creatures within the umbra of hate at the beginning of Jahzir's turn must succeed on a DC 32 Will save or take 1d4 points of Wisdom damage and 1 point of Wisdom drain. This is a negative energy effect. Any who reach 0 Wisdom while within the mist go permanently *insane*; this state of insanity can only be repaired by a *miracle* spell. The save DC is Charisma-based.

Jahzir's immunities, resistances, and ring of *freedom of movement* allow him to almost entirely ignore the cloud. However, the umbra is not necessarily a benefit to Jahzir. It obscures his vision and does not discern between friend and foe. The acid from the mist usually kills off the wounded who have fallen in battle, and the shadows within are dreadful enough that members of Jahzir's own personal guard are often driven insane; his troops have learned to fear Jahzir's rages for this reason, and are as likely to protect him from damage to save their own bodies and minds as they are out of concern for his survival.

Immortal (Su): The wickedness of Izrador sustains Jahzir, granting him immortality. Jahzir no longer ages and cannot be affected by the passage of time (magical or otherwise). He also does not need to (and indeed, cannot) eat, drink, breathe, or sleep.

Massive (Ex): Jahzir towers over others on the battlefield, a giant among men. Though technically a Medium creature, he has a natural reach of 10 feet and may wield Large weapons without penalty.

Master Strategist (Ex): Jahzir's long life and position at the head of Izrador's armies has given him incredible insight into the art of war. In any combat, Jahzir and all allies within 100 ft. may roll twice for initiative and take the better result. In addition, Jahzir gains a +4 bonus when flanking his opponents, and a +4 bonus to confirm all critical hits.

Regeneration (Ex): Jahzir takes normal damage from electrical weapons or spells, as well as from spells with the light descriptor.

Sarcosan Traits: Jahzir had little time for the intrigues and niceties of court, and so has the plains Sarcosan background. As a rider and warrior, he was a nearly perfect specimen of the Sarcosan race. He treats cedeku and Sarcosan lances as martial weapons, gains a +1 bonus to attack rolls made with Light weapons and a +1 bonus to damage when attacking from a mount, and gains a +4 racial bonus to Handle Animal and Ride checks when using a horse.

Possessions: Jahzir possesses *Armor of Izrador*, *Night Bringer*, *Opener of Ways*, +5 *spiked gauntlet*, *ring of energy electricity resistance (major)*, *ring of freedom of movement*, *belt of giant's strength* +6, *cloak of resistance* +5.

Armor of Izrador

Believed to have been worn by the god himself, or perhaps fashioned from his bones, this suit of black full plate exudes the essence of absolute evil. Within moments of donning it, the armor grows hot with eldritch energy, fusing itself to the wearer's flesh. Ever after, the armor remains in place, impossible to remove until the wearer dies.

The *Armor of Izrador* functions as +8 full plate armor of moderate fortification. Since it is bound to the flesh of its wearer, the armor bestows only a –3 armor check penalty and has a maximum Dexterity bonus of +4. In addition to the base benefits, the *Armor of Izrador* bestows acid resistance 15. The armor also grants the wearer a +8 profane bonus to his Strength and Constitution scores. Finally, nonmagical and non-mithral weapons that strike the wearer automatically shatter. Weapons that are either mithral or magical, but not both, also shatter unless the attacker succeeds on a DC 25 Reflex save. Magical mithral weapons never shatter against the armor.

In addition to its mighty powers, the *armor of Izrador* is also a mobile pale mirror, with the normal effects on surrounding channeled spells and magic items (see **Dark Mirrors** in *Midnight Second Edition*, page 271). This means that Jahzir must bathe in the blood of sentient innocents each month or the armor will be destroyed from within.

The *armor of Izrador* exacts a steep price from its wearer. He who dons the suit is forever after a creature of Izrador and must obey the god in all things. The armor bleeds with foul energies, imposing a –10 profane penalty to Diplomacy checks when interacting with good creatures. Finally, being encased in armor for the rest of one's life has a deleterious effect on the wearer's mind. At the start of each week, the wearer must succeed on a DC 30 Will save or suffer 1d6 points of Wisdom drain as the armor ebbs away its wearer's sanity.

Night Bringer

This ornate war horn is always slung across Jahzir's torso. It has powers identical to that of a *greater horn of blasting* except that it may be used 3 times per day before it has a chance of exploding. Additionally, the horn is an incredibly powerful tool of command and war. Any time the bearer blows the horn as a full-round action, he immediately learns the exact location and approximate strength (within 4 HD) of any creature with 1/2 or more HD that hears the sound of the horn, even if only faintly. The horn reveals even mindless creatures, constructs, mobile plants, undead, and the like; if it has at 1/2 HD or more and can hear, the bearer knows about it. If the bearer continues to blow the horn, he may detect all targets' alignments and creature types on the 2nd round; on the 3rd round of blowing, he may force any revealed creatures to make Will saves (DC 12) or he learns their surface thoughts as per *detect thoughts*.

The rarer a creature is, the more it stands out in the user's mind, such that animals could be ignored in favor of locating humanoids, or the hordes of a humanoid army could be ignored in favor of identifying its leaders. The power of the horn allows the bearer to comprehend the information it grants in an instant, even if thousands of creatures are revealed, and further grants him the ability to sift quickly through the revealed alignments, creature types, and thoughts to find those that are of interest to him.

Nondetection, *Private Sanctum*, and similar spells can hamper the horn's abilities. When a level check is required, the horn acts as having a caster level of 20.

Opener of Ways

When the Black Blood dwarves of Dorin Clan presented this terrible sword to Jahzir, he promised them that he would use it to cut his way through the defenses of their kin and kill them to the last. In honor of this promise, and of the sword's power to cut through magic and flesh alike, the sword was named *Opener of Ways*. It is forged from the mithral culled from a hundred magical swords and was quenched in the heart blood of a mighty elf champion. This awful sword has a black blade that bleeds unholy light from the runes etched on its blade. The hilt is carved from the teeth of good dragons and the handle is the defiled horn of a unicorn.

Opener of Ways functions as a Large mithral +7 vorpal bastard sword. In addition, whenever it hits a target, the bound elf spirit within bestows 2d4 negative levels on the opponent. One day after being struck, the victim must succeed on a DC 25 Fortitude save for each negative level or lose a character level. Those who receive negative levels at least equal to their current level are instantly slain, and in Jahzir's case their souls join those who dance in his umbra of hate. The bearer of the sword gains 10 temporary hit points for each creature killed in this manner, though the hit points vanish after 1 hour. As a mithral weapon, it ignores all hardness less than 20 for the purposes of sundering weapons or attacking objects.

Perhaps the weapon's most powerful ability is that it can be used to sunder magical barriers, even *prismatic walls*, *walls of fire*, force effects, and other magical creations that are not normally subject to physical attacks. A 5-foot by 5-foot length of any such wall or barrier can be targeted with each attack roll (or a 10-foot by 10-foot section, if the sword is enlarged, such as when Jahzir is under the effects of *righteous might*). Such magical barriers are considered to have hardness against the sword's strikes equal to the caster's level, and 10 hp per spell level. If a spell effect is reduced to 0 hp, a hole opens up at that spot in the barrier, and creatures may pass through it without suffering the barrier's effects. The rest of the barrier persists, however, until it too is destroyed or its duration runs out.

CHAPTER 3

Priest of Shadow

The Priest of Shadow commands the Order of Shadow from his bleak temple in Cambrial.

No longer human in any sense of the word, he is an unliving vessel for the dark god's power of undeath and divine magic alike. His sole purpose is to further the interests of his profane master in the minds and souls of men. Cold, calculating, and thoroughly insane, he manipulates and controls the network of legates who ensure that the world bends its knee to the Shadow. To understand Sunulael and his enduring commitment to Izrador, one must look to this Night King's past. Only by appreciating his life of service to the teachings of a dead religion can one truly comprehend the maniacal fervor Sunulael experiences in his continued service to the Shadow.

faith

For nearly all of his life, Sunulael served the impotent faith of the Sorshef, studying the passages of the holy Book of Sahi and spreading its message of introspection and ethics to all he encountered. He was a stalwart champion for restoring faith in the old gods and turning the masses from the corruption and decadence that had infused Erenland late in the Third Age. But through all of his time spent serving silent gods, he searched his soul for some meaning, some experience that would reveal to him the truth of the gods. He spent countless hours poring through the sacred scrolls and dusty volumes, entering deep trances to contemplate the mysteries of the holy texts. His nights were spent searching the stars from his observatory for some sign, any sign, that his life was not wasted. And yet for all his faith, he received nothing in return—at least not from the gods he served.

His efforts at searching out the nature of divinity came to Izrador's attention. The Shadow saw in this old priest a potential ally, a mortal so hungry for any sign of divine power, a taste would be all he would need to become the dark god's creature. Izrador cast his spirit out into the world and entered Sunulael's opened mind. At first he was just a voice, but in time, Sunulael came to see the creature in his mind as more than a looming madness. He began to wonder...could this be the voice of one his gods, one of the heavenly riders of the stars? For years the dark god continued his communications, using his knowledge of Sunulael's pantheon to drop hints as to his potential identity, but never quite revealing himself one way or the other. Soon, he told him, soon would be the time to announce his return. Soon would be the time to restore the old ways. Soon would be the time to crown Sunulael as the high priest of the gods returned. And so Sunulael was allowed to deceive himself. When the time was right, Izrador demanded allegiance of Sunulael without



revealing his identity. *If you have faith*, he whispered to his chosen servant, *true faith, you need not ask who I am. You need only know the power that I offer.* And deep within, Sunulael made his choice.

Awareness

He realized, in a terrible, shattering, yet releasing moment, that there *was* no choice. The logic of his teachings guided him as surely as a well-kept path in the midst of a dense wilderness: The Book of Sahi said that the heavenly riders were the source of all wisdom and power, and this essence that spoke to him evidenced much of both. Therefore, it must be one of the heavenly riders. Or, it was not...in which case everything that the Book of Sahi had taught him was a lie, and this being offered him true salvation, an escape from the emptiness that had been his belief and his life.

Not only that, but whatever this being was, it brought true power to the world, and fulfilled a promise that Sunulael thought had long ago been made to him: that he would be a savior of his people. And so, knowing full well that the being he served could as easily be a power for evil as for good, for corruption as for balance, the aged priest pledged himself to the faceless voice. His ego, his desire to lead, his fear and faith, all of them conjoined to allow the priest to step from a life of compassion and contemplation to one of zealotry and deviousness. When the god began to grant spells, true spells, Sunulael became the first clerical spellcaster on Aryth since the Sundering. In the light of that miracle, everything else paled.

The same rapture that filled Sunulael was contagious...few could witness the miracle of his divine magics and be unmoved, and the fact that Izrador required his new servants to remain secretive simply made their fire of devotion, like that of a stove with closed doors, burn that much hotter. Soon all that they were was distilled, the base metals of their minds and personalities melted away to reveal only the pure, dangerous, unadulterated faith and passion within. And so the power and the corruption that was Izrador spread throughout Erenland. In time his true nature became known to Sunulael and his followers, but they had long ago made their choices: Power and faith were what mattered, not minor things like moral imperatives or outdated teachings. Not irrelevant things like the people they once were, the things they once believed in. In the cold embrace of the Shadow, nothing else mattered but service.

Service

The rest of the tale is already known to the historians of Erenland and the keepers of the black scrolls. The destabilized and corrupt Erenland was no match for the orcs that crossed the Sea of Pelluria, and many were the cities whose gates were opened by this new Order of Shadow. Izrador was grateful to his mortal servant and, seeing his body aged and failing, deemed that he who had served so well in life should be granted life's opposite. Just as his mind had been distilled and burned away to a bright glowing cinder of insanity and faith, so was his body melted away by the acidic essence of

Izrador's own flesh, until all that remained was blackened muscle and cracked and pitted bone. Then, his mind, soul, and body remade, Sunulael had become a Night King. He was made head of the Order of Shadow, much to the disgust of those legates who had safeguarded the dark god's lore and formed the foundation of his power for generations.

Activities & Goals

Sunulael's principle responsibility is governing the Order of Shadow. While it is important that mortals worship the Shadow, since their belief empowers the sundered deity, it is more important that the legates maintain the black mirrors. These devices serve as conduits for Aryth's magical energy and the mortals sacrificed to keep the mirrors active combine to lend the dark god the power he needs to control his empire.

Spreading the Word of Izrador

And so Sunulael is charged with making certain the mirrors are not only maintained but also spread throughout Eredane. Each community must have a black mirror, just as each community must have its legates to keep feeding sacrifices to the profane basins. But there are far from enough temples to satisfy Izrador's needs, and there are never enough legates to ensure that all within the occupied territories pay appropriate obeisance to the Shadow. And despite the best efforts by the Priest of Shadow to contain them, agents of the resistance remain a constant and nagging problem.

Part of these failures stem from the schism that threatens to tear the unholy church apart. The Devout and the Cabal are vicious enemies, and assassinations are a nearly constant phenomenon. Each murder, each betrayal weakens the hold the Order exerts on the common folk, which in turn projects an image of vulnerability. Such weakness disturbs Sunulael. He feels his control over the legates may, perhaps, be slipping, and Izrador demands that his priests be disciplined and ordered, all committed to the same ends.

Training New Legates

To combat this growing danger, Sunulael has stepped up the quotas for producing and gathering new legates. The breeding programs churn out acolytes with disturbing speed. Witch Finders scour the lands to find children and young adults with some ability to harness magical energy and force them, through torture if necessary, to embrace the Shadow and to become its willing servants. Each new batch of legates is then sent out into the lands according to their abilities. Some reinforce the various temples, while others erect new ones. Some patrol occupied cities, rooting out traitors and agitators, while other crush the spirits of those in rural areas. These new legates are trained to see Sunulael as the legitimate head of the Order and so tend to be fanatically loyal, almost inhuman in their zeal to promote the faith and serve the Priest



of Shadow. Yet their powers are minor in comparison to the older, often undead ranks of the Cabal, and these veteran legates use every opportunity to waylay, punish, drive off, and stunt the developing power of those underlings who will not be swayed from Sunulael's banner.

Creating Undead

In addition to controlling the Order, Sunulael and his lackeys fill the depleted ranks of the Shadow's soldiers with undead. The Priest transforms Cambrial and other cities into teeming necropolises, the streets and buildings infested with countless walking dead. Izrador and even his mortal generals are glad to use the undead legions since they do not question orders and are cheaper to maintain, unquestioningly loyal, and resistant to Erethor's magical wards.

Personal Goals

Sunulael is a creature beyond good and evil, at least in his own eyes. While one of the most despicable and amoral beings in the world, he is also one of the most at peace. He is a believer in something greater than himself, and that has liberated him from any sense of fear, hate, worry, or desire. He sees his duty as being to shepherd the power that is Izrador from its Aryth-bound mundane state back into its heavenly form. He is a messenger, a guide, and a midwife to a god. He chose to serve Izrador because the god showed him the beauty of pure power, because he embodied the beauty of power. This tied in perfectly to Sunulael's philosophy, built upon the teaching of the Old Gods, that says that ultimate awareness and ultimate power are the ideal states for any being. Izrador is the being on Aryth closest to achieving that power, and he gains more power by drawing the life and magic from every living thing in Aryth, so in a sense Izrador will elevate all of Aryth, all of its life forces and souls, its magic and its matter, into perfect divinity, perfect power. Somewhere in this twisted logic, Sunulael finds reason to believe that he is making the world a better place.

Discrediting His Rivals

Sunulael has always devoted himself to the service of the gods. He always knew that his own concerns were secondary to the demands of his faith, but never once admitted that his service to religion was out of his own need, his own keen desire to find some purpose in the world. In Izrador, Sunulael found the master he long sought, and now revels in the power he has attained. But such power is always in jeopardy, since Izrador is stingy with his favor. Worse, Sunulael believes the other Night Kings are envious of his relationship with the Shadow, and suspects they work to thwart his efforts by forging alliances with the rebellious elements within the Order of Shadow. Sunulael knows that the only way to safeguard his place as Izrador's lieutenant, and indeed to be guaranteed a position as part of the divine perfection when his ascension occurs, is to prove himself the greatest of the Night Kings.

Sunulael has three primary objectives in discrediting his rivals. First, he must crush the elven resistance in Erethor, doing in the space of a few years what Jahzir has failed to do over decades. Second, he must expose Ardherin's obvious disloyalty to his master and take away his ability to commandeer any found arcane nexuses or powerful magic artifacts. And third, he must put his own house in order by removing the fractious elements conspiring to undermine his authority.

Izrador has been quite clear about his desire to see the elves of Erethor finished and will accept no excuses for failure. The forest must fall. As Jahzir divides his forces, one to fight the dwarves and the other to invade Erethor, and Ardherin wrestles with the fiends, sending waves of demons to harry and destroy, Sunulael constructs a vast army of undead in Cambrial. His legates spend incredible resources and sacrifice countless souls to create the largest army of undead the world has ever seen. To command this force, the Priest of Shadow has lured orc troops and human mercenaries, all under the command of Kuros the Exonerated. The army is nearly ready to march, and Sunulael is confident that they will achieve the long-sought victory.

Maintaining His Power Base

Though distracted somewhat by his designs to thwart his rivals in Erethor, Sunulael cannot afford to take his attention from the maintenance and expansion of his territory. The more land, the more people under his rule, the more power will be granted to his master, and the sooner will come his ascension. Sunulael has enjoyed great success in the south, where despite the overarching belief in the Sorshef, the worship of Izrador is required of all citizens. The Cabal remains strong in the north, however, and they resist his efforts to exert his authority. Sunulael knows that if the northern legates succeed in stamping out the last pockets of Dorn resistance or if their legates prove instrumental to the victories against the dwarves in the Kaladrums, they might gain enough prestige to endanger Sunulael's position as First Legate. While unable to do much about the prior issue, he is confident that he can affect the latter. His most trusted soldier legates have been sent to the Wars of Steel and Stone, where some 300,000 orcs, goblin-kin, human mercenaries, and Cabal legates are led by Jahzir himself to finish off the dwarves. There, between warding off axes and conjuring magics to smite their foes, the Devout legates also parry thrusts of intrigue and take trophies in the form of influence. In fact, so pernicious are their machinations that they have managed to seed discontent amongst the gathered forces. Not only have they isolated and disempowered their Cabal peers, they have even managed to coerce the warchiefs and mercenary captains to consult with them before taking actions; should they refuse, of course, their soldiers will be denied healing and spell support. This has done little to improve the armies' performance, of course; that was never their goal. The Devout's efforts have managed to fragment and splinter the host, destabilizing the Cabal's influence and creating an untenable situation that seems ready to explode into violence. Should this occur, the Devout

can easily step in to settle things, allowing Sunulael to, once again, shine in the eyes of his master.

Destroying the Cabal

While Sunulael jockeyes for prominence in the final conflict, he faces many difficulties at home. The Cabal is insidious and infests the temples throughout his territory. Despite the best efforts of the Sisterhood of Tender Mercies, his underlings have made little progress in rooting out the traitors in his midst. Assassinations, betrayals, and infighting destabilize his influence even in his own lands, and his reallocation of resources for the invasions of the Kaladrans and Erethor have left his more martial followers with little time to oversee the Cabal hunt personally. To combat this menace, Sunulael has involved himself in exposing heretics, making surprise visits to temples throughout the land using *wind walk*. These mini-inquisitions inevitably end up with traitors, real or suspected, being destroyed in such horrific and inhuman ways that fewer and fewer young legates are willing to risk serving the Cabal.

When not creating new undead, searching out treacherous legates, and plotting to outdo his rivals, Sunulael spends time and resources in his lair at Cambrial, where he plumbs the depths of necromancy to create new and powerful spells and undead. It seems that he is searching for something specific in his studies; some say it's his own lost humanity that he hunts.

Resources Strongholds

As Izrador's Priest of Shadow, Sunulael claims all of the Temples of Shadow as his own. In truth, only those in central and southern Erenland are truly his, as their seeds were planted during his rise to power, and even among them the Cabal controls many. Those in the north are all almost entirely under the Cabal's sway, as they are closer to those powerful and ancient legates who have lived for so long and become so inhuman that they prefer to live beyond the Vale of Tears. The temples' primary functions are to funnel power back to Izrador, but they also act as communication centers, allowing legates to relay their findings and report suspicious activity and developments in their region. The Priest of Shadow on occasion travels to outlying temples to supervise important rituals, such as the conversion of a notable individual to the worship of Izrador, the reclamation of an arcane nexus, or the advancement of a black mirrors to the next rank of power. However, he spends by far the majority of his time in either Theros Obsidia or in his temple in Cambrial, the City of the Dead.



Cambrial

Sunulael's lair was the very first temple of Shadow in Erenland. Few signs remain of the building's original purpose, as it has been literally reconstructed to symbolize the Shadow's mastery over the world. What was once a quaint manor house on a hill amidst the city's high district has been transformed into a massive black cathedral surrounded by the skeleton of a civilization. Its heights can be seen from anywhere in the city. The stones are stained with the blood of the slaves forced to build it, and the signs of their desperate labor are visible in the fingernails and bones trapped in the mortar and stone. Statues of cloaked and hooded giants with skeletal hands grasping skulls line the exterior walls. Dark shingles cover the roof along with a forest of jagged spines on which a number of writhing zombies and bleached bones still lay, impaled for some long-forgotten offense. There are no windows to this place, though a collapsed section of the southeastern wall testifies to its age. The temple's exterior is impressive and sinister, but it is nothing compared to what lies within.

Though there are only token guards patrolling the building, Cambrial is crawling with undead. PCs wishing to enter the temple must fight through thousands of uncontrolled Fell to say nothing of the mustering undead army that awaits the order to march into Erethor.

Theros Obsidia

All of the Night Kings spend some time in their chambers in the enormous spire of Theros Obsidia, but Sunulael feels the most at home there. He craves the opportunity for possession by his master and so frequently makes pilgrimages to the unhallowed place. There he leads legates in profane rituals, personally sacrificing slaves to feed the black mirrors. He also takes these opportunities to monitor the intrigues among the Order. When not seeing to the day-to-day affairs of the cult, he gives his body to his master to become a vessel for the dark spirit of Izrador.

When creating new undead and researching the necromantic arts, however, Sunulael prefers to work in Cambrial. The city is as dead as its master, and still bears the open wounds left in the terrible battle that led to its fall. The buildings are in decrepit condition, and most long ago succumbed to the ravages of war and time. The very streets are stained with the blood of the dead that was said to flow like rivers from the slaughter there. And now instead of children playing in the streets, there are only hordes of shuffling corpses milling about, searching for the warm flesh and hot blood of the living. The few living that remain are either slaves whose fates are to die under the sacrificial knife, legates who come to pay homage to the Priest of Shadow and assist in his research, and their servants, who are only protected from the ravenous teeth of the Fell for as long as they please their masters. A few garrisons of orcs patrol the countryside, but they are beleaguered and haunted creatures, pressed on one side by the ravenous living dead and on the other by the poisoned arrows of the jungle elves who flit from shadow to shadow in the nearby Dead Marshes.

Minions

Sunulael commands a vast network of agents spread throughout the continent. Though not all are fully loyal to him, those who advance his cause with fanatical devotion. Add to this the legions of undead mustering in Cambrial and

elsewhere, and Sunulael has a considerable force that rivals even the armies of Jahzir in power if not in numbers. But Sunulael cannot be everywhere at once, and must rely on carefully selected minions to further his ambitions.

Albactrus the Speaker

Albactrus the Speaker (male Sarcosan lich legate 19), who resides in Theros Obsidia, is by far the most important of Sunulael's lieutenants. A dedicated thrall, he is Sunulael's second-in-command and closest advisor. When Sunulael founded the Temple of Coming Night in Cambrial, Albactrus was the first to join him. He directs the Order in Sunulael's stead when the Priest of Shadow is not in Theros Obsidia, and is the mouthpiece of Sunulael to his circle of greater legates.

Carissa the Pure

Though Albactrus is a capable and loyal lieutenant, Sunulael hesitates to place too much power in any one underling's hands. As of late, he's come to rely more and more on Carissa the Pure (female Erenlander legate 13), a Merciful Mother of the Sisterhood of Tender Mercies. A product of the breeding programs, she is intelligent, devoted to her cause, and thoroughly evil. She has personally tortured and executed over 100 members of the Cabal, and has survived over a dozen assassination attempts. She is currently working at

Theros Obsidia, where she leads a group of sisters to derail a dangerous plot that would end the lives several important Devout legates.

Kuros the Exonerated

For dealing with Erethor, Sunulael has turned to a zealot named Kuros the Exonerated (male Sarcosan legate 15).

An outspoken supporter of Sunulael and enemy of his critics, his command of the armies of Cambrial came with orders to raze the forests of Erethor. The Priest of Shadow entrusted this





mission to Kuros not because he felt the man was a great leader, but instead because of his fanaticism. In his years of service, Kuros has personally led many forays against those who oppose the Priest's rule in the south, even orcs and other legates. However, in so doing Kuros has made many enemies in Theros Obsidia; to maintain the careful balance of politics, Sunulael believed it was best to remove him from the center of intrigue lest he lose him to a Cabal knife.

Samael the Pardoned

Another key figure serving Sunulael is Samael the Pardoned (male Sarcosan channeler [spiritual] 5/legate 10). For years he worked against Sunulael in southern Erenland, leading a resistance force of freedom fighters. Sunulael personally led the force to destroy the guerillas, and he and his minions slaughtered all but Samael. Sensing great potential in the rebellious channeler, the Priest of Shadow took him alive and brought him back to Cambrial, where he instructed the captive against his will in the inner secrets of the Shadow. For years, Samael suffered, driven to the brink of madness until one day his mind finally snapped. In his madness, he gave his soul willingly to Sunulael. It was many years before the Priest would trust him, but Samael the Pardoned has proven to be a worthy servant. Sunulael recently sent him east with a coven of dedicated legates to undermine the Cabal's influence in the Kaladrund offensive.

Zaindal

Sunulael counts Zardrix among his rivals, despite her status as an apparently mindless drone dedicated to bringing Izrador's wrath. The Priest of Shadow sees the dragon as evidence that he does not yet serve his master as well as he might. As an avatar and symbol of all that Izrador stands for, *he* should be the god's wrath and sword, his priest and his sorcerer. In an attempt to remedy this lack, and to demonstrate that he and his creations can fulfill of the dark god's needs, the Priest created the undead monstrosity called Zaindal (see *Under the Shadow*). This undead wyvern is as much a mocking insult toward Zardrix as it is proof of Sunulael's power; of course, Zardrix is beyond caring. In any case, should the Wrath of the Shadow ever be sent to chastise Sunulael, it is likely that it will occur over Zaindal's rent and broken body.

Knowledge & Contacts

Faced with plotting and treachery on all sides, Sunulael uses the Order of Shadow to monitor his enemies' movements. There are priests in every large conquered town, and as part of the Shadow's unclear hierarchy of leadership, they are privy to most of the information that local collaborators or warband leaders come across. The Order's duties also include assisting with the interrogation of captives, uncovering and punishing resistance cells, and corrupting the conquered races so that they turn against their neighbors and toward the Shadow. The vast network of Temples of Shadow and their inhabitants are perhaps the most stable information-gathering

machine in Eredane, and certainly the most widespread. However, it is not the most efficient. Even legates loyal to Sunulael do not act without first considering their best interests. As much information is lost to backstabbing or is withheld for the sake of a richer reward as makes its way immediately to Sunulael's attention.

To ensure that his servants report what they ought to, as well as to keep track of the less spiritually aware of his servants and enemies alike, Sunulael has secretly begun to manufacture and send out specifically programmed undead. Intelligent zombies and skeletons masquerade as their mindless brethren in Temples of Shadow, and incorporeal undead watch legate, orc, and resistance leader alike from the shadows. Ghosts in particular are natural espionage agents, having all of the intelligence and skills of their former lives but being able to travel invisibly, with significant speed, and without rest. The dead have also shown extreme patience, observing their chosen targets for years at a time.

Though kept relatively well abreast of happenings in the present, Sunulael is even more keenly interested in artifacts and writings from the past. His minions have a standing order to pass on any such items to their superiors, who will in turn pass them on to him; those who do are rewarded with wealth, while those who do not are subjected to torture and death. More canny legates who recognize an item's true value and are willing to take risks to may benefit from advanced standing and power as rewards, instead. Sunulael is particularly eager to attain written accounts about arcane nexuses. Rumor has it that Sunulael searches for a nexus that will aid him in creating the ultimate undead soldier. His efforts thus far have all met with failure, but those closest to him know he is coming dangerously close to realizing his goals. Kirell Fanefrel (male Dorn legate 12), a historian and Keeper of the Obsidian, sorts through the materials brought to Cambrial, keeping even profane writings of the Old Gods.

Allies & Enemies

Sunulael allies himself with the other Night Kings out of necessity, not out of any sense of camaraderie or loyalty. The very existence of other Night Kings, he feels, is an affront...what need has the dark god for any but his most devout servants? To the Priest of Shadow, his immortal peers are nothing but a test. If he can prove that they are unnecessary, or better yet, disloyal, then he will have served his master well, and perhaps will be rewarded with the power that they currently hold.

Ardherin

The lich despises Ardherin more than the others. He is certain that this upstart is a traitor in their midst, unloyal and resolved to furthering his own interests over those of the Shadow. The elf goes so far as to avoid audiences with his master when they do not suit him! Sunulael suspects that the only reason Izrador has not yet destroyed him is the elf's



seething hatred of his former people, and the benefit his well-timed revealing might provide in terms of a blow to the elves' morale. There is a nagging feeling of doubt, however, that makes Sunulael wonder if Izrador is unable to simply steal his servant's powers and crush him, at least not without gathering the other Night Kings against him and inciting dissension within the ranks. Regardless, Sunulael views the elf's behavior as intolerable.

Sunulael also secretly despises the Sorcerer of Shadow for his power over the Trapped. After being tortured for his failure to assassinate the Witch Queen, Ardherin was given the onerous task of hunting down and binding trapped spirits to replenish the dark god's ranks; while painstaking and humiliating, this position eventually made the Sorcerer indispensable to Izrador. Sunulael deeply regrets having left this source of power untapped and allowing the elf to take it over, and seethes at his own lack of foresight in not collecting the Trapped during the years of the Sorcerer's captivity and torture. Now Ardherin has proven himself adept at breeding shadowspawn and has fathered hordes of new creations, further expanding his domains of control and power. About this latter, Sunulael is torn; the Cabal traditionally retained firm control on the breeding pits in the north, despite the lich's best efforts, so Ardherin's most recent "hobby" detracts from their power, making him stronger. On the other hand, the suggestion that arcane creations are more prolific and useful than those brought about by the dark god's divine will weakens the image of the Order as a whole.

Jahzir

As for Jahzir, Sunulael sees him as a lumbering fool, a ravenous beast straining at its master's leash. Sunulael is quite confident in his ability to handle the Sword of Shadow, and so manipulates Jahzir with little regard for the consequences. He acknowledges the Lord General's loyalty, but feels that he is misguided, especially in being too reliant on mundane weaponry and soldiers. Sunulael believes, for instance, that Jahzir exercises a sizable error in judgment by placing orcs in positions of power, especially when it is clear that they are only a means to end. Likewise, the Priest of Shadow arrogantly attributes the Sword of Shadow's failure to defeat the fey as being due to his lack of faith.

The Cabal

The Cabal descends from those northern legates who had maintained the lore of the faith for centuries. They supported Izrador's past efforts to conquer the southern lands, suffered persecution at the hands of the Dorns and Sarcosans, and yet they survived. Sunulael's elevation to Night King and First Legate incensed them, causing incredible upheaval in their ranks. A good many of their number drifted south to the new seat of power at Theros Obsidia, but some remained behind to tend to the black mirror that had sustained them for generations. They looked into its dark surface and foresaw what

their Order would become: a swollen entity more concerned with politics and power than maintaining the traditions of their faith. Yet they were helpless to sway their ambitious and vengeful brethren. Most of the Cabal still resents Sunulael's power and secretly works to undermine his authority, chipping away at his defenses with the hope that he will eventually be toppled, restoring power to those custodians who had best served Izrador.

The Lich-Host is a mysterious faction within the Cabal, far older than Sunulael. Counted as some of the oldest servants of the Shadow, they occupy territory on the cusp of Izrador's tomb far to the north. Abiding so close to their god's grave and cradle gives them incredible power, rivaling even that of Sunulael himself, but their ancient and alien motivations are unclear. As of yet their leader, known only as the Riven One, has not yet brought his power to bear in the south. Sunulael fears that this figure is in fact the greatest rival to his power, the father of legates: Beirial the Betrayer. Worse, he suspects that he has made a pact with Ardherin.

The Devout

The other faction in the Order of Shadow is the Devout. These are those legates who came to power with Sunulael. In many ways they are more loyal to Sunulael than they are to the Shadow, which may explain why Izrador has made no effort to assist the Priest in crushing the Cabal. Though they serve their master, they are more concerned with advancing their own stations and squabbling for political power than keeping true to the lore of the Shadow. Their treacherous nature offends the Cabal, who see them as an affront to the Shadow and his divinity, and their behavior only makes worse the resentment the Cabal has towards Sunulael.

Weaknesses

Sunulael's divine spellcasting is subject to the caprice of his master. Should Sunulael fall out of favor, he might lose access to some or all of his spells. Also, as a legate, he must refresh his profane magical energy through a black mirror. He can tap nearly any of the coriths, but he draws his most powerful spells from the corith located beneath his temple in Cambrial. Some theorize that if they could destroy the Cambrial mirror, they would also destroy the Priest of Shadow's spellcasting abilities, at least until he could refresh his energies at another mirror.

Although Sunulael benefits from both the immunities common to Night Kings and those that come with being undead, he is less resilient to damage than the others. He cannot long stand to remain in the sun, and unlike his fellow Night Kings, he has fast healing instead of regeneration. However, he does rejuvenate when destroyed, making him much harder to permanently kill than his peers.

Sunulael

Night King, 25th-level Legate Urban Sarcosan

Medium Undead (Augmented Human, Evil, Night King)

Hit Dice: 25d12 (300 hp)

Initiative: +2

Speed: 60 ft. (12 squares)

Armor Class: 48 (+2 Dex, +8 armor, +5 deflection, +15 natural, +8 profane), touch 25, flat-footed 46

Base Attack/Grapple: +18/+19

Attack: Touch +19 melee (paralysis [plus spell or 1d8+5 negative energy]) or *Spear of Damnation* +25 melee (1d8+8 plus 2d6 vicious plus 2d6 unholy)

Full Attack: Touch +19/+14/+9/+4 melee (paralysis [plus spell or 1d8+5 negative energy]) or *Spear of Damnation* +25/+20/+15/+10 (1d8+8 plus 2d6 vicious plus 2d6 unholy)

Space/Reach: 5 ft./5 ft.

Special Attacks: Paralyzing touch (DC 30), rebuke undead 10/day (+7, 2d6+32, cleric level 25th), spells

Special Qualities: Blessing of Izrador, damage reduction 20/good, dark-vision 60 ft., dread aura, fast healing 10, fast movement, high priest, immunity to ability damage, ability drain, energy drain, mind-affecting effects, negative energy effects, death effects, poison, polymorph effects, and petrification effects, immunity to acid and cold, master of undeath, rejuvenation, resistance to electricity 15, Sarcosan traits, see in darkness, spell resistance 41, temple dependency, turn resistance +4, undead traits

Saves: Fort +25, Ref +21, Will +36

Abilities: Str 12, Dex 14, Con —, Int 18, Wis 32, Cha 27

Skills: Bluff +20, Concentration +28, Decipher Script +14, Diplomacy +38, Gather Information +8 (+10 cities), Heal +16, Hide +10, Intimidate +23, Knowledge (arcana) +34, Knowledge (nobility and royalty) +16, Knowledge (Shadow) +34, Knowledge (Spirits) +34, Listen +21, Move Silently +10, Search +14, Sense Motive +29, Spellcraft +34, Spot +21, Survival +11

Feats: Epic Spell Focus (necromancy)^E, Epic Spellcasting^E, Extend Spell, Greater Spell Focus (necromancy), Improved Spell Capacity^E, Martial Weapon Proficiency (longsword), Maximize Spell, Quicken Spell, Silent Spell, Spell Focus (necromancy), Spell Penetration, Still Spell, Weapon Focus (longsword), Widen Spell

^E Denotes epic feat

Environment: Any land

Organization: Solitary (unique), Entourage (Sunulael plus 1d4 greater legates and 3d6 lesser legates)

Challenge Rating: 32

Treasure: Standard

Alignment: Lawful evil

A terrifying figure shrouded in tattered black robes stands before you. Pinpoints of white light stare out from the hood that conceals its features, on which rests a crown of black iron that exudes menace. As the cloth swirls, you catch glimpse of a skeletal body with rotting flesh hanging from the bones.

Sunulael's transformation to an undead state was not an easy one. The spirit of Izrador held down the aged priest with filthy bonds of eldritch energy and placed the *Crown of Endings* on the man's hooded brow. To ensure that it would never be removed, the Shadow affixed it with spikes forged from mithral and quenched in the blood of angels. Only after he warped and ravaged the man's flesh did Izrador tease out the tortured vessel's spirit and placed it in an iron box. Now, Sunulael is a tall gaunt thing, with tattered flesh hanging from a blackened skeleton that was scorched and eaten by the acidic essence of the Shadow's flesh.

Sunulael speaks Colonial*, Courtier*, Erenlander*, Halfling (2), Norther (1), Orcish (2), and Trader's Tongue*, and can speak, read and write three of the Sundered Tongues.

* Denotes literacy

Combat

Though content to leave the fighting to his minions, Sunulael is a capable and willing combatant. His first move is always to control the battlefield using some combination of widened *antilife shell*, widened *deeper darkness*, quickened *blade barrier*, and *repulsion*, as appropriate (a favorite tactic is to pin opponents inside the *blade barrier* using the *antilife shell*). He then proceeds to use *blasphemy* or *wail of the banshee* to deal with groups of foes while his quickened necromancy spells are used to either target particularly tough enemies or to heal himself, whichever seems wiser. If confident that he can win a battle, Sunulael then wades into melee, combining quickened touch spells like *poison* or *harm* with his paralyzing touch; he relishes coup-de-gracing helpless enemies with his spear, even if it means suffering attacks of opportunity. If less certain about the battle's outcome, Sunulael instead *air walks*, uses *dispel magic* and *greater dispel magic* to prevent enemies from flying up to engage him, and attacks with ranged evocation and necromancy spells as necessary.



Sunulael's natural weapons, as well as any other weapons he wields, are treated as evil-aligned for the purposes of overcoming damage reduction.

Blessing of Izrador (Ex): As with all of the Night Kings, the blessing of Izrador allows Sunulael to add his Charisma modifier as a profane bonus to AC and saving throws.

In addition, Izrador desired that every creature on the surface of Aryth fear his Priest of Shadow, and so imbued within him an essence of his own divinity. Sunulael radiates this power and evil constantly, accounting for his fear aura (see below), but the undiluted power of his god is much more fearsome. At will as a standard action, Sunulael may make a level check (d20+25) against a base DC of 29 + 1 per 2 HD of the target, which must be within line of sight and line of effect within one mile. If he succeeds, the overwhelming destructive essence of Izrador reaches out and utterly destroys the target, reducing it to a greasy pile of ash. So complete is the creature's destruction that the memory of the victim fades from the minds of all but those who witnessed his demise, and in a matter of mere moments, it was as if he never existed to the rest of the world. Only those who witnessed the destruction have a chance of returning the creature to existence, and even then only a *miracle* or *true resurrection* cast within 24 hours will do the job.

This incredible destructive power is similar to that of a *sphere of annihilation*, and as such can affect even undead, constructs, and the like. Failure to channel this power successfully comes with a cost, however; in the event of a failed level check, the DC for this ability permanently increases by +1 per 2 points by which Sunulael failed the check.

Epic Spells

Sunulael has developed a way to harness spell energy for later use in casting epic spells; it uses, not surprisingly, necromantic energy created via the sacrifice of souls.

The ritual requires an arcane nexus, a vessel for the spell energy (a gem or totem, for instance), an 8th-level spell slot, and the sacrifice of as many HD worth of sentient beings as spell energy desired. Because it is so difficult to accurately determine a creature's HD, Sunulael tends to assume that each sacrifice will net him only 1 spell energy point. The ritual preparation requires an hour, and carrying it out requires one hour of uninterrupted work plus one minute per individual sacrificed. At the ritual's completion, the souls of the sacrificed bind with the spell energy of the arcane nexus, allowing it to be stored in the vessel.

No more spell energy can be gained in this way than is normally available at the arcane nexus.

As of the end of 100 LA, Sunulael has only failed the check once (his original DC was 25): when a particularly potent legate made a bid for his position. The Priest of Shadow did not fail on the next attempt to use this power. Though the name of the upstart has been forgotten and stricken from all records, the result of his hubris remains very much in the minds of those who plot to overthrow this vile Night King.

Dread Aura (Su): Sunulael is shrouded in a dreadful aura of death and evil. All creatures of less than 13 HD in a 60-foot radius must succeed on a DC 30 Will save or be affected as though by a *fear* spell. A creature that successfully saves cannot be affected again by Sunulael's aura for 24 hours.

Sunulael is also a sinkhole for life energy. All living creatures within the radius must succeed on a DC 30 Fortitude save or be sickened for 5d6 rounds; those with 1 hit point or less must also succeed on a DC 30 Fortitude save or die, only to rise up in 1d4 rounds as ghouls (these are automatically under Sunulael's control, if he wishes). In addition, all plants within the radius take 1d6 points of damage each round they are within the aura. This is often enough to shrivel ordinary plants, eventually turning them to ash. These effects are negative energy effects.

The save DC for Sunulael's aura is Charisma-based, and the effective caster level is 25th.

High Priest (Ex): As Izrador's high priest, Sunulael is the embodiment of all legates. First of all, this means that he is himself an unholy symbol of the dark god. Second, he has access to all of Izrador's domains and each domain's special ability, including death, destruction, evil, inquisition (see *M2E*), magic, seeker (See *M2E*), and war.

Master of Undeath (Ex): Sunulael is not limited in the number of undead he may control with the *animate dead* spell. Also, he may control 10 times his caster level worth of undead through his rebuke undead ability.

Paralyzing Touch (Ex): Any living creature Sunulael hits with his touch attack must succeed on a DC 30 Fortitude save or fall to the ground, permanently paralyzed. *Remove paralysis* or any spell that can remove a curse can free the victim (see the *bestow curse* spell description). The effect cannot be dispelled. Anyone paralyzed by Sunulael seems to be dead, though a DC 20 Spot check or a DC 15 Heal check reveals that the victim is still alive. The save DC is Charisma-based.

Rejuvenation (Ex): In turning Sunulael into a lich-like creature, Izrador took Sunulael's life force from his body and replaced it with a shard of his own. He now stores the Priest's original life force in a small box of bone and iron in a hidden room between levels 48 and 49 of Theros Obsidia. So long as Sunulael's phylactery remains intact, he cannot be destroyed permanently. If "slain," his life force flees to Theros Obsidia, where it seeks refuge in the grand black mirror upon its roof. There he feeds off of his master's energies until he is reborn, 24 hours later, sluicing out of the mirror in a spray of black tar and necromantic energy.

Spells Commonly Prepared (6/8+1/8+1/8+1/7+1/7+1/6+1/6+1/5+1/5+1/2; base save DC 21 + spell level; domains: death, destruction, evil, inquisition, magic, seeker, war): 0—*detect magic* (x3), *read magic* (x3); 1st—*comprehend languages* (x2), *deathwatch*†, *divine favor*, *entropic shield*, *inflict light wounds**†, *sanctuary*, *shield of faith* (x2); 2nd—*align weapon*, *death knell**†, *desecrate*, *enthrall*, *make whole*, *shatter*‡, *silence* (x2), *zone of truth*; 3rd—*bestow curse*†, *deeper darkness*‡, *dispel magic**, *invisibility purge*, *locate object*, *prayer*, *protection from energy*, *speak with dead*†, *wind wall*‡; 4th—*air walk*, *discern lies*, *divination*, *inflict critical wounds**†, *poison*† (x2), *sending*, *tongues*; 5th—*commune*, *flame strike*‡, *greater command*, *slay living**†, *true seeing*, *unhallow*, *wall of stone*, *widened zone of truth*; 6th—*blade barrier*‡, *widened deeper darkness*, *find the path*, *geas/quest*, *greater dispel magic*, *harm**†, *wind walk*; 7th—*quickened air walk*, *blasphemy**‡, *widened control water*, *destruction*†, *greater scrying*, *maximized poison* †, *repulsion*; 8th—*discern location*, *earthquake*‡, *quickened freedom of movement*, *firestorm*‡, *still silent greater dispel magic*, *power word stun**; 9th—*widened antilife shell*, *disjunction*, *energy drain*†, *quickened flame strike*‡, *soul bind*†, *wail of the banshee**†; 10th—*quickened blade barrier*‡, *quickened greater dispel magic*; Epic—*eclipse*, *mummy dust*.

* Indicates domain spell.

† Necromancy spell (may be Quickened for free). The base save DC for these spells is 25 + spell level.

‡ Evocation spell (may be Maximized for free).

Sunlight Vulnerability (Ex):

Sunulael is a creature of death and cannot abide the rays of the sun. Each minute that he remains in sunlight, he suffers 1d10 points of damage. Also, for as long as he remains in areas of bright light, he takes a –1 circumstance penalty to all rolls, saves, and checks.

Possessions: Sunulael possesses the *Crown of Endings*, *Damnation Staff*, *crystal ball with true seeing*, *minor cloak of displacement*, *bracers of armor* +8, and a *ring of protection* +5. While he could easily increase his power level by donning armor and ability score enhancement items or using metamagic rods and wondrous items, Sunulael sees such trinkets as insults to his dark god's power. He refuses to use any item that would enhance his spellcasting prowess other than the two artifacts given unto him by Izrador.

Crown of Endings

A cult of evil giants forged this artifact to honor Izrador in the first days of his awakening after the Sundering. To show their disdain for the lesser races, they decorated the

wrought-iron circlet with spikes, each of which appears to impale one of the lesser humanoid races of Aryth. The crown bleeds with fell energies, chilling the air as if it were constructed of ice. Passed down from giant to kurasatch udareen, and from kurasatch udareen to legate, this crown has long graced the brow of Izrador's chosen high priest in this world.

The crown's wearer gains a +3 sacred bonus to all saving throws, to caster level checks made to overcome spell resistance, and to the save DCs of all necromancy spells that he casts.

Also, the crown is meant as a symbol for the representative of Izrador's divine magic on Aryth. All necromancy spells granted by Izrador that the wearer casts (even those spontaneously converted from other spells) are quickened, while all evocation spells granted by Izrador that he casts are maximized. Neither of these effects increases the spell slots used by those spells.

Spear of Damnation

The *Spear of Damnation* was once a powerful covenant item, a sacred relic for good. But it, along with three other artifacts, fell into the hands of traitorous dwarves who re-forged them as gifts for the Night Kings. The dwarves gifted the spear to Sunulael, imbuing it with foul magic that would complement his necromantic interests.

The *Spear of Damnation* is an epic weapon that functions as a +6 *unholy vicious spear*. If its wielder can channel negative energy, he may use a rebuke undead attempt as a free action on a successful hit.

If the maximum HD of undead that would be affected by the check is greater than or equal to the HD of the target, the wielder may roll turning damage and deal it as profane damage in addition to the weapon's normal damage. If the target is good, it suffers all of the damage; if the target is neutral, it suffers half of the damage; and if the target is evil, half of the damage is dealt to the target and half is instead dealt to the wielder.

Additionally, Sunulael has secretly unlocked a deeper power of the spear. Unbeknownst to the other Night Kings or the Cabal, if Sunulael successfully coup-de-graces a sentient, good-aligned creature with the spear, he gains a bonus equal to that creature's HD to his level check when using the destructive ability of the blessing of Izrador. That bonus decreases at a rate of 1 point per round, and bonuses to the level check from multiple coup-de-graces do not stack. He has yet to display this new ability, saving it for when he confronts his rivals in the Cabal, but is known to be keeping several powerful heroes of the resistance alive in Cambrial, presumably as potential sacrifices.



Wrath of Shadow



The Wrath of Shadow is a horrific force of destruction on the battlefield, enforcing Izrador's will by burning the forests of Erethor and tearing down the walls of his few remaining enemies. Her fury seems to be limitless, but Zardrix is a tortured soul, trapped within the bonds of her own body in service to the Shadow. Unlike the other Night Kings, it is believed that Zardrix does not employ her talents with free will, and most suppose her to be little more than a puppet. This is not completely true: Zardrix may act under the direction of Izrador, but the dark god's control is not as total as others might believe.

The Puppet's Strings

The key to that control is Zardrix's heart, which still lives and pulses with energy. It rests somewhere far in the north amidst the scar in the earth that was both Izrador's grave and his cradle. While his control over the dragon would likely be more complete if he kept this artifact closer to his center of power, such as in Theros Obsidia, the god is hesitant to leave the heart so close to other key artifacts like Sunulael's phylactery and his central Grand Mirror. It's not that he fears the heart's theft from without; the power present at Theros Obsidia would be enough to destroy any combined assault by the forces of the resistance. Rather, it is the treachery of the other Night Kings or the greater legates in the Cabal that Izrador seeks to prevent. He who holds the heart, controls the dragon. Zardrix is his final trump card, the one manifestation of his power on Aryth that cannot be deceived, cannot be turned against him, cannot act without his direct and conscious approval.

Or so he thinks.

When Izrador's attention is required elsewhere, Zardrix is capable of acting on her own, following commands laid out by the fallen deity. The directions must be clear and total, as her primal personality desires little more than to burn, feed, kill, and hoard treasure. What remains of Zardrix's intellect carries out her master's will brutally, and with little creativity. That is exactly how Izrador likes it.

However, in the midst of the confusion and pain of Zardrix's resurrection and transformation into one of the feared Night Kings, a fragment of her consciousness was left behind, trapped inside her new form. That sliver of identity is tormented by the evils she is forced to perform. It fights a constant battle against madness and hopelessness, clinging to the prospect that some day she may regain control of her body and take her revenge against the evil that now dominates her.



Activities & Goals

Zardrix behaves as an extension of Izrador's will, and the god uses her to crush his enemies with brutal force. He exercises no subtlety when wielding this tool. Foes that see her massive form on the horizon are well aware of the vicious death that is to come.

Watcher of the Black Tower

Zardrix's primary task is to guard the lands surrounding Theros Obsidia. In truth, she is more a symbol than a watcher. Her keen senses can ferret out the hidden, yes, but her mind is too dim to properly capture or question suspects. Rather, she is a massive, living icon of the dark god's power. She was once a powerful, wise, good being who aided the cause of men and fey...and now she is a creature of pure and utter destruction. The Shadow knows that many witness her flights to and from Highwall, and hopes that the image causes despair.

On the occasion that intruders are found in Theros Obsidia or that large groups or powerful beings need dealing with in the Highwall region, of course, Izrador relishes sending Zardrix to take care of them. Unauthorized travelers in the region may be destroyed at a whim, and while this makes mercantile work and message delivery difficult, it creates an immeasurably strong security through which enemies must pass in order to assault the heart of the Shadow's empire. While Zardrix's senses may not catch all who pass to Highwall, those she finds must either have appropriate clearance or be utterly destroyed.

Bane of Erethor

When Zardrix is not patrolling the lands near Highwall or sleeping in her lair beneath Izrador's tower of Theros Obsidia, she can be found burning the forests of Erethor with her powerful breath weapon. The fire of Izrador's Wrath burns bright and can deforest in a single day huge swaths that would take his orcs months to burn and chop away. The elves take drastic efforts to safeguard against fire and to replant whenever possible, but such is the fury of the dragon's breath that the ground she scars turns to glass. Where she has been, the earth is sterile. Only the constant work of Erethor's druids, the subtle and misleading magic of the Witch Queen, and the power of the Whisper itself have prevented the dragon from turning everything east of the Felthera River into ash.

Personal Goals

Given the nature of Izrador's control over Zardrix, her actions usually cleave directly to his aims. Her animal mind wants only to eat, breed, and kill, and does not form complicated plots. Those few primal desires that can sometimes override the dark god's control are necessary evils as far as he is concerned: Hunger, lust, rage, and weariness can all distract Zardrix from her missions if allowed to persist without outlet for too long.

It seems unlikely that the dominated form of Zardrix should have any personal goals, but her tormented consciousness waits behind dull eyes, watching the blasphemies her body is forced to commit in the Shadow's name. While her body is active, Izrador's control is too direct for her to take any action, and thus the Shadow remains unaware of her resistance. However, while she sleeps, Izrador's attention does not focus on Zardrix. It is during these slumbers that her subconscious fights a silent war to undo the bonds of control exercised over her. She is slowly attempting to gain control over small parts of her body, or to use her senses and voice when the Shadow's attention is elsewhere. If her attempts were to be noticed, there is no doubt that Izrador would crush what little goodness and sanity remains inside the dragon. Her goal is hopeless as long as Izrador maintains control of her heart, but a small, barely perceptible sliver of memory, more a ghost than anything else, refuses to stop trying.

Resources

Zardrix has both more and fewer resources than the other Night Kings. She personally requires little and thus commands few minions or efforts in her master's name. She is a force onto herself, and leads no followers on the battlefield. However, as she is generally a direct instrument of Izrador's will, Zardrix has access to anything that the Shadow demands she be given. Enemies of the Shadow, or minions of the Shadow who wish to challenge the dragon, can rarely predict what supplies may have been allocated for use by Zardrix at any given time. In the past, her attacks have been augmented by magical weather control, demons spreading the flames of her breath, and covering fire from corrupt channelers or inhumanly skilled archers.

Strongholds

Zardrix does not require the extensive apartments, secret laboratories, or opulent keeps and manors that the other Night Kings employ. When awake, she perches atop Theros Obsidia, displaying her dark grandeur for all to see, or sweeps above the countryside doing her master's bidding. When asleep, feeding, or rutting, she goes to ground beneath the black tower. Regardless, there is nothing about Zardrix that resembles subtlety. She can easily be found by friend or foe alike, and this bothers Izrador not at all. He is confident that no thing on this world, save perhaps the Witch Queen herself, could hope to engage the Wrath of Shadow and survive. Even if some unknown being or group could destroy his pet, Izrador believes that locating, identifying, and probably severely wounding or destroying such a dangerous foe might be worth the sacrifice of his least independent lieutenant. For once the dragon was destroyed, the full wrath of Izrador's many lesser servants would descend upon her killer, leaving only oblivion in their wake. Thus, Zardrix is as much bait as she is a guardian.

Despite all of his confidence and the posturing performed by the dragon on his behalf, Izrador is not fearless. He realizes that, having instilled so much of his power in his Night Kings and concentrating so intensely on drawing in magic via his black mirrors, his stronghold at Highwall is in fact vulnerable. The secret known to so few but the dark god and perhaps the Night Kings is that Zardrix is, in truth, his last line of defense. As unlikely as it is, should the Witch Queen abandon her Elder Tree and bring to bear all her power and resources, should the Trapped hordes at Ibon-Sul be freed and seek to topple him, or should one of the other three Night Kings turn against him, he knows that great damage could be wrought to his base of power. Though not actually fearing destruction, Izrador realizes that such an attack might put at risk much of the power he has striven for so long to collect. Should his potential foes work together, and should this hypothetical battle go against him, there is even the foreboding that he could once more be exiled to the north. Therefore, despite the terrible damage she could do to the mountain and forest Fey by remaining on those fronts indefinitely, Zardrix is a resource kept close to home and used only sparingly.

On the rare occasions that she is sent into the field for more than a day to assist Ardherin or Jahzir in their efforts, Zardrix houses herself wherever directed, usually taking on her draconic humanoid form when doing so to prevent her from accidentally eating too many troops or from causing a panic among the orcish ranks. The animal mind at the forefront of her consciousness responds to these directives with disdain, but the strength of Izrador's will makes certain that she never complains.

Zardrix resides in the eighth, ninth, and tenth sublevels below Theros Obsidia. The Night King and her few servants inhabit an area larger than their needs dictate, with luxurious furnishings of the ancient cities of Aryth and magically woven vistas upon the walls and ceiling. The legates, soldiers, and guards that populate the rest of the tower complex are much rarer here. The Night King herself deals directly with any trouble.

Kobolds in Midnight

Kobolds in the world of MIDNIGHT are similar to kobolds from the SRD, except that they count as dragons for the purposes of dragonfear, bane weapons, and the like. They also gain the Inconspicuous feat as a bonus feat. On Aryth, kobolds are unknown outside of Zardrix's lair, so they are often assumed by the Shadow's forces to be strange demonic servants...and orcs who get in the way of the minions of legates and corrupted channelers tend not to live long.

Minions

In Zardrix's lair live a small host of human, orc, and kobold servants that care for those few biological needs that the dragon retains. These servants are the key to Zardrix's plan for eventual freedom, and some of the kobolds have already begun to notice that their mistress mumbles in her sleep. Zardrix hopes to eventually be able to exercise full control over her body's mouth while it sleeps, such that she might be able to give orders to the servants to aid in her eventual freedom.

Niamh

Niamh, an Erenlander woman (expert 5), runs Zardrix's household in Theros Obsidia, though it requires few demands beyond acquiring large quantities of food for the dragon. In many cases the decisions that lesser beings believe to have come from Zardrix are in fact the edicts of Niamh. A strict disciplinarian, she keeps tight control over the servants. The kobolds that do the work in the lowest cavern often suffer her wrath, as she is perturbed by her inability to travel into Zardrix's lair. The Erenlander desires to exercise control over all of "her" domain, but the dragon will only suffer reptilian creatures to enter her living space.

Niamh has long considered entering Izrador's priesthood as a further path to power. She has noted the lack of ambition her mistress seems to exhibit while occupying her upper apartments in her humanoid form. The other Night Kings seem to hold little respect for the powerful dragon, and Niamh has begun to wonder if she might not be on the losing side should a struggle for power break out between the Night Kings. Perhaps, Niamh thinks to herself, she could be of use to Sunulael.

Rothmul and the Kobolds

Due to Zardrix's penchant for lashing out at non-reptilian creatures when in her dragon form, Izrador commanded Ardherin to create a new form of shadowspawn solely to serve the Wrath of Shadow. The kobolds were the result. By taking a small portion of Zardrix's blood from her heart and mixing it with goblin stock, the Sorcerer of Shadow was able to breed a new race of sniveling servants molded in her draconic image. The servants of Zardrix bear her likeness, appearing as smaller, wingless versions of Zardrix's humanoid form, as though they might be her children. While the kobolds serve Zardrix slavishly, hidden within each of them is spy. During their creation, Ardherin arranged for their thoughts to be transmitted directly to one of Ardherin's erinyes servants who monitors them daily for useful information and reports weekly to the Sorcerer of Shadow. So far, no one suspects the creatures of their unknowing and unintentional duplicity.

Rothmul (male kobold warrior 1/defender 1) is the chief of the small tribe of kobolds that spends its days polishing the scales of their sleeping mistress, Zardrix. He is especially pleased with his lot in life. Many servants of the Shadow are on the front lines, facing dwarven axes or elven arrows, but

he and his few relatives are protected and given what he views as an essential duty. Rothmul is so enamored with Zardrix that he has begun to question if the dragon is divine. He sees that he and his people are not sent to the war, and thinks it is her doing; he sees that Niamh will not follow them into the lower caves, and thinks it is Zardrix's love for them that wards her off. Knowing nothing of his true origins, he wonders if she might in fact be the patron deity of his tiny, isolated race. More importantly, he has noticed that Zardrix whispers in her sleep and he believes that she has chosen him to hear her words. Delusions of being her prophet regularly swim through his head as he nightly holds vigil before her sulfurous mouth, waiting for her to bestow her grace upon him.

Knowledge & Contacts

While the other Night Kings scheme and plot in the world at large, and the foes of the Shadow trust their fates to contacts and comrades they barely know, Zardrix's intrigues are all internal. The primal creature that she has become cares little for the world around her or its happenings so long as she is fed and entertained, and no true information of value trickles into the trapped memory of Zardrix's former self. That ghost of a mind sees, feels, and experiences all that her body does, but experiences it only through the filter of her dominant animal mind. None of the random acts of destruction, feasting, or bloodshed have context, and none of her victims register to the dragon's primitive conscious mind as anything but meat that takes the form of a confusing array of shapes. Therefore, the Zardrix-that-was knows only of the facts and events that happened prior to her fall, long before the Last Age; even these memories are subsumed by the constant pall of pain, darkness, and horror that is her existence.

Dream Walking

While attempting to exercise her will upon her sleeping body, Zardrix stumbled upon an unintended consequence of her attempts. She is not fully tied to her body. What remains of her personality is able to leave her physical frame for short periods while it sleeps, allowing her to travel the halls of Theros Obsidia in a ghostly form.

While dream walking, Zardrix is bodiless, as if she were one of the Trapped. In this shapeless existence she can observe the waking world relatively unseen, though spells and effects that detect spirits reveal her presence, if not her true nature. The Trapped and Lost also seem able to interact with Zardrix in this form; a terrifying pursuit by a roaming specter in service to a greater legate led to this latter revelation. However, even should some legate or spirit take notice of her, she would only be one of many unexplained presences. Painful deaths in Highwall create many Lost, and Trapped servitors occasional-



ly drift through the ruins of Highwall on errands for their masters. As of yet no one has connected the stories of a wandering ephemeral presence with Zardrix.

Just as spirits in MIDNIGHT can only vaguely sense and interpret the material world, and only by cueing in on materials or energies with which they have some affiliation, Zardrix's existence in this state is confused. She barely remembers who or what she is when dream walking, and the farther she gets from her body the less of a sense of self she seems to have. Were she able to formulate and use words, she would describe the experience of venturing too far as one akin to dying. Without such complex thoughts, though, Zardrix-that-was feels only fear, and an unerring pull back to her body. In her few moments of lucidity, at the beginning of each walk, Zardrix understands that if she were to wander too far she might fade away to nothingness. Zardrix has wondered if she might have the ability to possess other bodies as some of the Trapped do, but she has yet to attempt this for fear of discovery or, for that matter, fear of a total loss of her self. If she attempts it, it is likely that one of her kobold caretakers will be her first victim.

Zardrix's hold on her identity is tenuous at best, and it is even weaker outside of her body. Worse, the act of dream walking is so nightmarish and alien that Zardrix-that-was barely remembers the experience when she returns. It takes several weeks of inhabiting her body before she feels strong enough to leave it again, much less remember that she is able to do so. Like a nightmare in which she is doomed to repeat



the same pointless act over and over again, Zardrix regularly relives the first time she ventured forth in spirit form, and each time is as nightmarish and confusing as the first.

Allies & Enemies

In her current state, Zardrix has no allies to speak of. Everyone that once knew her thinks her gone, raised from death after the battle that ended the Second Age as a minion of the Shadow. The other Night Kings think her but a meaty puppet, and make no effort to gain her favor. Indeed, in her struggle to regain herself, she has no one to turn to.

Ardherín

Of all the other Night Kings, the Sorcerer of Shadow has the most interest in Zardrix. Upon orders given by the Shadow, he bred the draconic kobolds that staff her lair. He kept some of the stock used to create them, however, and now holds captive several dozen kobolds, half-dragon hybrids, and lesser dragons, all with Zardrix's blood flowing through their veins. These test subjects help reveal the dragon's weaknesses to the Sorcerer, and also allows him to experiment with the possibility of one of his Trapped servants possessing the great puppet. Should the Wrath of Shadow someday come to his doorstep to bring him forcibly to Theros Obsidia, Ardherin would attempt to turn her into his unwilling slave, just as she serves their dark god now.

Arynix

One of Zardrix's greatest enemies from her previous life remains a foe to this day. Arynix was the dragon that lured Zardrix away from the battle at the end of the Second Age, and into the trap that transformed her into a Night King. Arynix's reward for that successful mission? To be deposed as Izrador's chief drake and assigned to Jahzir, who has him performing the humiliating duties of digging dwarves out of their holdfasts and leading hordes of orcs to their deaths in the Kaladrums. Arynix stills burns with hatred for Zardrix, and that hatred is all the more inflamed by her rise above Arynix in the Shadow's service. For Zardrix's part, what little of her animal mind there is remembers only that he is an enemy to be destroyed. Thus, for Arynix's safety and Zardrix's convenience, the two are always kept half a continent away from one another.

The Witch Queen

The elves of Erethor live in fear of fire raining from the sky, and actively seek to remove the threat of Zardrix perhaps more than any of Izrador's other minions. Aradil and her court have spent countless hours countering the destruction caused by the Wrath of Shadow, concentrating on two methods. Their primary damage prevention strategy is to create illusions that fool even the dragon's powerful blindsense ability, tricking her into using her devastating breath weapon on previously deforested areas or upon the armies of besieging orcs. These efforts are not always effective, but the elves' skill at crafting these illusions continues to improve. Their only other alternative is to attempt to repair the damage done, using magic to return life to charred and sterile earth. Directed by their queen, elven druids work hard not only to disrupt orcish attacks, but also to use healing rituals and spells such as *plant growth* to rebirth swaths of desolation caused only days before. Sadly, Zardrix seems capable of burning more than the druids can regrow, and they are slowly losing the battle to maintain their forested borders.

The most powerful elven defense against Zardrix appears to be the magic of the Whispering Wood. The closer she flies toward the center of the elven kingdom, the more the Shadow's hold on the dragon slips. Something about the control granted by Zardrix's heart cannot pierce the Whisper, and the closer she flies to its center the more evasive the dragon's will seems to become. In 42 LA, when he attempted to send Zardrix to destroy the Keep of the Cataracts, the Shadow completely lost awareness of her for several minutes. By the time he pierced the Whisper's fog and regained control of the dragon, thousands of orcs had been destroyed and Zardrix seemed to be heading straight for Cambrial for reasons unknown.

Ever since then, the dark god has kept his dragon to the edges of the forest, commanding her to burn the wood from the outside in, ever eating away at the Whisper's boundaries. He was not the only one to have noticed the lapse in control, however. Aradil sees the event as proof of one of two things: that the Shadow's control over the beast is not absolute or, even more hoped for, that Zardrix-that-was might still exist and be able to exert control over her body. Aradil has been waiting for decades for the Shadow to make another, similar lapse in judgment, to accidentally send the dragon too far toward the center of the forest. She might even force the situation, using illusions to cause the dragon to misjudge her location or luring her deeper into the forest by tapping into her animal mind's rage or hunger. If this happens, Aradil will attempt to add her power to the blocking effect that the Whisper has on the dragon's controller, and hopefully remove the dragon from Izrador's power.

Even Aradil cannot predict what might happen if she were to succeed, however. The dragon's animal instincts might take over, and she might simply burn all that she sees, including Aradil's precious Elder Tree. Or Aradil might be reunited with her old and cherished friend, and a glimmer of intelligence and compassion might appear in the dragon's eyes for long enough, just long enough, for her to allow herself to be destroyed.

Heart of the Dragon

Through her heart, the Shadow has complete control of the bestial mind of the dragon Zardrix. This control is similar to the effect of a *dominate monster* spell with several exceptions. The first time the possessor attempts to control Zardrix, he must make an opposed Charisma check with the dragon (Izrador receives a +30 to this check). If he fails, he suffers 2d4 points of Charisma drain, but may make another attempt after one minute. If he succeeds, he may establish a telepathic link with the dragon over any distance, and may receive direct sensory input from and communicate with her freely. At this point, the dragon becomes a puppet to the controller's will, following his instructions as completely as possible. The controller suffers one point of Charisma drain per command issued. Zardrix never receives a saving throw against commands issued, nor attempts to subvert those commands into anything besides their original intent. When not given specific commands, the dragon returns to her basic, primal nature.

However, the dragon's body is demanding. Zardrix must feed on four Large creatures each day (four Medium creatures count as one Large creature, one Huge creature counts as four Large creatures, and so on). Also, after performing six or more hours of tiring physical activity (flying, fighting, burning, and so on), she must sleep continuously for double the amount of time spent being active. If she is denied these needs, if she fails a saving throw, or if she suffers more than 50 points of damage from a single attack, the heart's controller must make an opposed Charisma check against Zardrix or lose control of her. Zardrix gains *either* +1 to the check per point by which she failed the saving throw *or* +1 to the check per point of damage she suffered beyond 50, whichever is higher. She also gains additional bonuses to the check according to the following circumstances:

- +1 per six hours since her last meal
- +1 per Large creature fewer than four in her last meal
- +1 per hour beyond six she has been active
- +1 per hour of sleep she is short of being fully rested

If the heart's controller fails he suffers Charisma drain as normal and Zardrix lapses into a primal rage (see **Statistics**, below). The heart's controller may attempt to regain control of her once per minute as normal; Zardrix's bonus to the Charisma check decreases by 10 with each passing minute since she entered the rage. Subsequent failed saving throws or attacks dealing more than 50 points of damage "reset" her bonus to the opposed check to regain control.

Xircxi

The battered and wounded form of Zardrix's former mate Xircxi, the patron of dragonkind, still fights from his lair deep in the central Kaladrans. Xircxi hates what has befallen his friend, and would do all in his power to destroy the mockery of life that she now is if their paths were to cross. For her part, the small consciousness of Zardrix that remains believes him dead, and thus has never attempted to reach out to him. Should Xircxi ever become aware that a fragment of Zardrix's true soul still struggles inside a prison of her own flesh, he would likely seek her out in a foolish attempt to free her. It is better for him, then, that he thinks her dead, as Izrador would surely force Zardrix to slay her former lover ...and that loss might be enough to crush what little sanity her fragment of subconscious personality clings to.

Weaknesses

The thick-scaled form of Zardrix has few weaknesses that intrepid heroes might exploit in combat. She can absorb horrendous levels of damage in battle, and the strength of her claws and the fury of her breath can lay low nearly any enemy within seconds. However, Izrador's control over Zardrix is not perfect, a fact that might be exploited by Aradil using the Whisper or, though much more unlikely, anyone who managed to find and retrieve the heart from its hidden location in the north. The odds of the latter occurring are impossibly slim.



Zardrix

Zardrix, Wrath of Shadow

Colossal Female Dragon (Augmented, Night King)

Hit Dice: 45d12+630 (1170 hp)

Initiative: +6

Speed: 60 ft. (12 squares), fly 250 ft. (clumsy), swim 60 ft.

Armor Class: 57 (–8 size, +2 Dex, +50 natural, +13 profane), touch 17, flat-footed 50

Base Attack/Grapple: +45/+82

Attack: Claw +59 melee (4d6+11/19–20 plus 2d6 unholy plus 1d6 electrical plus 1 Con) or bite +58 melee (4d8+21) or wing buffet +58 melee (2d8+10) or tail slap +58 melee (4d6+31)

Full Attack: 2 claws +59 melee (4d6+11/19–20 plus 2d6 unholy plus 1d6 electrical plus 1 Con), bite +58 melee (6d8+21), 2 wing buffets +58 melee (2d8+10), tail slap +58 melee (4d6+31)

Space/Reach: 30 ft./20 ft. (bite 30 ft.)

Special Attacks: Breath weapon, crush, frightful presence, tail sweep

Special Qualities: Alternate form, blessing of Izrador, blindsense 360 ft., damage reduction 20/magic, darkvision 120 ft., immunity to ability damage, ability drain, death effects, death from massive damage, energy drain, mind-affecting effects, negative energy effects, poison, polymorph effects, petrification effects, immunity to fire and acid, low-light vision, mortal Night King, primal rage, regeneration 10, resistance to electricity 15, SR 56, water breathing, Whisper interference

Saves: Fort +52, Ref +40, Will +49

Abilities: Str 52, Dex 14, Con 38, Int 4, Wis 14, Cha 36

Skills: Climb +46, Concentration +62, Escape Artist +36, Intimidate +61, Jump +54, Listen +59, Search +59, Spot +59, Swim +54.

Feats: Blind-Fight, Combat Reflexes, Dire Charge^E, Dodge, Flyby Attack, Hover, Improved Flyby Attack, Improved Initiative, Improved Multiattack^E, Improved Natural Attack (bite), Mobility, Multiattack, Power Attack, Snatch, Spellcasting Harrier^E, Wingover.

^E Denotes epic feat

Organization: Solitary (unique)

Challenge Rating: 36

Alignment: Chaotic evil

The beast looms on the horizon like a storm cloud, and as you watch her approach you realize just how gigantic the Wrath of Shadow is. Her neck is as thick and long as a maudrial tree, and her wingspan could cover an entire village. She trails smoke, fire, and darkness behind her, and an unearthly roar precedes her, heralding the destruction that she will wreak.

Zardrix rarely speaks, given that she is a nearly mindless puppet of Izrador. She can understand any spoken language and read any written language; however, it is unlikely that her animal mind would care what anyone is saying.

Alternate Form (Su): Zardrix can assume the form of a draconic humanoid as a standard action three times per day. This ability functions as a *polymorph* spell cast at 20th level, except that Zardrix does not regain hit points for changing form and can only assume her draconic humanoid form. Zardrix can remain in her humanoid form indefinitely.

Blessing of Izrador: Zardrix adds her Charisma modifier as a profane bonus to AC and saving throws. Additionally, the dark god invested a substantial portion of his divine hate and ferocity into his living avatar of wrath and destruction, allowing her to increase the range, power, and effects of her breath weapon. The cost of this increased power is a limiting of the number of times per day she can safely use her breath weapon. As a free action before using her breath weapon, Zardrix must make a level check (d20+45) with a DC of 30 plus 1 for each time thus far in the day she has used her breath weapon. She may modify the breath weapon using any of the special effects listed in the sidebar below, which further increase the DC of the level check. Each effect may be chosen more than once, and the effects stack. If she succeeds, her breath weapon is modified as described. If she fails, she is still able to use her breath weapon, but none of the special effects are applied and the DC and damage dice are reduced to half their base values. Additionally, in the event of a failed check, the DC for the level check to use her breath weapon permanently increases by 1.

As of the end of 100 LA, she has failed the check several times (her original DC was 25): sometimes while burning

away Erethor at Izrador's command, but more often during moments that her animal rage consumed her actions and Izrador lost control of her.

Breath Weapon (Ex): Zardrix may breathe a cone of enervating fire 60 ft. long as a standard action. She may breathe at will, not needing to wait 1d4 rounds to breathe again as with most dragons (but see **Blessing of Izrador**, above, for information on a different restriction). The cone does 24d10 points of damage with a DC 46 Reflex saving throw for half damage. Creatures that fail their Reflex saves (as well as unattended combustible objects, which automatically fail) also catch fire and burn for a number of rounds equal to the number of damage dice dealt by the breath. A burning creature can take a move action to put out the flame.

Additionally, those who fail their Reflex saves must also succeed on a DC 46 Fortitude saving throw or take 12 points of Strength damage. The enervating aspect of the breath weapon is a negative energy effect, and also causes plants that survive her flame to wither and sicken.

The save DC is Constitution-based.

Crush (Ex): Zardrix may jump or land on opponents as a standard action, using her whole body to crush them. Opponents must succeed on a DC 46 Reflex save to avoid being pinned. Pinned opponents take 4d8+31 points of damage each round that they are under Zardrix.

Frightful Presence (Ex): Zardrix unsettles creatures, enemies and allies alike, with her mere presence. The ability takes effect whenever Zardrix attacks, charges, or flies over-

Breath Weapon Effects

Effect	Description	Level Check Modifier
Intensify	+1d10 damage	+2 per additional 1d10
Transmute	Change some of the damage to acid	+2 per 3d10 transmuted
Enlarge	Increase length of breath weapon	+2 per additional 10 ft.
Enervate	+1 Str damage on failed save	+5 per +1 Str damage
Heighten	Increase breath DC	+5 per +1 to DC
Scream	Change some of the damage to sonic	+10 per 3d10 transmuted
Extend*	Creatures in area suffer damage next round*	+15 per additional round
Empower	+50% damage	+20
Widen	Cone becomes a semicircle	+20
Maximize	Automatically do maximum damage	+30
Quicken†	Breathe as a free action†	+30

* On Zardrix's turn the round after she breathes, creatures that have entered or remained in the breath weapon's initial area of effect suffer the breath weapon's damage again, though a successful Fortitude save halves the damage. The breath weapon's DC and damage dice are reduced by 8 each round after the initial breath weapon use, however. For instance, if Zardrix uses the extend effect on a DC 46, 24d10 damage breath weapon, the next round it is a DC 38, 16d10 damage area of effect, and if she extended it again the third round would be a DC 30, 8d10 damage breath weapon.

† If the level check fails while this effect is attempted, Zardrix either cannot use her breath weapon this turn (if she has already performed a standard or full-round action) or she may abandon her planned actions to use her breath weapon as a standard action instead (if she has not yet performed a standard or full-round action). This effect can only be chosen once per round.

head. Creatures within a radius of 360 feet are subject to the effect if they have less than 45 HD. Creature that succeed on a DC 45 Will save are immune to Zardrix's frightful presence for 24 hours. On a failure, creatures with 4 or less HD become panicked for 4d6 rounds and those with 5 or more HD become shaken for 4d6 rounds. All other dragons (and kobolds) ignore her frightful presence.

Mortal Night King (Ex): Unlike the other Night Kings, Zardrix is neither immortal nor undead. As a dragon, she is incredibly long-lived; as a Night King, she is immune to most of the weaknesses of living beings. However, whether because it would have weakened her inherent powers or because her massive body cannot be sustained by magic alone, Izrador did not remove from Zardrix the trappings of mortality. She still needs to eat, sleep, and breathe, and is very much driven by her animal cravings.

Regeneration (Ex): Zardrix takes normal damage from weapons and spells that do cold damage and from spells with the force descriptor.

Spell-Like Abilities: At will—*dancing lights, detect magic, speak with animals, unseen servant*; 3/day—*divine favor, displacement, haste*; 1/day—*foresight, heal*. Caster level 15th.

Tail Sweep (Ex): This special attack allows Zardrix to sweep with her tail as a standard action. The sweep affects a half-circle with a radius of 40 feet, extending from an intersection on the edge of the dragon's space in any direction. Creatures within the swept area are affected if they are four or more size categories smaller than the dragon. A tail sweep automatically deals 2d8+31 points of damage. Those that succeed on a DC 46 Reflex save take half damage.

Primal Rage (Ex): If the heart's controller fails an opposed Charisma check, Zardrix lapses into a primal rage, attacking first the source of the damage or the biggest potential meal, and then everything else within sight. While in a primal rage, Zardrix gains the benefits of the greater rage and tireless rage class features. She always attempts to close with and perform a full attack action against the nearest or most dangerous foes, favoring her bite attack if she is restricted to a standard action. If she succeeds at a bite attack, she attempts to quicken her breath weapon to immolate her target. She never uses flyby attacks or spell-like abilities while in a primal rage, and never uses her breath weapon except as a quickened follow-up to a bite attack.

Zardrix (while raging): hp 1305; AC 55; Grp +85; Full Atk: Bite +61 melee (6d8+24), 2 claws +62 melee (4d6+14/19–20 plus 2d6 unholy plus 1d6 electrical plus 1 Con), 2 wing buffets +61 melee (2d8+13), tail slap +61 melee (4d6+37)

Water Breathing (Ex): Zardrix can breathe underwater indefinitely and can freely use her breath weapon and other abilities while submerged (the cone of fire becomes a cone of superheated steam underwater).

Whisper Vulnerability (Ex): For some reason, whether it is the presence of the Witch Queen, the power of the Elder Tree, or the effect of the Whisper itself, Zardrix becomes harder to control the closer she approaches to the center of Erethor. For every 50 miles beyond the forest's boundaries that Zardrix travels through or flies above, the controller must make a Charisma check or lose control of her. Zardrix gains bonuses to this check as normal (see the **Heart of the Dragon** sidebar), and the heart's controller suffers a cumulative –1 penalty to this check per 50 miles inward Zardrix is from the forest's edge.

What exactly occurs when control over Zardrix is lost within the Whisper is unknown. Certainly, the heart's controller's ability to receive sensory input and to communicate with her is lost. It is unknown whether the dragon acts according to her own will during this time, however, or acts purely on instinct. Regardless, the possessor of the heart can attempt to regain control of the dragon once per minute as normal (with the same penalty for failure).

Possessions: Zardrix has no possessions other than the unnamed artifact presented to her by the Black Blood dwarves. She consumed it without a thought, but its magic empowers her nonetheless; its remains have since become known simply as the *Claws of Zardrix*.

Claws of Zardrix

This large mithral +1 *keen shocking unholy wounding greatsword* was gifted to Zardrix by the Black Blood dwarves shortly after her resurrection as one of the dreaded Night Kings. Immediately upon receiving the powerful weapon, she ripped it in two and mindlessly devoured it. Interestingly, this forever linked the weapon to her body. The *Claws of Zardrix* grant the effects of their magic to her claw attacks, allowing them to bypass damage reduction as if they were epic and mithral weapons, as well as benefiting from their enhancement effects.

When Zardrix transforms to her draconic humanoid form, the *Claws of Zardrix* appear in her hands as jagged strips of mithral that act as a +1 *keen wounding longsword* and a +1 *shocking unholy longsword*.

Humanoid Form

When Zardrix is in her humanoid form she regains some control of her faculties, enough to wield weapons and control her ferocious hunger; thus, she is not subject to loss of control due to weariness or hunger, nor to entering a primal rage, when in this form, though the effects of the Whisper might still break the controller's power over her. She regains the use of basic reason, but she is far from sane. She remains filled with the same sense of loathing for all lesser beings, including herself, and attempts to return to her dragon form as soon as Izrador allows it.

When Zardrix is in her humanoid form, apply the following changes to her stat block:

Humanoid Zardrix: Medium Dragon (Night King, Augmented Dragon); HD 45d12+270; hp 810; Init +6; Spd 40 ft., fly 200 ft. (average), swim 40 ft.; AC 51 (+4 Dex, +36 natural, +13 profane); Base Atk +45; Grp +51; Full Atk: *Claws of Zardrix* +47/+47/+42/+42/+37/+32 melee (1d8+7/ 19–20 plus 2d6 unholy plus 1d6 electrical or 1d8+4/17–20 plus 1 Con) and bite +51 melee (1d8+3, bite) and 2 wings +51 melee (1d4+3) and tail +51 melee (1d6+3), or 2 claws +51 melee (1d6+6) and bite +51 melee (1d8+3, bite) and 2 wings +51 melee (1d4+3) and tail +51 melee (1d6+3); Space/Reach 5 ft./5 ft. (10 ft. with tail); SQ Blindsight 60 ft.; SV Fort +44, Ref +42, Will +49; Str 22, Dex 18, Con 22, Int 32, Wis 33, Cha 36.

Feats: Blind-Fight, Combat Reflexes, Dire Charge^E, Dodge, Flyby Attack, Hover, Improved Flyby Attack, Improved Initiative, Improved Multiattack^E, Improved Two-Weapon Fighting, Mobility, Multiattack, Power Attack, Spellcasting Harrier^E, Two-Weapon Fighting, Wingover.

^E Denotes epic feat

Breath Weapon (Ex): The length of her Zardrix's breath weapon in humanoid form is reduced to 30 ft., the base damage dice are reduced to 12d10, the enervating Strength damage is reduced to 6, and the DC is reduced to 38.

Spirit Form

Zardrix is closest to remembering her former self when she walks without her body in spirit form, but she is effectively insane and impossible to communicate with in this form. While her knowledge and memories could be quite useful to the forces of good, she can barely put them in a context that relates to her own reality, much less convey useful details to anyone else. Should Zardrix ever completely return to her senses while within her own body, she would have the Intelligence and skills listed in this form. Zardrix-that-was is fluent and literate in all known languages and all sundered tongues.

When Zardrix is in her spirit form, apply the following changes to her stat block: Colossal Trapped Dragon (incorporeal, spirit); Init +6; Spd fly 250 ft. (perfect); AC 30 (–8 size, +2 Dex, +13 deflection, +13 profane); Base Atk +45; Grp —; Atk —; Space/Reach 30 ft./0 ft.; SQ Bodiless, bound, superior invisibility; AL LG.

Skills: Bluff +61, Concentration +62, Diplomacy +61, Escape Artist +50, Intimidate +61, Knowledge (Arcana) +59, Knowledge (Geography) +59, Knowledge (Shadow) +59, Knowledge (Spirits) +59, Listen +29, Search +29, Sense Motive +59, Spellcraft +59, Spot +29, and Use Magic Device +61.

Bodiless (Su): Unlike other trapped spirits, Zardrix's bodiless state is a permanent situation. There is no way for her spirit form to manifest, at least not that she knows of.



Bound: Zardrix's spirit form is bound to her physical body. For every 10 minutes that her spirit form exists, both it and her physical form suffer one point of Charisma damage. Zardrix's spirit form cannot emerge again from her body until her Charisma has returned to full. If either form's Charisma ever reaches 0 from this effect, her spirit and all of her memories will cease to exist. She will become simply a shell, a body that acts according to the will of whomever controls her heart, unable to even make opposed Charisma checks to resist the control. This means that she would no longer be subject to the primal rage effect, but neither would she be able to perform any action without complete and utter direction by her master, requiring total attention from the heart's controller lest she become completely still and immobile.

Should Zardrix ever learn that this would be the case, she will face a difficult choice: continue to fight, knowing that she might be able to wrest her body from Izrador's grasp, or let herself fade away, knowing that she will be able to do less damage to her beloved Aryth if Izrador must supervise her every moment in order to guide her.

CHAPTER 5

The Witch Queen

Of all the creatures of Aryth, few are more enigmatic than Aradil, the Witch Queen of Erethor.

Her deeds are legends, and few are the folk who have never heard her name or at least her title. She is ancient even by the standards of the long-lived elves; by some accounts she is nearly 9,000 years of age. She seems ageless, yet her eyes betray the weight of the years that she has lived. Her mood is often melancholy, her demeanor subdued unless she is moved to anger.

Even amongst her own people Aradil's true nature and goals are questioned. The most popular misconception is that she is a dragon who has chosen to take on the form of a beautiful elf woman. Other tales recount her amazing powers of sorcery, and suggest that she might be a living manifestation of Aryth's magic. Some Sarcosan legends say that Aradil fell from the sky like a star prior to the Sundering, a child of the gods who has since been trapped, like her dark enemy, within the shell of the mortal world. Even the Dorns have their tales. These are rarely flattering, since the men of the north fear the Witch Queen's magic almost as much as they despise Izrador's, and some say that she seeks control over the world in much the same manner as the Shadow in the North.

Though few know it, the true Aradil is a tragic figure who was forced to give up her humanity to protect her people. Everything that she has done since she ascended to the throne was done to protect her elven kin from the Shadow of the North. Yet even the Witch Queen cannot be entirely selfless. Fighting the Shadow has become a personal matter to her, a facet of her personality that is so intrinsic to her being that she would probably let go of life if Izrador were ever defeated.

Aradil's Youth

Aradil was born in the Year of Falling Snow, deep in the heart of the Caraheen. As with many elf children, she was an only child. Her father, Benaedan, was a warrior on the Council of the Throne and a close adviser to the High King. Aradil's mother, Tharadlia, daughter of Kirinhi, was a seer and sorceress of great renown amongst her people. The blood of Shadiuil, first of the High Kings of the elves, ran thick in their daughter's veins, and her birth was seen as a blessing to her race. Tharadlia had seen visions of her daughter's rise to power. Though her premonitions lacked clarity, she could also see that Aradil would one day face an impenetrable darkness, and that her life would end in tragedy.

Even as she kept secret her visions of her daughter's ascendance and doom, Tharadlia took it upon herself to prepare Aradil for the struggles that she would ultimately



face. In so doing she isolated the girl from her peers and even from her father, Benaedan, but strengthened her as if she were steel being tempered for the forge. For five decades the three of them strove at their individual goals. The mother gathered all the knowledge she could fathom and instilled it in her pupil. The father defended his people from the Trapped and Lost, which sought to feed on their souls, and the monsters formed by the Sundering, which sought to feed on their flesh. And the daughter honored the example set by both her parents and became a prodigy of magic and power.

Fifty-two years after Aradil's birth, Benaedan left the Caraheen and never returned. The annals of history do not say what errand it was that became his last. Some sages say that he had journeyed north to learn of the Shadow's growing power; others believe that he ventured south to remove the threat that slumbered in Ibon-sul, or perhaps to harness it for his people's use. What is known is that, upon learning of the disappearance of her husband, Tharadlia fell into a deep despair from which she would never recover. It was as if she had lost the will to live. Even the fate of her daughter seemed forgotten in Benaedan's absence. Aradil cared for her mother as best she could, but the magics that she had been taught were not enough to assuage the anguish that her mother suffered. Twenty-two years to the day after Benaedan's disappearance, Aradil's mother died with her husband's name upon her lips.

Aradil's Ascension

Despite her youth, Aradil managed to gain a position of power within the Council of the Throne. Her influence was due, in part, to her bloodline, for Shadiuil's wisdom was praised and it was well known that he was descended of an intermarriage of one of the elthedar and a celestial being of great power and goodness. Aradil's direct relation to that ancient and powerful elf would have granted her a position of authority even if it were not for her undeniable skill at the arcane and her strong connection with the pulse of Aryth's life force. In addition, many of the council bureaucrats held Aradil in high esteem due to her father, an elf they had all respected and loved in his time.

Aradil proved quite adept at the maneuvers inherent in courtly intrigue, and she rose through the hierarchy swiftly and with little effort. Her goal, of course, was to learn the fate that had befallen her father. The more she searched, however, the less she learned. It was as if the knowledge had been hidden from sight, and none who might have known were willing or able to speak of it. She was verbally dissuaded from continuing her investigations by her fellow councilors. Some questions, they warned, were best left unanswered.

Though Aradil eventually relented in the questioning of her father's disappearance, she remained ever watchful of clues and insight into his fate. In time, the focus of her attention shifted to providing for her people. She became an outspoken advocate for all elves, from the Erunsil of the icy Veradeen to the Miransil of the western coast. She renewed ties with the distant Danisil, whose druidic magic had been

scoffed at by the scholarly channelers at Caradul. She led missions of mercy to provide aid to those communities overcome by monsters, including a renowned magical battle atop the Mountain of the Sky in which she bested a strange, giantish witch-woman of the Highhorn Mountains in single combat. Her efforts, both martial and peaceful, earned her the love and admiration of all. So popular had Aradil become that High King Shandrehn appointed her as his successor despite the fact that she was the youngest and least tried heir in line for the throne.

The other heirs, who were as enamored of Aradil as the rest of the elven people, willingly gave up their rights of ascension so that Aradil could be crowned queen. At the age of 214 years, she was the youngest monarch ever to have ascended the throne. These events sparked long-standing but little-heeded rumors of conspiracy and magical coercion on Aradil's part. Even if they proved to be true, it is doubtful that any but the most cynical of elves would care. Aradil's actions speak for themselves.

Aradil's Reign

Despite the rumors surrounding her ascension to the throne in Caradul, Aradil proved to be a shrewd queen who kept the best interests of her people in mind when making even minor decisions. Nearly 4,000 years passed peacefully, and the fey civilizations of Eredane thrived. The Veradeen and the edges of the rest of Erethor were occasionally troubled by incursions by the Trapped, by shadowspawn and sun-derborn monsters, and even by the first orcs, giant-kin, and goblin-kin from the north. Such encounters were never organized assaults, though, and the elves became expert hunters, weeding their enemies' ranks before they could maraud the elven forests. Aradil used this time of peace to learn all she could of the world, dividing her energy between ruling her people and studying at the feet of the elves' wisest sages and seers, and even by communing with the Elder Tree itself, an act that granted her amazingly long life and seemingly endless youth.

It was in the latter half of the First Age that Aradil began to have horrifying visions of flame and death, of magnificent creatures as large as maudrial trees, of dark wings and shining scales. She could not pinpoint the source of the visions, nor whether they occurred in the past, present, or future. She knew only that they came from far to the south, that great pain and woe was their cause, and that they involved creatures ancient and powerful. Just as she had resolved to investigate the troubles, a messenger came with an altogether different omen of dread. Ressial, who claimed to be a monk of the Order of Truth, arrived in Caradul carrying a message for the Queen. None of the fey had seen a creature like Ressial before in their lives; he was shaped somewhat like them, and would have been taller if not for his stooped back. His form might once have been sturdier than theirs but now was frail, and his skin seemed parchment-thin and covered in creases and ripples. This was something the elves had rarely seen, save among a few of their halfling allies and the occasional

dwarven emissary: signs of a humanoid grown old. Ressial claimed to be of a race of “messengers,” nothing more, but Aradil recognized him as one of the Trapped, a servant of the lords of light in humanoid form. She and the rest of her people would also one day recognize the race from whom Ressial had borrowed his body, for in time the Dorns, the first humans to inhabit Aryth, would arrive at their shores.

Ressial spoke to Aradil of an ancient prophecy that foretold the inevitable rise of Izrador in the north, and also revealed something far more painful: something that not only terrified Aradil, but made her fear her own power. Aradil was careful to keep Ressial’s message a secret, lest it cause panic amongst her subjects. She emerged from the meeting in a state of agitation, in part blaming herself for not acting on her instincts and fears sooner, in part terrified to act at all. The number of hunters in the north were doubled, and the bravest of the Erunsil were encouraged to travel farther east and north than once they had, to destroy orcs and goblin-kin on sight. Even the most peaceful and retiring of elves were instructed to train with sword and bow, and even the smallest village was asked to produce weapons for some unexplained purpose. Some debate was offered by the Council of the Throne, for Aradil’s demeanor troubled them, and they wished to know more of what had passed between Ressial and their queen. Aradil would have none of their arguments, and her anger at being questioned was terrible to behold. Cowed by their queen’s fury, the Council set quietly about their tasks.

The Secret Wars

The news of Izrador’s rise was terrible enough, but Ressial also bore another story of woe, and it was this that caused Aradil such ache and hesitation. He revealed the fate of Aradil’s father.

Ressial had been one of the celestials who, having long fought Izrador in the heavens, was pulled down with the dark god and trapped on Aryth by the Sundering. Only after millennia did the immortal muster enough strength to take form once more, surrounded as he was by the throbbing hate of the Shadow’s essence. The spirit slowly drifted through the north, watching in helpless horror as the orcs were created, as the highland imps were twisted into the goblin-kin, as Izrador’s corpse exuded a vile essence of entropy and death. When he happened upon a group of creatures that glowed with the light of goodness, creatures who held prayers to the lords of light barely remembered in their hearts, he allowed himself a glimmer of hope. He made contact with the creatures, and learned of their intentions. They were elves, the bravest and most powerful of their kind, sent forth to learn of the corruption that seemed to come from the north. Having known the evil that is Izrador first-hand, Ressial told them all that they wished to know and more, and offered them his aid. If they helped him, if they let him occupy one of their bodies, he would lead them to the Scar and together they would destroy Izrador completely, banishing him to oblivion and possibly, should the gods be merciful, removing the Veil.



The name of the elf who offered his body was Benaedan.

Ressial spared Aradil the horrific details of their doomed assault on the Shadow's grave, but it became clear that every single one of the elves save her father were killed or succumbed to insanity before they even reached the dark essence of Izrador's corpse. Benaedan, with Ressial's aid, was the only one to make it to their destination. Together, the courageous elven warrior and the powerful celestial within him battled through into the heart of the dark god's corpse, and they may have had a chance of, if not succeeding in Ressial's ritual to banish the dark god, at least dispelling his essence, sending him into torpor for untold years. Perhaps their efforts did in fact damage the Shadow, forcing him to delay his inevitable rise. But in the end, they were overcome.

Trapped within the tendrils of darkness, alone in a barren crevice of ice and hate, the dual consciousnesses of Benaedan and Ressial foresaw their end. They knew that if they allowed Izrador to take them alive, they would be turned into a force for evil, perhaps made to betray their very family and kin. They would have become the first Night King. Ressial began to weave a spell, then, and Benaedan allowed him to complete it. It sundered Benaedan's body and soul, destroying him utterly so that nothing remained for Izrador to corrupt, and flung Ressial's essence far across Aryth. The last sound either of them heard was the dark god's unholy wails of rage and frustration.

Ressial, having seen the true nature of the fallen deity and knowing that no mortal could stand against it, then wandered the globe in search of some other hope. Perhaps he could find another way to breach the Veil, or a sign of the silent gods. Having vowed never again to cause the death of a mortal host, Ressial drifted for years across the continent of Pelluria and beyond, always in his bodiless form. Eventually he happened upon an old Sarcosan sage who had lapsed into a coma and was nearing death. He offered peace and rest to the old man, asking him only for the chance to use his form when he was done with it. The sage, overjoyed at this communion with a servant of his long-silent gods, agreed. And so Ressial bound himself eternally to an aged and decrepit form, never to grow older but never again to feel the soft wind on his feathery wings or the warm grass beneath well-muscled limbs. In this form he began his sojourn, and in this form he ended it, when at last he came to Aradil's court, and found at last the being he thought might be the world's only hope...at the same moment that he fulfilled his old friend's final request.

Before that time he had not managed to find any sign of his old masters, nor of a way to breach the Veil. He did, however, encounter in his journeys many other servants of the lords of light who were similarly trapped. He created a network of such creatures, binding them by oaths similar to his own, that they would only possess those who willed it and would not knowingly bring mortals into danger. Their mission became to gather and keep all knowledge of the words and ways of their old masters, the Lost Gods, the lords of light. They became known as the Order of Truth.

Though Ressial gave Benaedan the greater share of glory in his tale, painting him as a strong and courageous protagonist to the last, Aradil believed that it was only the angel's presence in his father's mind that allowed him to resist Izrador's corruption. And that realization terrified her, for she felt within her two terribly strong forces: a need to avenge her father's death at Izrador's hands, and a certainty that should she ever confront the Shadow, she would be doing nothing more than offering herself up as a vessel and power source for the dark god.

In order to advise her and temper her anger, she asked Ressial to bring as many of his brethren to her as he could find. Many had spread themselves throughout the world to assist in Ressial's mission, helping those who needed it and searching for signs of the Lost Gods. Few had the heart or will to preach their old masters' teachings, however, as none could give sign of their gods' powers. Instead, they worked quietly and consistently, with what powers remained to them, to keep hope alive on Aryth. Those who had wearied of their journeys came eagerly, and thus did the Order of Truth come to Caradul. In time that order would become peopled by beings of all races, not all of them possessed by the Trapped, though in those early years they were nearly all humanoids with an otherworldly aura and powers beyond those of mere mortals.

Together they began to prepare the elves for the war to come. Aradil walked a careful balancing act between tempering and training her people and allowing them to continue living the lives of grace and innocence that she so dearly wished to protect. Yet her brooding fury at Izrador's goals, at the destruction he had already wrought and would cause, continued to grow. And still she received the dreams from an unknown source, the visions of a war among great beings in the south. Once assured that the Council of the Throne knew only as much as they needed to, and that they would carry out her orders without question, she began to take longer and longer absences. In truth, she journeyed not to the north to investigate Izrador's realm, as is often assumed, but south. She went not out of fear of the dark god, but rather fear for her people. She knew that should she find the opportunity for vengeance, she would surely attempt it, and in so doing would lose herself to Izrador.

She never spoke of what she found or did on her journeys, though most assume that this is when she forged a pact with beings long thought gone from the world: the dragons. During that millennium, as the elves prepared for the foreseen war with Izrador and the unforeseen war with the Dorns loomed closer, Aradil learned and did much among dragonkind. She was gone from Erethor for entire seasons, learning what they had to teach her of the world's birth and its changing, and affecting them in return. She spoke to them of Izrador and the threat he represented. She soothed the growing discontent among them and quieted the whispers of another dragon war. She banded with the wisest of them to appease and, when necessary, to fight their kin. And finally, she extracted from them a promise to, if not aid in the com-



ing war with Izrador, at least to not interfere, and had to content herself with that. Perhaps most importantly, she forged a bond with a matriarch among them, a wise and benevolent dragon that became, even over the distances that separated their kingdoms, a cherished friend. That dragon was Zardrix.

For those thousand years Aradil fought secret wars of guile and discovery on two separate fronts, pacifying and redirecting, assaulting and defending. This time of mystery and prolonged absences added to Aradil's reputation for intrigue and manipulation, and indeed this thousand-year effort honed her skills in those arts to perfection. While she learned from and played the dragons off against one another, she subtly strengthened her own people and prepared them for war. When she dared, she used clairvoyance and scouting parties to explore the Northern Marches and the Highhorn Mountains, collecting what information she could about the growing threat and warning her fellow fey of its coming.

The Coming of Man

When the Dorns came, she guided her people against them from afar, curious what this new player might mean in the greater tapestry of Eredane's history. When peace was finally made with them, she encouraged her people to be more gracious than bitter, for she knew that she had found a brave and powerful ally in the race of man. Whereas her people were gentle and long-lived, these creatures were violent and full of energy. Whereas her warriors would fight to the death to protect their homes, these expansionist folk would fight to the death to take new land. Her people and the dwarves, she knew, with the one in their forests and the other in their mountains, were as capable a shield as any general could wish. What they would need in their long-awaited war with the Shadow, and what they had been granted in the form of the Dorns, was a sword.

Aradil was grateful to the Dorns for having opened her people's eyes to the ways of war. The elves had been exposed to its necessities and patterns, had learned the balance between fighting and living, between killing one's foes while retaining one's value of mercy and life. And perhaps most importantly, they had shown the elves how a passionate warrior could defy all odds, could for the sake of pride and determination push himself to victory. She could now more directly order the training of troops and the forging of weapons, knowing that her orders would not destroy the elves' way of life. Part of the way she expressed that gratitude, as well as in order to further the Dorns' usefulness, was in encouraging their northward expansion.

Erenland had not always been a place of vast plains and open hills. Once, it was said that Erethor spread across the entire land, like a sea of forest surrounding the islands of the Highhorns and the Kaladrums. The Sundering destroyed much of it. Some became a rich prairie, brutal in the winter in the face of the cold winds coming down from the shattered north, but returned to life by the summer sun. Some was drowned in the Sea of Pelluria, while some withered and died as the

rivers changed course in what became the plains of southern Erenland. But when the Dorns landed, much of Erethor still extended into what is now the Northlands and Westlands. Aradil knew that she could keep these lands for her own people, could slow the Dorns' peacetime advances to the north and discourage them from settling where Cale, Nalford, Fallport, and even Bastion were founded. Surely they could have remained in the bountiful south once they had exhausted their need for raiding and war, could have settled along the rich Eren and farmed or hunted the plains. So why did they progress ever northward, why proceed into the productive but difficult land of the north?

A population explosion brought about by the elves' willingness to trade and teach them the ways of the land contributed, but there was something more. Not one to throw away the potential she saw in them, Aradil spent nearly as much time and energy manipulating and guiding her new allies as she did her own people and warriors. She appealed to the Dorns' desire for exploration, telling her emissaries to weave fanciful tales of the Northlands. She appealed to their desire for battle and victory, encouraging the Erunsil and other orc hunters to bring word of powerful and cunning opponents in the north. She offered land, letting the Dorns clear her people's forests to plant their grain, to make their roads, to establish ports in the best western harbors on the Sea of Pelluria. She did all this and more, knowing that it would lead to the humans' expansion throughout much of Eredane, recognizing that her own people's territory would wane as a result...but like a general sacrificing some of her forces in order to win the war, she knew it had to be done.

The Planting of the Seed

Aradil hoped, above all, that the race of man might journey forth to destroy Izrador where she and her people could not. The idea seems laughable now, but had the Sarcosans not landed, had the cancer of the Order of Betrayal not spread throughout the human cities, perhaps these warriors would have become the champions of Eredane. Regardless, Aradil made two choices based on that hope. She gave up the eastern reaches of Erethor, what are now the western plains of northern and southern Erenland, to the Dorns. And she gave up herself to the forest.

Just as Aradil knew that she was not yet powerful enough to go forth and challenge Izrador, she also realized that she, like all elves, must eventually grow old and pass on. Yet she alone had learned the power of her mother and the elder seers, she alone had made pacts with the dragons of the south, she alone knew all the secrets of the Order of Truth. And she was growing old.

Ressial made the same offer to her that he had to her father: to become one with her, to empower her body with immortality. But she knew that the soul and mind of an angel could not govern the spirits and passions of a mortal race. And she knew, too, that her birth from the blood of Aryth was essential to her power; as wise and as mighty as Ressial was, he could not feel the pulses of Aryth's lifeblood as she did.



Yet she was determined to remain and defend her people, to keep what remained of her forest at all costs, to make it always a place of refuge and safety for her people. These motivations, along with the hope that the humans would go where she could not, were what caused Aradil and Ressial to seal themselves within the Elder Tree at sunset on one auspicious day. There they made a pact with the spirit of the Elder Tree. In exchange for the means to defend Erethor, to remain alive and powerful for as long as the threat of Izrador remained, Aradil forever tied her body and soul to that living arcane nexus, and Ressial gave up his own essence to allow that unification to happen. The Tree was the source, Aradil the vessel, and Ressial the bond that linked the two.

The Elder Tree had long been the most powerful of Aryth's nexuses, and its potency was central to elven magic and the bounty of Erethor. In the 4,000 years of her reign, Aradil had spent long hours in meditation within the Elder Tree's deepest chambers, and she had come to understand its intrinsic connection to the world around her. The radiant elf woman that finally emerged from the depths of the Elder Tree was undoubtedly the Witch Queen, but she had been forever changed by the pact that she'd made. Her strength now lay in the Elder Tree itself. In essence, she had become an avatar of the tree: timeless, ageless, and powerful beyond the reckoning of those who had once known her. Like the elemental world that surrounded her, Aradil's power had become primordial and ancient. She seemed to change with the seasons, even as the leaves of the forest turned golden in the autumn months and leapt back to life in the springtime. It is that creature, mortal but immortal, formed of pure magic and pure spirit, that today defends the elves and their home with her very will. She has in turn thwarted Zardrix's flames, Jahzir's pride, Ardherin's scheming, and Sunulael's zealotry. She alone might stand a hope of facing them in battle and winning, but the very thing that grants her power makes her vulnerable: Should she fall, so too will the Elder Tree, and so too will Erethor.

Activities & Goals

As the leader of her people, Aradil's primary motivation is the survival of the elves of Erethor. While she values the continued existence of Eredane's other races, the well-being of her own kind will always take priority over theirs. This is not to say that she doesn't seek to aid the other races when possible, but she will only do so if it benefits the elves in the long run or, at the very least, does not noticeably detract from their own resources. Though she would like to be more altruistic, the betrayals she has suffered and her disappointments in dealing with the other races have left her far from confident that they are worth saving or, indeed, can be saved from themselves.

Building Alliances

Aradil realizes that the elves alone cannot win the final war against the Shadow. What began as a desperate battle at the end of the Second Age has only gotten worse over the passing centuries. Humanity was first corrupted, then subjugated. The dwarves are all but held captive in their mountain holdfasts. Even Erethor is slowly dying, its eastern borders consumed by encroaching flame and axe. It is extremely dangerous for any elf to venture out to aid the other races, but Aradil demands that her operatives do so whenever possible. Even those who get through enemy lines find themselves facing unique obstacles. The halflings survive by being difficult to find. The gnomes would rather not associate with elves, dangerous as they are to be caught harboring. The dwarves are thousands of miles away and surrounded by foes. And the humans are suspicious, most of the short-lived race having known no other life than one of terrifying subjugation, and few of them ever having even seen an elf.

The Halflings

The halflings, when they can be found, are only too happy to accept the elves' aid. The two races have always been close, as evidenced by the many elflings that populate the lands of both races, but rarely live within one another's realms. Even as their race dwindles by the day, most halflings are reluctant to be "caged," as they put it, within Erethor's sheltering trees. They would prefer to live or die by their wits upon the open plains. Since the halflings will not accept shelter within Erethor, the elves instead offer their expertise in magic, archery, and war. Many elves live lonely but courageous lives, flitting alone from nomadic camp to hidden hamlet, instructing the young in the basics of combat and survival while offering advice to the communities' leaders. In return, the halflings and their swift wogren volunteer to act as scouts and messengers for elven patrols that venture outside the Whispering Wood, as well as acting as intermediaries between the elves and those few human groups with whom the elves have made contact.

The Gnomes

Less well maintained are the elves' links to the gnomes of Erenland's rivers. Gnomish barges continue to ferry the enemy's supplies and troops throughout the land, and their proximity to the Shadow makes Aradil nervous. The hesitation is mutual, as any gnome caught harboring a human rebel might only be punished with slavery and imprisonment, while any gnome so much as suspected of working with the elves dies a slow and grisly death. The fact is that the elves need the gnomes far more than the gnomes need the elves. While they must watch their steps and jump when the Shadow's minions demand it, the river fey can live lives relatively free of violence. Granted, the riverbanks are Izrador's domain through and through, but the swift center of the Eren, not to mention the fog-shrouded middle of the Ardune, cannot be conquered by any army.



Regardless, the elves have managed to cultivate a handful of contacts among the older trading families, especially those in whom the channeler's blood runs strong, and these sporadic alliances have borne some fruit. These gnomes can be pressed to aid the elves by smuggling goods and individuals through heavily patrolled enemy territory...but only if the fee they're paid compensates for the risks they take.

The Dwarves

It is very difficult for the elves to aid the dwarf clans in the Kaladrums. The land that separates Erethor from the Kaladrums is nearly all conquered territory, and it crawls with the Shadow's minions. Even when the elves can successfully break out from their own beleaguered homeland, it is almost impossible for large groups of them to reach the mountains in the east. Should her people find a way to supply the dwarves with significant military or magical aid, Aradil doubts that the clans would or could easily accept such help. Long have the dwarves fought alone against Izrador, and their mistrust of outsiders runs strong and deep. Their defenses keep out orcs, oruks, and goblins, but they also confound anyone else who seeks to make contact with them, regardless of their intentions.

Additionally, unlike the elves, the dwarven clans are not united into a single nation. The stout folk are isolated not only from the rest of Aryth but from each other as well. While Aradil has had some success in contacting individual clans, especially those in the southern Kaladrums, her efforts have had little impact on their war for survival.

The Humans

Finally, there are the humans. Their relations with the elves are as varied as the people themselves. Some Dorns of the north curse them as traitors to the cause who abandoned them when the Shadow came, while others, like Roland's Raiders, hail them as staunch allies. Some Sarcosans idealize them as messengers of the Riding Host, while some Erenlanders refuse to believe that they even exist. In fact, the majority of each race views the other as a doomed and fallen people: The humans think thus of the elves because they hide in their forests and refuse to marshal their forces against the Shadow, while the elves think thus of the humans because they did just that, and failed. Aradil and a few leaders of the human resistance, however, realize that the two races desperately need one another. The elves keep the Shadow from focusing completely on the subjugation of the human lands, while the human insurgents are constant thorns in the side of the Shadow military machine. Should the day come when the conquered humans rise up to throw off their shackles, the elven armies just might march to aid them; and should the elven armies ever move in full force to push the orcs from their forest's edge, many humans, resistance warriors and lifelong slaves alike, might rise up to aid them in their fight in exchange for promises of succor beneath the forest's boughs.

Fighting the War

All of Aradil's actions are the means to a single, monumental end: the defeat of the Shadow in the North. She always cultivates a glimmer of hope, no matter how small. Anyone can see, however, that despite the resources of a vast nation, powerful magics, and advance warning, she has only succeeded in stemming the tide of the enemy time and time again. Even the fleeting victories of the past have been swept away by the destruction of the Fortress Wall and the Shadow's ultimate victory over Erenland and its human kingdoms.

In truth, Aradil displays inhuman resolve in managing to stave off her own sense of doom and hopelessness. Each of the Shadow's victories, no matter how large or small, has weakened her forest and her resolve. She has felt each death that has occurred beneath Erethor's branches since she bound herself to the Elder Tree, and only her powerful will, her parents' training, and the silent remembrance of her father's and then Ressial's sacrifices keep her from taking her own life in despair.

Even so, Aradil's powers remain potent, and are beyond the measure of any other on Aryth save Izrador himself. While it might seem prudent for the Witch Queen to take the fight to her enemy or one of his lieutenants in person, she has not yet risked such a stratagem. Few amongst her people have considered this as a viable option, for to lose Aradil in battle



would be to lose the war entirely. She serves a more valuable purpose by uniting and directing the elves from the safety of Caradul.

Personal Goals

While Izrador's defeat would serve to bring peace and hope to the entire world, Aradil's motivation in this matter is not entirely selfless. She hates as only a child whose parents were stolen from her can hate. Her thirst for vengeance has recently been deepened by the loss of her lover Ardherin; his corruption not only returned to her mind the specter of her father's loss, but also proved that she had given her love to a lesser elf, one who in the end must have had a kernel of darkness to his soul.

Resources

Aradil has a mind-boggling array of resources at her disposal in her war against the Shadow, and she needs every bit of it. In addition to the brave operatives who do her bidding abroad, Aradil also commands near total loyalty from the entire elven race. She is considered by her people to be something less than divine but more than merely a monarch; her word is law, and her person is sacred.

Strongholds

The entirety of Erethor can be considered the Witch Queen's domain, though there are few actual keeps, castles, and fortified settlements within its borders. This lack of centralized power is a strength rather than a weakness. The elves have few command points that can be overcome, their messages travel via magic and leaf rather than via courier and checkpoint, and any loss of territory simply means that the elves can condense their defensive lines.

What few defensive outposts Aradil maintains are powerful and majestic creations. They are uniformly formed from the elves' greatest assets, the forces of nature themselves. Where they have been established, Aradil has staked a claim: Though Izrador may eventually succeed, though he may thrust ever deeper into the elven nation, he will not do so without a fight. The Keep of the Cataracts and the grove of Silverthorn are currently the most contested of these locations, but the fronts of the war ebb and flow. Other such hold points were once more important, and new locations will eventually play a larger role in the war. Aradil rarely pays visits to these keeps in person; however, all important military locations receive direction and support from her in the form of one of her avatars, permanently stationed there.

Caradul

The Witch Queen's hand reaches far, from the fort of Dahurin in the north to the most isolated mangrove villages of the Danisil in the south. Nearly all that she sees and does, however, she does from within the elven capital of Caradul.

It is both the seat of power from which the Council of the Throne directs this vast woodland kingdom and the largest population center within it. The city is suspended by the lofty boughs of over 1,000 massive homewood and cedar trees. Caradul's population is predominantly elf, and few outlanders can claim the distinction of seeing firsthand the capital of the forest fey.

Caradul is protected by a number of mundane and magical defenses. Foremost amongst these is a glamour that prevents anyone with evil intent from approaching Erethor. Those creatures who succumb to the spell find themselves lost and disoriented, while those who don't are often suddenly aware of a powerful sense of unpleasant watchfulness all around them. Anyone who manages to resist this enchantment can proceed deeper into the forest, but they will undoubtedly encounter Caradul's skilled and determined defenders. Archers, battle mages, and dire creatures allied with the Witch Queen ensure that much blood will be spilled before enemies set foot within the elf capital.

The city is also, of course, in the center of the Whispering Wood. The elves who are attuned to its whispers are easily warned before enemies can make a concerted approach anywhere near the city. Even Izrador's invisible servants, the Trapped who have allied themselves with him, cannot enter the Wood without the elves being aware; such invaders are, if anything, even easier for the Whisper to pinpoint than their corporeal counterparts.

The Elder Tree

At the center of Caradul is the Elder Tree, living evidence of the immense power of Aryth. Serving as the seat of all elven power in Erethor, the massive boughs of the Elder Tree, often referred to merely as the Court, are home to the Council of the Throne and the Arbor of the Witch Queen. None can say to which species of tree the Elder Tree belongs, though some believe that it encompasses the features of all trees that are native to Erethor. It is ancient beyond measure, and the most ancient of the Caransil feel young in its presence.

Aradil has often referred to the Elder Tree as her final home, saying that when she dies, she will do so within its incalculable depths. This is unsurprising, as the Witch Queen has rarely left the Elder Tree since Izrador's victory at the beginning of the Last Age. To those few elves familiar with Aradil and her mercurial moods, leaving the confines of the Elder Tree appears to cause the Witch Queen discomfort and disorientation. The latter is simply a matter of the overwhelming inundation of sensory and mental input from Aradil's many avatars. She is effectively in dozens of places at once, all the time, constantly lending quiet wisdom and power to these closest of her servants yet remaining always vigilant and ready to direct them more consciously if necessary. Given that splintering of her awareness and personality, it is no wonder that she is most at home when within her place of meditation and power, a place with no outside distractions or stimuli.



The queen's physical attachment to her arboreal home, on the other hand, stems foremost from the irrevocable tie between her spirit and that of the tree. The roots of the tree are purported to penetrate into the center of Aryth, drawing forth a vast amount of raw supernatural force. This magical power flows up the Elder Tree's roots and spills out into a massive subterranean chamber at its center. Aradil is intrinsically tied to this wellspring, and it is the source of all of her power, longevity, and strength.

Few but the Witch Queen are allowed to access the heartwood of the Elder Tree. Only those mages and druids who have gained Aradil's favor can even hope of glimpsing the heartwood's raw power, let alone tapping it and bending it to their own ends. So forceful is the strength of the tree's magic that it is rumored to have caused the death of many channelers who have attempted to access its energy. The Elder Tree was once the single most powerful nexus in Erethor, and perhaps the world, but its power has been harnessed for a purpose other than simply powering spells and enabling the creation of magic items; the weight of that duty falls mostly on the Heart of the Wood, rumored to exist nearby at the headwaters of the Southern Felthera River. Instead, what was once the pure spell energy of the Elder Tree now feeds into and powers everything from the Whisper to the magical plants of the forest to the spells of Aradil and her connection to her avatars.

Minions

As valuable to Aradil as her magical powers are those who allow her to make the most use of them: her eyes and ears, her messengers and her warriors. While the majority of her minions are elves, Aradil claims many non-elves among her followers.

Avatars of the Witch Queen

These loyal servants pledge their lives to the service of their queen, acting as her eyes, ears, and hands in the forest realm of Erethor and beyond. She is able to join her mind to theirs, allowing them to use all of their own skills and abilities as well as many of hers. These powerful few need to be both strong of mind and strong of body, lest they lose themselves completely within the Witch Queen's overpowering identity and become simply mindless shells. The more independent an avatar can remain, the more use she is to Aradil.

Avatars' normal duties run the gamut from generalship of the elven forces to acting as emissaries to allied races. They conduct their daily lives with the queen's presence constantly aiding them, providing all of their actions with an underpinning of ancient wisdom and immeasurable power. Should she have need of direct action on their part, the Witch Queen can inhabit her avatars' bodies and personally oversee whatever action



she desires. An avatar is never as powerful as the Witch Queen herself, and there are limits to the magical abilities such vessels can channel. However, even knowing that Aradil is among them is enough to turn the tide of a losing battle for most elven forces, and the advantage of her knowledge and experience should not be discounted. The position of avatar is a greatly honored one, and those who perform the role are afforded nearly the same measure of respect as that granted to the Witch Queen herself...indeed, for all intents and purposes the avatars *are* the Witch Queen, or could be at any given moment.

The avatars that reside in Erethor dress in green livery, whether it takes the form of scholar's robes or the armor of one of her generals. In addition, each wears a sapphire diadem at his throat to signify his office. The longer an avatar serves, the closer his connection to the queen becomes, as evidenced by the slow transformation of the avatar's eyes to solid black, mirroring Aradil's. With each shade of darkness the avatar also loses some of his own identity, eventually becoming more completely subsumed to her will.

Other avatars, meanwhile, play a more subtle role. These are of many races across Eredane, and they span the entire continent. The Witch Queen uses them sparingly, and some are kept secret, eschewing the normal livery of an avatar so that they may walk more freely through the lands. An emissary's or agent's role as an avatar is also sometimes left unrevealed simply for the sake of others' comfort, as the other races see avatars less as inspirational beings worth of respect and more as monstrosities. Aradil's ability to possess others' bodies seems too similar for comfort to the powers of the animal-possessing astiraxes and the other Trapped, and many would-be allies of the elves wonder if they or their kin might one day be taken over by the Witch Queen, should it serve her purposes. Regardless, these avatars abroad are called on only in times of great or specific need, and are otherwise left to continue their support of the elves in whatever manner they deem best.

The precise number of avatars available to Aradil is unknown, but they are rumored to total no more than 100 individuals scattered throughout Eredane, more than half of which work within the borders of Erethor itself. In recent months, four of Aradil's most powerful avatars have vanished without a trace. No one knows what has happened to them, though it is said that they took their own lives after seeing their doomed futures through the eyes of their queen.

Aradil's Eyes

The avatars' powerful personalities and telltale black eyes make them unsuitable for spying and undercover work in which magic cannot be used, not to mention too important for less active spying posts. Aradil's Eyes (see *Midnight 2nd Edition*) perform that roll. They are handpicked servants who work both within Erethor and outside it, uncovering information and reporting through mental links back to their superiors, who in turn report to Aradil. Most importantly, these mental links and the Eyes' various powers of disguise are

inherent rather than magical, meaning that they cannot be detected by the legates' astiraxes or by corrupted elven traitors within Erethor. Their missions are both dangerous and difficult, requiring constant attention to detail, an uncanny ability to use disguises and subterfuge, and a willingness to do anything, including the murder of innocents or the taking of their own lives, to further the Witch Queen's mission and to keep their knowledge from falling into the wrong hands.

The primary difference between the avatars and the Eyes is that the avatars can speak or act on Aradil's behalf and tend to be leaders and capable adventurers in their own right. The Eyes' duties, on the other hand, generally extend no further than infiltration and observation.

The Council of the Throne

Aradil is advised by the Council of the Throne, an august body dedicated to the service of the elven monarch. The Lord and Lady councilors who sit upon the Council of the Throne are, for the most part, loyal to the overall cause of the elven people. Many of them have been on the Council for hundreds or even thousands of years. They place a wealth of wisdom and knowledge at the Witch Queen's disposal. Though Aradil is an absolute monarch, she places much confidence in her Council's ideas, asking them for their advice even when she has made up her mind on a particular issue. It is not uncommon for an impassioned debate in the Arbor of the Witch Queen to change Aradil's perceptions on a topic, though the arguments must be compelling indeed to sway her from a course of action once she has chosen it.

It is not only wisdom that the Witch Queen seeks to reap from her Council. Troops, channelers, arms, and armor come from many corners of the elven kingdom, and Aradil has occasionally found it necessary to use a councilor to get the sort of response that she desires from one province or another. Though Aradil can always expect results from a region if she makes an official demand for people or supplies herself, the same requisition by a councilor who hails from that region delivers faster, higher-quality, and more precise results.

The Witch Queen is not above pitting the council against itself on occasion, using the members to work against one another in an attempt to reveal poor judgment, an excess of pride, and even occasionally treachery. The political games played by those who sit upon the Council of the Throne have become more contentious since Izrador's forces conquered the human kingdoms. On at least two occasions, members of the Council have been exposed as traitors. In both cases, the councilors answered to Aradil personally, and neither of them were seen again. There are even rumors that a contingent of rogue councilors seeks to assassinate Aradil, though most folk believe such an act to be impossible given the Witch Queen's power of sight and prescience.

Aradil's closest advisors on the Council are known as the Chosen of the Queen. These 14 members are personally chosen for their offices by the Witch Queen herself, and all are considered to be above reproach. Still, Aradil sees value in keeping her enemies as close, if not closer, than her friends,



and some of her choices for her chosen councilors occasionally seem odd or misguided to the uninitiated. Still, Aradil does nothing without good reason.

Beonoul, the oldest member of the Council of the Throne, is the Witch Queen's closest confidant and adviser. She is ancient and bent, her face and body lined with wrinkles and withered by the passage of time. This visible evidence of extreme old age is unheard of among the elves, and rumors persist that Beonoul's body appears this way because of her overuse of powerful sorceries or her unwise cavorting with trapped spirits. Others believe that the Witch Queen's magics prolong the crone's life force, but that they cannot do so without marring her body. Despite her age and disagreeable nature, the old elf seems to be held in the same light as Aradil's mother might have, had Tharadlia survived the disappearance of the Witch Queen's father. None have captured the Witch Queen's ear with the same effectiveness as Beonoul, though many have surely tried to. Canny councilors have even attempted to influence Beonoul herself in an attempt to sway Aradil's opinion on this matter or that. Most such attempts have seen little success, and have only contributed to opinions that Beonoul is as cranky and unwavering as Aradil is alien and beautiful.

Knowledge & Contacts

Given her age and the experiences of her extraordinarily long life, Aradil is a wellspring of knowledge and wisdom. Even so, her memory is not always perfect, and despite her reputation as a powerful seer, there are things that even she does not see. The Witch Queen spends a great deal of time within the heart of the Elder Tree, her senses tapped into the Whispering Wood as she simultaneously monitors her many avatars in their travels throughout Eredane. The information revealed by this passive observation is vast, yet it is often trivial in nature. For instance, her connection to the Whisper allows her to know of the sprouting of every seedling, the death of every bird and mammal, in all of Erethor. Likewise, she feels the cut of each axe into a tree and the burning of each animal in its burrow. Sifting through this huge influx of information, tuning out the pain and rage of the forest and focusing on the larger picture, can be exhausting. Yet at the same time, being able to sense the fear in the orcish invaders, smelling the blood from their wounds, and countless other minute signals give her an incredible advantage in the defense of the forest.

The forest has its boundaries, of course, and where it stops, so does the Witch Queen's near omniscience. The Witch Queen's avatars and the spies known as Aradil's Eyes are her most valuable source of information on current events in the lands beyond Caradul. In their travels, these agents interact with a great many people, from the downtrodden peasants of captured lands to influential resistance leaders and their cohorts. Given that Izrador's minions would love nothing more than to capture or destroy one of Aradil's avatars or her spies, they are careful to keep their connection

to the Witch Queen hidden at nearly any cost. Most of those who deal with an avatar or Eye outside of Erethor never realize that they have treated with someone with a direct mental link to the Witch Queen herself.

Aradil is also blessed and cursed by the prescience of her dreams. When she does sleep, which is rare, her consciousness is turned outward, focusing on the world beyond Caradul. She has limited control over what, if anything, her dreams will reveal, but has made an art and a science of interpreting the portents and omens that come to her subconscious mind. Together with Beonoul, the Witch Queen has puzzled out many of the riddles and mysteries that have presented themselves to her. As the power of the Shadow grows, however, the distance into the future that Aradil can see becomes shorter and shorter.

The Order of Truth

One of Aradil's greatest sources of information on Izrador and the Lost Gods is the Order of Truth. The members of the Order have long been known as the Abandoned by many elves, since they continue to study and worship gods that have been cut off from the world of Aryth. The Order gathered along with Ressial in the First Age to act as secret advisors to the Witch Queen, ostensibly in matters of spirit and faith. In truth, they were her first military advisors, instructing her in the ways and wiles of the dark god and his minions.

In the millennia since its gathering, the Order has continued to grow and evolve. Most of its original members have released their mortal frames, becoming silent, nearly primal spirits that defend Erethor in bodiless form. Mortal scholars have taken up their mantles, though at any given time nearly a quarter of the Order is likely to consist of the Trapped in mortal bodies. Though their current goal is to ensure that the messages of the Lost Gods are passed down, the Witch Queen still calls on them for advice when she needs spiritual guidance or for new ideas on ways to thwart the dark god's schemes.

A few die-hard believers among the Order of Truth still believe that the Lost Gods will someday contact their children once more; after all, if the mortals have striven to remove the Veil for so many millennia, can it not be assumed that the gods would likewise be striving from the other side? In preparation for this reunion, and in the hopes of helping usher it into being, the Order of Truth keeps more detailed records and observations of the Lost Gods and their teachings than any other organization on Aryth. They also maintain the continent's largest collection of pre-Sundering religious artifacts outside of Theros Obsidia, many of which are powerful magic items as well. Finally, while all of the Order of Truth agree that the teachings of the Lost Gods must be given back to their children, those who actively seek their return believe that renewed faith in the Lost Gods may be key to eventually eroding the Veil.

The Abandoned are the bright reflection of the Order of Shadow, both in the assistance they offer the forces of good

and in their sometimes martial role. While they are unable to tap into the divine majesty of the Lost Gods that they worship, they are still possessed of a great deal of knowledge of all things divine, including Izrador himself. This knowledge makes them excellent planners of raids and hunters of the Shadow's minions, while the otherworldly might of the Trapped among them make them very valuable allies to the beleaguered human resistance. This contribution to the war effort, combined with the establishment of an actual temple to the Lost Gods eight centuries ago, has warmed the people of Erethor to this strange sect of monks. They have finally begun to respect their teachings, as demonstrated by the fact that the Order has been entrusted with custodianship of the Scribe Archives of the elven people.

Allies & Enemies

It goes without saying that Aradil has garnered many enemies and allies in the eight millennia that she has remained upon the elven throne. While the Witch Queen has the might of the entire elven kingdom behind her, the leaders and heroes of the other races know full well that protection of the elves and their homes is her first and foremost concern, and it is a stance that does little to earn their loyalty. The days of great alliances and glorious battles are over, having given way to furtive strikes and guerilla tactics. The necessity or even possibility of open alliances between the elves and the other races of Eredane has been called into question, and if they do not find common ground soon, Izrador's forces are likely to answer that question for them with their destruction.

The Witch Queen's opposition to Izrador is obvious and well known, though her own secret motivations for seeing Izrador fall are masked by the rhetoric of a kingdom that has long been at war. Regardless of her reasons, though, she knows that the Shadow must be stopped, or else what is yet to come will make the last 100 years seem like a time of peace and plenty by comparison.

Few beings can hope to face Aradil directly and survive. Izrador's earthly manifestation is certainly more powerful than she, but given their mutual limitations and ties to specific people and areas, not to mention both beings' caution and canniness, such a confrontation is unlikely. Likewise, no single Night King could hope to bring Aradil down, especially not in her place of power; two or three of them together could almost certainly overwhelm her, though one or more would likely be destroyed in the process. Since the Night Kings have their own agendas, however, an alliance between them to achieve this goal is extremely





unlikely, and Aradil is not about to present herself as a target to the lieutenants of the dark god.

Of the Night Kings, Ardherin and Zardrix hold special meaning for Aradil. The rest are merely human tools of the dark lord, targets of opportunity to be delayed, weakened, or destroyed if the opportunity arises.

Ardherin

Ardherin's role as a Night King causes painful and conflicting emotions within what remains of Aradil's humanity. The two were lovers and confidants for nearly 300 years, joined by their devotion to one another and driven by common cause to support the survival of their people. Ardherin's loss came at the fault of his pride and his own weakness of will, however, and that knowledge makes it difficult for Aradil think of him as anything but a failure. Rather than anger at what he is and what he does now, there is instead anger at his former self for giving in. She knows that he was ever a loyal servant of Erethor before he fell to Izrador's torments, and can no more control himself now than a marionette can cut its own strings. There is pity there, and frustration...and something else. She admits her disappointment and disgust in him to herself, but buries deeply the very real, very painful sense of loss that his absence causes. Though her mind has made its decision, her heart cannot decide whether to consider him a betrayer or a victim. She truly loved him, and he was for a time her closest friend. She still hoped for his return, against all odds, until the day that he led an assassination attempt against her. Her hesitation upon seeing him once more nearly destroyed her, and she has vowed that she will not hesitate the next time they meet.

Perhaps more importantly, Aradil's fate reminds the Witch Queen of the loss of her father at Izrador's hands, and her hate for the dark god is only inflamed by the connection. The dark god has stolen two loves from her, and he would steal the lives and peace of her people, of the whole world, as well.

One of Aradil's greatest fears is that Ardherin's true fate will be revealed to her people, for she believes that the knowledge will lessen their own resolve and morale. This is coupled with her own anxiety that her past love for the sorcerer will be used as a weapon against her, resulting either in her total destruction or her own shadowy corruption. His existence has already caused a failure in judgment once. The Witch Queen is not one to wallow in regrets, but she remembers distinctly the resolution of their last encounter, and knows that she could have mobilized the elves of Erethor to catch and destroy him if she had wished. The cost would have been hundreds of elven lives, shattered by his spells as they delayed him so that she could follow and destroy him. It would also have meant a savage blow to the morale of the elves on the front lines, who still sing of the Demon Bane of Erethor. In a time of such uncertainty, when the Shadow had only begun to assault Erethor and his full strength was yet unknown, she was not willing to pay the costs or take the risks that would have led to Ardherin's death.

She has vowed to destroy Ardherin should the opportunity present itself again, however, for she believes that the hero that he was would desire nothing less. Yet she has not moved to do so. Perhaps she fears that his very existence is meant to be a trap for her, and will not move against him for fear of it, despite the damage he causes every day to the people of Erethor. Or perhaps that is just an excuse, a rationalization to keep her from having to destroy someone that she still cares for.

Zardrix

Zardrix and Aradil met during the First Age, and their friendship persisted via magical communications throughout the long millennia. Though Zardrix made the choice to rally the southern dragons against Izrador during his second rise, Aradil's actions on the dragons' behalf are likely to have influenced her decision.

Though few know it, Zardrix was perhaps the closest thing to a friend that Aradil had ever had. The two matriarchs, one an elven channeler and one a draconic champion, could hardly be any more dissimilar. Yet, given her own longevity, Aradil found it a simple matter to identify with the eternal and inhuman nature of her dragon acquaintance. The two confided in one another, and over time their relationship matured into a friendship as strong and mutually valued as any that either had felt amongst their own kind.

It has long been tradition amongst the dragons of Aryth to offer a piece of themselves to their closest lovers and friends. This fragment is not so much physical as spiritual, taken directly from that portion of the creature's essence that ties it to the individuals that it trusts and cares for the most. Once given, this intangible token cannot be taken back, and it prevents the dragon who has bestowed it from directly harming the recipient. So strong is this tie that even after her heart was taken by Izrador, Zardrix is still bound by her eternal friendship to Aradil. The only thing that can sever the bond is the ultimate destruction of either of them.

If it were not for the token that Zardrix gifted to Aradil, Caradul and the Elder Tree may well have been incinerated decades ago. Izrador's dark exuberance at gaining control over one of Aryth's most powerful dragons was inevitably curtailed by his inability to command her to destroy the political center of the elven world, along with its queen. Indeed, the closer that Zardrix gets to her old friend's source of power, the less control Izrador is able to exert over the dragon and her actions. The Shadow fears that, should Zardrix venture too close to Caradul, Aradil may be able to wrest control of the dragon from him. While he is not certain this is possible, he is not willing to take the risk.

Weaknesses

Despite her extraordinary abilities, Aradil is hardly invincible. As with any who rely on an external power source, Aradil's connection to the Elder Tree is as much a weakness

as it is an asset. Should the Elder Tree ever die, Aradil would cease to exist as well. Aradil's health is tied to the Elder Tree and the Elder Tree is likewise tapped into the magical power that courses through Erethor, and indeed, the entire world. Every tree that is felled by orcs on Erethor's border imperceptibly weakens the Elder Tree, which in turn weakens the Witch Queen.

Aradil is also less able to travel forth and lead her people than she once was. Though she can leave the Elder Tree, and even the forest of Erethor itself, she suffers from great fatigue and her powers sharply wane when she does so. Additionally, Aradil is uncertain as to what exactly holds Zardrix at bay. Is it the nature of the Whisper? The power of the Elder Tree? Or could it be the Witch Queen's presence itself, or some combination of all of them? Just as Izrador keeps Zardrix often at Theros Obsidia out of a paranoid fear of losing all that he has gained and leaving himself open to assault, Aradil fears that if she ventures far from the Elder Tree for too long, it will give Zardrix the opening she needs to destroy the elven capital.

Aradil

Medium Outsider (Augmented Humanoid, Native)

Hit Dice: 42d8+336 (varies; see Elder Tree sidebar)

Initiative: +24

Speed: 60 ft. (12 squares)

Armor Class: 71 (+10 Dex, +6 armor, +13 divine, +14 insight, +18 natural), touch 34, flat-footed 48

Base Attack/Grapple: +42/+45

Attack: Touch spell +45 melee (spell effect) or ranged spell +52 ranged touch (spell effect)

Full Attack: Touch spell +45 melee (spell effect) or ranged spell +52 ranged touch (spell effect)

Space/Reach: 5 ft./5 ft.

Special Attacks: Charm aura, spells

Special Qualities: Avatars, Aryth's grace, blessing of the Elder Tree, consummate channeler, darkvision 60 ft., DR 20/epic and evil, immunity to ability damage, ability drain, critical hits, death effects, death from massive damage, energy drain, mind-affecting effects, negative energy effects, poison, polymorph effects, petrification effects, and sleep effects, low-light vision, precognitive, resistance to energy (all) 15, spell resistance 53, telepathy 100 ft.

Saves: Fort +44, Ref +46, Will +50

Abilities: Str 17, Dex 30, Con 26, Int 28, Wis 38, Cha 36

Skills: Bluff +45, Concentration +56, Craft (jeweler) +21, Decipher Script +21, Diplomacy +48, Gather Information +43, Handle Animal +25, Heal +44, Intimidate +55, Knowledge (arcana) +54, Knowledge (history) +34, Knowledge (local: Erethor) +54, Knowledge (nature) +49, Knowledge (Shadow) +29, Knowledge (spirits) +41, Listen +44, Ride +22, Search +39, Sense Motive +53, Spellcraft +57, Spot +44, Survival +41

Feats: Automatic Quicken Spell (x2, levels 1–6)^E, Craft Charm^M, Craft Wondrous Item, Craft Epic Wondrous Item, Craft Spell Talisman^M, Empower Spell, Epic Spellcasting^E, Extend Spell^B, Extra Gift (x2)^M, Greater Spellcasting (all)^M, Heighten Spell, Improved Precise Shot, Innate Magic^{RM}, Magecraft^M, Multispell^E, Negotiator, Persuasive, Point Blank Shot, Precise Shot, Quicken Spell, Ritual Magic^M, Sense Nexus^M, Skill Focus (Concentration), Skill Focus (Spellcraft), Spell Penetration, Spellcasting (all)^M

^E denotes epic feat

^M denotes *Midnight 2nd Edition* feat

^R denotes racial bonus feat

Environment: Caradul, the Elder Tree

Organization: Unique

Challenge Rating: Varies; currently 38

Treasure: Unique

Alignment: Neutral Good

The ageless elven woman of indescribable and alien beauty stares at you with eyes as black and emotionless as the abyss. Despite her piercing gaze, you find it difficult to remain unmoved by her appearance, and are drawn to her against your will. She wears a simple gossamer dress crafted from a deep green material, and her feet are unshod. She radiates an aura that is simultaneously terrifying and comforting.

While she is more than 8,000 years old, Aradil's physical age is hard to discern. Her skin glows with an inner light that seems to be affected by the season: In the autumn, her pale skin is almost golden, while in the wintertime it is as white as fine porcelain. Her most striking features, aside from her alien beauty, are her eyes, which are completely black and lacking pupils. She insists on dressing in simple gowns, never wears shoes, and rarely carries a weapon of any sort.

Aradil is fluent and literate in all mortal languages and in 14 Sundered Tongues.

Combat

Aradil avoids combat. On the rare occasion that she is confronted by hostiles, the Witch Queen resorts to her incredible powers of sorcery. When facing foes that she believes might be redeemable or who may be valuable sources of information, she almost always attempts to use non-lethal magic in order to subdue them. In cases where her enemies are in no way redeemable or useful to her, however, she does not stay her hand, using the deadliest and most effective spells at her disposal to quickly dispatch them.

Aryth's Grace (Ex): Aryth protects her chosen defender. Aradil adds her Charisma modifier as a divine bonus to her saving throws and her Armor Class. (The statistics block already reflects these bonuses).

Avatars (Ex): Aradil uses her avatars to interact with people, places, and things in other parts of Eredane. She has as many as 100 avatars spread across the face of the continent, and each is formidable and competent in his own right. Aradil is capable of monitoring all of her avatars simultaneously,

dividing her consciousness up between them all. Unless she specifically concentrates on a single avatar and attempts to look through his eyes or possess him, she will only have a general awareness of the avatar's circumstances, such as the state of his health, the thing foremost on his mind, and his surroundings.

The Witch Queen is also able to focus more specifically on her avatars, allowing her to not only see, hear, and feel everything that the avatar is experiencing, but also to read his mind completely and to communicate with him via two-way telepathy. Focusing on any number of avatars requires a move action each turn, and requires an initial Concentration check, as well as one each minute, with a DC of 10 + the HD of the avatar being focused on +1 per 500 miles between Aradil and the avatar. This DC increases by an additional +1 for each other avatar being focused on simultaneously. If the Concentration check fails, Aradil may attempt to focus on that avatar again in one minute. Additionally, for each avatar being focused on beyond the first, Aradil and all avatars being focused on suffer a cumulative -1 penalty to all d20 rolls (attack rolls, saving throws, skill checks, ability checks, caster level checks, and so on) due to the difficulty of maintaining concentration and sense of self.

Finally, Aradil may concentrate even further to actively inhabit her avatars. Unlike possession by an astirax or other trapped spirit, this does not involve hijacking the vessel's body. Rather, Aradil and the avatar become a single being. An inhabited avatar uses his normal feats, ability scores, spell energy, hit points, class abilities, and any special abilities granted by his race or form. However, he gains Aradil's base saving throw bonuses, base attack bonus, skill ranks, all of her channeler gifts, and all of her non-epic feats, allowing him to cast any non-epic spells that Aradil knows (and for which he meets the minimum required spellcasting ability score) at one-half her caster level. Additionally, if the avatar is above 20th level, he gains all of her epic feats except Epic Spellcasting.

Inhabiting an avatar is just like concentrating on an avatar, except that inhabiting any number of avatars requires a standard action each turn, and requires initial and per-minute Concentration checks with a DC of 10 + twice the HD of the avatar being inhabited +1 per 250 miles between Aradil and the avatar. If the Concentration check fails, Aradil may attempt to inhabit that avatar again after one minute. Additionally, avatars being inhabited count as a number of avatars equal to 5 + 1 per 10 HD of the avatar being inhabited (rounded down) for the purposes of Concentration checks and penalties to d20 rolls.

Aradil may stop focusing on any number of avatars as a move action, and may stop inhabiting any number of avatars as a standard action. If Aradil is focusing on an avatar when it dies, is petrified, or goes insane, she must make a Will save with a DC equal to 10 + the HD of the avatar + one of the following, depending on the method of the avatar's death: the number of hit points beyond -10 the avatar was dealt by the

killing blow, the amount by which the avatar failed his saving throw against the effect, or +10, if none of the above apply. If she fails, she is dazed for 1 round. If Aradil is inhabiting an avatar when it dies, she must make a Will save as described above except that the DC is modified by twice the HD of the avatar. If she fails, she is stunned for 1 minute and all of her avatars are dazed for 1 round.

Blessing of the Elder Tree (Ex): Since she joined her spirit with that of the Elder Tree, Aradil has been transformed into something that is not entirely mortal. Her soul was stripped from her corporeal form and woven into the fabric of the Elder Tree. This has several effects.

First of all, Aradil's body is no longer mortal. Rather, she has become a vessel for the Elder Tree's power. This means that she is effectively immortal: She lives while the Elder Tree lives, and she will die if it dies. She no longer ages and cannot be affected by the passage of time, magical or otherwise. She does not need to eat, drink, breathe, or sleep, though she may do any of these for the pleasure of the sensation. She also gains several immunities, which are listed in her stat block.

Second, Aradil's life force and the Elder Tree's spell energy are one and the same. Aradil has no spell energy of her own, but may draw from the Elder Tree's spell energy as if it were hers. Neither does she have any hit points, meaning that she gains no benefit from healing spells, but any damage dealt to her is subtracted from the Elder Tree's spell energy instead of from her effective hit point total. Likewise, as the Elder Tree's spell energy is restored, her effective hit point total is restored. If the Elder Tree's spell energy is ever reduced to 0, whether through damage to Aradil or the draining of spell energy from Aradil or the tree, both are destroyed.

Third, the farther that Aradil ventures away from the Elder Tree, the weaker her connection to it becomes, and the harder it is for her to cull the tree's spell energy for her own use. As long as Aradil stays within 50 miles of the Elder Tree, she suffers no ill effects. However, for every 50 miles beyond this point, Aradil suffers a negative level. These negative levels are restored instantly as soon as she returns to the Elder Tree. In addition, for every 50 miles away she is from the Elder Tree, all of her spells require an extra point of spell energy to cast.

Charm Aura (Ex): Aradil constantly radiates a 100-foot-radius charm aura. Any creatures in the area must succeed at a DC 27 Will save or be affected as though by a *charm monster* spell (caster level 42nd). A creature that successfully saves cannot be affected by Aradil's charm aura for 24 hours. The save DC is Charisma-based.

Consummate Channeler (Ex): In her millennia of study, Aradil has become a consummate channeler. She is not limited to one channeling tradition; she can use charismatic, hermetic, and spiritual channeling alike. When casting spells, Aradil uses whichever ability score is highest as her spellcasting ability score. She knows every spell and ritual on the channeler spell list, has access to every channeler gift, and is

considered to have selected each power listed under the chan-
neler traditions and gifts.

Aradil may use her master of two worlds abilities a num-
ber of times per day equal to 7 + her Wisdom modifier. She
may use her force of personality abilities a number of times
per day equal to 7 + her Charisma modifier. Uses of these
abilities by an avatar that is inhabited count against her daily
uses.

Precognitive (Ex): Aradil can see the near future quite
clearly, and can act on these preconceptions before the events
that they portend manifest themselves. This is reflected in an
insight bonus to her Initiative and Armor Class equal to her
Wisdom bonus. She also has the uncanny dodge ability and
the improved uncanny dodge ability as if she were a 42nd-
level barbarian or rogue.

Spells: Aradil knows all spells on the channeler spell list.
The save DCs against her spells are 24 + spell level. She has
spell energy equal to the Elder Tree's spell energy (see Elder
Tree sidebar). She may cast four epic spells per day, and
knows the following epic spells: *epic mage armor*, *epic repul-
sion*, *peripety*, and *superb dispelling*. She also knows a com-
bined variant of *soul dominion* and *soul scry* that can be cast
on willing creatures to allow her to create permanent avatars.

Spirit Sense (Ex): As a manifestation of living magic,
Aradil can as easily sense the weave of Aryth's magic and the
drifting of its spirits as she can the mundane world. She con-
stantly benefits from effects identical to the spells *detect asti-
rax*, *detect chaos/evil/good/law*, *detect undead*, *greater
arcane sight*, and *true seeing*. Aradil may suppress and
resume any of these effects as a free action, but they cannot
be dispelled.

Possessions: Aradil wears only simple gowns, although
all of them are woven with powerful magics. A sample gown
is described below, but many more exist. In the few instances
that she has herself entered battle, such as during Izrador's
rise at the end of the First Age, Aradil donned a suit of gold-
en mithral armor with a large golden mithral shield, and bore
a mithral longsword; while the properties of these items are
not known, they are all believed to be powerful religious arti-
facts from before the Sundering.

Aradil's Gown

This simple silken and flax gown was woven for Aradil
by the Miransil, and she has imbued it with protective spells.
Its seemingly fragile threads provide a +6 armor bonus to AC
against corporeal attacks, but are even more effective against
incorporeal touch attacks, granting a +10 armor bonus to AC
against them. Its light and flowing weave also responds to the
subtleties of air currents, granting its wearer blindsense within
60 ft. Finally, the wearer is considered to be constantly under
the benefits of the spells *freedom of movement*, *levitation*,
pass without trace, *water walk*, and *sanctuary* (DC 24) at
caster level 42. The wearer may suppress and resume any
number of these effects as a free action.

The benefits of Aradil's gown are not included in her sta-
tistics block.

The Elder Tree

The Elder Tree is more than simply an arcane
nexus. It is the oldest part of Erethor, some say the
first seedling ever planted on Aryth. Its roots wend
downward into Aryth's heart, and its limbs reach
upward to its heavens. The Elder Tree, Erethor,
Aradil...the three are all part of the same being, the
same life force.

Unlike other arcane nexuses, the Elder Tree
cannot be used to craft magic items. Its powers have
been bent almost wholly toward the defense of
Erethor, allowing Aradil to discern even the most
minute detail from the Whisper, and of course giv-
ing her the power to communicate with and inhabit
her avatars.

Each avatar that exists lowers the Elder Tree's
spell energy by 1 point; each avatar being focused
on temporarily lowers the Elder Tree's spell energy
equal to the avatar's Hit Dice; and each avatar being
inhabited temporarily lowers the Elder Tree's spell
energy by an amount equal to twice the avatar's Hit
Dice.

The spell energy (and therefore Aradil's power
level as represented by the amount of damage she
can withstand and the number of spells she can cast)
of the Elder Tree waxes and wanes with the health
of the forest around it. Before parts of the forest
were given up to Dornish expansion, its spell en-
ergy may have been as high as 1,500; by the time of
Izrador's first rise, it was closer to 1,250. Now, after
decades of burning, chopping, and assault, the Elder
Tree is reduced to 750 maximum spell energy
points. In another hundred years, if things continue
at their current rate, that number may drop to 500 or
even 250.

The Elder Tree

Spell Energy: 750 (Varies from 250–1,500)

Feats Allowed: None

Affinity: Animal 5, Divination 5, Elf 5, Plant 5

Recovery: Varies; currently 1 per 10 minutes

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